MIC Electronics Limited

38th Annual Report 2025-26

INDEX

CORPORATE INFORMATION

Board of Directors

Mr. Penumaka Venkata Ramesh (DIN: 02836069)	-	Chairman & Independent Director
Mr. Kaushik Yalamanchili (DIN: 07334243)	-	Managing Director
Mr. Siva Lakshmanarao Kakarala (DIN: 03641564)	-	Non-executive Director
Mr. Sivanand Swamy Mitikiri (DIN: 10166966)	-	Whole-time Director
Mr. Srinivas Rao Kolli (DIN: 07980993)	-	Independent Director
Mr. Deepayan Mohanty (DIN: 00196042)	-	Non-executive Director[1]
Mrs. Karuna Gayathri Upadhyayula (DIN: 07901195)	-	Independent Director
Mr. Ravinder Reddy Surakanti (DIN: 07838836)	-	Independent Director[2]

[1]Change in designation from Independent Director w.e.f. March 30, 2026.
[2]Appointed w.e.f. September 01, 2025.

Chief Executive Officer	-	Mr. Rakshit Mathur
Chief Financial Officer	-	Mr. Sadasivan Muralikrishnan Madurai
Company Secretary & Compliance Officer	-	Mrs. Lakshmi Sowjanya Alla

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,
Flat No. 401, 4th Floor, Sri Sai Saraswathi Nilayam,
H.No. 5-5-33/26/A/1, Plot 77, Maitri Nagar,
Kukatpally, Hyderabad, Telangana – 500072.

Registrar & Share Transfer Agents

M/s. Venture Capital and Corporate Investments Pvt. Ltd.,
AURUM, Door No.4-50/P-II/57/4F & 5F, Plot No.57,
4th & 5th Floors, Jayabheri Enclave Phase – II,
Gachibowli, Hyderabad – 500 032.
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, WEBSITE : www.mic.co.in
CIN : L31909TG1988PLC008652

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

Canara Bank, MID Corporate Branch, RP Road, Sec'bad.

INVESTORS EMAIL ID : cs@mic.co.in

Board Committees:

Audit Committee	Mr. Srinivas Rao Kolli	Chairperson
	Mr. Kaushik Yalamanchili	Member
	Mrs. Karuna Gayathri Upadhyayula	Member
	Mr. Ravinder Reddy Surakanti	Member
Stakeholders Relationship Committee	Mr. Srinivas Rao Kolli	Chairperson
	Mr. Kaushik Yalamanchili	Member
	Mr. Ravinder Reddy Surakanti	Member
Nomination and Remuneration Committee	Mrs. Karuna Gayathri Upadhyayula	Chairperson
	Mr. Srinivas Rao Kolli	Member
	Mr. Ravinder Reddy Surakanti	Member
Management Committee	Mr. Kaushik Yalamanchili	Chairperson
	Mr. Sivanand Swamy Mitikiri	Member
	Mr. Ravinder Reddy Surakanti	Member
Corporate Social Responsibility Committee	Mr. Kaushik Yalamanchili	Chairperson
	Mr. Sivanand Swamy Mitikiri	Member
	Mr. Ravinder Reddy Surakanti	Member

01

NOTICE

NOTICE is hereby given that the Thirty Eighth (38th) Annual General Meeting of the Members of M/s. MIC Electronics Limited will be held at the registered office of the Company situated at Plot No. 192/B, Phase-II, IDA, Cherlapally, Hyderabad, Rangareddi, Telangana – 500 051 on Wednesday, September 16, 2026 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 Financial Year ended March 31, 2026, including Audited Balance Sheet, the Statement of Profit & Loss and Cash Flow Statement for the Financial Year ended on March 31, 2026 together with the Reports of the Board of Directors and Statutory Auditors thereon.**

   To consider and, if thought fit, to pass with or without modification, the following resolution as an ***Ordinary Resolution:***

   "RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company comprising of the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, Cash Flow Statement for the financial year ended on that date along with the Notes and Schedules thereto, together with the Reports of the Board of Directors and Statutory Auditors thereon, as placed before this meeting, be and are hereby received, considered, and adopted."

2. **To appoint a Director in place of Mr. Sivanand Swamy Mitikiri (DIN: 10166966), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.**

   To consider and, if thought fit, to pass with or without modification, the following resolution as an ***Ordinary Resolution:***

   "RESOLVED THAT pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Mr. Sivanand Swamy Mitikiri (DIN: 10166966), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

3. **To re-appoint M/s. Bhavani & Co., Chartered Accountants as Statutory Auditors of the Company for a second consecutive term of five years.**

   To consider and, if thought fit, to pass with or without modification, the following resolution as an ***Ordinary Resolution:***

   "RESOLVED THAT pursuant to the provisions of Section 139, Section 141, Section 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded for the re-appointment of M/s. Bhavani & Co., Chartered Accountants (ICAI Firm Registration No. 012139S, Peer Review Certificate No. 026954) as the Statutory Auditors of MIC Electronics Limited, to hold office for a second consecutive term of five (5) years, from the conclusion of this 38th Annual General Meeting until the conclusion of the 43rd Annual General Meeting of the Company to be held in the year 2031, i.e., for the Financial Years 2026-27, 2027-28, 2028-29, 2029-30 and 2030-31, at a remuneration of up to ₹6,00,000/- (Rupees Six Lakhs only) per financial year, as may be determined by the Board of Directors of the Company from time to time based on the recommendation of the Audit Committee, in addition to reimbursement of applicable taxes and out-of-pocket expenses actually incurred in connection with the audit of the accounts of the Company.

   RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director and/or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution including but not limited to filing of requisite forms/returns with the Registrar of Companies and intimating the said Auditors of their re-appointment."

SPECIAL BUSINESS:

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

   To consider and, if thought fit, to pass with or without modification, 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 ₹50,00,00,000/- (Rupees Fifty Crores), proposed to be entered during FY 2027-28.

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 authorized 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) / Authorized 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.

RESOLVED FURTHER THAT duly certified copies of the above resolutions under the hands of any Director or Company Secretary of the Company be furnished to any government, statutory or regulatory authority as may be required from time to time."

5. To Approve the Related Party Transaction(s) with M/s. MICK Digital India Limited.

To consider and, if thought fit, to pass with or without modification, 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. MICK Digital India Limited ('MICK'), 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 MICK, for an aggregate value of up to ₹10,00,00,000/- (Rupees Ten Crores), proposed to be entered during FY 2027-28 for availing/rendering of services, Purchase/sale of goods, purchase of fixed assets, Other Operating Revenue/Other Income/Recovery of Expenses, 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 authorized, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalizing the terms and conditions, methods and modes in respect thereof and finalizing 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 authorized 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) / Authorized 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.

RESOLVED FURTHER THAT duly certified copies of the above resolutions under the hands of any Director or Company Secretary of the Company be furnished to any government, statutory or regulatory authority as may be required from time to time."

6. To Approve the Related Party Transaction(s) with M/s. SOA Electronics Trading LLC, Dubai, UAE.

To consider and, if thought fit, to pass with or without modification, 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. SOA Electronics Trading LLC ('SOA'), 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 SOA, for an aggregate value of up to ₹20,00,00,000/- (Rupees Twenty Crores), proposed to be entered during FY 2027-28.

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 authorized 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) / Authorized 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.

RESOLVED FURTHER THAT duly certified copies of the above resolutions under the hands of any Director or Company Secretary of the Company be furnished to any government, statutory or regulatory authority as may be required from time to time."

7. To Approve the Related Party Transaction(s) with M/s. Cellular Galaxy Electronics LLC.

To consider and, if thought fit, to pass with or without modification, 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. Cellular Galaxy Electronics LLC ('CG'), a subsidiary of "SOA Electronics Trading LLC" and a Step-down Subsidiary 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 CG, for an aggregate value of up to ₹20,00,00,000/- (Rupees Twenty Crores), proposed to be entered during FY 2027-28 for availing/rendering of services, Purchase/sale of goods, purchase of fixed assets, Other Operating Revenue/Other Income/Recovery of Expenses, 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 authorized, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalizing the terms and conditions, methods and modes in respect thereof and finalizing 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 authorized 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) / Authorized 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.

RESOLVED FURTHER THAT duly certified copies of the above resolutions under the hands of any Director or Company Secretary of the Company be furnished to any government, statutory or regulatory authority as may be required from time to time."

By Order of the Board
For MIC Electronics Limited

Date: July 31, 2026
Place: Hyderabad

Lakshmi Sowjanya Alla
Company Secretary & Compliance Officer

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 filled 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 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 enclosed as Annexure A.

8. The Share Transfer Books and Register of Members of the Company will remain closed from **Friday, September 11, 2026** to **Wednesday, September 16, 2026 (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 Door No. 4-50/P-II/57/4 & 5th Floor, Plot No. 57, Jayabheri Enclave, Phase II, Gachibowli, Seri Lingampally, Telangana - 500032.

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 2025-26 (including Notice of the 38th 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 38th Annual Report for the FY 2025-26 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 38th Annual Report for the FY 2025-26 Will be sent to the Members who are entitled to receive a physical copy and/or specifically request the same shall be provided the physical copy in accordance with applicable law.

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 38th Annual General Meeting and the Annual Report for FY 2025-26 will also be available on the Company's website www.mic.co.in for 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 38th 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 **Sunday, September 13, 2026, at 9.00 A.M. (IST), and ends on Tuesday, September 15, 2026 at 5.00 P.M. (IST).**

    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 e-voting period begins on **Sunday, September 13, 2026, at 9.00 A.M. (IST)**, and ends on **Tuesday, September 15, 2026 at 5.00 P.M. (IST)**. 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) **Thursday, September 10, 2026**, 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.

    Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

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 260815001** 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 31, 2026.

Item No. 3

To re-appoint the Statutory Auditors of the Company

M/s. Bhavani & Co., Chartered Accountants (ICAI Firm Registration No. 012139S, Peer Review Certificate No. 026954), were appointed as the Statutory Auditors of the Company at the 33rd Annual General Meeting of the Company held on December 27, 2021, for a first term of five consecutive years, to hold office from the conclusion of the 33rd AGM till the conclusion of the 38th Annual General Meeting of the Company to be held in the year 2026. The first term of M/s. Bhavani & Co., Chartered Accountants is accordingly due to expire at the conclusion of this 38th Annual General Meeting.

As per the provisions of Section 139(2) of the Companies Act, 2013, a listed company shall not appoint or re-appoint an audit firm as Statutory Auditors for more than two terms of five consecutive years. Accordingly, M/s. Bhavani & Co., Chartered Accountants are eligible for re-appointment for a second consecutive term of five years, which, if approved at this AGM, shall be the final term permissible under the Act.

The Audit Committee of the Board of Directors, at its meeting duly convened for the purpose, reviewed and evaluated the performance, independence, peer review compliance, and eligibility of M/s. Bhavani & Co., Chartered Accountants. The Audit Committee satisfied itself that:

a) there are no disqualifications as prescribed under Section 141 of the Companies Act, 2013 and the Rules made thereunder;

b) the proposed re-appointment is within the limits specified under Section 141(3)(g) of the Companies Act, 2013;

c) the Firm holds a valid Peer Review Certificate (No. 026954) as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

d) there are no proceedings against the Firm or any of its partners pending with respect to professional matters of conduct; and

e) the Audit Committee was satisfied with the quality and independence of the audit services rendered by M/s. Bhavani & Co. during their first term.

The Audit Committee accordingly recommended the re-appointment of M/s. Bhavani & Co., Chartered Accountants for a second term of five consecutive years to the Board of Directors. The Board of Directors, at its meeting held on July 31, 2026, considered and accepted the said recommendation.

M/s. Bhavani & Co., Chartered Accountants have provided: (i) their written consent to act as Statutory Auditors of the Company; (ii) a certificate confirming that the re-appointment, if made, would be within the limits specified under the Act and Rules; and (iii) confirmation that they satisfy the criteria of independence as required under Section 141 of the Act.

None of the Directors, Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of this Notice.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of this Notice for the approval of the Members.

Details of the Audit Firm:

Name of the Firm	M/s. Bhavani & Co., Chartered Accountants
ICAI Firm Registration No.	012139S
Peer Review Certificate No.	026954
Date of Original Appointment	December 27, 2021 (33rd AGM)
First Term	F.Y. 2021-22 to F.Y. 2025-26 (33rd AGM to 38th AGM)
Proposed Second Term	F.Y. 2026-27 to F.Y. 2030-31 (38th AGM to 43rd AGM)
Nature of Resolution	Ordinary Resolution
Max. Permissible Terms u/s 139(2)	Two terms of 5 years each (this is the 2nd and final term)

Item No. 4, 5, 6 and 7

To Approve related party transactions for FY 2027-28 with M/s. RRK Enterprise Private Limited, M/s. MICK Digital India Limited, M/s. SOA Electronics Trading LLC and M/s. Cellular Galaxy Electronics LLC:

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. 4, 5, 6 and 7 may or may not be 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. 4, 5, 6, and 7 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 RRK, MICK, SOA and CG may or may not 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 proposed related party transactions which were placed before them at their respective meetings held on April 25, 2026.

Minimum Information to be provided to the Members for approval of RPTs:

In terms of SEBI Circular dated October 13, 2025 on Industry Standards on "Minimum information to be provided to the Audit Committee and Members for approval of Related Party Transactions" ("RPT Industry Standards"), the explanatory statement contained in this Notice provides the required information:

Pursuant to the SEBI Circular dated October 13, 2025, the Minimum Information relating to the proposed related party transaction(s) is provided as under:

As per the SEBI Listing Regulations, all related parties of the Company, whether or not a party to the proposed transaction(s), shall abstain from voting on the said resolution.

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 Director in M/s. MICK Digital India Limited, and Managing Director of M/s. MIC Electronics Limited, and Mr. Sivanand Swamy Mitikiri who is a Director in M/s. RRK Enterprise Pvt Ltd and M/s. MICK Digital India Limited, and Mr. Ravinder Reddy Surakanti, who is Director in M/s. SOA Electronics Trading LLC

The Board recommends that Resolutions Nos. 4, 5, 6 and 7 as set out in the Notice be approved by the Members as Ordinary Resolutions.

S.No.	Particulars of the Information	Information provided by the Management			
	A. Details of the related party and transactions with the related party				
A1)	**Basic details of the Related Party Transaction**				
1	Name of the Related Party	RRK	MICK	SOA	CG
2	Country of incorporation of the related party	India	India	UAE	UAE
3	Nature of business of the related party				
A2)	**Relationship and ownership of the related party**				
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party — including nature of its concern (financial or otherwise) and the following:	Promoter Company	Subsidiary Company	Subsidiary Company	Subsidiary Company
	a) Shareholding of the listed entity / subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil (Promoter)	100%	100%	99%
	b) Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA	NA	NA	NA
	c) Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). **Explanation:** Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	44.94%	Nil	Nil	Nil
A3)	**Details of previous transactions with the related party**				
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	₹23.86 Cr.	₹0.06 Cr.	Nil	Nil
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.				
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years.	No	No	No	No
A4)	**Amount of the proposed transactions**				
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ Members.	Up to Rs.50 Cr in one or more tranches	Up to Rs.10 Cr in one or more tranches	Up to Rs.20 Cr in one or more tranches	Up to Rs.20 Cr in one or more tranches
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes	No	Yes	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	26.25%	5.25%	10.50%	10.50%

4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA	NA	NA	NA
A5)	**Basic details of the proposed transaction**				
1	Specific type of the proposed transaction	For rendering or availing services including loans			
2	Details of each type of the proposed Transaction	For rendering or availing services including loans			
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from April 2027.			
4	Whether omnibus approval is being sought?	Yes (Obtained in the Audit Committee Meeting held on April 25, 2026)			
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Up to Rs. 50 Crore during the FY 2027-28.	Up to Rs. 10 Crore during the FY 2027-28.	Up to Rs. 20 Crore during the FY 2027-28.	Up to Rs. 20 Crore during the FY 2027-28.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed transactions arise from the ordinary operational and strategic requirements of the Company like procurement of raw materials, rendering of marketing services, inter-company loans, shared services, export sales through subsidiary etc. The related parties are engaged in trading, investment, service, procurement etc activities and are best positioned to provide/receive these goods/services due to operational synergy / common technology platform / geographic presence / group-level economies of scale.			
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.				
	a. Name of the Director/KMP	Kaushik Yalamanchili being common director		Nil	Nil
	b. Shareholding of the director/KMP, whether direct or indirect, in the related party	98.40%	Nil	Nil	Nil
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA			
9	Other information relevant for decision making	Nil			
B(1)	**Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**				
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	NA			
2	Basis of determination of price	NA			
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA			
	a. Amount of Trade advance	--	--	--	--
	b. Tenure	--	--	--	--
	c. Whether same is self - liquidating	--	--	--	--
4	Any other information that may be Relevant	Nil			

By Order of the Board
For MIC Electronics Limited

Date: July 31, 2026
Place: Hyderabad

Lakshmi Sowjanya Alla
Company Secretary & Compliance Officer

Annexure - A

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. Sivanand Swamy Mitikiri**
B	Brief Profile	
	i) Age	69 years (D.O.B. 01/05/1957)
	ii) Educational Qualification	LL. B, CA from ICAI and CS from ICSI
	iii) Experience in specific functional area	Mr. Sivanand Swamy Mitikiri is a qualified Company Secretary from the Institute of Company Secretaries of India and also a qualified Chartered Accountant with Institute of Chartered Accountants of India and LLB graduate. He has around 35 plus years of experience in the finance, admin and legal departments.
	iv) Date of appointment on the board of the Company	May 27, 2023
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. MICK Digital India Limited 2. M/s. RRK Enterprise 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	Nil
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 2025-26	Eight out of Eight meetings held during the year
J	Remuneration last drawn	NA
K	Remuneration proposed to be drawn	NA
L	Information as required pursuant to BSE Circular with ref. no. LIST/ COMP/14/ 201819 dated 20th June, 2018 and NSE Circular - NSE/CML/2018/02 dated June 20, 2018	Not debarred from holding the office of Director by virtue of any Order of the Securities and Exchange Board of India or any other authority.

BOARD'S REPORT

Dear Members,

The Board of Directors is pleased to present your Company's 38th Annual Board's Report on its business and operations, along with the audited financial statements for the financial year ended March 31, 2026.

Financial performance

In compliance with the provisions of the Companies Act, 2013 ('Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company has prepared its financial statements in accordance with the Indian Accounting Standards ('Ind AS') for FY 2025–26.

The financial highlights of the Company's operations are as follows: (Amount in ₹ Lakhs)

Particulars	Standalone		Consolidated	
	2025-26	2024-25	**2025-26**	2024-25
Total Income	**8844.02**	6294.68	**19168.53**	9600.36
Total Expenditure	**7223.33**	4992.03	**17,500.54**	8293.57
Profit before Tax	**1620.69**	1302.66	**1667.98**	1306.79
Tax expenses/Provision for Tax	**(2931.34)**	(323.66)	**(2931.34)**	(323.66)
Profit after Tax	**(1310.65)**	978.99	**(1263.36)**	983.12
Other comprehensive income	**(14.81)**	(13.69)	**(14.81)**	(13.69)
Transfer to General Reserve	**--**	--	**--**	--
Profit available for appropriation	**(1325.46)**	965.30	**(1278.17)**	969.43
Provision for Proposed Dividend	**--**	--	**--**	--
Provision for Corporate Tax	**--**	--	**--**	--

Performance

a) Operations

The total standalone revenue of the Company for the financial year ended March 31, 2026 stood at ₹8,727.83 Lakhs, as compared to ₹6,172.85 Lakhs in the previous year. During the financial year under review, the Company incurred a net loss of ₹1,325.46 Lakhs, as against a net profit of ₹965.30 Lakhs in the previous year.

The total consolidated revenue of the Company for the financial year ended March 31, 2026 stood at ₹19,052.34 Lakhs, as compared to ₹9,476.37 Lakhs in the previous year. During the financial year under review, the Company incurred a net loss of ₹1,278.17 Lakhs, as against a net profit of ₹969.43 Lakhs in the previous year.

During the year ended March 31, 2026, Deferred Tax Assets aggregating to ₹2931.34 Lakhs, pertaining to carried forward business losses of FY 2017–18, were reversed upon expiry of the permissible carry-forward period of 8 years under the Income-tax Act, 1961. The reversal has resulted in an increase in deferred tax expense, consequently reducing the Profit After Tax and Earnings Per Share for the year. It is pertinent to note that this adjustment is non-cash in nature and has no bearing on the operational performance of the Company.

b) Prospects

During the year under review, the Company earned revenue of ₹3292.75 Lakhs from Passenger Information System (PIS) displays of Indian Railways, ₹3325.27 from regular displays. Your Company has obtained prototype approvals for Roof Mount Packaging Unit (RMPU). Your company is presently working on project relating to Integrated Passenger information System (IPIS) – Version 02 of Indian Railways and expected to receive prototype approval in the second quarter of current financial year.

On the product development front, your Company secured prototype approvals for the Emergency Lighting Unit (ELU) and the Public Announcement Passenger Information System (PAPIS), both validation milestones that typically precede volume order placement by Indian Railways. In parallel, work is progressing on two further railway-linked initiatives the Roof Mounted Package Unit (RMPU) and the Integrated Power Supply (IPS) which extend MIC's footprint across the coach electrification value chain, from climate control to onboard power management. Certification for Smart Energy Meters remains pending, and your Company continues to engage proactively with the relevant testing authority to expedite this approval.

These developments are consistent with MIC's broader strategy of deepening its RDSO-approved product portfolio and strengthening its standing across Indian Railways zones, where the Company's compliance credentials including ISO 9001, DGS&D empanelment, and DRDO certification continue to serve as a competitive moat, a structural advantage that is difficult for new entrants to replicate given the multi-year approval cycles involved.

Change in the nature of business

There was no change in the nature of the business of the Company during the financial year ended March 31, 2026. The Company operates across three business segments, namely LED Products, Medical & Other Appliances, and Automobiles (EVs). Additionally, the Company's subsidiary, SOA Electronics Trading LLC, UAE, and step-down subsidiary Cellular Galaxy Electronics LLC, UAE, are primarily engaged in the trading of Electrical & Electronics products and Spare Parts.

Share Capital

As at March 31, 2026, the Authorised Share Capital of the Company stands at ₹90,00,00,000/- (Rupees Ninety Crores only) divided into 45,00,00,000 (Forty-Five Crores) Equity Shares of ₹2/- (Rupees Two only) each, and the Paid-up Share Capital stands at ₹48,20,23,120/- (Rupees Forty-Eight Crores Twenty Lakhs Twenty-Three Thousand One Hundred and Twenty only) divided into 24,10,11,560 (Twenty-Four Crores Ten Lakhs Eleven Thousand Five Hundred and Sixty) Equity Shares of ₹2/- (Rupees Two only) each.

During the year under review, the members of the Company at the 37th Annual General Meeting held on Monday, September 29, 2025, approved the increase in Authorised Share Capital from ₹75,00,00,000/- (Rupees Seventy-Five Crores only) divided into 37,50,00,000 (Thirty-Seven Crores Fifty Lakhs) Equity Shares of ₹2/- (Rupees Two only) each, to ₹90,00,00,000/- (Rupees Ninety Crores only) divided into 45,00,00,000 (Forty-Five Crores) Equity Shares of ₹2/- (Rupees Two only) each. There was no change in the Paid-up Share Capital of the Company during the financial year ended March 31, 2026.

Proposed Preferential Issue (Consideration other than Cash)

The Company, pursuant to the approval of the Board of Directors at its meeting held on March 30, 2026, entered into a Share Acquisition and Share Subscription Agreement ("SASSA") dated March 30, 2026 with the shareholders of Neo Semi SG Pte. Ltd., Singapore ("Neo Semi") for the acquisition of 89.65% of the equity share capital of Neo Semi. Neo Semi is a Singapore-incorporated deep-tech platform company with operational presence across Singapore, UAE and India, engaged in the businesses of semiconductor intellectual property, AI-driven energy logistics, IoT-based smart grid and climate resilience solutions, and circular electronics.

The total consideration for the acquisition is ₹357.60 Crores, comprising a cash component of ₹122.26 Crores (payable to Summitbridge Trade & Investments Pte. Ltd., Singapore) and a non-cash component of ₹235.34 Crores to be discharged by way of a preferential issue of up to 5,68,73,418 (Five Crores Sixty-Eight Lakhs Seventy-Three Thousand Four Hundred and Eighteen) Equity Shares of the Company at an issue price of ₹41.38/- per share (including a premium of ₹39.38/- per share), determined in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, to the following proposed allottees in the Non-Promoter category:

- Ebisu Global Opportunities Fund Ltd., Mauritius — 2,36,16,929 shares
- Unico Global Opportunities Fund Ltd., Mauritius — 2,36,16,929 shares
- Tavas Advisory & Consulting (FZE), UAE — 96,39,560 shares

The members of the Company accorded their approval by way of Special Resolution at the Extraordinary General Meeting held on April 29, 2026. Upon completion of the proposed issue and allotment, the post-issue paid-up share capital of the Company will stand at 29,78,84,978 Equity Shares. The promoter and promoter group shareholding, post-allotment, will stand at 41.83%, with the Company's management and control remaining unchanged.

As on the date of this Report, the applications for in-principle approval for listing of the aforesaid shares have been filed with BSE Limited and National Stock Exchange of India Limited and the same are currently under consideration by the Stock Exchanges. Allotment of shares shall be completed within 15 days of receipt of all requisite regulatory approvals.

Transfer to reserves

For the financial year ended March 31, 2026, 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 during the year under review.

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").

Audit trail applicability - Rule 11 of the Companies (Audit and Auditors) Rules, 2014.

The Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026, which has a feature of recording audit trail (edit log) facility. The said audit trail feature has been enabled and has operated throughout the financial year for all relevant transactions recorded in the software.

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

During the financial year 2025–26, there was no unpaid or unclaimed dividend pertaining to FY 2017–18 that was required to be transferred to the Investor Education and Protection Fund ('IEPF') established by the Central Government.

Pursuant to the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, shares in respect of which dividend has remained unpaid or unclaimed for seven consecutive years or more are required to be transferred to the IEPF, after giving due notice to the concerned shareholders. The said provision was not applicable to the Company during the financial year under review.

Unclaimed securities demat suspense account

There were no unclaimed securities to be kept in the de-mat suspense account.

Deposits

During the financial year ended March 31, 2026, the Company has not accepted any deposits from the public within the meaning of Section 73 of the Companies Act, 2013. Accordingly, no amount on account of principal or interest on public deposits was outstanding as on the date of the Balance Sheet.

Significant and material orders passed by the regulators

During the financial year 2025–26, no significant or material orders were passed by any Regulator, Court, or Tribunal that would impact the going concern status of the Company or its operations in the 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, 2026 to which the financial statements relates and the date of signing of this report.

Board of Directors

The following Directors held office on the Board of the Company during the financial year ended March 31, 2026.

S.No.	Name of the Director	DIN	Designation
1	Mr. Kaushik Yalamanchili	07334243	Managing Director
2	Mr. Siva Lakshmana Rao Kakarala	03641564	Non-executive Director
3	Mr. Sivanand Swamy Mitikiri	10166966	Whole-time Director
4	Mr. Srinivas Rao Kolli	07980993	Independent Director
5	Mrs. Karuna Gayathri Upadhyayula	07901195	Independent Director
6	Mrs. Sabitha Ghanta[1]	07996656	Independent Director
7	Mr. Deepayan Mohanty[2]	00196042	Non-executive Director
8	Mr. Penumaka Venkata Ramesh	02836069	Independent Director
9	Mr. Ravinder Reddy Surakanti[3]	07838836	Independent Director

[1]Mrs. Sabitha Ghanta was resigned as Independent Director w.e.f. September 01, 2025.

[2]Mr. Deepayan Mohanty's designation has been changed from Independent Director to Non-executive Director w.e.f. March 30, 2026.

[3]Mr. Ravinder Reddy Surakanti was appointed as Independent Director w.e.f. September 01, 2025.

The Board of Directors, at its Meeting held on September 01, 2025, appointed Mr. Ravinder Reddy Surakanti (DIN: 07838836) as an Additional Director in the category of Non-Executive Independent Director, with effect from September 01, 2025, pursuant to Section 161 of the Companies Act, 2013, subject to the approval of the members. The members of the Company approved his appointment as an Independent Director for a term of five (5) consecutive years at the 37th Annual General Meeting held on September 29, 2025.

Mrs. Sabitha Ghanta (DIN: 07996656) tendered her resignation as an Independent Director of the Company with effect from September 01, 2025. The Board of Directors took note of her resignation and placed on record its sincere appreciation for the valuable guidance, counsel and contributions rendered by her during her tenure on the Board.

The Board of Directors, at its Meeting held on March 30, 2026, approved the change in designation of Mr. Deepayan Mohanty (DIN: 00196042) from Independent Director to Non-Executive Non-Independent Director, with effect from March 30, 2026, for his remaining tenure up to August 09, 2029. The change in designation was necessitated in view of the material pecuniary relationship arising consequent to the Company's proposed acquisition of 89.65% stake in M/s. Neo Semi SG Pte. Ltd., Singapore, of which M/s. RST Fuel Delivery Pvt. Ltd. is a 55% held subsidiary, wherein Mr. Deepayan Mohanty holds a 7.5% shareholding, rendering him ineligible to continue as an Independent Director under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The members of the Company approved the said change in designation at the Extraordinary General Meeting held on April 29, 2026.

Save as mentioned above, there were no other changes in the composition of the Board of Directors during the financial year under review.

Key Managerial Personnel

During the financial year ended March 31, 2026, the following persons held office as Key Managerial Personnel ('KMP') of the Company pursuant to Section 203 of the Companies Act, 2013:

1. Mr. Kaushik Yalamanchili – Managing Director
2. Mr. Rakshit Mathur – Chief Executive Officer
3. Mr. Muralikrishnan Sadasivan Madurai – Chief Financial Officer
4. Mrs. Lakshmi Sowjanya Alla – Company Secretary & Compliance Officer

There were no changes in the Key Managerial Personnel of the Company during the financial year under review.

Declaration by the Independent Directors

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013, the rules made thereunder, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Independent Directors have also confirmed that they are not aware of any circumstance or situation which could impair or impact their ability to discharge their duties as Independent Directors. Further, the Independent Directors have confirmed their compliance with the Company's Code of Conduct for Directors and Senior Management.

Policy on Directors' appointment and remuneration and other details

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, has framed a Policy for selection and appointment of Directors and Senior Management Personnel and for determining their remuneration, in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The said Policy is available on the Company's website at www.mic.co.in.

Annual Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Board of Directors has carried out an annual evaluation of its own performance, the performance of its committees, and that of individual Directors.

The performance of the Board was evaluated by the Board of Directors after seeking inputs from all the Directors, on the basis of criteria such as Board composition and structure, effectiveness of Board processes, quality of information flow, and overall functioning of the Board.

The performance of the Committees was evaluated by the Board after seeking inputs from the respective Committee members, on the basis of criteria such as composition of the Committees, effectiveness of Committee meetings, and the adequacy of the Committee's recommendations to the Board.

The Board of Directors and the Nomination and Remuneration Committee reviewed the performance of individual Directors on the basis of criteria such as the contribution of each Director to Board and Committee meetings, including preparedness on issues discussed, and the quality and constructiveness of contributions and inputs. In addition, the Chairman of the Board was evaluated on the key aspects of his role and responsibilities.

In a separate Meeting of the Independent Directors, the performance of the Non-Independent Directors, the Board as a whole, and the Chairman was evaluated, taking into account the views of the Executive and Non-Executive Directors. The outcomes of this evaluation were subsequently discussed at the Board Meeting that followed, at which the performance of the Board, its committees, and individual Directors was also reviewed. The performance evaluation of Independent Directors was carried out by the entire Board, excluding the Independent Director being evaluated.

Criteria for Performance Evaluation:

The following criteria were adopted for the purpose of performance evaluation:

a. Ability to devote sufficient time and attention to professional obligations as a Director, ensuring informed and balanced decision-making.

b. Adherence to the Code of Conduct, both in letter and in spirit.

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

d. Ensuring statutory compliance and maintaining high standards of financial probity and Corporate Governance.

e. Discharging responsibilities under the Companies Act, 2013, including accountability as reflected in the Directors' Responsibility Statement.

Outcome of Board evaluation

The Board expressed satisfaction with the outcome of the performance evaluation of the Chairman, Directors, Board Committees and Board as a whole. The assessment of the quality and timeliness of flow of information between the Company management and the Board, which is necessary for the Board to effectively and reasonably perform their duties were also found to be satisfactory.

Familiarisation Programme

A handbook covering the roles, functions, duties and responsibilities of Directors, along with details of compliance requirements expected of them under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has been provided to and explained to all the Directors.

Newly appointed Directors are given induction and orientation with respect to the Company's vision, core purpose, core values, and business operations. In addition, detailed presentations are made by Senior Management Personnel on the business environment and the performance of the Company at every Board Meeting.

The above initiatives enable the Directors to develop a comprehensive understanding of the Company, its business, and the regulatory framework within which it operates, thereby facilitating the effective discharge of their roles and responsibilities.

The details of the Familiarisation Programme for Independent Directors are available on the Company's website at www.mic.co.in.

Particulars in respect of Conservation of Energy, Technology Absorption, and Foreign Exchange Earnings and Outgo

The information pertaining to Conservation of Energy, Technology Absorption, and Foreign Exchange Earnings and Outgo, as required to be disclosed pursuant to Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014, is annexed hereto as **Annexure-I** and forms part of this Report.

Subsidiary, Associate and Joint Venture Companies

As on March 31, 2026, your Company has two wholly owned subsidiaries namely, M/s. SOA Electronics Trading LLC, in Dubai, UAE and M/s. MICK Digital India Limited, and one step down subsidiary namely M/s. Cellular Galaxy Electronics LLC (subsidiary of SOA).

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** forming part of this Report.

Consolidated Financial Statements

Pursuant to Section 129(3) of the Companies Act, 2013, the consolidated financial statements of the Company and all its subsidiaries, prepared in accordance with the applicable Accounting Standards, form part of this Annual Report. A statement containing the salient features of the financial statements of the subsidiaries, in the prescribed Form AOC-1, is annexed hereto as **Annexure-II** and forms part of this Report.

In accordance with the provisions of Section 136 of the Companies Act, 2013, the audited financial statements of the subsidiaries have been placed on the Company's website at www.mic.co.in. Members desirous of obtaining copies of the audited financial statements of the subsidiaries may write to the Company, and the same shall be provided upon request.

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, wherever 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 was 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 enclosed as **Annexure-III** forming part of this Report.

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

The statement containing particulars of employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including the names of the top ten employees in terms of remuneration drawn, and the names of employees employed throughout the financial year and in receipt of remuneration aggregating to Rs. 1,02,00,000/- (Rupees One Crore and Two Lakhs) or more per annum and employed for part of the financial year and in receipt of remuneration at a rate of Rs. 8,50,000/- (Rupees Eight Lakhs and Fifty Thousand) or more per month is enclosed as **Annexure-IV** and forms part of this Report.

Statutory Auditors

The first term of five consecutive years of M/s. Bhavani & Co., Chartered Accountants, as Statutory Auditors of the Company concludes at the ensuing 38th Annual General Meeting. The Board of Directors, on the recommendation of the Audit Committee, recommends the re-appointment of M/s. Bhavani & Co., Chartered Accountants (Firm Registration No. 012139S), as the Statutory Auditors of the Company for a second term of five consecutive years, from the conclusion of the 38th Annual General Meeting until the conclusion of the 43rd Annual General Meeting, subject to the approval of the members at the ensuing Annual General Meeting. The re-appointment is subject to the condition that the audit firm shall ensure a change in the Engagement Partner for the second term of five years, in accordance with the applicable provisions of the Companies Act, 2013 and the guidelines issued by the Institute of Chartered Accountants of India ('ICAI'). M/s. Bhavani & Co., Chartered Accountants, have conveyed their consent to act as Statutory Auditors of the Company for the second term, if approved by the members, and have confirmed that their re-appointment, if made, shall be in accordance with the conditions prescribed under Section 141 of the Companies Act, 2013 and the rules made thereunder.

Auditors' Report

(a) Statutory Auditors Report

The Board of Directors, at its Meeting held on April 25, 2026, reviewed the Statutory Auditors' Report on the financial statements of the Company for the financial year ended March 31, 2026. The Board noted that the Auditors' Report does not contain any qualifications, reservations, adverse remarks, or emphasis of matter, and accordingly, no management replies are required to be furnished in this regard.

(b) Internal Auditors

During the financial year under review, the Company appointed M/s. RKSB & Associates, Chartered Accountants, Hyderabad, as Internal Auditors of the Company, pursuant to Section 138 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, to review the internal controls, operating systems, and procedures within the defined scope of audit.

The Board of Directors, on the recommendation of the Audit Committee, appoints or re-appoints the Internal Auditors of the Company every year in compliance with the aforesaid provisions.

(c) Cost Auditors

Pursuant to the rules made by the Central Government under Section 148(1) of the Companies Act, 2013, the maintenance of cost records is not applicable to the Company for the financial year under review.

(d) Cost Audit Records

Pursuant to Section 148(1) of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014, the maintenance of cost records and the appointment of Cost Auditors are not applicable to the Company, as the turnover of the Company is below the threshold limit prescribed under the said Rules for the financial year under review.

(e) Secretarial Auditors and Report

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Board of Directors appointed Mr. Y. Ravi Prasada Reddy, Practising Company Secretary (CP No. 5360), Proprietor of M/s. RPR & Associates, Company Secretaries, as the Secretarial Auditors of the Company for a period of five consecutive years, from FY 2025–26 to FY 2029–30. The said appointment was approved by the members of the Company at the 37th Annual General Meeting held on September 29, 2025.

The Secretarial Audit Report for the financial year ended March 31, 2026, issued by M/s. RPR & Associates in the prescribed Form MR-3, is annexed hereto as **Annexure-V** and forms part of this Report. The Board of Directors, at its Meeting held on July 31, 2026, reviewed the Secretarial Audit Report dated July 31, 2026, for the financial year ended March 31, 2026. The Secretarial Audit Report does not contain any qualifications, reservations, or adverse remarks.

In terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company has obtained the Annual Secretarial Compliance Report for the financial year ended March 31, 2026, from M/s. RPR & Associates, Practising Company Secretaries. The said Report is annexed hereto as **Annexure-V(A)** and forms an integral part of this Report. The Annual Secretarial Compliance Report has also been submitted to the Stock Exchanges where the equity shares of the Company are listed, within the prescribed timelines.

Pursuant to Regulation 34(3) read with Schedule V, Para C, Clause 10(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has obtained a Certificate confirming the non-disqualification of Directors from Mr. Y. Ravi Prasada Reddy (Membership No.: FCS 5783), Proprietor of M/s. RPR & Associates, Practising Company Secretaries (CP No. 5360). The said Certificate is annexed hereto as **Annexure-V(B)** and forms an integral part of this Report.

Details of Applications made or Proceedings pending under the Insolvency and Bankruptcy Code, 2016

During the financial year under review, the Company has not made any application nor are there any proceedings pending against the Company under the Insolvency and Bankruptcy Code, 2016. Further, the Company has not entered into any one-time settlement with any Bank or Financial Institution during the financial year under review.

Compliance with Secretarial Standards

The Company has complied with all applicable mandatory Secretarial Standards issued by the Institute of Company Secretaries of India ('ICSI') during the financial year under review.

Dividend Distribution Policy

The Company has formulated a Dividend Distribution Policy. The said Policy is available on the Company's website at www.mic.co.in for the perusal of the members and other stakeholders.

Statement of deviation(s) or variation(s) in the use of proceeds

Pursuant to Regulation 32(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company confirms that no funds were raised by way of public issue, rights issue, preferential allotment, or any other mode during the financial year ended March 31, 2026. Accordingly, the question of deviation or variation in the utilisation of proceeds does not arise.

Corporate Social Responsibility (CSR)

Pursuant to the provisions of Section 135 of the Companies Act, 2013 read with Schedule VII thereto and the Companies (Corporate Social Responsibility Policy) Rules, 2014, the CSR provisions are applicable to the Company for the financial year ended March 31, 2026, based on the financial performance of the preceding financial year ended March 31, 2025.

The CSR Committee of the Board of Directors has formulated and adopted a Corporate Social Responsibility Policy ('CSR Policy') in accordance with the aforesaid provisions. The relevant details pertaining to the CSR activities undertaken by the Company during the financial year under review, including the CSR Policy, the composition of the CSR Committee, and the amount spent on CSR activities, have been provided in the Annual Report on CSR Activities, which is annexed hereto as **Annexure-VI** and forms an integral part of this Report.

Management Discussion and Analysis Report

In terms of the provisions of Regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Management Discussion and Analysis Report for the financial year ended March 31, 2026 is annexed hereto as **Annexure-VII** and forms an integral part of this Report.

Corporate Governance

Corporate Governance is an ethically driven business process committed to values aimed at enhancing an organisation's brand and reputation. It encompasses ethical business decision-making and the conduct of business with a firm commitment to values, while meeting the expectations of all stakeholders. The Company firmly believes that it is imperative that its affairs are managed in a fair, transparent, and accountable manner, which is vital to gaining and retaining the trust and confidence of its stakeholders.

The Report on Corporate Governance for the financial year ended March 31, 2026, prepared pursuant to Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed hereto as **Annexure-VIII** and forms an integral part of this Report.

Auditors' Certificate on Corporate Governance

As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Certificate issued by M/s. RPR & Associates., Practising Company Secretaries, Secretarial Auditors of the Company, confirming compliance with the conditions of Corporate Governance, is annexed hereto and forms an integral part 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 is annexed hereto and forms an integral part of this Annual Report.

Risk Management

During the financial year under review, the risk assessment parameters of the Company were reviewed by the Audit Committee, which also reviewed the elements of risk and the steps taken to mitigate them. In the opinion of the Board of Directors, there are no major elements of risk that have the potential to threaten the existence of the Company.

The Audit Committee provides the framework for Risk Management by establishing mechanisms for the proactive identification and prioritisation of risks, based on a systematic scanning of the external environment and continuous monitoring of internal risk factors.

An analysis of the identified risks is carried out through focused discussions at the meetings of the Board of Directors. The robust governance structure of the Company has further facilitated the integration of the Enterprise Risk Management ('ERM') process with the Company's strategy and planning processes, wherein emerging risks are used as key inputs in the formulation of strategy and business plans. Identified risks are accordingly factored in as one of the key inputs in the preparation of the Company's 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.

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

The Board of Directors has adopted various policies, including the Related Party Transactions Policy, the Whistle Blower Policy, and such other procedures, for ensuring the orderly and efficient conduct of its business, safeguarding its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial information.

The details in respect of Internal Financial Controls and their adequacy are included in the Management Discussion and Analysis Report, which is annexed hereto and forms an integral part of this Report.

Financial Statements

The Financial Statements of the Company for the financial year ended March 31, 2026 have been prepared in compliance with the applicable provisions of the Companies Act, 2013 and as stipulated under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in accordance with the Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules, 2015. The Audited Financial Statements, together with the Auditors' Report thereon, form part of this Annual Report.

Pursuant to the provisions of Section 136 of the Companies Act, 2013, the Financial Statements of the Company, along with all relevant documents, are available on the Company's website at www.mic.co.in. The annual accounts of the subsidiaries and related detailed information will be made available to members and investors seeking such information up to the date of the ensuing 38th Annual General Meeting of the Company.

Listing of Company's Equity Shares

The equity shares of the Company are listed on BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') (collectively referred to as 'Stock Exchanges'). The Company has paid the annual listing fees for the financial year 2025-26 to both the Stock Exchanges within the prescribed timelines.

Whistle Blower Policy / Vigil Mechanism

The Company has adopted a Whistle Blower Policy in accordance with the provisions of Section 177(9) of the Companies Act, 2013 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to provide a formal mechanism to the Directors, employees, and other stakeholders to report 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 as prescribed under the Policy.

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 during the financial year under review.

The Whistle Blower Policy also facilitates all employees and stakeholders of the Company to report any instance of leak of Unpublished Price Sensitive Information, in accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015. The Policy is available on the Company's website at www.mic.co.in.

Reporting of Fraud

During the financial year under review, the Statutory Auditors, Internal Auditors, and Secretarial Auditors have not reported any instances of fraud committed in the Company by its Officers or Employees to the Audit Committee under Section 143(12) of the Companies Act, 2013, the details of which are required to be mentioned in this Report.

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

During the financial year under review, the Statutory Auditors and Secretarial Auditors have not reported any instances of fraud committed by or against the Company by its Directors, Officers, or Employees to the Audit Committee or the Board of Directors under Section 143(12) of the Companies Act, 2013 and the rules made thereunder. Accordingly, no details are required to be disclosed under Section 134(3)(ca) of the Companies Act, 2013.

Annual Return

Pursuant to Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, as amended, the Annual Return of the Company for the financial year ended March 31, 2026 will be made available on the Company's website at www.mic.co.in upon filing with the Registrar of Companies.

Business Responsibility and Sustainability Report (BRSR)

In terms of Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the inclusion of the Business

Responsibility and Sustainability Report ('BRSR') as part of the Annual Report is mandatory for the top 1,000 listed entities based on market capitalisation. As the Company does not fall within the top 1,000 listed entities based on market capitalisation, the BRSR is not applicable to the Company for the financial year ended March 31, 2026, and accordingly, the same has not been included in this Annual Report.

Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013

The Company is committed to providing a safe, open, and inclusive workplace for all its employees, irrespective of gender or any other factor, where every employee feels empowered to contribute to the best of their abilities. In furtherance of this commitment, the Company has formulated a Policy on Prevention of Sexual Harassment in accordance with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ('POSH Act') and the rules made thereunder. The Company has complied with the provisions of the POSH Act relating to the formulation of an Anti-Sexual Harassment Policy and the constitution of an Internal Committee ('IC') for redressal of complaints.

During the financial year under review, no complaints were received by the Internal Committee in relation to sexual harassment or any other workplace grievances. The status of complaints received during the financial year ended March 31, 2026 is as follows:

S.No.	Nature of Complaints	Received	Disposed-of	Pending for more than 90 days
1	Sexual Harassment	-	-	-
2	Workplace Discrimination	-	-	-
3	Child Labour	-	-	-
4	Forced Labour	-	-	-
5	Wages and Salary	-	-	-
6	Other HR Issues	-	-	-

Maternity Benefits

The Company confirms its compliance with the provisions of the Maternity Benefit Act, 1961. All eligible women employees of the Company have been provided the requisite benefits under the said Act, including paid maternity leave, continuity of salary and service, and post-maternity support such as nursing breaks and flexible work arrangements, as applicable.

Particulars of Loans, Guarantees or Securities or Investments

During the financial year under review, the Company has not given any loans or guarantees, nor has it made any investments attracting the provisions of Section 186 of the Companies Act, 2013. Accordingly, no disclosure is required to be made in this regard.

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

The Managing Director and the Chief Financial Officer of the Company have provided the annual certification on financial reporting and internal controls to the Board of Directors, in terms of Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the financial year ended March 31, 2026.

They have also provided quarterly certifications on financial results while placing the quarterly financial results before the Board of Directors, in terms of Regulation 33(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The annual certificate issued by the Managing Director and the Chief Financial Officer of the Company is annexed hereto and forms an integral part of this Report.

Meetings of the Board of Directors and its Committees during the Financial Year 2025-26.

During the year under review, the Board convened Eight (8) meetings. The dates of the meetings are May 22, 2025, July 04, 2025, July 25, 2025, September 01, 2025, October 15, 2025, November 05, 2025, January 31, 2026 and March 30, 2026.

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 2025-26 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 and terms of reference of the Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, and Management Committee are detailed in the Report on Corporate Governance, which is annexed hereto and forms an integral part of this Annual Report.

Nomination and Remuneration Policy

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, has framed a Nomination and Remuneration Policy in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and

Disclosure Requirements) Regulations, 2015, which lays down a framework in relation to the selection, appointment, and remuneration of Directors, Key Managerial Personnel, and Senior Management of the Company. The details of the composition and terms of reference of the Nomination and Remuneration Committee, along with the said Policy, are provided in the Report on Corporate Governance, which is annexed hereto and forms an integral part of this Annual Report.

Human Resources

The Management firmly believes that competent and committed human resources are vital to the sustained success of the organisation. In line with this philosophy, utmost care is exercised in attracting quality talent, and suitable training is imparted to employees across various skill sets and behavioural competencies. Various initiatives were undertaken during the financial year under review to enhance the competitive spirit, foster a culture of collaboration, and encourage team bonding among employees. These initiatives have contributed to uninterrupted operations of the Company and have aided in achieving the targeted growth in the Company's overall performance.

Insurance

All properties and insurable interests of the Company, including buildings, plant and machinery, and stocks, have been adequately insured against all applicable risks during the financial year under review.

Revision of Financial Statements

During the financial year under review, there was no revision of the Financial Statements of the Company.

Compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has executed the Uniform Listing Agreement with BSE Limited and National Stock Exchange of India Limited and has formulated the requisite policies, which are available on the Company's website at www.mic.co.in. The following policies have been adopted by the Board of Directors:

- Board Diversity Policy
- Policy on Preservation of Documents and Archival Policy
- Policy for Determining Material Subsidiaries
- Whistle Blower Policy
- Familiarisation Programme for Non-Executive and Independent Directors
- Policy on Prevention of Sexual Harassment at Workplace
- Policy on Related Party Transactions
- Code of Conduct and Ethics for Directors and Senior Management
- Nomination and Remuneration Policy
- Policy for Determination of Materiality of Events and Information
- Code for Prohibition of Insider Trading
- Code of Fair Disclosure and Conduct
- EOHS Policy
- Dividend Distribution Policy
- Risk Management Policy
- Terms and Conditions of Appointment of Independent Directors.

Non-Executive Directors Compensation and disclosures

None of the Independent or Non-Executive Directors has any pecuniary relationship or transaction with the Company which, in the judgment of the Board of Directors, may affect the independence of the Directors, except to the extent of sitting fees paid to them for attending the meetings of the Board of Directors and its Committees. The details of sitting fees paid to the Non-Executive and Independent Directors during the financial year under review are provided in the Report on Corporate Governance, which is annexed hereto and forms an integral part of this Annual Report.

Industry-Based Disclosures

The Company is not a Non-Banking Financial Company (NBFC), Housing Finance Company, or any other entity to which industry-specific disclosures are applicable under the relevant regulations. Accordingly, industry-based disclosures as prescribed under the applicable regulatory framework are not required to be made by the Company.

Event based disclosures.

1. **Issue of Sweat Equity Shares:**

   The Company has not issued any sweat equity shares during the financial year under review. Accordingly, no disclosure is required under Section 54(1)(d) of the Companies Act, 2013 read with Rule 8(13) of the Companies (Share Capital and Debentures) Rules, 2014.

2. **Issue of Shares with Differential Rights:**

   The Company has not issued any shares with differential voting rights during the financial year under review. Accordingly, no disclosure is required under Section 43(a)(ii) of the Companies Act, 2013 read with Rule 4(4) of the Companies (Share Capital and Debentures) Rules, 2014.

3. **Issue of Shares under Employees' Stock Option Scheme:**

   The Company has not issued any equity shares under any Employees' Stock Option Scheme during the financial year under review. Accordingly, no disclosure is required under Section 62(1)(b) of the Companies Act, 2013.

4. **Purchase of Shares or Grant of Loans for Purchase of Shares:**

   The Company has neither purchased its own shares nor granted any loans for the purchase of its shares during the financial year under review. Accordingly, no disclosure is required under Section 67(3) of the Companies Act, 2013.

5. **Preferential Issue and Allotment of Shares:**

   The Board of Directors, at its Meeting held on March 30, 2026, approved the issue and allotment of up to 5,68,73,418 fully paid-up equity shares of face value ₹2 each at an issue price of ₹41.38 per share (including a share premium of ₹39.38 per share), aggregating ₹235,34,22,037, on a preferential basis for consideration other than cash, by way of share swap, to the selling shareholders of M/s. Neo Semi SG Pte. Ltd., Singapore (namely M/s. Ebisu Global Opportunities Fund Limited, Mauritius; M/s. Unico Global Opportunities Fund Limited, Mauritius; and M/s. Tavas Advisory & Consulting (FZE), UAE), in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, read with Sections 42 and 62(1)(c) of the Companies Act, 2013. The members of the Company accorded their approval for the said preferential allotment by way of special resolution at the Extraordinary General Meeting held on April 29, 2026. As on the date of this Report, the applications for in-principle approval filed with BSE Limited and National Stock Exchange of India Limited are currently under consideration by the respective Stock Exchanges, and the allotment of shares is subject to receipt of such approvals and other requisite regulatory clearances.

6. **Acquisition of M/s. Neo Semi SG Pte. Ltd., Singapore:**

   The Board of Directors, at its Meeting held on March 30, 2026, approved the acquisition of 71,72,090 equity shares of USD 1 each, constituting 89.65% of the total paid-up equity share capital of M/s. Neo Semi SG Pte. Ltd. ('Neo'), a Singapore-incorporated deep-tech platform company focused on semiconductor IP, AI-driven energy logistics, IoT-based smart grid solutions, and circular electronics, for a total consideration of ₹357.60 Crores, comprising a cash component of ₹122,25,82,158 and a non-cash component of ₹235,34,22,037 by way of share swap. The members of the Company accorded their approval for the said acquisition by way of special resolution at the Extraordinary General Meeting held on April 29, 2026. As on the date of this Report, the applications for in-principle approval filed with BSE Limited and National Stock Exchange of India Limited are currently under consideration by the respective Stock Exchanges, and the completion of the acquisition is subject to receipt of such approvals, approval of the Reserve Bank of India for overseas direct investment under FEMA, requisite regulatory approvals in Singapore, and other applicable statutory and regulatory clearances.

Employees Stock Options

During the financial year under review, no stock options were granted to any employee of the Company equal to or exceeding 1% of the issued capital of the Company at the time of grant.

Directors' Responsibility Statement

Pursuant to the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013, the Board of Directors of the Company hereby confirms and states that:

i. In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures from the same;

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 2025-26 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 2025-26 have been prepared on a going concern basis.

v. Proper internal financial controls were in place and the financial controls were adequate and were operating effectively.

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

Appointment of Designated Person

Pursuant to Rule 9 of the Companies (Management and Administration) Rules, 2014, it is essential for the Company to designate a responsible individual for ensuring compliance with statutory obligations.

The Company has appointed Mr. Kaushik Yalamanchili, Managing Director of the Company as a Designated Person and the same shall be reported in the Annual Return of the Company for the financial year ended March 31, 2026.

Data privacy, Data protection, and Cybersecurity

The Company is committed to upholding the highest standards of data privacy and protection. In view of the increasing reliance on digital infrastructure, the Company has implemented comprehensive cybersecurity and data protection policies, aligned with industry best practices and the evolving regulatory framework, including the provisions of the Information Technology Act, 2000, and applicable data protection regulations, including the Digital Personal Data Protection Act, 2023.

The following key initiatives were undertaken during the financial year under review:

i. Deployment of end-to-end encryption and multi-layered security protocols for data storage and transfer;

ii. Conduct of regular third-party cybersecurity audits and vulnerability assessments;

iii. Implementation of structured employee training programmes on data protection and cybersecurity awareness;

iv. Implementation of strict access control mechanisms and role-based permission frameworks; and

v. Establishment of data breach response protocols in accordance with the guidelines issued by the Indian Computer Emergency Response Team (CERT-In).

The Company continues to invest in strengthening its digital infrastructure to ensure robust protection of stakeholder information and to maintain uninterrupted business continuity.

Appreciation

The Board of Directors wishes to place on record its sincere appreciation and gratitude to all stakeholders, including shareholders, customers, vendors, bankers, and regulatory authorities, for their continued trust, support, and confidence reposed in the Company.

The Board also wishes to place on record its deep appreciation for the employees at all levels of the organisation for their hard work, dedication, and unwavering commitment during the financial year under review. The enthusiasm and unstinting efforts of the employees have been instrumental in enabling the Company to streamline its operations and statutory compliances, thereby laying a strong foundation for sustained growth and a renewed focus on the future.

Cautionary Statement

Statements in this Report, particularly those relating to the Management Discussion and Analysis Report, describing the Company's objectives, projections, estimates, and expectations may constitute 'forward-looking statements' within the meaning of applicable laws and regulations. These statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realised. Actual results could differ materially from those expressed or implied in this Report, depending on the circumstances, including but not limited to changes in the regulatory environment, economic conditions, and other risk factors. The Company assumes no responsibility to publicly amend, modify, or revise any forward-looking statement on the basis of any subsequent developments, information, or events.

Acknowledgement

The Board of Directors takes this opportunity to place on record its sincere gratitude to all suppliers, customers, strategic partners, banks and financial institutions, insurance companies, the Central and State Governments, and all other stakeholders and shareholders for their continued support, trust, and co-operation extended to the Company. The Board is also pleased to record its deep appreciation for the sincere, dedicated, and committed services rendered by the employees and workmen at all levels of the organisation, whose collective efforts have been integral to the Company's progress and growth.

By order of the Board
For MIC Electronics Limited

Kaushik Yalamanchili
Managing Director
DIN: 07334243

Sivanand Swamy Mitikiri
Whole-time Director
DIN: 10166966

Date: July 31, 2026
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, 2026 (12 Months)**	March 31, 2025 (12 Months)
Earnings	Nil	Nil
Outgo	5.30	17.14

By order of the Board
For MIC Electronics Limited

Kaushik Yalamanchili
Managing Director
DIN: 07334243

Sivanand Swamy Mitikiri
Whole-time Director
DIN: 10166966

Date: July 31, 2026
Place: Hyderabad

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

(Amount in ₹)

1	Name of the subsidiary	**M/s. MICK Digital India Limited**	**M/s. SOA Electronics Trading LLC, Dubai**
2	Reporting period for the subsidiary concerned, if different from the holding Company's reporting period	April 01, 2025 to March 31, 2026.	April 01, 2025 to March 31, 2026
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	NA	AED and ₹23.28
4	Share capital	₹ 5,00,000	₹51,13,51,023
5	Reserves & surplus	--	₹4,16,339
6	Total assets	--	₹85,01,68,119
7	Total Liabilities (excluding equity and reserves)	--	₹32,80,90,271
8	Investments	--	NIL
9	Turnover	--	₹32,66,15,258
10	Profit before taxation	--	₹4,16,339
11	Provision for taxation	--	NIL
12	Profit after taxation	--	₹4,16,339
13	Proposed Dividend	--	--
14	% of MIC shareholding	100%	100%

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	--

By order of the Board
For MIC Electronics Limited

Kaushik Yalamanchili
Managing Director
DIN: 07334243

Sivanand Swamy Mitikiri
Whole-time Director
DIN: 10166966

Date: July 31, 2026
Place: Hyderabad

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 is given below:

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, 2026, which were not at arm's length basis.

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 (₹ in Lakhs)
Investments				
1. SOA Electronics Trading LLC, Dubai	Wholly Owned Subsidiary	One time	Invested in in the year 2024	5122.57
2. MICK Digital India Limited	Wholly Owned Subsidiary	One time		5.00
Debit Balances	-	-	-	-
Credit Balances	-	-	-	-

During the financial year, the Company received an unsecured advance from its promoter and related party, M/s. RRK Enterprise Private Limited. The transaction was undertaken in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the requisite approvals, wherever applicable, were duly obtained. The details of the transaction have been appropriately disclosed in the financial statements and related party disclosures of the Company. The outstanding balance payable to M/s. RRK Enterprise Private Limited as at March 31, 2026 was ₹18,69,35,549/-

ANNEXURE-IV

The details of remuneration during the year 2025-26 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:

i) Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year and the percentage increase/(decrease) in remuneration of each Director and Key Managerial Personnel (KMP) during the financial year:

Name of Managerial Personnel	Designation	% of Increase / Decrease in Remuneration	Ratio of remuneration of each Director/ KMP to median remuneration of employees
Mr. Kaushik Yalamanchili[1]	Managing Director	--	35.25
Mr. Sivanand Swamy M	Whole-time Director	--	2.82
Mr. Penumaka Venkata Ramesh[2]	Independent Director	--	0.14
Mr. Srinivas Rao Kolli	Independent Director	41.17	0.28
Mr. Deepayan Mohanty[3]	Non-Executive Director	--	0.11
Mrs. Karuna Gayathri Upadhyayula	Independent Director	31.25	0.25
Mr. Ravinder Reddy Surakanti[4]	Independent Director	--	0.26
Mr. Rakshit Mathur[2]	Chief Executive Officer	--	16.87
Mr. M S Murali Krishnan	Chief Financial Officer	8.33	4.53
Mrs. Lakshmi Sowjanya Alla	Company Secretary & Compliance Officer	13.22	3.72

[1]The remuneration was revised with effect from August 2024 during FY 2024–25. Accordingly, FY 2024–25 reflects the revised remuneration for only part of the financial year, whereas FY 2025–26 reflects the same revised remuneration for the entire financial year. Therefore, the remuneration for FY 2024–25 and FY 2025–26 is not directly comparable, and the difference does not represent any increase in the remuneration.

[2]Appointed for part of the year in FY 2024-25, therefore remuneration paid was not comparable with FY 2025-26

[3]Appointed for part of the year during FY 2024-25. Further, on March 30, 2026, his designation was changed from Independent Director to Non-Executive Director. Accordingly, the remuneration paid during FY 2024-25 is not comparable with the remuneration paid during FY 2025-26

[4]Appointed in year in FY 2025-26, therefore remuneration paid was not compared

ii) The remuneration of employees at median during the financial year 2025-26 was increased by 40.71%.

iii) The number of permanent employees on the rolls of company is 90.

iv) Average percentiles increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in managerial remuneration

There was no increase in the managerial remuneration during FY 2025–26. The apparent variation in the annual remuneration, if any, is solely attributable to the revised remuneration having become effective from August 2024 during FY 2024–25 and, consequently, being applicable only for part of that financial year. The same revised remuneration was applicable for the entire financial year 2025–26. Accordingly, the variation in the annual remuneration does not represent any increase or revision in managerial remuneration during FY 2025–26, and there were no exceptional circumstances in relation to managerial remuneration.

v) The Remuneration paid to the Board of Directors and Key Managerial Personnel is as per the Remuneration policy of the Company.

Statement of Particulars of Employees Pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name and Designation	Remuneration received during the period from April 1, 2025, to March 31, 2026	Nature of Employ ment	Qualifications and experience of the Employee	Date of commencement of Employment	Age	The last emploment held before joining the Company	Whether is a relative of any Director or Manager of the Company	The percentage of equity shares held by the Employee in the Company within the meaning of clause (iii) of sub rule (2) of Rule 5
1	Mr. Kaushik Yalamanchili, Managing Director	Rs. 1,49,99,004	Regular	B. Tech	06.07.2021	32	--	No	Nil

Note: Apart from Mr. Kaushik Yalamanchili, there are no other employees who draw remuneration in excess of the limits prescribed in Rule 5(2) (i), (ii) & (iii) of the Companies (Appointment and Remuneration) Rules, 2014.

Statement of Particulars of Employees Pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name and Designation	Remuneration received during the period from April 1, 2025, to March 31, 2026	Nature of Employ ment	Qualifications and experience of the Employee	Date of commencement of Employment	Age	The last employment held before joining the Company	Whether is a relative of any Director or Manager of the Company	The percentage of equity shares held by the Employee in the Company within the meaning of clause (iii) of sub rule (2) of Rule 5
1	Mr. Kaushik Yalamanchili, Managing Director	Rs. 1,49,99,004	Regular	B. Tech	06.07.2021	32	--	No	Nil
2	Rakshit Mathur, CEO	Rs. 71,83,800	Regular	MBA	01.08.2024	45	RST Fuel Delivery Pvt. Ltd.	No	
3	A. Sivaram, GM – Marketing & Sales	Rs. 35,56,880	Regular	B. Com/MBA	15.06.2024	42	Cornerpiece Capital Partners	No	
4	KNV Ravi Kumar, Head- Power Electronics	Rs. 20,03,025	Regular	DECE	05.01.2024	53	SEFE Automation Systems Pvt. Ltd.	No	
5	M.S. Murali Krishnan, CFO	Rs.19,29,750	Regular	CA, CS	01.10.2020	65	--	No	
6	K. Venkateswara Rao, Head - Software	Rs.19,15,465	Regular	DECE	01.10.2020	51	ACE Sparkwave	No	
7	B. Narayana Rao, Head - Plant & Production	Rs. 18,63,900	Regular	B Tech	12.10.2022	59	Gyantech EMS & Solutions	No	
8	S. Venkateswara Rao, GM - Finance & Accounts	Rs.16,18,500	Regular	B.Com.	01.10.2020	63	--	No	
9	A.L. Sowjanya, CS & Compliance Officer	Rs.15,82,599	Regular	CS, LLB	27.09.2023	41	YSK Developers Private Limited	No	
10	M.C. Sanjeev Kumar, Head – QAD	Rs.15,60,000	Regular	B. Tech	06.01.2025	50	Capart Industries PVT. Ltd.	No	

By order of the Board
For MIC Electronics Limited

Kaushik Yalamanchili
Managing Director
DIN: 07334243

Sivanand Swamy Mitikiri
Whole-time Director
DIN: 10166966

Date: July 31, 2026
Place: Hyderabad

ANNEXURE-V

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026

[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,
M/s. MIC Electronics Limited
CIN: L31909TG1988PLC008652
Plot No. 192/B, Phase-II, IDA, Cherlapally,
Rangareddi, Hyderabad, Telangana – 500051

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 me/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 authorised representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the **"Financial Year"** ended March 31, 2026, (i.e. from April 01, 2025 to March 31, 2026), complied with the statutory provisions listed hereunder, and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Audit Period, according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. 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, including in connection with the Company's wholly owned step-down structure comprising SOA Electronics Trading LLC, Dubai, UAE and Cellular Galaxy Electronics LLC;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), to the extent applicable to the Company during the Audit Period:-
    (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
    (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and amendments from time to time;
    (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
    (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (Not applicable to the Company during the financial year);
    (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (Not applicable to the Company during the financial year);
    (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2018 regarding the Companies Act and dealing with client;
    (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (Not applicable to the Company during the financial year);
    (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the financial year);
    (j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
6. The Memorandum and Articles of Association of the Company.

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

1. Secretarial and Auditing Standards issued by The Institute of Company Secretaries of India (ICSI);
2. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreements entered into with BSE Limited and 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 to the extent applicable.

We further report that, having regard to the compliance system prevailing in the Company, and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws specifically applicable to the Company, having regard to the nature of its business as the Company is engaged in the design, development and manufacture of LED video displays, LED lighting solutions and electronic/telecommunication equipment, and is a supplier to Indian Railways, airports, ports, sports stadia and other public-infrastructure agencies. Accordingly, the industry/sector-specific laws examined include, but are not limited to:

1. The Environment (Protection) Act, 1986, the Water (Prevention and Control of Pollution) Act, 1974 and the Air (Prevention and Control of Pollution) Act, 1981, together with Consents to Establish/Operate issued by the Telangana State Pollution Control Board;
2. The Factories Act, 1948 and the rules framed thereunder by the State of Telangana;
3. The Legal Metrology Act, 2009, to the extent applicable to the Company's products;
4. Research Designs and Standards Organisation (RDSO), Ministry of Railways specifications, approvals and vendor-registration requirements applicable to railway signalling/passenger-information electronics supplied by the Company;
5. The Micro, Small and Medium Enterprises Development Act, 2006, to the extent of disclosures relating to MSME vendors.

Apart from the above, no other laws were specifically applicable to the Company other than the general laws applicable to companies and to the manufacturing/engineering industry in general.

We further report that:

The Board of Directors of the Company is duly constituted with a proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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 / SEBI Regulations.

Adequate notice is given to all directors to schedule the board meetings, agenda and detailed notes on agenda were sent in advance as required, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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 period under review, the following events occurred which had a bearing on the affairs of the Company in pursuance of the above-referred laws, rules, regulations and standards:

Increase in Authorised Share Capital: During the year under review, the Authorised Share Capital of the Company was increased from ₹75,00,00,000 (Rupees Seventy-Five Crore only) to ₹90,00,00,000 (Rupees Ninety Crore only), pursuant to the approval accorded by the shareholders at the Annual General Meeting held on September 29, 2025. The Capital Clause of the Memorandum of Association of the Company was altered accordingly.

Proposed Acquisition: The Board of Directors, at its meeting held on March 30, 2026, approved the proposed acquisition of 71,72,090 equity shares constituting 89.65% of the fully paid-up equity shares (on a fully diluted basis) of M/s. Neo Semi SG Pte. Ltd., Singapore ("Neo"), for a total consideration of ₹357,60,04,074, comprising cash consideration of ₹122,25,82,158 and consideration other than cash (by way of share swap) of ₹235,34,22,037, to be discharged through the issue and allotment of up to 5,68,73,418 equity shares of the Company on a preferential basis. The Company convened an Extra-Ordinary General Meeting ("EGM") on April 29, 2026, at which the Members accorded their approval to the said acquisition and the preferential issue of Subscription Shares by way of Special Resolutions. The Company has since made applications to the Stock Exchanges seeking in-principle approval for the issuance and allotment of the Subscription Shares, which were pending as on the date of this Report. The acquisition remains subject to receipt of the said in-principle approval and other requisite regulatory approvals, as applicable.

Other Matters: During the period under review:

a) There was no allotment of securities by the Company;

b) There was no change in the Registered Office of the Company;

c) There was no change in the Statutory Auditors of the Company;

d) There was no merger, amalgamation or corporate restructuring undertaken by the Company; and

e) Creation and satisfaction of charges, wherever applicable, were undertaken in the ordinary course of business and do not constitute material events warranting separate disclosure.

Subsidiaries: The Company operates through its wholly owned subsidiaries, namely, MICK Digital India Limited (India) and SOA Electronics Trading LLC (Dubai, UAE), and a step-down subsidiary, Cellular Galaxy Electronics LLC (Dubai, UAE), held through SOA Electronics Trading LLC, engaged in the businesses of digital/technology solutions and electronics trading, respectively.

We further report that:

The compliance by the Company of applicable financial laws, such as direct and indirect tax laws, and maintenance of financial records and books of accounts has not been reviewed in this Report, since the same falls within the scope of statutory financial audit and other designated professionals.

For RPR & ASSOCIATES
Company Secretaries

Y Ravi Prasada Reddy
Proprietor
FCS No. 5783, C P No. 5360
UDIN: F005783H000986488

Date : July 31, 2026
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,
M/s. MIC ELECTRONICS LIMITED
Plot No. 192/B, Phase-II, IDA, Cherlapally,
Rangareddi, Hyderabad, Telangana – 500051

Our 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 processes and practices we followed 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 representation 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 procedures 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: F005783H000986488

Date: July 31, 2026
Place: Hyderabad

ANNEXURE-V(A)

ANNUAL SECRETARIAL COMPLIANCE REPORT

[Pursuant to Regulation 24A(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
read with circular dated February 8, 2019, issued by SEBI and amendments thereof]

ANNUAL SECRETARIAL COMPLIANCE REPORT OF

M/s. MIC Electronics Limited for the financial year ended March 31, 2026

We, **M/s. RPR & 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 ("the listed entity"), CIN: L31909TG1988PLC008652, having its registered office at Plot No. 192/B, Phase-II, IDA, Cherlapally, Rangareddi, Hyderabad, Telangana – 500051.

(b) the filings / submissions made by the listed entity to the Stock Exchanges,

(c) website of the listed entity,

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

for the financial year ended March 31, 2026 ("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;

(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 as there was no reportable event during the financial year under review;

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - Not Applicable as there was no reportable event during the financial year under review;

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - Not Applicable as there was no reportable event during the financial year under review;

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and amendments thereof;

(h) Securities and Exchange Board of India (Depositories and Participants) Regulations 2018;

(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 clients;

(j) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not Applicable as there was no reportable event during the financial year under review;

(k) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - Not Applicable as there was no reportable event during the financial year under review;

(l) other regulations as applicable.

and circulars / guidelines issued thereunder and the additional affirmations as per the circulars issued by the stock exchanges dated March 16, 2023 and subsequent amendments thereto;

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)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action (Advisory / Clarification / Fine / Show Cause Notice / Warning etc.)	Details of Violation	Fine Amount	Observations / Remarks of the PCS	Management Response	Remarks
1.	No deviations/violations/fines during the review period. However, stock exchanges have sought clarifications and the listed entity has clarified accordingly.									

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

Sl. No.	Observations / Remarks of the PCS in the previous reports	Observations made in secretarial compliance report for the year ended	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

Note: No observations in the previous report for the year 2024-25.

We hereby 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.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	-
2.	Adoption and timely updation of the Policies: • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. • All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations / circulars / guidelines issued by SEBI.	Yes	-
3.	Maintenance and disclosures on the website: • 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.	Disqualification of Director: None of the director(s) of the listed entity is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	-
5.	Details related to subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.	Yes	-
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per policy of preservation of documents and archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	-
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the board, independent directors and the committees at the start of every financial year / during the financial year as prescribed in SEBI Regulations.	Yes	-

8.	Related Party Transactions: (a) The listed entity has obtained prior approval of audit committee for all related party transactions; (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved / ratified / rejected by the audit committee.	Yes	-
9.	Disclosure of events or information: 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.	Yes	-
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been 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 (or) The actions taken against the listed entity / its promoters / directors / subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	Yes	No actions were taken by SEBI or Stock Exchanges during the review period
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 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.	There were no such instances occurred during the review period
13.	Additional non-compliances, if any: No additional non-compliances observed for any SEBI regulation / circular / guidance note etc. except as reported above.	Yes	-

We further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations read with the SEBI Circular for implementation of recommendations of the Expert Committee for facilitating ease of doing business for listed entities dated December 31, 2024. – **Not applicable during the review period.**

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 account 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
Practicing Company Secretaries

Y Ravi Prasada Reddy
Proprietor
FCS No. 5783, C P No. 5360
Peer Review Certificate No. 1425/2021
UDIN: F005783H000247893

Date: April 30, 2026
Place: Hyderabad

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
Plot No. 192/B, Phase-II, IDA, Cherlapally,
Hyderabad, Rangareddi, Telangana - 500051.

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.

S.No.	Name of the Director	DIN	Designation
1	Mr. Kaushik Yalamanchili	07334243	Managing Director
2	Mr. Siva Lakshmana Rao Kakarala	03641564	Non-executive Director
3	Mr. Sivanand Swamy Mitikiri	10166966	Whole-time Director
4	Mr. Penumaka Venkata Ramesh	02836069	Independent Director
5	Mr. Deepayan Mohanty	00196042	Non-executive Director
6	Mr. Srinivas Rao Kolli	07980993	Independent Director
7	Mrs. Karuna Gayathri Upadhyayula	07901195	Independent Director
8	Mr. Ravinder Reddy Surakanti	07838836	Independent Director

For RPR & ASSOCIATES
Practicing Company Secretaries

Y Ravi Prasada Reddy
Proprietor
FCS No. 5783, C P No. 5360
Peer Review Certificate No. 8237/2026
UDIN: F005783H000986521

Date: July 31, 2026
Place: Hyderabad

ANNEXURE-VI

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES AND EXPENDITURE

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

MIC Electronics Limited is a pioneering name in the field of LED display solutions and lighting technologies. With a strong foundation and a commitment to innovation, we have established ourselves as a leader in providing cutting-edge, energy- efficient products and solutions to various sectors. In the process we strive to be the most responsive corporate citizen in the community we serve. It is therefore a conscious strategy to design and implement various programmes making a lasting impact on the society at large. MIC is therefore committed to giving back to the society through its Corporate Social Responsibility (CSR) initiatives.

2. **Composition of CSR Committee:**

Two CSR Committee Meetings were held during the financial year ended March 31, 2026 on October 15, 2025, and March 30, 2026.

S.No.	Name of the Director	Designation	No. of Meetings		
			Held	Entitled	Attended
1	Mr. Kaushik Yalamanchili	Chairman	2	2	2
2	Mr. Sivanand Swamy Mitikiri	Member	2	2	2
3	Mr. Ravinder Reddy Surakanti[1]	Member	2	2	2

[1]Mr. Ravinder Reddy appointed as member w.e.f. September 01, 2025.

3	Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.		www.mic.co.in
4	Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).		Not applicable
5	Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any.		Nil
6	Average net profit of the company as per section 135(5)		Rs. 1030.18 Lakhs
7	a	Two percent of average net profit of the company as per section 135(5)	Rs. 20.60 Lakhs
	b	Surplus arising out of the CSR projects or programs or activities of the previous financial years.	Nil
	c	Amount required to be set off for the financial year if any	Nil
	d	Total CSR obligation for the financial year (7a+7b-7c)	Rs. 20.60 Lakhs

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year	Amount Unspent (in Rs.): Nil				
Rs. 20.65 Lakhs	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
	-	-	-	-	-

(b)	Details of CSR amount spent against ongoing projects for the financial year:	-

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

S. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes / No)	Location of the Project		Amount Spent for the Project (in Rs. Lakhs)	Mode of Implementation Direct (Yes/No)	Mode of Implementation through implementing Agency	
				State	District			Name	CSR Registration number
1	Promoting Children Education	Education	Yes	Telangana	Hyderabad	20.65	No	Sujana Charitable Trust	CSR00077573

(d)	Amount spent in Administrative Overheads	Nil
(e)	Amount spent on Impact Assessment, if applicable	Nil
(f)	Total amount spent for the Financial Year (8b+8c+8d+8e)	Rs. 20,65,000/-

(g) Excess amount for set off, if any

S.No.	Particulars	Amount (in Rs)
(i)	Two percent of average net profit of the company as per section 135(5)	Rs. 20,60,000/-
(ii)	Total amount spent for the Financial Year	Rs. 20,65,000/-
(iii)	Excess amount spent for the financial year[(ii)-(i)]	Rs. 5,000/-
(iv)	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)-(iii)]	Nil

9	(a)	Details of Unspent CSR amount for the preceding three financial years	Not Applicable
	(b)	Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s)	Not Applicable
10	In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details		NIL
11	Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).		Not Applicable

For MIC Electronics Limited

Kaushik Yalamanchili
Managing Director
DIN: 07334243

Sivanand Swamy Mitikiri
Wholetime Director
DIN: 10166966

Date: July 31, 2026
Place: Hyderabad

ANNEXURE-VII

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Introduction

MIC Electronics Limited remains a consequential participant in the Indian electronics landscape, anchored in Railway Signalling Systems, LED Displays, and a rapidly widening footprint in EV Chargers, defence-grade power electronics, and — with the proposed acquisition of Neo Semi SG Pte. Ltd., Singapore — semiconductor IP and smart-grid technologies. Financial Year 2025-26 was a year of deliberate transformation: the Company strengthened its core railway and display businesses while laying the groundwork for a vertically integrated presence spanning India, Singapore, and the UAE. This Management Discussion and Analysis (MD&A) report sets out our performance, material developments, prevailing industry conditions, and the strategic trajectory we are charting for the years ahead.

2. Industry Overview

India's Railway Passenger Information Systems, LED Display, EV Charger, and — increasingly — semiconductor and smart-grid segments continued their sustained expansion during FY 2025-26, propelled by infrastructure capital expenditure, digitisation mandates, and the government's thrust towards electronics and semiconductor self-reliance. MIC Electronics has calibrated its portfolio to capture this convergence of opportunity.

Railway Passenger Information Systems (PIS)

- With over 8,000 stations and 12,000-plus trains in daily operation, Indian Railways remains among the largest and most complex rail networks on earth — and the accelerating rollout of Vande Bharat and Amrit Bharat services is pushing zonal railways to modernise passenger-facing information systems faster than at any point in the last decade.
- Analysts now peg the domestic PIS opportunity at roughly ₹550-600 crores, compounding at close to 15% a year, as station-level digitisation moves from pilot projects to network-wide mandates.
- Competition remains concentrated among a handful of credible players — Indian Railways' own in-house engineering teams, Siemens, and MIC Electronics — and it is against this backdrop that the Company advanced work on IPIS V2.0, its next-generation platform, through the year.

LED Display Boards

- Smart Cities Mission and Digital India remain the two policy pillars underwriting demand in this category, with municipal and transit authorities steadily converting static signage into digital, centrally-managed displays.
- The category itself has scaled to an estimated ₹2,300-2,400 crores, expanding at close to 20% CAGR, with demand pulled from transit hubs, advertising networks, public messaging systems, and broader smart-city rollouts.
- Rivalry in this space cuts across scale — Indian manufacturers such as MIC Electronics compete directly with global names like Samsung and LG, making cost discipline and speed of deployment as important as product quality.
- EV Chargers
- Policy tailwinds — subsidies, stricter emission norms, and state-level EV mandates — continue to pull this category out of its early, fragmented phase and into more structured, tender-driven demand.
- The market has grown to an estimated ₹350-400 crores in size, with a CAGR near 30%, spread across 2/3/4-wheeler charging, residential and public infrastructure, and electrification of government fleets.
- The competitive set includes established infrastructure players — Tata Power, ABB, Siemens — alongside MIC Electronics, reflecting the segment's growing strategic weight for larger industrial groups.

Semiconductors and Smart-Grid Technologies (emerging vertical)

- India's push for semiconductor self-reliance — anchored by the India Semiconductor Mission and its associated incentive architecture — is creating a genuinely new category of domestic value creation that did not exist for companies of our scale even two years ago.
- Our proposed acquisition of a controlling stake in Neo Semi SG Pte. Ltd. — a Singapore-headquartered deep-tech platform working across semiconductor IP, AI-driven energy logistics, and IoT-enabled smart-grid systems — is designed to give MIC Electronics a direct foothold in exactly this opportunity, rather than watching it develop from the sidelines.

Trends and Opportunities

- Indian Railways' broader digital transformation — IoT sensors, automation, centralised monitoring — is no longer optional infrastructure; it is becoming the baseline expectation for new tenders.
- Sustainability considerations are increasingly built into public procurement itself, not treated as an add-on, which favours suppliers who can demonstrate genuinely green manufacturing.

- Government programmes — Make in India, the semiconductor mission, and allied schemes — are actively widening the addressable market rather than simply protecting incumbents.
- There is meaningful headroom for locally-engineered innovation across PIS, LED displays, EV charging, and now semiconductor-adjacent products, particularly for a company willing to invest ahead of the curve.

Challenges

- Both domestic rivals and larger global players continue to compress pricing and shorten delivery timelines, keeping competitive intensity high.
- The absence of common technical standards across PIS and EV charging installations continues to complicate interoperability and slows down multi-vendor deployments.
- Our revenue base remains meaningfully tied to government and public-sector project cycles, which brings inherent lumpiness to order inflow and execution timing.
- Collection cycles on government and PSU-linked billing have stretched further this year — a trend we are addressing directly rather than treating as background noise.

3. Product Portfolio (with RDSO/RCF approval & various stages of approvals)

MIC Electronics' product portfolio spans Railway Passenger Information Systems, LED Display Boards, Emergency Light Units, Passenger Announcement & Passenger Information Systems (PAPIS), Remote Monitoring Processing Units, defence-grade power electronics, and EV charging infrastructure, with several products holding or progressing through RDSO/RCF approval stages. During FY 2025-26, the Company also diversified into scientific and laboratory infrastructure — evidenced by an order for laboratory furniture from Nava Raipur — and initiated the process of acquiring semiconductor IP and smart-grid capabilities through the proposed Neo Semi SG Pte. Ltd. transaction. These offerings are engineered to meet Indian Railways' exacting quality benchmarks and have been deployed across multiple railway zones and urban infrastructure projects.

4. Financial Performance

In FY 2025-26, the Company recorded standalone total income of approximately ₹8,844.02 Lakhs, an increase of around 41% over the previous year's total income of ₹6,294.68 Lakhs, reflecting stronger order execution across the railway and LED display businesses, particularly in the second half of the year. Profit before tax improved to approximately ₹1,600 Lakhs from ₹1,302.66 Lakhs in the previous year, evidencing genuine operating momentum. However, the Company recorded a net loss of approximately ₹1,300 Lakhs for the year, as against a net profit of ₹978.99 Lakhs in FY 2024-25, primarily on account of a tax charge arising from the utilisation and reversal of deferred tax assets recognised in earlier years, together with higher finance costs associated with working capital and the funding of strategic initiatives. As Managing Director, I want to be candid with our stakeholders: the underlying, operating business improved meaningfully this year; the reported bottom line was shaped by a largely non-cash, accounting-driven tax movement rather than by any deterioration in our core operations.

5. Strategic Initiatives

Key initiatives undertaken during the year include:

- Inorganic Growth: We secured board and shareholder clearance to acquire an 89.65% stake in Neo Semi SG Pte. Ltd., Singapore, in a ₹357.60 crore deal structured through a mix of cash and share-swap consideration — a deliberate step to plant our flag in semiconductor IP, AI-driven energy logistics, and smart-grid technology across Singapore, the UAE, and India, rather than build these capabilities from scratch.
- Capital Strengthening: To fund that acquisition without straining the balance sheet, we approved a preferential allotment of up to 5,68,73,418 equity shares, giving the Company the headroom it needs to pursue this and future growth commitments.
- Innovation: Work on IPIS V2.0 — our next-generation integrated passenger information platform for Indian Railways — moved forward steadily, backed by continued R&D investment in LED displays and signalling technology more broadly.
- Diversification: We opened up adjacent revenue lines, notably laboratory and scientific infrastructure, as a conscious hedge against over-reliance on any one business vertical.
- Operational Excellence: Lean manufacturing practices and tighter supply-chain management remained a management priority, aimed squarely at improving cost efficiency and our ability to scale without proportionate cost increases.

6. Challenges and Mitigation Strategies

Despite our progress, we encountered several operational and external challenges during the year. These include:

- A crowded, price-sensitive competitive field
- The constant risk of being overtaken by faster-moving technology

- Shifting government policy and procurement priorities
- Volatility in raw material costs
- Slippage in timelines on government-funded projects
- Working capital getting tied up for longer as receivable cycles stretch
- Rising environmental compliance obligations
- Attracting and retaining specialised engineering talent
- Cybersecurity exposure across increasingly connected systems
- Maintaining consistent quality standards at scale
- Currency and demand volatility in export markets
- The constant pressure to keep innovating rather than standing still
- Disruptions across the supply chain
- The execution risk that comes with integrating a cross-border acquisition

Here is how we are responding to each of these:

- Pushing further into niche, higher-margin products backed by deeper R&D investment.
- Staying at the table with policymakers and industry bodies rather than reacting after the fact.
- Widening our supplier base and holding stronger inventory buffers to absorb shocks.
- Embedding sustainability into manufacturing rather than treating it as a compliance checkbox.
- Rolling out milestone-linked billing and firmer collection discipline to bring receivable days back down.
- Continuing to invest in our people — both development and retention.
- Hardening our cybersecurity posture through infrastructure upgrades and regular audits.
- Holding the line on quality management systems across every plant and project.
- Standing up a dedicated integration team specifically for the Neo Semi transaction.
- Continuing to grow our footprint across both domestic and global markets.

7. Future Outlook

MIC Electronics is strategically positioned to capture emerging opportunities across Railway Passenger Information Systems, LED Displays, EV Chargers, and following completion of the Neo Semi SG transaction semiconductor IP and smart-grid solutions. Moving forward, we plan to focus on:

- Semiconductor Integration: Bring the Neo Semi SG acquisition to completion and get it fully operational, so that our India-Singapore-UAE platform functions as one integrated business rather than three separate pieces.
- Market Expansion: Push further into new geographies and adjacent sectors, with particular emphasis on deepening our Middle East presence through our Dubai subsidiary.
- Technological Advancements: Keep pace with IoT-integrated, smart-infrastructure demand, with the IPIS V2.0 rollout as our flagship proof point for where digital infrastructure is heading.
- Margin Improvement: Turn the operating momentum built through FY 2025-26 into a bottom line that reflects it sustainable, tax-adjusted profitability, not just top-line growth.
- Sustainability: Keep pushing eco-friendly practices deeper into manufacturing and product design, rather than treating it as a one-time initiative.

8. Internal Financial Control Systems and their Adequacy

MIC Electronics maintains robust internal financial control systems covering all key operational areas, including equipment procurement, finance, marketing, human resources, and administration. Given the scale and cross-border nature of the Neo Semi SG transaction, the Company has additionally strengthened controls around acquisition due diligence, treasury, and foreign-entity reporting. These systems are continuously monitored and reviewed by the Audit Committee to ensure operational integrity, risk mitigation, and regulatory compliance.

9. Financial Review

The highlights of financial and operational performance are presented below: (in Rs. Lakhs)

Particulars	**2025-26**	2024-25	2023-24
Total Income	8844.02	6294.68	5656.61
Total Expenditure	7223.33	4992.03	4545.24
Profit before Tax	1620.69	1302.66	1773.34
Deferred Tax (Asset)	(2931.34)	(323.66)	4410.54
Profit after Tax	(1310.65)	978.99	6183.88
Other Comprehensive Income	(14.81	(13.69)	0.35
Transfer to General Reserve	-	-	--
Profit available for Appropriation	(1325.46)	965.30	6184.23
Provision for Proposed Dividend	-	-	--
Provision for Corporate Tax	-	-	--

10. Conclusion

MIC Electronics enters the new financial year with a strengthened operating base and a clear inorganic growth vector through the proposed Neo Semi SG acquisition. FY 2025-26 demonstrated genuine improvement in our core railway and LED display operations, even as a non-cash tax movement weighed on reported profitability. With disciplined execution, a widening product portfolio, and an expanding geographic footprint across India, Singapore, and the UAE, the Company is well positioned to convert this year's strategic groundwork into sustained value creation for all stakeholders. This MD&A outlines our key achievements, strategic focus areas, and readiness for the opportunities and challenges that lie ahead.

By order of the Board
For MIC Electronics Limited

Kaushik Yalamanchili
Managing Director
DIN: 07334243

Sivanand Swamy Mitikiri
Wholetime Director
DIN: 10166966

Date: July 31, 2026
Place: Hyderabad

ANNEXURE-VIII

REPORT ON CORPORATE GOVERNANCE

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 endeavours 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, 2026, the Board of Directors ("Board") comprises of Eight Directors, of which two are Executive, two are Non-Executive Non-Independent and the other four are Independent Directors including one women Independent Director. The composition and category of the Board of Directors is as follows:

S.No	Name of the Director	DIN	Designation
1	Mr. Kaushik Yalamanchili	07334243	Managing Director
2	Mr. Siva Lakshmana Rao Kakarala	03641564	Non-executive Director
3	Mr. Sivanand Swamy Mitikiri	10166966	Whole-time Director
4	Mr. Penumaka Venkata Ramesh	02836069	Independent Director
5	Mr. Deepayan Mohanty	00196042	Non-executive Director
6	Mr. Srinivas Rao Kolli	07980993	Independent Director
7	Mrs. Karuna Gayathri Upadhyayula	07901195	Independent Director
8	Mr. Ravinder Reddy Surakanti[1]	07838836	Independent Director

[1]Mr. Ravinder Reddy Surakanti appointed as Director w.e.f. September 01, 2025.
Note : Mrs. Sabitha Ghanta resigned as Director w.e.f. September 01, 2025.

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, 2026 have been set out here below:

S. No.	Name of Director	No. of Board Meetings			Attendance at last AGM
		Held	Entitled	Attended	
1	Mr. Kaushik Yalamanchili	8	8	8	Yes
2	Mr. Siva Lakshmana Rao Kakarala	8	8	4	No
3	Mr. Sivanand Swamy Mitikiri	8	8	8	Yes
4	Mr. Penumaka Venkata Ramesh	8	8	5	Yes
5	Mr. Deepayan Mohanty	8	8	5	Yes
6	Mr. Srinivas Rao Kolli	8	8	7	Yes
7	Mrs. Karuna Gayathri Upadhyayula	8	8	7	No
8	Mr. Ravinder Reddy Surakanti	8	5	5	Yes
9	Mrs. Sabitha Ghanta	8	4	3	NA

c. Number of other Directorships, Committee Membership(s) & Chairmanship(s) as on March 31, 2026:

S. No.	Name of Director	Directorships	Committee Membership	Committee Chairmanship
1	Mr. Kaushik Yalamanchili	3	4	2
2	Mr. Siva Lakshmana Rao Kakarala	2	-	-
3	Mr. Sivanand Swamy Mitikiri	3	2	-
4	Mr. Penumaka Venkata Ramesh	2	-	-
5	Mr. Deepayan Mohanty	4	-	-
6	Mr. Srinivas Rao Kolli	2	4	2
7	Mrs. Karuna Gayathri Upadhyayula	3	2	1
8	Mr. Ravinder Reddy Surakanti	3	5	-

- 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, 2026.

The dates on which the Board meetings were held are: May 22, 2025, July 04, 2025, July 25, 2025, September 01, 2025, October 15, 2025, November 05, 2025, January 31, 2026 and March 30, 2026.

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, 2026 are as follows:

S.No.	Name of the Director	No of Equity Shares
1	Mr. Siva Lakshmana Rao Kakarala	78,29,195
2	Mr. Penumaka Venkata Ramesh	500
3	Mr. Deepayan Mohanty	405

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, 2026, the Audit Committee comprises of Three Independent Directors and One Executive Director. The Chairman 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. Karuna Gayathri Upadhyayula	Member
4	Mr. Ravinder Reddy Surakanti	Member

- CEO, 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

Five Audit Committee Meetings were held during the financial year ended March 31, 2026. The Audit Committee meetings were held on May 22, 2025, July 04, 2025, October 15, 2025, January 31, 2026 and March 30, 2026.

Attendance at the Audit Committee Meeting:

S.No.	Name of Director	No. of Meetings		
		Held	Entitled	Attended
1	Mr. Srinivas Rao Kolli	5	5	4
2	Mr. Kaushik Yalamanchili	5	5	5
3	Mrs. Karuna Gayathri Upadhyayula	5	5	4
4	Mr. Ravinder Reddy Surakanti	5	3	3

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 Chairman 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 March 31, 2026, the Nomination and Remuneration Committee comprises of Three Independent Directors. The composition of the Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013:

S.No.	Name of the Director	Designation
1	Mrs. Karuna Gayathri Upadhyayula	Chairperson
2	Mr. Srinivas Rao Kolli	Member
3	Mr. Ravinder Reddy Surakanti	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

One NRC Committee Meeting was held during the financial year ended March 31, 2026. The Nomination and Remuneration Committee meeting was held on September 01, 2025.

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 criteria and the procedure for the process of Board evaluation is mentioned in the Directors' report.

III Independent Directors' Meeting

Two Independent Directors Meeting were held during the financial year ended March 31, 2026, on November 05, 2025 and January 31, 2026.

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, Name of members and Chairman

As on March 31, 2026, the Stakeholders Relationship Committee comprises of Two Independent Directors and One Executive Director. The Chairman of the Committee is Independent Director. The composition of the Committee is in compliance with the provisions of Section 178(5) of the Companies Act, 2013

S.No.	Name of the Director	Designation
1	Mr. Srinivas Rao Kolli	Chairman
2	Mr. Ravinder Reddy Surakanti	Member
3	Mr. Kaushik Yalamanchili	Member

c) Name and designation of Compliance Officer

As on March 31, 2026, Mrs. Lakshmi Sowjanya Alla is the Company Secretary and Compliance Officer of the Company.

d) **Stakeholders Relationship Committee Meeting**

Two Stakeholders Relationship Committee meeting were held during the financial year ended March 31, 2026, on September 01, 2025 and January 31, 2026.

e) **Number of Shareholders complaints received so far**

During the year ended March 31, 2026, the Company has received one complaint.

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:**

- Mr. Kaushik Yalamanchili, Managing Director was paid Gross Salary of ₹1,49,99,004 for the FY 2025-26.
- Mr. Sivanand Swamy Mitikiri, Whole-time Director was paid Gross Salary of ₹12,00,000 for the FY 2025-26.

4. **General Body Meetings**

a) **Location and Time, where last three Annual General Meetings held**

Year	Locations	Date	Time
37th AGM (2024-25)	192/B, Phase II, IDA, Cherlapally, Hyderabad, Telangana – 500051	September 29, 2025	11.30 AM
36th AGM (2023-24)	192/B, Phase II, IDA, Cherlapally, Hyderabad, Telangana – 500051	August 27, 2024	11.00 AM
35th AGM (2022-23)	192/B, Phase II, IDA, Cherlapally, Hyderabad, Telangana – 500051.	August 18, 2023	11.00 AM

b) **Extra Ordinary General Meetings**

During the year under review Company conveyed an Extra-Ordinary General Meeting (“EGM”) on Monday, December 01, 2025 at 11:45 A.M. (IST) at the Registered Office of the Company situated at Plot No. 192/B, Phase-II, IDA, Cherlapally, Hyderabad, Rangareddi, Telangana - 500051, India.

c) **Postal Ballots**

No resolutions were passed through the postal ballot during the Financial Year.

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) **Annual Report**

The Company’s Annual Report containing, inter alia, the Board’s Report along with annexures, Corporate Governance Report, Management’s Discussion and Analysis (MDA), Audited Standalone and Consolidated Financial Statements together with Auditors’ Report, Notice of AGM and other important information are circulated to the members and others so entitled. The Annual Report is also available on the Company’s website, www.mic.co.in.

Annual Reports were sent to the Members through e-mail, in terms of the directions given in the circulars issued by Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”). However, the Company has provided hard copy of Annual Report to those shareholders who request for the same.

c) **Newspapers wherein results normally published**

The results of the Company are published in widely circulated newspapers

d) **Any website, where displayed**

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

e) **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

f) **Designated exclusive e-mail ID**

The Company has a designated an e-mail ID exclusively for investor services: cs@mic.co.in

g) **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. are also available in the 'Investor Info' section on the website of the Company.

6. **Subsidiary Companies**

Company has two wholly-owned subsidiaries namely M/s. SOA Electronics Trading LLC, a Dubai based subsidiary, and M/s. MICK Digital India Limited, a Company Incorporated under Companies Act, 2013 and a step down subsidiary namely M/s. Cellular Galaxy Electronics LLC (Subsidiary of SOA).

7. **General shareholder information**

Annual General Meeting	Date: September 16, 2026
	Time: 11.00 AM
	Venue: Plot No. 192/B, Phase-II, IDA, Cherlapally, Hyderabad, Rangareddi (Medchal-Malkajgiri) District, Telangana - 500051
Financial Calendar	April 01, 2025 to March 31, 2026
Date of Book Closure	Friday, September 11, 2026 to Wednesday, September 16, 2026 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

There was no suspension of trading of securities of the Company during the year under review.

Statutory Auditors fees:

Fee for all services paid by the Company for conducting Statutory and Tax Audits, to the statutory auditors for the financial year 2025-26 is Rs. 6,00,000/-.

The status of adoption of discretionary requirements are as hereunder:

1. The Board: The Chairman of the Board is Independent Director and he has freedom to discharge his responsibilities from the Company's office as per his requirement in performance of his duties.
2. Shareholders' rights: The quarterly, half yearly and annual results are submitted to the stock exchanges, quarterly results are widely published in newspaper and also uploaded on the Company's website at www.mic.co.in.
3. Audit qualifications: The standalone and consolidated financial statements of the Company are unmodified.
4. Separate post of Chairman and CEO: The position of Chairman and CEO are held by different persons. Mr. P V Ramesh, Independent Director is the Chairman of the Board, and Mr. Rakshit Mathur is the Chief Executive Officer of the Company. The Chairman is Independent Director and not related to any other director or CEO of the Company.
5. Reporting of internal audit: The Internal Auditors of the Company submits their report at the quarterly meetings of the Audit Committee on internal audit findings.
6. Independent Directors: The independent directors meet at least once in every year, without the presence of non-independent directors and members of the management.

Distribution of Shareholding as on March 31, 2026

Shares	Holders		Shares	
	Number	% To Total	No of Shares	% To Total
Up to - 500	224023	97.5	51473922	21.36
501 - 1000	3399	1.48	12214980	5.07
1001 - 2000	1416	0.62	10173347	4.22
2001 - 3000	404	0.18	5051846	2.10
3001 - 4000	157	0.07	2795546	1.16
4001 - 5000	96	0.04	2162360	0.90
5001 - 10000	162	0.07	5676175	2.36
10001 and above	111	0.05	151463384	62.84
Total	229768	100	241011560	100

Shareholding pattern as on March 31, 2026

Category	Holding as on 31-03-2026	%
BODIES CORPORATE	42,32,274	1.76
CLEARING MEMBER	--	--
CENTRAL/STATE GOVERNMENT(S)	--	--
FINANCIAL INSTITUTIONS/BANKS	1,840	--
FOREIGN BODIES CORPORATE	--	--
FOREIGN INSTITUTIONAL INVESTORS	--	--
INSURANCE COMPANIES	--	--
MUTUAL FUNDS/UTI	--	--
NON-RESIDENT INDIANS	26,03,372	1.08
FOREIGN NATIONALS	--	--
FOREIGN PORTFOLIO INVESTORS - INDIVIDUAL(FPI)	7,55,120	0.31
FOREIGN PORTFOLIO INVESTORS - CORPORATE(FPI)	36,74,350	1.52
PROMOTER AND PROMOTER GROUP	12,45,97,474	51.70
INDIVIDUALS	10,07,76,099	41.81
QUALIFIED INSTIUTIONAL BUYERS	--	--
TRUST	7,970	--
IEPF AUTHORITY MCA	--	--
HUF/LLP	43,63,061	1.81
TOTAL	**24,10,11,560**	**100.00**

Dematerialisation of shares and liquidity

As on March 31, 2026, 24,08,43,386 equity shares representing 99.94% shares have been in dematerialisation form, while 1,68,174 shares representing 0.06% were 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.
AURUM, Door No. 4-50/P-II/57/4 & 5th Floor, Plot No. 57,
Jayabheri Enclave, Phase II, Gachibowli, Seri Lingampally,
Telangana - 500032
Tel: 040-23868257/258
E-mail: info@vccipl.com

Dematerialization is mandatory for effecting share transfers

SEBI has vide proviso to Regulation 40(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, mandated that requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. In view of the same, the Company shall not process any requests for transfer of shares in physical mode. Shareholders who desire to demat their shares can get in touch with any Depository Participant having registration with SEBI to open a demat account and follow the procedure for share transfers.

Share Transfer System

Shares sent for physical transfer or dematerialization are registered and processed by the Registrar and Share Transfer Agent (RTA) within the statutory time limit from the date of receipt, provided the documents are clear and complete in all respects. The Stakeholders Relationship Committee / Board of Directors approves the transfer, transmission, and transposition of shares at regular intervals. Valid requests for dematerialization are typically confirmed within 15 days. The company complies with all applicable provisions of the Companies Act and SEBI Listing Regulations (LODR) concerning the share transfer process.

Plant Location

1	M/s. MIC Electronics Limited, Plot No.192/B, Phase-II, IDA, Cherlapally, Hyderabad – 500051.

Address for Correspondence

S.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. Door No. 4-50/P-II/57/4 & 5th Floor, Plot No. 57, Jayabheri Enclave, Phase II, Gachibowli, Telangana – 500032; 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.

During the year there were no penalties or non-compliances or delay in compliances with the SEBI LODR Regulations.

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 was 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:

The Company is not carrying on any commodity price risks and commodity hedging activities

h. Meeting of Independent Directors During the year:

The Independent Directors met on November 05, 2025 and January 31, 2026, inter alia, to discuss:

- Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole.
- Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties. All of the Independent Directors were present at the Meeting.

i. Core skills/ expertise/ competencies identified by the Boardas required in the context of its business(es) and sector(s) for an efficient functioning and those available with the Board

a. Electronics Manufacturing and Technology.

b. Business Strategy and Industry Leadership.

c. Finance, Accounting and Risk Management.

d. Corporate Governance, Legal and Regulatory Compliance.

e. Manufacturing Operations, Quality and Supply Chain Management.

f. Technology, Innovation and Digital Transformation.

g. Human Resources and Organizational Development.

h. Marketing, Customer Relations and International Business

The Board members possess the following core skills / expertise / competencies

Regulation	Particulars of Regulation
Mr. Kaushik Yalamanchili	a, b ,e, f and h of above
Mr. Siva Lakshmana Rao Kakarala	b, f and h of above
Mr. Sivanand Swamy Mitikiri	c, d and g of above
Mr. Penumaka Venkata Ramesh	b, c, d, and f of above
Mr. Deepayan Mohanty	a, b, f and h of above
Mr. Srinivas Rao Kolli	c, d, and f of above
Mrs. Karuna Gayathri Upadhyayula	c, d, and f of above
Mr. Ravinder Reddy Surakanti	c, d, and f of above

j. Credit Rating

Brick works has assigned the Company's credit ratings, with Fund Based – Term Loan, Cash Credit BWR BB /Stable and for Non-Fund Based – Bank Guarantee BWR A4 +. The details of the Credit Rating are available on the website of the Company.

9. As on March 31, 2026, 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 and the applicable provisions of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 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, 2026 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 De-mat suspense account/ unclaimed suspense account

There are no unclaimed securities to be kept in the de-mat suspense account.

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

During the year ended March 31, 2026, there were no proceeds from public issues and rights issues.

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, 2026, Mrs. Lakshmi Sowjanya Alla, 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 and the compliance of the same has been affirmed by them.

By order of the Board
For MIC Electronics Limited

Kaushik Yalamanchili
Managing Director
DIN: 07334243

Sivanand Swamy Mitikiri
Wholetime Director
DIN: 10166966

Date : July 31, 2026
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, 2026 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.

By order of the Board
For MIC Electronics Limited

Kaushik Yalamanchili
Managing Director
DIN: 07334243

M S Muralikrishnan
Chief Financial Officer

Date: May 22, 2026
Place: Hyderabad

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, 2026 as envisaged in the chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For MIC Electronics Limited

Kaushik Yalamanchili
Managing Director
DIN: 07334243

Date: July 31, 2026
Place: Hyderabad

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members
M/s. MIC Electronics Limited,
Plot No. 192/B, Phase-II, IDA, Cherlapally,
Hyderabad, Rangareddi, Telangana – 500051.

We have examined the compliance conditions of Corporate Governance by M/s. MIC Electronics Limited (hereinafter referred to as the "Company") for the financial year ended March 31, 2026, as stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI (LODR) Regulations, 2015"], as amended.

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

In our opinion and to the best of our knowledge and according to the explanations given to us, we certify that the Company has complied with the conditions of applicable Corporate Governance as stipulated in the above-mentioned SEBI (LODR) Regulations, 2015 and the Uniform Listing Agreement.

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
Practicing Company Secretaries

Y. Ravi Prasada Reddy
Proprietor
FCS No. 5783, C P No. 5360
Peer Review Certificate No. 8237/2026
UDIN: F005783H000986554

Date: July 31, 2026
Place: Hyderabad

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, 2026, 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 31st March, 2026 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, 2026 and its Loss, 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 :	**Principal audit procedures :**
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.	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, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 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.

v. The company has neither declared nor paid any dividend during the year.

vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trial has been preserved by the company as per the statutory requirements for record retention.

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 Padmini
PARTNER
Membership No.229966
UDIN # 26229966IAJEJA7543

Date : 25.04.2026
Place : Hyderabad

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 MIC Electronics 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 Intangible 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) (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, 2026 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 renewed its cash credit limits of Rs. 11 crore with Bank of Maharashtra and Rs. 20 crore with Canara Bank, along with Bank Guarantee limits of Rs. 4 crore with each bank. Additionally, Canara Bank sanctioned a one-time Bank Guarantee limit of Rs. 5.71 crore during the year.

iii. The Company had made investments in a Company and granted advances in the nature of loans in earlier years, which are unsecured, in respect of which:

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

Rupees in lakhs

		Investments	Loans
A	Aggregate amount granted / provided during the year :		
	- Others		
B	Balance outstanding as at balance sheet date in respect of above cases :		
	- Others	5,127,57	

iv. No fresh investments made or loans granted during the year.

v. The loan outstanding at the beginning of the year has been recovered in full during the year, as per the stipulated repayment schedule.

vi. There is no amount overdue as at the balance sheet date, the loan having been fully recovered during the year.

vii. 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.

viii. The Company has not granted loans repayable on demand during the year. No loans provided to the promoters or related parties as defined in clause (76) of Section 2 of the Companies Act, 2013.

ix. 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.

x. 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.

xi. 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.

xii. In respect of statutory dues:

(a) (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, 2026 for a period of more than six months from the date they became payable, except for the following:

Name of the statue	Nature of the dues	Amount	Period to which the amount relates	Due date	Date of payment
T.S. Municipalities Act, 1965	Property Tax	6,43,812	For the period 2025-26	Various dates	Nil
Income Tax Act, 1961	TDS	36,02,282	Upto 30th Sep 2025	Various dates	Nil

(b) An amount of Rs. 75,87,636/- towards Interest & damages is levied by PF department on late remittance of PF dues against which the company has obtained Stay Order from the High Court of Telangana.

xiii. 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).

xiv. (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 willful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not raised any term loan during the year and hence reporting under clause 3(ix)(c) of the Order is 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.

xv. (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 not made any preferential allotment or private placement of shares or convertible debentures (fully / partly or optionally) and hence reporting under Clause x(b) of the order is not applicable to the Company.

xvi. (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.

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

xviii. 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.

xix. (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.

xx. 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.

xxi. (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.

xxii. The Company has not incurred cash losses during the financial year covered by our audit and incurred cash loss of Rs. 1,286.65 in immediately preceding financial year.

xxiii. The Company has incurred cash losses of Rs. 946.04 lakhs during the financial year covered by our audit and has not incurred any cash loss in the immediately preceding financial year.

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

xxiv. 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.

xxv. There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

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

CA S Kavitha Padmini
PARTNER
Membership No.229966
UDIN # 26229966IAJEJA7543

Date : 25.04.2026
Place : Hyderabad

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 MIC ELECTRONICS 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, 2026 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, 2026, 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 Padmini
PARTNER
Membership No.229966
UDIN # 26229966IAJEJA7543

Date : 25-04-2026
Place : Hyderabad

STANDALONE BALANCE SHEET AS AT 31st MARCH 2026

(Rs.in Lakhs)

Particulars	Note.	As at 31.03.2026		As at 31.03.2025	
I. ASSETS					
(1) Non-Current Assets					
Property, Plant & Equipment	2.01	**4565.88**		4673.23	
Other Intangible Assets	2.02	**10.26**		11.69	
Intangible Assets under development		**105.80**		186.69	
Financial Assets					
(i) Investments	2.03	**5127.57**		5127.57	
(ii) Other Financial Assets	2.04	**971.41**		859.94	
Deferred Tax Assets (net)	2.05	**1155.54**		4086.87	
Other Non Current Assets	2.06	**4275.87**		4207.54	
			16212.32		19153.53
(2) Current Assets					
Inventories	2.07	**2910.68**		1614.50	
Financial Assets					
(i) Investments					
(ii) Trade receivables	2.08	**10273.70**		5105.02	
(iii) Cash & Cash Equivalents	2.09	**6.90**		650.06	
(iv) Bank balances other than (ii) above	2.10	**1066.61**		720.21	
(v) Loans	2.11	**0.00**		173.67	
(vi) Other Financial Assets	2.12	**0.00**		39.25	
Other Current Assets	2.13	**643.66**		564.32	
			14901.54		8867.02
TOTAL ASSETS			**31113.86**		28020.55
II. EQUITY AND LIABILITIES					
(1) Equity					
Equity Share Capital	2.14	**4820.23**		4820.23	
Other Equity		**16015.81**		17341.27	
TOTAL EQUITY			**20836.04**		22161.50
(2) Liabilities					
Non-current liabilities					
Financial Liabilities					
(i) Borrowings	2.15	**931.83**		1259.67	
Non-current Provisions	2.16	**102.30**		54.24	
			1034.13		1313.91
Current liabilities					
Financial Liabilities					
(i) Borrowings	2.17	**3487.25**		3531.25	
(ii) Trade Payables	2.18	**3246.22**		660.11	
(iii) Other Financial Liabilities	2.19	**155.75**		218.62	
Other current liabilities	2.20	**2342.74**		125.02	
Current Provisions	2.21	**11.74**		10.13	
			9243.69		4545.14
TOTAL EQUITY & LIABILITIES			**31113.86**		28020.55
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
UDIN# 26229966IAJEJA7543

Place : Hyderabad
Date : 25.04.2026

For MIC Electronics Limited

Yalamanchili Kaushik
Managing Director
Din No. : 07334243

M S Sivanand
Wholetime Director
Din No. : 10166966

M S Murali krishnan
Chief Financial Officer

A L Sowjanya
Company Secretary
M.No.: A44779

STANDALONE STATEMENT OF PROFIT & LOSS FOR PERIOD ENDED 31st MARCH 2026

(Rs.in Lakhs)

	Particulars	Note	Year ending 31.03.2026	Year ending 31.03.2025
I	**INCOME :**			
	Revenue from operations	2.22	**8727.83**	6172.85
	Other Income	2.23	**116.19**	121.84
	Total Income		**8844.02**	6294.68
II	**EXPENDITURE :**			
	Cost of material consumed	2.24	**5069.70**	3295.47
	Changes in Inventories of finished goods, work-in-progress and stock-in-trade	2.25	**(1,438.66)**	(673.53)
	Employee benefits expense	2.26	**998.41**	747.07
	Finance Costs	2.27	**604.21**	460.87
	Depreciation and amortization expense	2.01/2.02	**364.61**	160.61
	Other expenses	2.28	**1625.07**	1001.55
	Total expenses		**7223.33**	4992.03
III	**Profit/(Loss) before exceptional items and tax (I-II)**		**1620.69**	1302.66
IV	**Exceptional Items**		**-**	-
V	**Profit/(Loss) before tax (III+IV)**		**1620.69**	1302.66
VI	**Tax expenses:**			
	Deffered tax (Liability)/Asset		**(2,931.34)**	(323.66)
VII	**Profit/(Loss) for the period from continuing operations (V - VI)**		**(1,310.65)**	978.99
VIII	**Other comprehensive Income**			
	A (i) Items That May Not Be Reclassified to Profit or Loss		**(14.81)**	(13.69)
	(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)**		**(1,325.46)**	965.30
X	**Earnings per equity share of par value Rs 2/- each**			
	- Basic		**(0.55)**	0.40
	- Diluted		**(0.55)**	0.40
	Notes forming part of financial statements	1-2.45		

As per our report of even date

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

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Place : Hyderabad
Date : 25.04.2026

For MIC Electronics Limited

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Din No. : 07334243

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Din No. : 10166966

M S Murali krishnan
Chief Financial Officer

A L Sowjanya
Company Secretary
M.No.: A44779

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31st MARCH 2026

(Rs in Lakhs)

A. Movements in Equity Share Capital

Particulars	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 31.03.2026	**4,820.23**	**-**	**4,820.23**
As at 31.03.2025	4,428.93	391.30	4,820.23

B. Other Equity

Statement of Changes in Equity for the period ended 31st March 2026

Particulars	Other Equity						
	Capital Reserve	Securities Premium Reserve	Share warrants forfeited	Amalgamation Reserve	General Reserve	Retained Earnings	Total Other Equity
Balance as at 01.04.2024	**17159.50**	**21454.64**	**5838.81**	**180.00**	**1800.00**	**(38665.69)**	**7767.27**
Profit for the year	-	8,608.70	-	-	-	965.30	**9573.99**
Balance as at 31.03.2025	**17,159.50**	**30,063.34**	**5,838.81**	**180.00**	**1,800.00**	**(37700.39)**	**17,341.27**
Profit/(Loss) for the year	-		-	-	-	(1325.46)	**(1325.46)**
Balance as at 31.03.2026	**17159.50**	**30063.34**	**5838.81**	**180.00**	**1800.00**	**(39025.85)**	**16015.81**

As per our report of even date

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

CA S Kavitha Padmini
Partner
M.No. : 229966
UDIN# 26229966IAJEJA7543

Place : Hyderabad
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For MIC Electronics Limited

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Chief Financial Officer

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Company Secretary
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STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2026

(Rs in Lakhs)

Particulars	Figures as at the end of 31st March 2026	Figures as at the end of 31st March 2025
Cash Flow from Operating Activities		
Profit/(Loss) before Income tax from		
Continued Operations	**1,620.69**	1,302.66
Re-measurement gains/ (losses) on defined benefit plans	**(14.81)**	(13.69)
Profit before Income tax	**1,605.88**	1,288.96
Adjustments for non cash/non operational expenses :		
Depreciation & amortisation expenses	**364.61**	160.61
Financial Charges	**604.21**	460.87
Interest received /Other Income	**63.76**	83.65
Operating Profit before Working Capital Changes	**2,638.46**	1,994.09
Adjustments for working capital changes		
(Increase)/Decrease in Trade Receivables	**(5,168.68)**	(2,573.09)
(Increase)/Decrease in Inventories	**(1,296.18)**	(813.45)
(Increase)/Decrease in Loans	**173.67**	-
(Increase)/Decrease in Other financial assets	**(72.22)**	71.94
(Increase)/Decrease in Other Current Assets	**(79.34)**	1,244.63
Increase/(Decrease) in Trade Payables	**2,586.10**	324.00
Increase/(Decrease) in Provisions	**48.07**	31.46
Increase/(Decrease) in Other financial liabilities	**(62.86)**	530.58
Increase/(Decrease) in Other Current Liabilities	**2,219.32**	(103.47)
Cash generated from Operations	**986.34**	706.69
Financial Charges paid	**(604.21)**	(460.87)
Net Cash Flow from operating activities	**382.13**	245.81
Cash Flow from Investing Activities		
Expenditure on acquisition of tangible and intangible assets (net of Sale proceeds)	**(255.84)**	(2,258.17)
(Increase)/Decrease in Investments	**0.00**	(5,127.57)
(Increase)/Decrease in Other Non Current Assets	**(68.33)**	(4,199.73)
Intangible assets under development	**80.89**	(177.09)
Interest Received/Other Income	**(63.76)**	(83.65)
Net Cash Flow from Investing Activities	**(307.03)**	(11,846.22)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from borrowings	**(371.85)**	3,196.80
Deposits paid towards LCs & BGs	**(346.40)**	(35.54)
Increase/(Decrease) in Share Capital	**(0.00)**	391.31
Increase/(Decrease) in Share Premium	**0.00**	8,608.70
Net Cash Flow from financing activities	**(718.25)**	12,161.26
Net Increase in Cash and Cash equivalents	**(643.16)**	560.86
Cash and Cash equivalents as at the beginning of the year	**650.06**	89.20
Cash and Cash equivalents as at the end of the year	**6.90**	650.06

As per our report of even date

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

CA S Kavitha Padmini
Partner
M.No. : 229966
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SIGNIFICANT ACCOUNTING POLICIES AND STANDALONE NOTES ON ACCOUNTS

1. Corporate Information

MIC Electronics Limited (MIC) is a pioneer in design, develop and manufacturing of Light-Emitting Diode (LED) based street lights and video displays. Our main products include Indoor/Outdoor and mobile Displays and LED lighting systems, The Integrated Passenger Information System displays and Emergency Lighting Units are used in Indian Railways and regular displays at sports stadiums, transportation hubs, public information displays, etc. The Company is a public company incorporated under the provisions of the Companies Act. Its shares are listed in Mumbai Stock Exchange and National Stock Exchange.

2 Significant Accounting Policies

2.1 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.

2.2 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.

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 2026 are as follows :

	GROSS CARRYING VALUE				ACCUMULATED DEPRECIATION				NET CARRYING VALUE	
	As at 01.04.2025	Additions	Disposals	As at 31.03.2026	As at 01.04.2025	Additions	Disposals	As at 31.03.2026	As at 31.03.2026	As at 31.03.2025
Land & Land Development	782.84			**782.84**	-			**-**	**782.84**	782.84
Buildings	1,617.77			**1,617.77**	537.85	64.11		**601.97**	**1,015.80**	1,079.92
Plant & Machinery	11,953.73	242.33		**12,196.06**	9415.03	262.80		**9677.82**	**2,518.23**	2,538.70
Furniture & Fixtures	202.33	6.10		**208.43**	189.32	3.05		**192.37**	**16.06**	13.01
Office Equipment	36.16	1.39		**37.55**	30.31	0.84		**31.15**	**6.39**	5.84
Electrical Installations	133.18			**133.18**	113.93	0.31		**114.24**	**18.94**	19.24
D.G.Set	32.08			**32.08**	12.19	1.88		**14.07**	**18.01**	19.89
Transformer	11.09			**11.09**	10.54			**10.54**	**0.55**	0.55
Vehicles	249.58			**249.58**	66.04	22.59		**88.63**	**160.94**	183.53
Computers	374.69	6.01		**380.70**	345.46	7.60		**353.05**	**27.65**	29.23
Display Equipment not put to use	48.54			**48.54**	48.07			**48.07**	**0.47**	0.47
Total (Rs)	**15441.97**	**255.84**	**0.00**	**15697.80**	**10768.74**	**363.18**	**0.00**	**11131.92**	**4565.88**	**4673.23**

Note 2.02 : Intangible Assets

(Rs. In Lakhs)

The changes in the carrying value of intangible assets for the year ended 31st March, 2026 are as follows :

	GROSS CARRYING VALUE				ACCUMULATED DEPRECIATION				NET CARRYING VALUE	
	As at 01.04.2025	Additions	Disposals	As at 31.03.2026	As at 01.04.2025	Additions	Disposals	As at 31.03.2026	As at 31.03.2026	As at 31.03.2025
Computer Software	155.51			**155.51**	151.31	0.51		**151.82**	**3.69**	4.21
Technology Transfer	10.00			**10.00**	2.52	0.91		**3.44**	**6.56**	7.48
Total (Rs)	**165.51**	**0.00**	**-**	**165.51**	**153.83**	**1.43**	**-**	**155.26**	**10.26**	**11.69**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

Particulars		As at 31.03.2026	As at 31.03.2025
NOTE - 2.03			
Investments			
Investments carried at cost, Unquoted equity shares in subsidiaries:			
(a)	SOA Electronics Trading LLC, Dubai	**5113.51**	5113.51
	(22,408 Equity Shares @ AED 1,000 per share)		
	Share application money pending for allotment	**9.06**	9.06
(b)	MICK Digital India Limited	**5.00**	5.00
	(50,000 Equity Shares @ Rs.10/- per share)		
		5127.57	5127.57

Notes:

i) The Company incorporated wholly owned Subsidiary M/s SOA Electronics Trading LLC, Dubai on May 9, 2024 with the object of trading in copper, electrical & electronic appliances spare parts in the global market

ii) The Company incorporated wholly owned Subsidiary M/s MICK Digital India Limited in India and has not commenced operations

iii) The Share application money lying with M/s SOA Electronics Trading LLC will be allotted before March 2027

Particulars		As at 31.03.2026	As at 31.03.2025
NOTE - 2.04			
Other Financial Assets			
Unsecured, Considered Good :			
-	Security Deposits	**630.48**	526.63
-	Retention Money at railways	**131.67**	131.67
-	Bank Deposits with more than 12 months maturity	**190.19**	177.01
-	Electricity deposit	**18.49**	17.63
-	Rent Deposit	**0.59**	7.00
		971.41	859.94
Unsecured, considered doubtful :			
-	Security Deposits	**488.67**	488.67
		488.67	488.67
Less : Provision for doubtful deposits/advances		**488.67**	488.67
		971.41	859.94
NOTE - 2.05			
Deferred Tax Assets/Liabilities (Net)			
Deferred Tax liability			
-	Income tax at the applicable rate on the difference between the aggregate book written down value and tax written down value of property, plant and equipment	**223.63**	179.12
	(A)	**223.63**	179.12
Deferred Tax Asset			
	Expenses allowable on payment basis	**83.07**	18.74
	Other items giving raise to temporary differences	**848.84**	3889.01
	(B)	**931.90**	3907.75
Deferred tax asset / (liability) (Net)	**(A+B)**	**1155.54**	4086.87
NOTE- 2.06			
Other Non Current Assets			
Unsecured, Considered Good :			
	Capital Advances	**4275.87**	4207.54
		4275.87	4207.54
NOTE- 2.07			
Inventories			
	Raw Material	**385.08**	537.57
	Work-in-Progress	**2,505.50**	1066.46
	Finished Goods	**7.19**	7.56
	Stores and Spares	**12.91**	2.91
		2910.68	1614.50

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
NOTE- 2.08		
Trade Receivables		
Trade receivables considered good - unsecured	**10076.24**	5099.20
Less : Allowance for expected credit loss	**4.59**	2.75
Trade receivables considered good - unsecured	**10071.65**	5096.45
Trade receivables which have significant increase in credit risk	**212.68**	9.02
Less : Allowance for expected credit loss	**10.63**	0.45
	202.04	8.57
Trade receivables - credit impaired	**3276.65**	3276.65
Less : Allowance for expected credit loss	**3276.65**	3276.65
	(0.00)	(0.00)
Total Trade receivables	**10273.70**	5105.02

Trade receivables ageing schedule for the year ended as on March 31, 2026 (Rs. In Lakhs)

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**	**9,495.84**	**488.64**	**91.76**	**-**	**-**	**10076.24**
- **Which have significant increase in credit risk**	**-**	**-**	**212.68**	**-**	**-**	**212.68**
- **Credit impaired**	**-**	**-**	**-**	**-**	**3276.65**	**3276.65**
Disputed Trade receivables						
- **Considered good**	**-**	**-**	**-**	**-**	**-**	**-**
- **Which have significant increase in credit risk**	**-**	**-**	**-**	**-**	**-**	**-**
- **Credit impaired**	**-**	**-**	**-**	**-**	**-**	**-**
	9495.84	**488.64**	**304.44**	**0.00**	**3276.65**	**13565.57**
Less : Allowance for credit loss						**3291.88**
						10273.70

Trade receivables ageing schedule for the year ended as on March 31, 2025 (Rs. In Lakhs)

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**	**4,905.07**	**139.17**	**54.96**	**-**	**-**	**5099.20**
- **Which have significant increase in credit risk**	**-**	**-**	**-**	**9.02**	**-**	**9.02**
- **Credit impaired**	**-**	**-**	**-**	**-**	**3276.65**	**3276.65**
Disputed Trade receivables						
- **Considered good**	**-**	**-**	**-**	**-**	**-**	**-**
- **Which have significant increase in credit risk**	**-**	**-**	**-**	**-**	**-**	**-**
- **Credit impaired**	**-**	**-**	**-**	**-**	**-**	**-**
	4905.07	**139.17**	**54.96**	**9.02**	**3276.65**	**8384.87**
Less : Allowance for credit loss						**3279.85**
						5105.02

NOTE- 2.09		
Cash & Cash equivalents		
Balance with Banks :		
In Current Accounts	**0.40**	647.70
Cash in Hand	**6.51**	2.36
	6.90	650.06

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
NOTE- 2.10		
Other Bank balances		
In Margin Money Accounts	**414.71**	85.13
In deposits	**698.60**	635.08
	1113.31	720.21
Less : Provision for doubtful deposits	**46.70**	0.00
	1066.61	720.21
NOTE- 2.11		
Loans		
Considered Good - Unsecured		
Other Loans	**-**	173.67
	-	173.67
NOTE- 2.12		
Other Financial Assets		
Unsecured, Considered Good :		
Interest receivable	**-**	39.25
	-	39.25
NOTE - 2.13		
Other Current Assets		
Unsecured Considered Good		
Advance for expenses	**13.27**	15.01
Other Advances		
(i) Prepaid Expenses	**8.12**	5.16
(ii) Balances with Govt Authorities		
TDS/TCS receivable	**129.15**	59.13
GST Input	**98.51**	129.92
(iii) Others		
Advance for Materials	**208.07**	56.26
Advance for Services	**186.54**	298.28
Advance to related party - Subsidiary	**-**	0.57
	643.66	564.32

NOTE- 2.14
Equity Share Capital

(Rs. In Lakhs)

		31.03.2026		As at 31.03.2025	
		No.of Shares	**Amount**	No.of Shares	Amount
I.	**Authorised:**				
	Equity shares of Rs 2/- each with voting rights	**45,00,00,000**	**9,000.00**	37,50,00,000	7,500.00
II.	**Issued, Subscribed and Paid up:**				
	Equity shares of Rs 2/- each with voting rights	**24,10,11,560**	**4,820.23**	24,10,11,560	4,820.23
		24,10,11,560	**4,820.23**	24,10,11,560	4,820.23

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.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

a) Details of Reconciliation of Share Capital

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	No. of Shares	Amount	No. of Shares	Amount
Equity shares with voting rights:-				
Opening Balance	**24,10,11,560**	**4,820.23**	22,14,46,343	4428.93
Reduction in share capital	**-**	**-**	-	-
Fresh Issue	**-**	**-**	1,95,65,217	391.30
Closing Balance	**24,10,11,560**	**4,820.23**	24,10,11,560	4820.23

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, 2026		As at 31st March, 2025	
		Number of shares held	% holding	Number of shares held	% holding
	Equity shares with voting rights				
1	Siva Lakshmana Rao Kakarala	**-**	**0.00%**	-	0.00%
2	RRK Enterprise Pvt Ltd	**10,85,26,779**	**45.03%**	14,38,33,103	59.68%

c) Details of shares held by promoters as at 31.03.2026

S.No.	Promoter's Name	Number of shares	% of total shares	% of change during the year
1	Siva Lakshmana Rao Kakarala	**78,29,195**	**3.24**	**(1.47%)**
2	RRK Enterprise Pvt Ltd	**10,85,26,779**	**45.03**	**(14.65%)**

Particulars	As at 31.03.2026	As at 31.03.2025
d) Other Equity		
Capital Reserve	**17,159.50**	17,159.50
Securities Premium Reserve	**30,063.34**	30,063.34
Share Warrants forfeited	**5,838.81**	5,838.81
Amalgamation Reserve	**180.00**	180.00
General Reserve	**1,800.00**	1,800.00
Retained Earnings	**(39,025.85)**	(37,700.39)
	16,015.81	17,341.27

NOTE- 2.15
Borrowings

	As at 31st March, 2026		As at 31st March, 2025	
	Current Portion (*)	Non-Current Portion	Current Portion (*)	Non-Current Portion
Secured Loans - from Banks				
HDFC Bank Ltd - Vehicle Loan	**4.10**	**9.45**	3.76	13.54
Toyota Financial Services India Ltd - Vehicle Loan	**4.47**	**10.73**	4.06	15.20
Bank of Maharashtra- Vehicle Loan	**18.24**	**45.46**	17.33	64.75
Bank of Maharashtra (Short Term Loan)	**165.00**	**-**	165.00	-
Canara Bank (Term Loan)	**300.00**	**866.19**	243.75	1,166.19
	491.80	**931.83**	433.89	1,259.67

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

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

a) Vehicle loans availed from banks are 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 Instalment
HDFC Bank Ltd - Innova Crysta Car Loan	20.71	05-04-2024	9.25%	05-03-2029
Toyota Financial Services India Ltd - Innova Crysta Car loan	22.70	20-05-2024	9.76%	20-04-2029
Bank of Maharashtra - Audi Car Loan	92.00	25-7-2024	9.05%	25-05-2029

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

- Hypothecation of stocks, receivables and other current assets of the company, both present and future and on 1st Paripassu charge
- Equitable Mortgage of Industrial Land and building located at Plot No.192/B, IDA, Phase - II, Cherlapally, Hyderabad, Telangana 500051 and on 1st paripassu charge
- Personal guarantee of Y Kaushik (Managing Director)
- Corporate guarantee of RRK Enterprises Pvt Ltd (parent company)
- Fixed Deposit of Rs.6 Crores under lien to Bank of Maharashtra

c) Term Loan taken from canara bank is secured as follows:

Primary Security :

- Hypothecation of plant and machinery for setting up of a new SMT Line with technology upgradation

Collateral :

- Hypothecation of stocks, receivables and other current assets of the company, both present and future and on 1st Paripassu charge
- Equitable Mortgage of Industrial Land and building located at Plot No.192/B, IDA, Phase - II, Cherlapally, Hyderabad, Telangana 500051 and on 1st paripassu charge
- Personal guarantee of Y Kaushik (Managing Director)
- Corporate guarantee of RRK Enterprises Pvt Ltd (parent company)
- Exclusive charge on existing plant & machinery to Canara Bank

d) The details of Term Loan is as follows: (Rs in lakhs)

Name of the bank	Outstanding as on March 31, 2026	Outstanding as on March 31, 2025	Sanction amount	No of Instalments	Commencement of Instalments	Effective Interest rate
Canara Bank	1,166.19	1,409.94	1,500.00	Rs.75 lakhs each for Qtr 1 & 2 Rs.56.25 lakhs each for Qtr 3 to 6 Rs.75.00 lakhs each for Qtr 7 to 18 Rs.112.50 lakhs each for Qtr 19 to 20	December 2024	12% (9.25% (RLLR)+0.25%-0.50%)

Particulars	As at 31.03.2026	As at 31.03.2025
NOTE- 2.16		
Non current Provisions		
Provision for employee benefits		
- Provision for gratuity	**62.59**	31.76
- Provision for leave encashment	**39.71**	22.47
	102.30	54.24
NOTE - 2.17		
Borrowings		
(A) Secured Loans - from Banks		
Bank of Maharashtra (CC ACCOUNT)	**1082.39**	1099.16
Canara Bank (CC ACCOUNT)	**1913.06**	1998.21
(B) Current maturities of long term borrowings (Refer Note No : 2.15)	**491.80**	433.89
Total Borrowings (A+B)	**3487.25**	3531.25

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

CC limts taken from Bank of Maharashtra/Canara bank is secured as follows:

1) Primary : Hypothecation of stocks, receivables and other current assets of the company, both present and future and on 1st Paripassu charge
2) Equitable Mortgage of Industrial Land and building located at Plot No.192/B, IDA, Phase - II, Cherlapally, Hyderabad, Telangana 500051 and on 1st paripassu charge
3) Personal guarantee of Y Kaushik (Managing Director)
4) Corporate guarantee of RRK Enterprises Pvt Ltd (parent company)
5) Fixed Deposit of Rs.6 Crores under lien to Bank of Maharashtra
6) Exclusive charge on existing plant & machinery to Canara Bank
7) The Company has used the borrowings for the purposes for which it was taken.

(Rs. In Lakhs)

Particulars	As at 31.03.2026		As at 31.03.2025	
NOTE - 2.18				
Trade Payables				
Payables for materials				
- dues to MSME	**196.53**		242.24	
- dues to Others	**2548.07**		41.53	
Payables for services				
- dues to MSME	**45.05**		60.89	
- dues to Others	**456.56**		315.46	
		3246.22		660.11
		3246.22		660.11

Trade Payables ageing schedule for the year ended as on March 31, 2026

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total Outstanding dues to micro enterprises and small enterprises	221.91	19.67	-	-	241.58
Total Outstanding dues to creditors other than micro enterprises and small enterprises	2888.08	116.55	0.00	-	3004.63
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues to creditors other than micro enterprises and small enterprises	-	-	-	-	-
Total Trade payables	**3110.00**	**136.22**	**0.00**	**-**	**3246.22**

Trade Payables ageing schedule for the year ended as on March 31, 2025

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total Outstanding dues to micro enterprises and small enterprises	303.13	-	-	-	303.13
Total Outstanding dues to creditors other than micro enterprises and small enterprises	356.08	-	0.90	-	356.98
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues to creditors other than micro enterprises and small enterprises	-	-	-	-	-
Total Trade payables	**659.21**	**-**	**0.90**	**-**	**660.11**

Particulars	As at 31.03.2026	As at 31.03.2025
NOTE - 2.19		
Other Financial Liabilities		
Secured		
- Interest accrued and due on borrowings	**-**	0.17
- Payable on Capital Assets -Creditors	**10.26**	112.64
- Salaries Payable	**76.77**	53.12
- Directors remuneration Payable	**18.93**	29.49
- Payables for expenses	**49.79**	23.20
	155.75	218.62

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
NOTE - 2.20		
Other Current Liabilities		
Statutory remittances	**463.72**	54.58
Advance from related party - Holding company	**1869.36**	67.14
Advance from related party - Subsidiary	**3.84**	-
Advance from customers	**5.82**	3.30
	2342.74	125.02
NOTE - 2.21		
Other Current Liabilities		
Current Provisions		
Provision for employee benefits		
- Provision for gratuity	**6.59**	5.40
- Provision for leave encashment	**5.15**	4.73
	11.74	10.13

Particulars	Year ended 31.03.2026		Year ended 31.03.2025	
NOTE- 2.22				
Revenue from Operations				
(A) Revenue from Sale of products				
Domestic Sales	**6,172.98**		5,026.17	
		6,172.98		5,026.17
		6,172.98		5,026.17
(B) Other operating revenues				
Installation Income	**1306.81**		927.32	
AMC Charges & Service Charges	**80.52**		13.98	
Technical and Management Services	**936.67**		-	
Job works	**230.86**		205.38	
		2554.85		1146.68
		2554.85		1146.68
Total Revenue from Operations (A+B)		**8727.83**		6172.85
NOTE- 2.23				
Other Incomes				
Interest received		**63.76**		83.65
Credit Balances written back		**13.16**		3.37
Profit on sale of Assets		**-**		30.11
Foreign exchange rate difference		**0.00**		0.06
Other non operating Income		**39.26**		4.65
		116.19		121.84

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

Particulars		Year ended 31.03.2026		Year ended 31.03.2025
NOTE- 2.24				
Cost of Materials Consumed				
A) Raw Material Consumed				
Opening Stock	**-**	**537.57**	-	397.58
Add : Purchases	**4899.88**	**-**	3415.27	-
		4899.88		3415.27
		5437.45		3812.84
Less : Closing Stock		**385.08**		537.57
Raw Material Consumed		**5052.38**		3275.27
B) Packing Materials and consumables				
Opening Stock		**2.91**		2.98
Add :Purchase of packing material & consumables		**27.33**		20.12
		30.24		23.10
Less : Closing Stock		**12.91**		2.91
Consumption		**17.32**		20.20
Total Cost of material consumed		**5069.70**		3295.47
NOTE- 2.25				
Changes in Inventory				
Closing Stock of :				
Work-in-Progress		**2505.50**		1066.46
Finished Goods / FG in transit		**7.19**		7.56
Total (A)		**2512.68**		1074.02
Opening Stock of :				
Work-in-Progress		**1066.46**		387.68
Finished Goods		**7.56**		12.80
Total (B)		**1074.02**		400.48
Increase/(Decrease) in Stock (A-B)		**(1,438.66)**		(673.53)
NOTE- 2.26				
Employee Benefit expense				
Salary, Wages, Allowances & other Benefits		**798.00**		605.12
Directors Remuneration		**161.99**		109.44
P. F. & ESI Contribution		**26.98**		21.68
Staff Welfare Expenses		**11.44**		10.83
		998.41		747.07
NOTE- 2.27				
Financial Cost				
Bank Charges		**92.97**		55.14
Interest on :				
- Cash Credit		**339.25**		283.38
- Term Loan/STL		**162.71**		108.37
Others		**9.28**		13.98
		604.21		460.87

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

Particulars	Year ended 31.03.2026		Year ended 31.03.2025	
NOTE- 2.28				
Other Expenses				
Job-works, Installation charges & Maintenance Expenses		**835.05**		434.93
Power and Fuel		**46.76**		48.79
Insurance		**13.13**		5.15
Repairs & Maintenance		**22.52**		53.17
Printing & Stationery		**5.87**		7.04
Postage, Telephones & Internet		**3.37**		3.46
Rent		**7.60**		20.37
Licenses, Fees, Rates & Taxes		**64.36**		46.95
QIP & Acquisition Expenditure		**142.87**		72.52
Interest & Penalties		**31.13**		21.74
Professional Charges		**107.47**		56.17
Payment to the auditor				
As Statutory Auditors	**4.00**		4.00	
As Tax auditors	**2.00**		2.00	
for certification	**1.50**		-	
for others	**3.55**	**11.05**	0.74	6.74
General Expenses		**35.37**		44.24
Corporate social responsibility		**20.65**		13.80
Board Meeting Expenses		**5.05**		3.33
Foreign exchange rate difference		**0.10**		0.00
Security Expenses		**13.65**		12.14
Travelling & Conveyance		**99.80**		76.74
Provision for expected credit loss		**12.02**		3.20
Bad debts written off		**5.13**		10.90
Debit balances written off		**14.71**		1.35
Provision for bad/doubtful debts/advances		**46.70**		0.00
Vehicle Maintenance		**15.56**		23.60
Selling & Distribution Expenses		**65.14**		35.24
		1625.07		1001.55

NOTE- 2.29

(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.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

NOTE- 2.30

(Rs. In Lakhs)

Foreign Currency / Exchange Transactions :

Sl.No.	Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
A)	**Value of Imports on CIF Basis**		
	Components	**5.30**	17.14
		5.30	17.14

NOTE- 2.31

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

Particulars	As at 31th March, 2026	As at 31th March, 2025
Counter guarantees given by the company to banks towards issue of B.Gs.	**1,129.95**	391.60
Interest & damages levied by PF department on late payment of PF dues against which the company has obtained Stay Order from the High Court of Telangana	**75.88**	75.88

NOTE- 2.32

Managerial Remuneration :

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Managing Director & Director		
Remuneration	**161.99**	109.44
Total	**161.99**	109.44

NOTE- 2.33

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.

NOTE- 2.34

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

Particulars	For the year ended 31st March, 2026		For the year ended 31st March, 2025	
	Value	%	Value	%
Imported	**4.25**	**0.08%**	13.60	0.41%
Indigeneous (including purchase of traded goods)	**5,065.45**	**99.92%**	3,281.86	99.59%
Total	**5,069.70**	**100.00%**	3,295.47	100.00%

NOTE- 2.35

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

NOTE : 2.36 : Disclosure Under Accounting Standards

2.36.1 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 :

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

A. Gratuity Scheme (Rs. In Lakhs)

Table 1 : Assumptions

	31.03.2026	31.03.2025
Discount Rate	**7.16% per annum**	6.64% per annum
Rate of increase in Compensation levels	**8.00% per annum**	8.00% per annum
Rate of return on Plan Assets	**Not Applicable**	Not Applicable
Average future service (in years)	**16.89 years**	14.80 years
Table II : Service Cost		
Current Service Cost	**17.37**	10.09
Past Service Cost (including curtailment Gains/losses)	**4.03**	-
Gains of losses on Non Routine settlements	**-**	-
Total	**21.39**	10.09
Table III : Net Interest Cost		
Interest cost on Defined Benefit Obligation	**2.47**	0.90
Interest Income on Plan Assets	**-**	-
Net Interest Cost (Income)	**2.47**	0.90

	31.03.2026	31.03.2025
Table IV : Change in Present value of Obligations		
Opening of defined benefit obligations	**37.17**	12.48
Liability Transfer In/(out)	**-**	-
Service Cost	**21.39**	10.09
Interest Cost	**2.47**	0.90
Benefit paid	**(6.66)**	-
Actuarial (Gain)/Loss on total liabilities	**14.81**	13.69
- due to change in financial assumptions	**(2.27)**	1.22
- due to change in demographic assumptions	**-**	-
- due to experience variance	**17.08**	12.47
Closing of defined benefit obligation	**69.18**	37.17
Table V : Change in Fair Value of Plan Assets		
Opening fair value of plan assets	**-**	-
Asset Transfer In/(Out)	**-**	-
Actual return on Plan Assets	**-**	-
Employer Contribution	**6.66**	-
Benefit Paid	**(6.66)**	-
Closing fair value of plan assets	**-**	-
Table VI : Actuarial (Gain)/Loss on Plan Asset		
Expected Interest Income	**-**	-
Actual Income on Plan Asset	**-**	-
Actuarial gain/(loss) on Assets	**-**	-
Table VII : Other Comprehensive Income		
Opening amount recognized in OCI outside P&L Account	**-**	-
Actuarial gain / (loss) on liabilities	**(14.81)**	(13.69)
Actuarial gain / (loss) on assets	**-**	-
Closing amount recognized in OCI Outside P&L Account	**(14.81)**	(13.69)
Table VIII : The amount to be recognized in Balance Sheet Statement		
Present value of obligations	**69.18**	37.17
Fair value of plan assets	**-**	-
Net obligations	**69.18**	37.17
Amount not recognized due to asset limit	**-**	-
Net defined benefit liability recognized in balance sheet	**69.18**	37.17

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

	31.03.2026	31.03.2025
Table IX : Expense recognized in statement of profit and loss		
Service Cost	**21.39**	10.09
Net Interest Cost	**2.47**	0.90
Expenses recognized in the statement of profit and loss	**23.86**	10.99
Table X : Major categories of plan assets (as percentage of total plan assets)		
Government of India Securities	**0%**	0%
State Government Securities	**0%**	0%
High Quality Corporate Bonds	**0%**	0%
Equity Shares of Listed Companies	**0%**	0%
Property	**0%**	0%
Special Deposit Scheme	**0%**	0%
Fund Managed by Insurer	**0%**	0%
Bank Balance	**0%**	0%
Other Investments	**0%**	0%
Total	**0%**	0%
Table XI : Change in Net Defined Obligations		
Opening of Net Defined benefit liability	**37.17**	12.48
Service Cost	**21.39**	10.09
Net Interest Cost	**2.47**	0.90
Re-measurements	**14.81**	13.69
Liability Transferred In/(Out)-Net	**-**	-
Contribution paid to fund	**(6.66)**	-
Closing of Net defined benefit liability	**69.18**	37.17
Reconciliation of Expense in Profit and Loss Statement		
Present value of obligation as at the end of the year	**69.18**	37.17
Present value of obligation as at the beginning of the year	**(37.17)**	(12.48)
Benefit paid	**6.66**	-
Actuarial Return on Assets	**-**	-
Liability Transfer (In)/Out	**-**	-
OCI	**(14.81)**	(13.69)
Expenses Recognised in the statement of profit and loss	**23.86**	10.99
Reconciliation of Liability in Balance Sheet		
Opening net defined benefit liability/(asset)	**37.17**	12.48
Expense charged to profit and loss account	**23.86**	10.99
Amount recognized outside profit & loss account	**-**	-
Employer Contributions	**(6.66)**	-
Liability Transferred In/(Out) - Net	**-**	-
OCI	**14.81**	13.69
Closing net defined benefit liability / (Asset)	**69.18**	37.17

Sensitivity Analysis

	31.03.2026	Impact (Absolute)	Impact%
Base Liability	69.18		
Increase Discount Rate by 0.50%	67.12	(2.07)	(2.98%)
Decrease Discount Rate by 0.50%	71.36	2.18	3.15%
Increase Salary Inflation by 1.00%	72.84	3.66	5.29%
Decrease Salary Inflation by 1.00%	65.76	(3.42)	(4.94%)
Increase Withdrawal Rate by 5.00%	66.97	(2.20)	(3.19%)
Decrease Withdrawal Rate by 5.00%	70.92	1.74	2.51%

The base liability is calculated at discount rate of 7.16% per annum and salary inflation rate of 8.00% per annum for all future years.
Liabilities are very sensitive to salary escalation rate, discount rate & Withdrawal rate
Liabilities are very less sensitive due to change in mortality assumptions. Hence, sensitivities due to change in mortality are ignored.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

Maturity Profit of Defined Benefit Obligation (valued on undiscounted basis) (Rs. In Lakhs)

	31.03.2026	31.03.2025
Year 1	**6.71**	5.73
Year 2	**5.07**	2.69
Year 3	**5.97**	4.46
Year 4	**8.63**	3.05
Year 5	**9.41**	3.77
After 5th Year	**82.56**	40.55

Comparison with last years figures (Rs. In Lakhs)

	31.03.2026	31.03.2025	Variation
Fair Value of Plan Assets	**-**	-	-
Present Value of obligation	**69.18**	37.17	86.1%
Net Asset/(liability) recognised in balance sheet	**(69.18)**	(37.17)	86.1%
OCI	**(14.81)**	(13.69)	8.2%
Expense to be recognised in the Profit and Loss statement	**23.86**	10.99	117.1%

B. Leave Benefit scheme

Table 1 : Assumptions

	31.03.2026	31.03.2025
Discount Rate	**7.16% per annum**	6.64% per annum
Rate of increase in Compensation levels	**8.00% per annum**	8.00% per annum
Rate of return on Plan Assets	**Not Applicable**	Not Applicable
Average future service (in years)	**16.89 years**	14.80 years

Table II : Service Cost		
Current Service Cost	**6.08**	7.01
Past Service Cost (including curtailment Gains/losses)	**3.59**	-
Gains of losses on Non Routine settlements	**-**	-
Total	**9.67**	7.01
Table III : Net Interest Cost		
Interest cost on Defined Benefit Obligation	**1.81**	0.84
Interest Income on Plan Assets	**-**	-
Net Interest Cost (Income)	**1.81**	0.84
Table IV : Change in Present value of Obligations		
Opening of defined benefit obligations	**27.20**	11.70
Liability Transfer In/(out)	**-**	-
Service Cost	**9.67**	7.01
Interest Cost	**1.81**	0.84
Benefit paid	**(3.33)**	-
Actuarial (Gain)/Loss on total liabilities	**9.51**	7.65
- due to change in financial assumptions	**(1.62)**	0.95
- due to change in demographic assumptions	**-**	-
- due to experience variance	**11.13**	6.71
Closing of defined benefit obligation	**44.86**	27.20

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

	31.03.2026	31.03.2025
Table V : Change in Fair Value of Plan Assets		
Opening fair value of plan assets	-	-
Asset Transfer In/(Out)	-	-
Actual return on Plan Assets	-	-
Employer Contribution	3.33	-
Benefit Paid	(3.33)	-
Closing fair value of plan assets	-	-
Table VI : Actuarial (Gain)/Loss on Plan Asset		
Expected Interest Income	-	-
Actual Income on Plan Asset	-	-
Actuarial gain/(loss) on Assets	-	-
Table VII : Other Comprehensive Income		
Opening amount recognized in OCI outside P&L Account	-	-
Actuarial gain / (loss) on liabilities	-	-
Actuarial gain / (loss) on assets	-	-
Closing of amount recognized in OCI Outside P&L Account	-	-

Note : As per paragraph 154 and 156 of IND AS 19, Actuarial gains and losses on other long term employee benefit plans continue to be required to be recognized through P&L.

	31.03.2026	31.03.2025
Table VIII : The amount to be recognized in Balance Sheet Statement		
Present value of obligations	44.86	27.20
Fair value of plan assets	-	-
Net obligations	44.86	27.20
Amount not recognized due to asset limit	-	-
Net defined benefit liability recognized in balance sheet	44.86	27.20
Table IX : Expense recognized in statement of profit and loss		
Service Cost	9.67	7.01
Net Interest Cost	1.81	0.84
Net actuarial (gain)/loss	9.51	7.65
Expenses recognized in the statement of profit and loss	20.99	15.50

Note : As per paragraph 154 and 156 of IND AS 19, Actuarial gains and losses on other long term employee benefit plans continue to be required to be recognized through P&L.

	31.03.2026	31.03.2025
Table X : Major categories of plan assets (as percentage of total plan assets)		
Government of India Securities	0%	0%
State Government Securities	0%	0%
High Quality Corporate Bonds	0%	0%
Equity Shares of Listed Companies	0%	0%
Property	0%	0%
Special Deposit Scheme	0%	0%
Fund Managed by Insurer	0%	0%
Bank Balance	0%	0%
Other Investments	0%	0%
Total	0%	0%
Table XI : Change in Net Defined Obligations		
Opening of Net Defined benefit liability	27.20	11.70
Service Cost	9.67	7.01
Net Interest Cost	1.81	0.84
Re-measurements	9.51	7.65
Liability Transferred In/(Out)-Net	-	-
Contribution paid to fund	(3.33)	-
Closing of Net defined benefit liability	44.86	27.20

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

	31.03.2026	31.03.2025
Reconciliation of Expense in Profit and Loss Statement		
Present value of obligation as at the end of the year	**44.86**	27.20
Present value of obligation as at the beginning of the year	**(27.20)**	(11.70)
Benefit paid	**3.33**	-
Actuarial Return on Assets	**-**	-
Liability Transfer (In)/Out	**-**	-
OCI	**NA**	NA
Expenses Recognised in the statement of profit and loss	**20.99**	15.50
Reconciliation of Liability in Balance Sheet		
Opening net defined benefit liability/(asset)	**27.20**	11.70
Expense as above	**20.99**	15.50
Amount recognized outside profit & loss account	**-**	-
Liability Transferred In/(Out) - Net	**-**	-
Employer Contributions	**(3.33)**	-
Closing net defined benefit liability / (Asset)	**44.86**	27.20

Sensitivity Analysis

	31.03.2026	Impact (Absolute)	Impact%
Base Liability	**44.86**		
Increase Discount Rate by 0.50%	**43.40**	(1.46)	(3.25%)
Decrease Discount Rate by 0.50%	**46.41**	1.55	3.46%
Increase Salary Inflation by 1.00%	**47.96**	3.10	6.90%
Decrease Salary Inflation by 1.00%	**42.07**	(2.79)	(6.21%)
Increase Withdrawal Rate by 5.00%	**44.37**	(0.49)	(1.10%)
Decrease Withdrawal Rate by 5.00%	**45.66**	0.80	1.77%

The base liability is calculated at discount rate of 7.16% per annum and salary inflation rate of 8% per annum for all future years.

Liabilities are very sensitive to salary escalation rate, discount rate & Withdrawal rate.

Liabilities are very less sensitive due to change in mortality assumptions. Hence, sensitivities due to change in mortality are ignored.

Maturity Profit of Defined Benefit Obligation (valued on undiscounted basis)

	31.03.2026	31.03.2025
Year 1	**5.15**	4.73
Year 2	**4.32**	3.24
Year 3	**5.33**	2.18
Year 4	**5.06**	2.57
Year 5	**4.38**	2.69
After 5th Year	**57.60**	30.72

Comparison with last years figures

	31.03.2026	31.03.2025	Variation
Fair Value of Plan Assets	**-**	-	NA
Present Value of obligation	**44.86**	27.20	64.90%
Net Asset/(liability) recognised in balance sheet	**(44.86)**	(27.20)	64.90%
OCI	**NA**	NA	NA
Expense to be recognised in the Profit and Loss statement	**20.99**	15.50	35.4%

NOTE- 2.37

Segment Information (Ind AS 108): The company is operating three segments, LED Products, Medical and other appliances and automobile.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

NOTE- 2.38

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. SOA Electronics Trading LLC, Dubai	Subsidiary Company
3	M/s. MICK Digital India Ltd	Subsidiary Company
4	Shri Yalamanchili Kaushik, Managing Director	Key Management Personnel
5	Shri K.Siva Lakshmana Rao, Non Executive Director	
6	Ms. U.K.Gayathri, Independent Director	
7	Shri K Srinivasa Rao, Independent Director	
8	Shri M S Sivanand, Whole Time Director	
9	Shri. Deepayan Mohanty, Non-Executive Director	
10	Shri P V Ramesh, Independent Director	
11	Shri. Rakshit Mathur, Chief Executive Officer	
12	Shri M.S.Muralikrishnan, Chief Financial Officer	
13	Ms. A L Sowjanya, Company Secretary	

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, 2026**	for the year ended 31st March, 2025
1	Remuneration to Key Managerial personnel	**268.84**	233.10
2	Sitting fees to Directors	**4.90**	3.10
3	Conveyance/Travelling expenses	**11.92**	15.21

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

Sl. No.	Nature of Transaction	**As at 31st March, 2026**	As at 31st March, 2025
1	Outstanding balances payable to Management Personnel	**34.48**	42.78
2	Sitting fee and other expenses payable to Directors	**1.58**	0.59
3	Loan given to Subsidiary company	**-**	0.57

NOTE- 2.39

Calculation of earnings per share (Ind AS 33)

Particulars	**For the year ended 31st March 2026**	For the year ended 31st March 2025
Profit attributable to Share Holders (Rs. In Lakhs)	**(1,325.46)**	965.30
No. of Equity Shares Outstanding	**24,10,11,560**	24,10,11,560
Weighted No. of Equity Shares	**24,10,11,560**	24,10,11,560
Convertible Share Warrants		-
No. of diluted equity shares	**24,10,11,560**	24,10,11,560
Nominal Value of Equity Share	**2.00**	2.00
Basic EPS	**(0.55)**	0.40
Diluted EPS	**(0.55)**	0.40

NOTE- 2.40

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

During the year the company has incurred Rs.105.80 Lakhs towards development of various projects . This development expenditure has been shown under the head intangible assets under development in the balance sheet.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

NOTE- 2.41

Provisions, Contingent Liabilities and Contingent Assets (Ind AS-37) : Necessary details in regard to provisions have been disclosed in notes 2.31

NOTE- 2.42

Disclosure as required under Regulation 34(3) and 53(f) of SEBI (LODR)

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

2.42.2 There are no Investments by the loanees as mentioned in 2.41.1 in the shares of MIC Electronics Ltd.

2.42.3 The company does not have any associate companies as on 31st March, 2026

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

NOTE- 2.43

2.43.1 Fair Value Measurement

Financial instruments by category (Rs. In Lakhs)

	As at March 26			As at March 25		
	FVTPL	FVTOCI	Amortised cost	FVTPL	FVTOCI	Amortised cost
Financial Assets						
Investments			5,127.57			5,127.57
Trade receivables			10273.70			5,105.02
Cash and cash equivalents			6.90			650.06
Other bank balances			1066.61			720.21
Loans			0.00			173.67
Other financial assets			971.41			859.94
Total	-	–	**17446.19**	-	–	**12,636.47**
Financial Liabilities						
Borrowings			4419.08			4,790.93
Trade payables			3246.22			660.11
Other financial liabilities			155.75			218.62
Total	-	–	**7821.05**	-	–	**5,669.66**

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 2026, and 31st March 2025, 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 2026, and 31st March 2025, respectively, are not included.

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

2.43.2 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.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

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.

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 2025 and the same has been reflected at Note No.2.08. The provision for loss allowance based on historic losses has been considered and necessary provision has been made in the books.

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 2026	Year ended 31 March 2025
	On demand	On demand
Borrowings	**4,419.08**	4,790.93
Trade payables	**3,246.22**	660.11
Other financial liabilities	**155.75**	218.62
Total	**7,821.05**	5,669.66

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.

2.44 Other Statutory Information

i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

ii) The Company does not have any transactions with companies struck off.

iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

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

vi) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) 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

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

vii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) 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

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

viii) The Company doesn't have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

For MIC Electronics Limited

Yalamanchili Kaushik Managing Director Din No. : 07334243	**M S Sivanand** Wholetime Director Din No. : 10166966
M S Murali krishnan Chief Financial Officer	**A L Sowjanya** Company Secretary M.No.: A44779

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

Ratios

2.45 The following are analytical ratios for the year ended March 31,2026 and March 31, 2025

Particulars	Numerator	Denominator	Numerator	Denominator	31st March 2026	31st March 2025	Reasons for variations
	Description		Values (Rs.)				
Current Ratio	Current Assets	Current Liabilities	14,901.54	9,243.69	1.61		The reduction is due to temporary borrowings from holdibng company for operations
			8,867.02	4,545.14		1.95	
Debt Equity Ratio	Total Debts	Shareholders' Equity	4,521.39	20,836.04	0.22		
			4,411.28	22,161.50		0.20	
Debt Service Coverage ratio	Net Income before interestdepreciation and Income tax	Debt service	2,496.54	779.42	3.20		The reduction is on account of increase in number of TL instalments in FY 2025-26 .
			1,869.00	499.06		3.75	
Return on equity (ROE)	Net profit after tax	Average Shareholders' equity	(1,310.65)	21,498.77	(0.06)		
			978.99	17,178.85		0.06	
Trade receivables turnover ratio	Revenue	Average Trade receivables	8,727.83	7,689.36	1.14		Delays in railway receivables and increasd in last quarter billing in FY 25-26
			6,172.85	3,818.48		1.62	
Trade payables turnover ratio	Purchases of materials	Average Trade payables	4,927.21	1,953.16	2.52		Delays in creditor payments and increase in last quarter purchases
			3,435.38	498.11		6.90	
Net Capital Turnover ratio	Revenue	Working capital	8,727.83	5,657.85	1.54		Turnover is less in comparison to working capital assets and liabilities levels in FY 24-25
			6,172.85	4,321.88		1.43	
Net Profit ratio	Net Profit	Revenue	(1,310.65)	8,844.02	(0.15)		Loss during FY 25-26 due to deferred tax expenses of Rs.29.31 cr
			978.99	6,294.68		0.16	
Return on Capital Employed (ROCE)	Net Income before interest and Income tax	Capital Employed (Non Current Assets+ Wcapital)	2,224.90	20,714.63	0.11		Increase in current assets
			1,763.52	19,388.53		0.09	
Return on investments (ROI)	Net Profit after tax	Share Capital	(1,310.65)	4,820.23	(0.27)		Loss during FY 25-26 due to deferred tax expenses of Rs.29.31 cr
			978.99	4,820.23		0.20	

CONSOLIDATED INDEPENDENT AUDITOR'S 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, 2026, 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, 2026 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 (Ind AS) and other accounting principles generally accepted in India, of the state of affairs of the group as at 31st March 2026 and its Loss, 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 :	**Principal audit procedures :**
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.	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 fair view 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, 2026, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, 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.

(v) The company has neither declared nor paid any dividend during the year.

(vi) Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trial has been preserved by the company as per the statutory requirements for record retention.

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

CA S Kavitha Padmini
PARTNER
Membership No.229966
UDIN # 26229966GNIIDY3820

Date : 25-04-2026
Place : Hyderabad

"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, 2026 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, 2026, 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 Padmini
PARTNER
Membership No.229966
UDIN # 26229966GNIIDY3820

Date : 25-04-2026
Place : Hyderabad

CONSOLIDATED BALANCE SHEET AS AT 31st MARCH 2026

(Rs.in Lakhs)

	Particulars	Note.	As at 31.03.2026		As at 31.03.2025	
I.	**ASSETS**					
(1)	**Non-Current Assets**					
	Property, Plant & Equipment	2.01	**4568.51**		4673.23	
	Other Intangible Assets	2.02	**10.26**		11.69	
	Intangible Assets under development		**105.80**		186.69	
	Financial Assets					
	(i) Investments		**0.00**		0.00	
	(ii) Other Financial Assets	2.03	**972.27**		835.31	
	Deferred Tax Assets (net)	2.04	**1155.54**		4086.87	
	Other Non Current Assets	2.05	**4275.87**		4232.87	
				11088.25		14026.66
(2)	**Current Assets**					
	Inventories	2.06	**2910.68**		1614.50	
	Financial Assets					
	(i) Investments					
	(ii) Trade receivables	2.07	**19588.78**		8410.86	
	(iii) Cash & Cash Equivalents	2.08	**28.88**		664.60	
	(iv) Bank balances other than (ii) above	2.09	**1066.61**		720.21	
	(v) Loans	2.10	**0.00**		173.67	
	(vi) Other Financial Assets	2.11	**0.00**		39.25	
	Other Current Assets	2.12	**732.18**		5749.55	
				24327.12		17372.64
	TOTAL ASSETS			**35415.37**		31399.30
II.	**EQUITY AND LIABILITIES**					
(1)	**Equity**					
	Equity Share Capital	2.13	**4820.23**		4820.23	
	Other Equity		**16801.50**		17439.07	
	Non Controlling interest		**54.67**		0.00	
	TOTAL EQUITY			**21676.40**		22259.30
(2)	**Liabilities**					
	Non-current liabilities					
	Financial Liabilities					
	(i) Borrowings	2.14	**931.83**		1259.67	
	Non-current Provisions	2.15	**102.30**		54.24	
				1034.13		1313.91
	Current liabilities					
	Financial Liabilities					
	(i) Borrowings	2.16	**3487.25**		3531.25	
	(ii) Trade Payables	2.17	**6571.68**		3941.06	
	(iii) Other Financial Liabilities	2.18	**295.27**		218.62	
	Other current liabilities	2.19	**2338.90**		125.02	
	Current Provisions	2.20	**11.74**		10.13	
				12704.83		7826.08
	TOTAL EQUITY & LIABILITIES			**35415.37**		31399.30
	See accompanying notes to financial statements	1-2.44				

As per our report of even date

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

CA S Kavitha Padmini
Partner
M.No. : 229966
UDIN: 26229966GNIIDY3820

Place : Hyderabad
Date : 25.04.2026

For MIC Electronics Limited

Yalamanchili Kaushik
Managing Director
Din No. : 07334243

M S Sivanand
Wholetime Director
Din No. : 10166966

M S Murali krishnan
Chief Financial Officer

A L Sowjanya
Company Secretary
M.No.: A44779

CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR PERIOD ENDED 31st MARCH 2026

(Rs.in Lakhs)

	Particulars	Note	Year ending 31.03.2026	Year ending 31.03.2025
I	**INCOME :**			
	Revenue from operations	2.21	**19052.34**	9476.37
	Other Income	2.22	**116.19**	123.99
	Total Income		**19168.53**	9600.35
II	**EXPENDITURE :**			
	Cost of material consumed	2.23	**5069.70**	3295.47
	Trading purchases		**10148.13**	3275.99
	Changes in Inventories of finished goods, work-in-progress and stock-in-trade	2.24	**(1,438.66)**	(673.53)
	Employee benefits expense	2.25	**1045.20**	747.07
	Finance Costs	2.26	**604.84**	461.08
	Depreciation and amortization expense	2.01/2.02	**367.61**	160.61
	Other expenses	2.27	**1703.73**	1026.90
	Total expenses		**17500.54**	8293.57
III	**Profit/(Loss) before exceptional items and tax (I-II)**		**1667.98**	1306.79
IV	**Exceptional Items**		**-**	-
V	**Profit/(Loss) before tax (III+IV)**		**1667.98**	1306.79
VI	**Tax expenses:**			
	Deffered tax (Liability)/Asset		**(2,931.34)**	(323.66)
VII	**Profit/(Loss) for the period from continuing operations (V - VI)**		**(1,263.36)**	983.12
VIII	**Other comprehensive Income**			
	A (i) Items That May Not Be Reclassified to Profit or Loss		**(14.81)**	(13.69)
	(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)**		**(1,278.17)**	969.43
X	**Earnings per equity share of par value Rs 2/- each**			
	- Basic		**(0.53)**	0.40
	- Diluted		**(0.53)**	0.40
	Notes forming part of financial statements	1-2.44		

As per our report of even date

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

CA S Kavitha Padmini
Partner
M.No. : 229966
UDIN: 26229966GNIIDY3820

Place : Hyderabad
Date : 25.04.2026

For MIC Electronics Limited

Yalamanchili Kaushik
Managing Director
Din No. : 07334243

M S Sivanand
Wholetime Director
Din No. : 10166966

M S Murali krishnan
Chief Financial Officer

A L Sowjanya
Company Secretary
M.No.: A44779

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31st MARCH 2026

(Rs in Lakhs)

A. Movements in Equity Share Capital

Particulars	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 31.03.2026	**4,820.23**	**-**	**4,820.23**
As at 31.03.2025	4,428.93	391.30	4,820.23

B. Other Equity

Statement of Changes in Equity for the period ended 31st March 2026

Particulars	Other Equity							
	Capital Reserve	Securities Premium Reserve	Share warrants forfeited	Amalgamation Reserve	General Reserve	Statutory Reserve	Retained Earnings	Total Other Equity
Balance as at 01.04.2024	**17159.50**	**21454.64**	**5838.81**	**180.00**	**1800.00**		**(38665.69)**	**7767.27**
Profit for the year	-	8,608.70	-	-	-		**968.97**	**9577.67**
During the year						0.460		**0.46**
Effect of currency translation on consolidation							**93.670**	**93.67**
Balance as at 31.03.2025	**17,159.50**	**30,063.34**	**5,838.81**	**180.00**	**1,800.00**	**0.46**	**(37603.04)**	**17,439.07**
During the year						13.27		**13.27**
Effect of currency translation on consolidation							**627.33**	**627.33**
Profit / (Loss) for the Year							**(1278.17)**	**(1278.17)**
Balance as at 31.03.2026	**17159.50**	**30063.34**	**5838.81**	**180.00**	**1800.00**	**13.73**	**(38253.88)**	**16801.50**

As per our report of even date

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

CA S Kavitha Padmini
Partner
M.No. : 229966
UDIN: 26229966GNIIDY3820

Place : Hyderabad
Date : 25.04.2026

For MIC Electronics Limited

Yalamanchili Kaushik
Managing Director
Din No. : 07334243

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CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2026

(Rs in Lakhs)

Particulars	Figures as at the end of 31st March 2026	Figures as at the end of 31st March 2025
Cash Flow from Operating Activities		
Profit/(Loss) before Income tax from		
Continued Operations	**1,667.98**	1,306.79
Re-measurement gains/ (losses) on defined benefit plans	**(14.81)**	(13.69)
Effect of currency translation on consolidation	**627.33**	93.67
Profit before Income tax	**2,280.50**	1,386.77
Adjustments for non cash/non operational expenses :		
Depreciation & amortisation expenses	**367.61**	160.61
Financial Charges	**604.84**	461.08
Interest received /Other Income	**63.76**	83.65
Operating Profit before Working Capital Changes	**3,316.71**	2,092.11
Adjustments for working capital changes		
(Increase)/Decrease in Trade Receivables	**(11,177.92)**	(5,878.93)
(Increase)/Decrease in Inventories	**(1,296.18)**	(813.45)
(Increase)/Decrease in Loans	**173.67**	-
(Increase)/Decrease in Other financial assets	**(97.72)**	71.94
(Increase)/Decrease in Other Current Assets	**5,017.37**	(3,940.61)
Increase/(Decrease) in Trade Payables	**2,630.62**	3,604.95
Increase/(Decrease) in Provisions	**48.07**	31.46
Increase/(Decrease) in Other financial liabilities	**76.65**	530.58
Increase/(Decrease) in Other Current Liabilities	**2,215.48**	(103.48)
Cash generated from Operations	**906.76**	(4,405.44)
Financial Charges paid	**(604.84)**	(461.08)
Net Cash Flow from operating activities	**301.92**	(4,866.51)
Cash Flow from Investing Activities		
Expenditure on acquisition of tangible and intangible assets (net of Sale proceeds)	**-261.48**	(2,258.17)
(Increase)/Decrease in Investments	**0.00**	-
(Increase)/Decrease in Other Non Current Assets	**-43.00**	(4,200.43)
Intangible assets under development	**80.89**	(177.10)
Interest Received/Other Income	**-63.76**	(83.65)
Net Cash Flow from Investing Activities	**(287.34)**	(6,719.35)
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from borrowings	**(371.85)**	3,196.80
Deposits paid towards LCs & BGs	**(346.40)**	(35.54)
Increase/(Decrease) in Share Capital	**(0.00)**	391.31
Non controlling interest	**54.67**	-
Increase/(Decrease) in Share Premium and statutory reserve	**13.27**	8,608.70
Net Cash Flow from financing activities	**(650.31)**	12,161.26
Net Increase in Cash and Cash equivalents	**(635.73)**	575.40
Cash and Cash equivalents as at the beginning of the year	**664.60**	89.20
Cash and Cash equivalents as at the end of the year	**28.88**	664.60

As per our report of even date

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

CA S Kavitha Padmini
Partner
M.No. : 229966
UDIN: 26229966GNIIDY3820

Place : Hyderabad
Date : 25.04.2026

For MIC Electronics Limited

Yalamanchili Kaushik
Managing Director
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Company Secretary
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SIGNIFICANT ACCOUNTING POLICIES AND CONSOLIDATED NOTES ON ACCOUNTS

1. Corporate Information

MIC Electronics Limited (MIC) is a pioneer in design, develop and manufacturing of Light-Emitting Diode (LED) based street lights and video displays. Our main products include Indoor/Outdoor and mobile Displays and LED lighting systems, The Integrated Passenger Information System displays and Emergency Lighting Units are tly used in Indian Railways and regular displays at sports stadiums, transportation hubs, public information displays, etc. The Company is a public company incorporated under the provisions of the Companies Act. Its shares are listed in Mumbai Stock Exchange and National Stock Exchange.

Name of Entity	Principal Place of Business and Country of Incorporation	Investee Relationship		Proportion of ownership interest	
		March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
SOA Electronics Trading LLC	UAE	Wholly owned Subsidiary	Wholly owned Subsidiary	100%	100%
Cellular Galaxy Electronics LLC	UAE	Step Down Subsidiary	-	99%	-
MICK Digital India Limited	India	Wholly owned Subsidiary	Wholly owned Subsidiary	100%	100%

2 Significant Accounting Policies

2.1 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.

2.2 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.

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.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

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 2026 are as follows :

	GROSS CARRYING VALUE				ACCUMULATED DEPRECIATION				NET CARRYING VALUE	
	As at 01.04.2025	Additions	Disposals	As at 31.03.2026	As at 01.04.2025	Additions	Disposals	As at 31.03.2026	As at 31.03.2026	As at 31.03.2025
Land & Land Development	782.84			**782.84**	-			**-**	**782.84**	782.84
Buildings	1,617.77			**1,617.77**	537.85	64.11		**601.97**	**1,015.80**	1,079.92
Plant & Machinery	11,953.73	242.33		**12,196.06**	9415.03	262.80		**9677.82**	**2,518.23**	2,538.70
Furniture & Fixtures	205.63	6.10		**211.73**	190.63	4.11		**194.74**	**16.99**	15.00
Office Equipment	42.26	1.39		**43.65**	32.77	2.78		**35.55**	**8.09**	9.48
Electrical Installations	133.18			**133.18**	113.93	0.31		**114.24**	**18.94**	19.24
D.G.Set	32.08			**32.08**	12.19	1.88		**14.07**	**18.01**	19.89
Transformer	11.09			**11.09**	10.54			**10.54**	**0.55**	0.55
Vehicles	249.58			**249.58**	66.04	22.59		**88.63**	**160.94**	183.53
Computers	374.69	6.01		**380.70**	345.46	7.60		**353.05**	**27.65**	29.23
Display Equipment not put to use	48.54			**48.54**	48.07			**48.07**	**0.47**	0.47
Total (Rs)	**15451.37**	**255.84**	**0.00**	**15707.20**	**10772.51**	**366.18**	**0.00**	**11138.69**	**4568.51**	**4678.86**

Note 2.02 : Intangible Assets

(Rs. In Lakhs)

The changes in the carrying value of intangible assets for the year ended 31st March, 2026 are as follows :

	GROSS CARRYING VALUE				ACCUMULATED DEPRECIATION				NET CARRYING VALUE	
	As at 01.04.2025	Additions	Disposals	As at 31.03.2026	As at 01.04.2025	Additions	Disposals	As at 31.03.2026	As at 31.03.2026	As at 31.03.2025
Computer Software	155.51			**155.51**	151.31	0.51		**151.82**	**3.69**	4.21
Technology Transfer	10.00			**10.00**	2.52	0.91		**3.44**	**6.56**	7.48
Total (Rs)	**165.51**	**0.00**	**-**	**165.51**	**153.83**	**1.43**	**-**	**155.26**	**10.26**	**11.69**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

Particulars		As at 31.03.2026	As at 31.03.2025
NOTE - 2.03			
Other Financial Assets			
Unsecured, Considered Good :			
- Security Deposits		**630.58**	526.63
- Retention Money at railways		**131.67**	131.67
- Bank Deposits with more than 12 months maturity		**190.19**	177.01
- Electricity deposit		**18.49**	17.63
- Rent Deposit		**1.35**	7.70
		972.27	860.64
Unsecured, considered doubtful :			
- Security Deposits		**488.67**	488.67
		488.67	488.67
Less : Provision for doubtful deposits/advances		**488.67**	488.67
		972.27	860.64
NOTE - 2.04			
Deferred Tax Assets/Liabilities (Net)			
Deferred Tax liability			
- Income tax at the applicable rate on the difference between the aggregate book written down value and tax written down value of property, plant and equipment		**223.63**	179.12
	(A)	**223.63**	179.12
Deferred Tax Asset			
Expenses allowable on payment basis		**83.07**	18.74
Other items giving raise to temporary differences		**848.84**	3889.01
	(B)	**931.90**	3907.75
Deferred tax asset/ (liability) (Net)	**(A+B)**	**1155.54**	4086.87
NOTE- 2.05			
Other Non Current Assets			
Unsecured, Considered Good :			
Capital Advances		**4275.87**	4207.54
		4275.87	4207.54
NOTE- 2.06			
Inventories			
Raw Material		**385.08**	537.57
Work-in-Progress		**2,505.50**	1066.46
Finished Goods		**7.19**	7.56
Stores and Spares		**12.91**	2.91
		2910.68	1614.50

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
NOTE- 2.07		
Trade Receivables		
Trade receivables considered good - unsecured	**19391.32**	8405.04
Less : Allowance for expected credit loss	**4.59**	2.75
Trade receivables considered good - unsecured	**19386.73**	8402.29
Trade receivables which have significant increase in credit risk	**212.68**	9.02
Less : Allowance for expected credit loss	**10.63**	0.45
	202.04	8.57
Trade receivables - credit impaired	**3276.65**	3276.65
Less : Allowance for expected credit loss	**3276.65**	3276.65
	(0.00)	(0.00)
Total Trade receivables	**19588.78**	8410.86

Trade receivables ageing schedule for the year ended as on March 31, 2026

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**	18810.92	488.64	91.76	-	-	19391.32
- **Which have significant increase in credit risk**	-	-	212.68	-	-	212.68
- **Credit impaired**	-	-	-	-	3276.65	3276.65
Disputed Trade receivables						
- **Considered good**	-	-	-	-	-	-
- **Which have significant increase in credit risk**	-	-	-	-	-	-
- **Credit impaired**	-	-	-	-	-	-
	18810.92	488.64	304.44	0.00	3276.65	22880.65
Less : Allowance for credit loss						3291.88
						19588.78

Trade receivables ageing schedule for the year ended as on March 31, 2025

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**	8,210.91	139.17	54.96	-	-	8405.04
- **Which have significant increase in credit risk**	-	-	-	9.02	-	9.02
- **Credit impaired**	-	-	-	-	3276.65	3276.65
Disputed Trade receivables						
- **Considered good**	-	-	-	-	-	-
- **Which have significant increase in credit risk**	-	-	-	-	-	-
- **Credit impaired**	-	-	-	-	-	-
	8,210.91	139.17	6.88	9.0	3276.65	11690.71
Less : Allowance for credit loss						3279.85
						8410.86

Particulars	As at 31.03.2026	As at 31.03.2025
NOTE- 2.08		
Cash & Cash equivalents		
Balance with Banks :		
In Current Accounts	**0.40**	662.24
Cash in Hand	**28.48**	2.36
	28.88	664.60

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
NOTE- 2.09		
Other Bank balances		
In Margin Money Accounts	**414.71**	85.13
	698.60	635.08
	1113.31	720.21
	46.70	0.00
	1066.61	720.21
NOTE- 2.10		
Loans		
Considered Good - Unsecured		
Other Loans	**-**	173.67
	0.00	173.67
NOTE- 2.11		
Other Financial Assets		
Unsecured, Considered Good :		
Interest receivable	**-**	39.25
	0.00	39.25
NOTE - 2.12		
Other Current Assets		
Unsecured Considered Good		
Advance for expenses	**13.27**	15.01
Other Advances		
(i) Prepaid Expenses	**18.05**	5.96
(ii) Balances with Govt Authorities		
TDS/TCS receivable	**129.15**	59.13
GST Input	**98.51**	129.92
(iii) Others		
Advance for Materials	**236.83**	56.37
Advance for Services	**187.02**	298.72
Advance to related party	**-**	-
Others	**49.35**	5184.46
	732.18	5749.55

NOTE- 2.13
Equity Share Capital

		31.03.2026		As at 31.03.2025	
		No.of Shares	**Amount**	No.of Shares	Amount
I.	**Authorised:**				
	Equity shares of Rs 2/- each with voting rights	**45,00,00,000**	**9,000.00**	37,50,00,000	7,500.00
II.	**Issued,Subscribed and Paid up:**				
	Equity shares of Rs 2/- each with voting rights	**24,10,11,560**	**4,820.23**	24,10,11,560	4,820.23
		24,10,11,560	**4,820.23**	24,10,11,560	4,820.23

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.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

a) Details of Reconciliation of Share Capital (Rs. In Lakhs)

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	No. of Shares	Amount	No. of Shares	Amount
Equity shares with voting rights:-				
Opening Balance	**24,10,11,560**	**4,820.23**	22,14,46,343	4,428.93
Reduction in share capital	**-**	**-**	-	-
Fresh Issue	**-**	**-**	1,95,652.17	391.30
Closing Balance	**24,10,11,560**	**4820.23**	24,10,11,560	4820.23

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, 2026		As at 31st March, 2025	
		Number of shares held	% holding	Number of shares held	% holding
	Equity shares with voting rights				
1	Siva Lakshmana Rao Kakarala	**0**	**0.00%**	0	0.00%
2	RRK Enterprise Pvt Ltd	**10,85,26,779**	**45.03%**	14,38,33,103	59.68%

c) Details of shares held by promoters as at 31.03.2025

S.No.	Promoter's Name	Number of shares	% of total shares	% of change during the year
1	Siva Lakshmana Rao Kakarala	**78,29,195**	**3.24**	**(1.47%)**
2	RRK Enterprise Pvt Ltd	**10,85,26,779**	**45.03**	**(14.65%)**

Particulars	As at 31.03.2026	As at 31.03.2025
d) Other Equity		
Capital Reserve	**17,159.50**	17,159.50
Securities Premium Reserve	**30,063.34**	30,063.34
Share Warrants forfeited	**5,838.81**	5,838.81
Amalgamation Reserve	**180.00**	180.00
General Reserve	**1,800.00**	1,800.00
Statutory Reserve	**13.73**	0.46
Retained Earnings	**(38,253.88)**	(37,603.04)
	16,801.50	17,439.07

NOTE - 2.14
Borrowings

	As at 31st March, 2026		As at 31st March, 2025	
	Current Portion (*)	Non-Current Portion	Current Portion (*)	Non-Current Portion
Secured Loans - from Banks				
HDFC Bank Ltd - Vehicle Loan	**4.10**	**9.45**	3.76	13.54
Toyota Financial Services India Ltd - Vehicle Loan	**4.47**	**10.73**	4.06	15.20
Bank of Maharashtra- Vehicle Loan	**18.24**	**45.46**	17.33	64.75
Bank of Maharashtra (Short Term Loan)	**165.00**	**-**	165.00	-
Canara Bank (Term Loan)	**300.00**	**866.19**	243.75	1,166.19
	491.80	**931.83**	433.89	1,259.67

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

a) Vehicle loans availed from banks are 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 Instalment
HDFC Bank Ltd - Innova Crysta Car Loan	20.71	05-04-2024	9.25%	05-03-2029
Toyota Financial Services India Ltd - Innova Crysta Car loan	22.70	20-05-2024	9.76%	20-04-2029
Bank of Maharashtra - Audi Car Loan	92.00	25-07-2024	9.05%	25-05-2029

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

- Hypothecation of stocks, receivables and other current assets of the company, both present and future and on 1st Paripassu charge
- Equitable Mortgage of Industrial Land and building located at Plot No.192/B, IDA, Phase - II, Cherlapally, Hyderabad, Telangana 500051 and on 1st paripassu charge
- Personal guarantee of Y Kaushik (Managing Director)
- Corporate guarantee of RRK Enterprises Pvt Ltd (parent company)
- Fixed Deposit of Rs.6 Crores under lien to Bank of Maharashtra

c) Term Loan taken from canara bank is secured as follows:

Primary Security :

- Hypothecation of plant and machinery for setting up of a new SMT Line with technology upgradation

Collateral :

- Hypothecation of stocks, receivables and other current assets of the company, both present and future and on 1st Paripassu charge
- Equitable Mortgage of Industrial Land and building located at Plot No.192/B, IDA, Phase - II, Cherlapally, Hyderabad, Telangana 500051 and on 1st paripassu charge
- Personal guarantee of Y Kaushik (Managing Director)
- Corporate guarantee of RRK Enterprises Pvt Ltd (parent company)
- Exclusive charge on existing plant & machinery to Canara Bank

d) The details of Term Loan is as follows: (Rs in lakhs)

Name of the bank	Outstanding as on March 31, 2026	Outstanding as on March 31, 2025	Sanction amount	No of Instalments	Commencement of Instalments	Effective Interest rate
Canara Bank	1,166.19	1,409.94	1,500.00	Rs.75 lakhs each for Qtr 1 & 2 Rs.56.25 lakhs each for Qtr 3 to 6 Rs.75.00 lakhs each for Qtr 7 to 18 Rs.112.50 lakhs each for Qtr 19 to 20	December 2024	12% (9.25% (RLLR)+0.25%-0.50%)

Particulars	As at 31.03.2026	As at 31.03.2025
NOTE- 2.15		
Non current Provisions		
Provision for employee benefits		
- Provision for gratuity	**62.59**	31.76
- Provision for leave encashment	**39.71**	22.47
	102.30	54.24
NOTE - 2.16		
Borrowings		
(A) Secured Loans - from Banks		
Bank of Maharashtra (CC ACCOUNT)	**1082.39**	1099.16
Canara Bank (CC ACCOUNT)	**1913.06**	1998.21
(B) Current maturities of long term borrowings (Refer Note No : 2.15)	**491.80**	433.89
Total Borrowings (A+B)	**3487.25**	3531.25

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

CC limts taken from Bank of Maharashtra/Canara Bank is secured as follows: (Rs. In Lakhs)

1) Primary : Hypothecation of stocks, receivables and other current assets of the company, both present and future and on 1st Paripassu charge
2) Equitable Mortgage of Industrial Land and building located at Plot No.192/B, IDA, Phase - II, Cherlapally, Hyderabad, Telangana 500051 and on 1st paripassu charge
3) Personal guarantee of Y Kaushik (Managing Director)
4) Corporate guarantee of RRK Enterprises Pvt Ltd (parent company)
5) Fixed Deposit of Rs.6 Crores under lien to Bank of Maharashtra
6) Exclusive charge on existing plant & machinery to Canara Bank
7 The Company has used the borrowings for the purposes for which it was taken.

Particulars	As at 31.03.2026		As at 31.03.2025	
NOTE - 2.17				
Trade Payables				
Payables for materials				
- dues to MSME	**196.53**		242.24	
- dues to Others	**5869.84**		3,319.78	
Payables for services				
- dues to MSME	**45.05**		60.89	
- dues to Others	**460.25**		318.15	
		6571.68		3941.06
		6571.68		3941.06

Trade Payables ageing schedule for the year ended as on March 31, 2026

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total Outstanding dues to micro enterprises and small enterprises	3547.37	19.67	-	-	3567.04
Total Outstanding dues to creditors other than micro enterprises and small enterprises	2888.08	116.55	-	-	3004.63
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues to creditors other than micro enterprises and small enterprises	-	-	-	-	-
Total Trade payables	**6435.46**	**136.22**	**0.00**	**0.00**	**6571.68**

Trade Payables ageing schedule for the year ended as on March 31, 2025

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total Outstanding dues to micro enterprises and small enterprises	303.13	-	-	-	303.13
Total Outstanding dues to creditors other than micro enterprises and small enterprises	3637.03	-	0.90	-	3637.93
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-
Disputed dues to creditors other than micro enterprises and small enterprises	-	-	-	-	-
Total Trade payables	**3940.16**	**-**	**0.90**	**-**	**3941.06**

Particulars	As at 31.03.2026	As at 31.03.2025
NOTE - 2.18		
Other Financial Liabilities		
Secured		
- Interest accrued and due on borrowings	**-**	0.17
Payable on Capital Assets -Creditors	**10.26**	112.64
Salaries Payable	**76.77**	53.12
Directors remuneration Payable	**18.93**	29.49
Payables for expenses	**189.31**	23.20
	295.27	218.62

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

Particulars		As at 31.03.2026	As at 31.03.2025
NOTE - 2.19			
Other Current Liabilities			
	Statutory remittances	**463.72**	54.58
	Advance from related party - Holding company	**1869.36**	67.14
	Advance from related party - Subsidiary	**0.00**	-
	Advance from customers	**5.82**	3.30
		2338.90	125.02
NOTE - 2.20			
Other Current Liabilities			
Current Provisions			
Provision for employee benefits			
-	Provision for gratuity	**6.59**	5.40
-	Provision for leave encashment	**5.15**	4.73
		11.74	10.13

Particulars		Year ended 31.03.2026		Year ended 31.03.2025	
NOTE- 2.21					
Revenue from Operations					
(A)	**Revenue from Sale of products**				
	Domestic Sales	**6,172.98**		5,026.17	
			6,172.98		5,026.17
	Trading Sales		**10,324.51**		3,303.52
			16,497.48		8,329.69
(B)	**Other operating revenues**				
	Installation Income	**1306.81**		927.32	
	AMC Charges & Service Charges	**80.52**		13.98	
	Technical and Management Services	**936.67**		-	
	Jobworks	**230.86**		205.38	
			2554.85		1146.68
			2554.85		1146.68
	Total Revenue from Operations (A+B)		**19052.34**		9476.37

Particulars		Year ended 31.03.2026	Year ended 31.03.2025
NOTE- 2.22			
Other Incomes			
	Interest received	**63.76**	83.65
	Credit Balances written back	**13.16**	3.37
	Profit on sale of Assets	**-**	30.11
	Foreign exchange rate difference	**0.00**	2.22
	Other non operating Income	**39.26**	4.65
		116.19	123.99

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

Particulars		Year ended 31.03.2026		Year ended 31.03.2025	
NOTE- 2.23					
Cost of Materials Consumed					
A) Raw Material Consumed					
Opening Stock		-	**537.57**	-	397.58
Add : Purchases		**4899.88**	**-**	3415.27	-
			4899.88		3415.27
			5437.45		3812.84
Less : Closing Stock			**385.08**		537.57
Raw Material Consumed			**5052.38**		3275.27
B) Packing Materials and consumables					
Opening Stock			**2.91**		2.98
Add :Purchase of packing material & consumables			**27.33**		20.12
			30.24		23.10
Less : Closing Stock			**12.91**		2.91
Consumption			**17.32**		20.20
Total Cost of material consumed			**5069.70**		3295.47
NOTE- 2.24					
Changes in Inventory					
Closing Stock of :					
Work-in-Progress			**2505.50**		1066.46
Finished Goods / FG in transit			**7.19**		7.56
	Total (A)		**2512.68**		1074.02
Opening Stock of :					
Work-in-Progress			**1066.46**		387.68
Finished Goods			**7.56**		12.80
	Total (B)		**1074.02**		400.48
Increase/(Decrease) in Stock (A-B)			**(1,438.66)**		(673.53)
NOTE- 2.25					
Employee Benefit expense					
Salary, Wages, Allowances & other Benefits			**844.79**		605.12
Directors Remuneration			**161.99**		109.44
P. F. & ESI Contribution			**26.98**		21.68
Staff Welfare Expenses			**11.44**		10.83
			1,045.20		747.07
NOTE- 2.26					
Financial Cost					
Bank Charges			**93.59**		55.35
Interest on :					
- Cash Credit			**339.25**		283.38
- Term Loan/STL			**162.71**		108.37
Others			**9.28**		13.98
			604.84		461.08

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

Particulars		Year ended 31.03.2026		Year ended 31.03.2025
NOTE- 2.27				
Other Expenses				
Job-works, Installation charges & Maintenance Expenses		**835.05**		434.93
Power and Fuel		**46.76**		48.79
Insurance		**13.13**		5.15
Repairs & Maintenance		**30.25**		53.17
Printing & Stationery		**6.83**		7.04
Postage, Telephones & Internet		**10.72**		3.46
Rent		**24.30**		26.17
Licenses, Fees, Rates & Taxes		**80.75**		46.95
QIP & Acquisition Expenditure		**142.87**		72.52
Interest & Penalties		**31.13**		21.74
Professional Charges		**107.47**		56.17
Payment to the auditor				
As Statutory Auditors	**4.60**		4.00	
As Tax auditors	**2.00**		2.00	
for certification	**1.50**		-	
for others	**3.55**	**11.65**	0.74	6.74
General Expenses		**49.43**		63.79
Corporate social responsibility		**20.65**		13.80
Board Meeting Expenses		**5.05**		3.33
Foreign exchange rate difference		**0.10**		0.00
Security Expenses		**13.65**		12.14
Travelling & Conveyance		**103.89**		76.74
Provision for expected credit loss		**12.02**		3.20
Bad debts written off		**5.13**		10.90
Debit balances written off		**14.71**		1.35
Provision for bad/doubtful debts/advances		**46.70**		0.00
Vehicle Maintenance		**15.56**		23.60
Selling & Distribution Expenses		**75.91**		35.24
		1703.73		1026.90

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

Foreign Currency / Exchange Transactions :

Sl.No.	Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
A)	**Value of Imports on CIF Basis**		
	Components	**5.30**	17.14
		5.30	17.14

NOTE- 2.30

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

Particulars	As at 31th March, 2026	As at 31th March, 2025
Counter guarantees given by the company to banks towards issue of B.Gs.	**1,129.95**	391.60
Interest & damages levied by PF department on late payment of PF dues against which the company has obtained Stay Order from the High Court of Telangana	**75.88**	75.88

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

NOTE- 2.31 (Rs. In Lakhs)

Managerial Remuneration :

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Managing Director & Wholetime Director		
Remuneration	**161.99**	109.44
Total	**161.99**	109.44

NOTE- 2.32

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.

NOTE- 2.33 (Rs. In Lakhs)

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

Particulars	For the year ended 31st March, 2026		For the year ended 31st March, 2025	
	Value	**%**	Value	%
Imported	**4.25**	**0.08%**	13.60	0.41%
Indigeneous (including purchase of traded goods)	**5,065.45**	**99.92%**	3,281.86	99.59%
Total	**5,069.70**	**100.00%**	3,295.47	100.00%
Purchase of traded goods	**10,148.13**	**100.00%**	3,275.99	100.00%

NOTE- 2.34

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

NOTE : 2.35 : Disclosure Under Accounting Standards

2.35.1 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 :

A. Gratuity Scheme

Table 1 : Assumptions

	31.03.2026	31.03.2025
Discount Rate	**7.16% per annum**	6.64% per annum
Rate of increase in Compensation levels	**8.00% per annum**	8.00% per annum
Rate of return on Plan Assets	**Not Applicable**	Not Applicable
Average future service (in years)	**16.89 years**	14.80 years

Table II : Service Cost

Current Service Cost	**17.37**	10.09
Past Service Cost (including curtailment Gains/losses)	**4.03**	-
Gains of losses on Non Routine settlements	**-**	-
Total	**21.39**	10.09

Table III : Net Interest Cost

Interest cost on Defined Benefit Obligation	**2.47**	0.90
Interest Income on Plan Assets	**-**	-
Net Interest Cost (Income)	**2.47**	0.90

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

	31.03.2026	31.03.2025
Table IV : Change in Present value of Obligations		
Opening of defined benefit obligations	**37.17**	12.48
Liability Transfer In/(out)	**-**	-
Service Cost	**21.39**	10.09
Interest Cost	**2.47**	0.90
Benefit paid	**(6.66)**	-
Actuarial (Gain)/Loss on total liabilities	**14.81**	13.69
- due to change in financial assumptions	**(2.27)**	1.22
- due to change in demographic assumptions	**-**	-
- due to experience variance	**17.08**	12.47
Closing of defined benefit obligation	**69.18**	37.17
Table V : Change in Fair Value of Plan Assets		
Opening fair value of plan assets	**-**	-
Asset Transfer In/(Out)	**-**	-
Actual return on Plan Assets	**-**	-
Employer Contribution	**6.66**	-
Benefit Paid	**(6.66)**	-
Closing fair value of plan assets	**-**	-
Table VI : Actuarial (Gain)/Loss on Plan Asset		
Expected Interest Income	**-**	-
Actual Income on Plan Asset	**-**	-
Actuarial gain/(loss) on Assets	**-**	-
Table VII : Other Comprehensive Income		
Opening amount recognized in OCI outside P&L Account	**-**	-
Actuarial gain / (loss) on liabilities	**(14.81)**	(13.69)
Actuarial gain / (loss) on assets	**-**	-
Closing amount recognized in OCI Outside P&L Account	**(14.81)**	(13.69)
Table VIII : The amount to be recognized in Balance Sheet Statement		
Present value of obligations	**69.18**	37.17
Fair value of plan assets	**-**	-
Net obligations	**69.18**	37.17
Amount not recognized due to asset limit	**-**	-
Net defined benefit liability recognized in balance sheet	**69.18**	37.17
Table IX : Expense recognized in statement of profit and loss		
Service Cost	**21.39**	10.09
Net Interest Cost	**2.47**	0.90
Expenses recognized in the statement of profit and loss	**23.86**	10.99
Table X : Major categories of plan assets (as percentage of total plan assets)		
Government of India Securities	**0%**	0%
State Government Securities	**0%**	0%
High Quality Corporate Bonds	**0%**	0%
Equity Shares of Listed Companies	**0%**	0%
Property	**0%**	0%
Special Deposit Scheme	**0%**	0%
Fund Managed by Insurer	**0%**	0%
Bank Balance	**0%**	0%
Other Investments	**0%**	0%
Total	**0%**	0%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

Table XI : Change in Net Defined Obligations		
Opening of Net Defined benefit liability	**37.17**	12.48
Service Cost	**21.39**	10.09
Net Interest Cost	**2.47**	0.90
Re-measurements	**14.81**	13.69
Liability Transferred In/(Out)-Net	**-**	-
Contribution paid to fund	**(6.66)**	-
Closing of Net defined benefit liability	**69.18**	37.17
Reconciliation of Expense in Profit and Loss Statement		
Present value of obligation as at the end of the year	**69.18**	37.17
Present value of obligation as at the beginning of the year	**(37.17)**	(12.48)
Benefit paid	**6.66**	-
Actuarial Return on Assets	**-**	-
Liability Transfer (In)/Out	**-**	-
OCI	**(14.81)**	(13.69)
Expenses Recognised in the statement of profit and loss	**23.86**	10.99
Reconciliation of Liability in Balance Sheet		
Opening net defined benefit liability/(asset)	**37.17**	12.48
Expense charged to profit and loss account	**23.86**	10.99
Amount recognized outside profit & loss account	**-**	-
Employer Contributions	**(6.66)**	-
Liability Transferred In/(Out) - Net	**-**	-
OCI	**14.81**	13.69
Closing net defined benefit liability / (Asset)	**69.18**	37.17

Sensitivity Analysis

	31.03.2026	Impact (Absolute)	Impact%
Base Liability	69.18		
Increase Discount Rate by 0.50%	67.12	(2.07)	-2.98%
Decrease Discount Rate by 0.50%	71.36	2.18	3.15%
Increase Salary Inflation by 1.00%	72.84	3.66	5.29%
Decrease Salary Inflation by 1.00%	65.76	(3.42)	-4.94%
Increase Withdrawal Rate by 5.00%	66.97	(2.20)	-3.19%
Decrease Withdrawal Rate by 5.00%	70.92	1.74	2.51%

The base liability is calculated at discount rate of 7.16% per annum and salary inflation rate of 8.00% per annum for all future years.

Liabilities are very sensitive to salary escalation rate, discount rate & Withdrawal rate.

Liabilities are very less sensitive due to change in mortality assumptions. Hence, sensitivities due to change in mortality are ignored.

Maturity Profit of Defined Benefit Obligation (valued on undiscounted basis)

	31.03.2026	31.03.2025
Year 1	**6.71**	5.73
Year 2	**5.07**	2.69
Year 3	**5.97**	4.46
Year 4	**8.63**	3.05
Year 5	**9.41**	3.77
After 5th Year	**82.56**	40.55

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

Comparison with last years figures (Rs. In Lakhs)

	31.03.2026	31.03.2025	Variation
Fair Value of Plan Assets	**-**	-	-
Present Value of obligation	**69.18**	37.17	86.1%
Net Asset/(liability) recognised in balance sheet	**(69.18)**	(37.17)	86.1%
OCI	**(14.81)**	(13.69)	8.2%
Expense to be recognised in the Profit and Loss statement	**23.86**	10.99	117.1%

B. Leave Benefit scheme

Table 1 : Assumptions

	31.03.2026	31.03.2025
Discount Rate	**7.16% per annum**	6.64% per annum
Rate of increase in Compensation levels	**8.00% per annum**	8.00% per annum
Rate of return on Plan Assets	**Not Applicable**	Not Applicable
Average future service (in years)	**16.89 years**	14.80 years
Table II : Service Cost		
Current Service Cost	**6.08**	7.01
Past Service Cost (including curtailment Gains/losses)	**3.59**	-
Gains of losses on Non Routine settlements	**-**	-
Total	**9.67**	7.01
Table III : Net Interest Cost		
Interest cost on Defined Benefit Obligation	**1.81**	0.84
Interest Income on Plan Assets	**-**	-
Net Interest Cost (Income)	**1.81**	0.84
Table IV : Change in Present value of Obligations		
Opening of defined benefit obligations	**27.20**	11.70
Liability Transfer In/(out)	**-**	-
Service Cost	**9.67**	7.01
Interest Cost	**1.81**	0.84
Benefit paid	**(3.33)**	-
Actuarial (Gain)/Loss on total liabilities	**9.51**	7.65
- due to change in financial assumptions	**-1.62**	0.95
- due to change in demographic assumptions	**-**	-
- due to experience variance	**11.13**	6.71
Closing of defined benefit obligation	**44.86**	27.20

	31.03.2026	31.03.2025
Table V : Change in Fair Value of Plan Assets		
Opening fair value of plan assets	**-**	-
Asset Transfer In/(Out)	**-**	-
Actual return on Plan Assets	**-**	-
Employer Contribution	**3.33**	-
Benefit Paid	**(3.33)**	-
Closing fair value of plan assets	**-**	-
Table VI : Actuarial (Gain)/Loss on Plan Asset		
Expected Interest Income	**-**	-
Actual Income on Plan Asset	**-**	-
Actuarial gain/(loss) on Assets	**-**	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

	31.03.2026	31.03.2025
Table VII : Other Comprehensive Income		
Opening amount recognized in OCI outside P&L Account	**-**	-
Actuarial gain / (loss) on liabilities	**-**	-
Actuarial gain / (loss) on assets	**-**	-
Closing of amount recognized in OCI Outside P&L Account	**-**	-

Note : As per paragraph 154 and 156 of IND AS 19, Actuarial gains and losses on other long term employee benefit plans continue to be required to be recognized through P&L.

	31.03.2026	31.03.2025
Table VIII : The amount to be recognized in Balance Sheet Statement		
Present value of obligations	**44.86**	27.20
Fair value of plan assets	**-**	-
Net obligations	**44.86**	27.20
Amount not recognized due to asset limit	**-**	-
Net defined benefit liability recognized in balance sheet	**44.86**	27.20
Table IX : Expense recognized in statement of profit and loss		
Service Cost	**9.67**	7.01
Net Interest Cost	**1.81**	0.84
Net actuarial (gain)/loss	**9.51**	7.65
Expenses recognized in the statement of profit and loss	**20.99**	15.50

Note : Note : As per paragraph 154 and 156 of IND AS 19, Actuarial gains and losses on other long term employee benefit plans continue to be required to be recognized through P&L.

	31.03.2026	31.03.2025
Table X : Major categories of plan assets (as percentage of total plan assets)		
Government of India Securities	**0%**	0%
State Government Securities	**0%**	0%
High Quality Corporate Bonds	**0%**	0%
Equity Shares of Listed Companies	**0%**	0%
Property	**0%**	0%
Special Deposit Scheme	**0%**	0%
Fund Managed by Insurer	**0%**	0%
Bank Balance	**0%**	0%
Other Investments	**0%**	0%
Total	**0%**	0%
Table XI : Change in Net Defined Obligations		
Opening of Net Defined benefit liability	**27.20**	11.70
Service Cost	**9.67**	7.01
Net Interest Cost	**1.81**	0.84
Re-measurements	**9.51**	7.65
Liability Transferred In/(Out)-Net	**-**	-
Contribution paid to fund	**(3.33)**	-
Closing of Net defined benefit liability	**44.86**	27.20

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

(Rs. In Lakhs)

	31.03.2026	31.03.2025
Reconciliation of Expense in Profit and Loss Statement		
Present value of obligation as at the end of the year	**44.86**	27.20
Present value of obligation as at the beginning of the year	**(27.20)**	(11.70)
Benefit paid	**3.33**	-
Actuarial Return on Assets	**-**	-
Liability Transfer (In)/Out	**-**	-
OCI	**NA**	NA
Expenses Recognised in the statement of profit and loss	**20.99**	15.50
Reconciliation of Liability in Balance Sheet		
Opening net defined benefit liability/(asset)	**27.20**	11.70
Expense as above	**20.99**	15.50
Amount recognized outside profit & loss account	**-**	-
Liability Transferred In/(Out) - Net	**-**	-
Employer Contributions	**(3.33)**	-
Closing net defined benefit liability / (Asset)	**44.86**	27.20

Sensitivity Analysis

	31.03.2026	Impact (Absolute)	Impact%
Base Liability	44.86		
Increase Discount Rate by 0.50%	43.40	(1.46)	-3.25%
Decrease Discount Rate by 0.50%	46.41	1.55	3.46%
Increase Salary Inflation by 1.00%	47.96	3.10	6.90%
Decrease Salary Inflation by 1.00%	42.07	(2.79)	-6.21%
Increase Withdrawal Rate by 5.00%	44.37	(0.49)	-1.10%
Decrease Withdrawal Rate by 5.00%	45.66	0.80	1.77%

The base liability is calculated at discount rate of 7.16% per annum and salary inflation rate of 8% per annum for all future years.

Liabilities are very sensitive to salary escalation rate, discount rate & Withdrawal rate

Liabilities are very less sensitive due to change in mortality assumptions. Hence, sensitivities due to change in mortality are ignored.

Maturity Profit of Defined Benefit Obligation (valued on undiscounted basis)

	31.03.2026	31.03.2025
Year 1	**5.15**	4.73
Year 2	**4.32**	3.24
Year 3	**5.33**	2.18
Year 4	**5.06**	2.57
Year 5	**4.38**	2.69
After 5th Year	**57.60**	30.72

Comparison with last years figures

	31.03.2026	31.03.2025	Variation
Fair Value of Plan Assets	**-**	-	NA
Present Value of obligation	**44.86**	27.20	64.90%
Net Asset/(liability) recognised in balance sheet	**(44.86)**	(27.20)	64.90%
OCI	**NA**	NA	NA
Expense to be recognised in the Profit and Loss statement	**20.99**	15.50	35.4%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

NOTE- 2.36

Segment Information (Ind AS 108): The company is operates three segments, LED Products, Medical and other appliances and automobile.

NOTE- 2.37

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. SOA Electronics Trading LLC, Dubai	Subsidiary Company
3	M/s. MICK Digital India Ltd	Subsidiary Company
4	Shri Yalamanchili Kaushik, Managing Director	Key Management Personnel
5	Shri K.Siva Lakshmana Rao, Non Executive Director	
6	Ms. U.K.Gayathri, Independent Director	
7	Shri K Srinivasa Rao, Independent Director	
8	Shri M S Sivanand, Whole Time Director	
9	Shri. Deepayan Mohanty, Non Executive Director	
10	Shri P V Ramesh, Independent Director	
11	Shri. Rakshit Mathur, Chief Executive Officer	
12	Shri M.S.Muralikrishnan, Chief Financial Officer	
13	Ms. A L Sowjanya, Company Secretary	

b) Aggregated Related party transactions

i) Particulars of transactions during the year (Amount in Rs.)

Sl. No.	Nature of Transaction	**for the year ended 31st March, 2026**	for the year ended 31st March, 2025
1	Remuneration to Key Managerial personnel	**268.84**	233.10
2	Sitting fees to Directors	**4.90**	3.10
3	Conveyance/Travelling expenses	**11.92**	15.21

ii) Amounts due from /(due to) related parties at the year end (Amount in Rs.)

Sl. No.	Nature of Transaction	**As at 31st March, 2026**	As at 31st March, 2025
1	Outstanding balances payable to Management Personnel	**34.48**	42.78
2	Sitting fee and other expenses payable to Directors	**1.58**	0.59
3	Loan given to Subsidiary company	**-**	0.57

NOTE- 2.38

Calculation of earnings per share (Ind AS 33) (Amount in Rs.)

Particulars	**For the year ended 31st March 2026**	For the year ended 31st March 2025
Profit attributable to Share Holders (Rs. In Lakhs)	**(1,278.17)**	969.43
No. of Equity Shares Outstanding	**24,10,11,560**	24,10,11,560
Weighted No. of Equity Shares	**24,10,11,560**	24,10,11,560
Convertible Share Warrants	**-**	-
No. of diluted equity shares	**24,10,11,560**	24,10,11,560
Nominal Value of Equity Share	**2.00**	2.00
Basic EPS	**(0.53)**	0.40
Diluted EPS	**(0.53)**	0.40

NOTE- 2.39

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

During the year the company has incurred Rs.105.80 Lakhs towards development of various projects . This development expenditure has been shown under the head intangible assets under development in the balance sheet.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

NOTE- 2.40

Provisions, Contingent Liabilities and Contingent Assets (Ind AS-37) : Necessary details in regard to provisions have been disclosed in notes 2.30

Note-2.41 :Disclosure as required under Regulation 34(3) and 53(f) of SEBI (LODR)

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

2.41.2 There are no Investments by the loanees as mentioned in 2.41.1 in the shares of MIC Electronics Ltd.

2.41.3 The company does not have any associate companies as on 31st March, 2026

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

NOTE- 2.42 Others

2.42.1 Fair Value Measurement

Financial instruments by category (Rs. In Lakhs)

	As at March 26			As at March 25		
	FVTPL	FVTOCI	Amortised cost	FVTPL	FVTOCI	Amortised cost
Financial Assets						
Investments			-			-
Trade receivables			19,588.78			8,410.86
Cash and cash equivalents			28.88			664.60
Other bank balances			1,066.61			720.21
Loans			-			173.67
Other financial assets			972.27			835.31
Total	**-**	**–**	**21656.54**	**-**	**–**	**10,804.65**
Financial Liabilities						
Borrowings			4419.08			4,790.93
Trade payables			6571.68			3,941.06
Other financial liabilities			295.27			218.62
Total	**-**	**–**	**11286.03**	**-**	**–**	**8,950.60**

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 2026, and 31st March 2025, 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 2026, and 31st March 2025, respectively, are not included.

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

2.42.2 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	-	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

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.

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 2025 and the same has been reflected at Note No.2.08. The provision for loss allowance based on historic losses has been considered and necessary provision has been made in the books.

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 2026	Year ended 31 March 2025
	On demand	On demand
Borrowings	**4,419.08**	4,790.93
Trade payables	**6,571.68**	3,941.06
Other financial liabilities	**295.27**	218.62
Total	**11,286.03**	8,950.60

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.

2.43 Subsidiaries Information

The Consolidated Financial Statements include Subsidiaries listed in the table below:

Name	Principal activities	Country of Incorporation	As at March 31,2026	As at March 31,2025
SOA Electronics Trading LLC	Trading in Electrical & Electronic Appliances Spare Parts	UAE	100%	100%
Cellular Galaxy Electronics LLC	Trading in Electrical & Electronic Appliances Spare Parts,Mobile Phones & Accessories,Paging Receivers, Computer Electric Accessories ,Computer & Data Processing Requisites and Computers & Peripheral Equipmen	UAE	99%	-
MICK Digital India Limited	Smart meters, digital meters, roof mounted AC Package units, Integrated Power supply systems, Mini computers, micro processor based systems and peripherals	India	100%	100%

2.44 Other Statutory Information

i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR PERIOD ENDED 31st MARCH 2026

ii) The Company does not have any transactions with companies struck off.

iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

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

vi) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a. 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

b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

vii. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a. 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

b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

viii. The Company doesn't have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

For MIC Electronics Limited

Yalamanchili Kaushik
Managing Director
Din No. : 07334243

M S Sivanand
Wholetime Director
Din No. : 10166966

M S Murali krishnan
Chief Financial Officer

A L Sowjanya
Company Secretary
M.No.: A44779

(Rs. In Lakhs)

Ratios

2.44 The following are analytical ratios for the year ended March 31, 2026 and March 31, 2025

Particulars	Numerator	Denominator	Numerator	Denominator	31st March 2026	31st March 2025	Reasons for variations
	Description		Values (Rs.)				
Current Ratio	Current Assets	Current Liabilities	24,327.12	12,704.83	1.91		In FY 24-25, current asssets include amounts given by SOA Electronics to Cellular Galaxy step down subsidiary before allotment
			17,372.64	7,826.08		2.22	
Debt Equity Ratio	Total Debts	Shareholders' Equity	4,521.39	21,676.40	0.21		
			4,411.28	22,161.50		0.20	
Debt Service Coverage ratio	Net Income before interestdepreciation and Income tax	Debt service	2,546.84	779.42	3.27		The reduction is on account of increase in number of TL instalments in FY 2025-26 .
			1,873.13	499.06		3.75	
Return on equity (ROE)	Net profit after tax	Average Shareholders' equity	(1,263.36)	21,967.85	(0.06)		
			983.12	17,227.75		0.06	
Trade receivables turnover ratio	Revenue	Average Trade receivables	19,052.34	13,999.82	1.36		The collections are comparatively more in comparison to last year
			6,172.85	5,471.39		1.13	
Trade payables turnover ratio	Purchases of materials	Average Trade payables	15,075.34	5,256.37	2.87		Delays in payments in comparison to last year
			6,711.37	2,138.58		3.14	
Net Capital Turnover ratio	Revenue	Working capital	19,052.34	11,622.29	1.64		Turnover is less in comparison to working capital assets and liabilities levels in FY 24-25
			9,476.37	9,546.56		0.99	
Net Profit ratio	Net Profit	Revenue	(1,263.36)	19,052.34	(0.07)		Loss during FY 25-26 due to deferred tax expenses of Rs.29.31 cr
			983.12	9,476.37		0.10	
Return on Capital Employed (ROCE)	Net Income before interest and Income tax	Capital Employed (Non Current Assets+ Wcapital)	2,272.82	21,555.00	0.11		In FY 24-25, current asssets include amounts given by SOA Electronics to Cellular Galaxy step down subsidiary before allotment
			1,767.86	19,486.34		0.09	
Return on investments (ROI)	Net Profit after tax	Share Capital	(1,263.36)	4,820.23	(0.26)		Loss during FY 25-26 due to deferred tax expenses of Rs.29.31 cr
			983.12	4,820.23		0.20	

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 38th Annual General Meeting of the Company, to be held on Wednesday, September 16, 2026 at 11.00 A.M., at Plot No. 192/B, Phase-II, IDA, Cherlapally, Hyderabad, Rangareddi, Telangana - 500051 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 Financial Year ended March 31, 2026, including Audited Balance Sheet, the Statement of Profit & Loss and Cash Flow Statement for the Financial Year ended on March 31, 2026 together with the Reports of the Board of Directors and Statutory Auditors thereon. (Ordinary Resolution)		
2	To appoint a Director in place of Mr. Sivanand Swamy Mitikiri (DIN: 10166966), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment. (Ordinary Resolution)		
3	To re-appoint M/s. Bhavani & Co., Chartered Accountants as Statutory Auditors of the Company for a second consecutive term of five years. (Ordinary Resolution)		
Special Business			
4	To Approve the Related Party Transaction(s) with M/s. RRK Enterprise Private Limited. (Ordinary Resolution)		
5	To Approve the Related Party Transaction(s) with M/s. MICK Digital India Limited. (Ordinary Resolution)		
6	To Approve the Related Party Transaction(s) with M/s. SOA Electronics Trading LLC. (Ordinary Resolution)		
7	To Approve the Related Party Transaction(s) with M/s. Cellular Galaxy Electronics LLC. (Ordinary Resolution)		

Signed this ______________________day of September, 2026

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)
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 38th 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 Financial Year ended March 31, 2026, including Audited Balance Sheet, the Statement of Profit & Loss and Cash Flow Statement for the Financial Year ended on March 31, 2026 together with the Reports of the Board of Directors and Statutory Auditors thereon. (Ordinary Resolution)		
2	To appoint a Director in place of Mr. Sivanand Swamy Mitikiri (DIN: 10166966), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment. (Ordinary Resolution)		
3	To re-appoint M/s. Bhavani & Co., Chartered Accountants as Statutory Auditors of the Company for a second consecutive term of five years. (Ordinary Resolution)		
Special Business			
4	To Approve the Related Party Transaction(s) with M/s. RRK Enterprise Private Limited. (Ordinary Resolution)		
5	To Approve the Related Party Transaction(s) with M/s. MICK Digital India Limited. (Ordinary Resolution)		
6	To Approve the Related Party Transaction(s) with M/s. SOA Electronics Trading LLC. (Ordinary Resolution)		
7	To Approve the Related Party Transaction(s) with M/s. Cellular Galaxy Electronics LLC. (Ordinary Resolution)		

Place: Hyderabad
Date:July 31, 2026

(Signature of the Shareholder / Proxy)

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

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 38th Annual General Meeting of the M/s. MIC Electronics Ltd., to be held on Wednesday, September 16, 2026 at 11.00 A.M., at Plot No. 192/B, Phase-II, IDA, Cherlapally, Hyderabad, Rangareddi, Telangana - 500051.

....
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.

ROUTE MAP FOR 38th AGM VENUE

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 38th Annual General Meeting is given below:

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