



MIHIKA INDUSTRIES LIMITED

Registered Office: 3, Bentick Street, 2nd Floor, Kolkata- 700 001

Phone: (033) 2210 0875

Email: mihikaindustries@gmail.com

CIN: L70101WB1983PLC035638

Website: www.mihika.co.in

Board of Directors: **Pranav K. Trivedi**
Chairman cum Managing Director w.e.f.
05.09.2023
Sagarkumar Dataniya
Additional, Non - Executive Director w.e.f. 05.09.2023
Sweta R. Panchal
Additional, Non- Executive, Independent
Director w.e.f. 05.09. 2023
Nilam Makwana
Additional, Non- Executive ,
Independent Director w.e.f. 05.09.2023
Manoj Sethia
Non Executive Director

Company Secretary and Chief Compliance Officer: **Pawansut Swami**

Audit Committee: Sweta R. Panchal
Nilam Makwana
Pranav K. Trivedi

Stakeholders' Relationship Committee : Nilam Makwana
Sweta R. Panchal
Sagarkumar Dataniya

Nomination and Remuneration Committee: Nilam Makwana
Sweta R. Panchal
Sagarkumar Dataniya

Auditors: **M/s. V S S B & Associates**
Chartered Accountants

Bankers: **Indusind Bank Limited**
RBL Bank Ltd

Registered Office: 3, Bentinck Street, 2nd Floor,
Kolkata — 700 001

E-mail: **mihikaindustries@gmail.com**
Website: **www.mihika.co.in**

CIN: **L70101WB1983PLC035638**

Registrar and Share Transfer Agent: **ABS Consultant Pvt. Ltd.**
Room No,-99, 6th Floor,
Stephen House
4, B. B. D. Bag (East), Kolkata – 700 001
Telephone : 033-22301043/22430153
Email: absconsultant99@gmail.com

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NOTICE

NOTICE is hereby given that the 40th Annual General Meeting (AGM) of the Members of the Company to be held on Saturday, 30th September, 2023 at 01:00 P.M through Video conferencing (“VC”) and other Audio Visual Means (‘OAVM’) through video to transact the following businesses:-

AS ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2023 together with the Directors’ Report and Auditors’ Report thereon.

2. To appoint auditors and fix remuneration.

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

Resolution:

“**RESOLVED THAT** pursuant to the provision of section 139, 142 and other applicable provisions of the Companies Act, 2013 if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s. V S S B & Associates, Chartered Accountants (FRN:0121356W) and, are appointed as the statutory auditor of the Company to hold office from the conclusion of this 40th Annual General Meeting till the conclusion of 45th Annual General Meeting of the Company and they shall be paid remuneration as may be finalized by the Board of Directors of the Company.”

AS SPECIAL BUSINESS

3. **Appointment of Mr. Pranav K Trivedi (DIN : 09218324), by appointing him as Chairman and Managing Director of the Company**

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

“**RESOLVED THAT** Mr. Pranav K. Trivedi (DIN: 096835421), who was appointed as Managing Director on the Board of Directors meeting held on 05th September 2023 subject to the approval of shareholders in forthcoming Annual General Meeting, pursuant to Section 196 and 203 of the Companies Act,2013 and all other applicable provisions, if any (including any statutory modifications or re-enactment thereof for the time being in force) read with Schedule V of the Companies Act,2013 and rule 7 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014 and subject to such other consent, approvals and permission if any needed Mr. Pranav K. Trivedi (DIN: 096835421) be and is hereby appointed as the Managing Director and Chairman of the Company, liable for retire by rotation, for a period of three year periods upto 04th September 2026 at a monthly remuneration of Rs. 50,000 (Rupees Fifty Thousand Only).”

“**RESOLVED FURTHER THAT**, the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

4. Regularisation of Mr. Sagarkumar P. Dataniya (DIN 09629945) as Non-Executive Director

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

“RESOLVED THAT, pursuant to provision of Section 149,150,152 read with Schedule IV to the Companies Act,2013, and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules,2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations,2015, Mr. Sagarkumar P. Dataniya [DIN: 09629945] who was appointed as an Additional Director under the category of Non-Executive Director of the Company w.e.f 05th September 2023 in terms of Section 161 of the Companies Act,2013 and Article of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Act proposing his candidature for the office of the Director and declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and hereby appointed as Non-Executive Director of the Company, not liable for retire by rotation to hold office for five (5) consecutive years.”

“RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorised to take all the necessary steps or procedures to bring in effect the said resolution.”

5. Regularisation of the appointment of Ms. Sweta R. Panchal (DIN:10298714) as a Non-executive Independent Director

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 149, 152 and read with Schedule IV and all other applicable provisions of the Companies Act, 2013, if any, and read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms. Sweta R. Panchal (DIN:10298714) who was appointed as Additional Independent Directors by the Board of Directors with effect from 05th September,2023 pursuant to provision of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, who has submitted declaration that he meet the criteria for independence as provided in section 149(6) of the Act and being eligible for appointment, the Company has received a notice in writing under Section 160 of the Companies Act, 2013 by Ms. Sweta R. Panchal proposing their candidature for the office of Directors, be and are hereby appointed as Independent Directors of the Company to hold office for term of 5 consecutive years and he will not be liable to retire by rotation.”

RESOLVED FURTHER THAT, the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

6. Regularisation of the appointment of Mrs. Nilam Makwana (DIN: 09210336) as a Non-executive Independent Director

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 149, 152 and read with Schedule IV and all other applicable provisions of the Companies Act, 2013, if any, and read with Companies (Appointment and

Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Nilam Makwana (DIN: 09210336) who was appointed as Additional Independent Directors by the Board of Directors with effect from 05th September, 2023 pursuant to provision of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, who has submitted declaration that he meet the criteria for independence as provided in section 149(6) of the Act and being eligible for appointment, the Company has received a notice in writing under Section 160 of the Companies Act, 2013 by Mrs. Nilam Makwana proposing their candidature for the office of Directors, be and are hereby appointed as Independent Directors of the Company to hold office for term of 5 consecutive years and he will not be liable to retire by rotation.”

RESOLVED FURTHER THAT, the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

7. Shifting of Registered office from State of West Bengal to State of Gujarat

To consider and, if thought fit, to pass, with or without modification n(s), the following Special Resolution:

“RESOLVED THAT pursuant to the provisions of section 12,13 and any other provisions applicable, if any, of the Companies Act, 2013 read with rules made thereunder (“the Act”) and the relevant provisions of the Articles of Association of the Company, and subject to approval of the Central Government and such other approval(s), permission(s), sanction(s) and condition(s) as may be required from time to time under the provisions of the Act or under any other law for the time being in force, the consent of the members be and is hereby accorded for shifting of the Registered Office of the Company from the State of West Bengal to State of Gujarat and existing Clause II of the Memorandum of Association of the Company be substituted and replaced by the following clause.

II. The Registered Office of the Company will be situated in the State of Gujarat.

“RESOLVED FURTHER THAT upon the aforesaid resolution becoming effective, the Registered Office of the Company be shifted from Kolkatta West Bengal to Ahmedabad, Gujarat.”

“RESOLVED FURTHER THAT any one of the Director or company secretary of the Company be and are hereby severally authorized to do all such acts, deeds, filings, submissions, matters and things as deemed necessary and to sign/ execute and file/ submit all such documents, instruments, writings and returns with the Registrar of Companies (ROC) and any other Statutory Authority (ies), for the purpose of giving effect to this resolution with requisite professional assistance.”

By order of the Board

**Pawansut Swami
Company Secretary**

Place: Kolkata

Date: 5th September, 2023

NOTES:-**GENERAL:**

1. The Ministry of Corporate Affairs ('MCA') vide its General Circular No. 20/2020 dated May 5, 2020 read with General Circular Nos. 14/2020, 17/2020, 02/2021, 2/2022 and 10/2022 dated April 8, 2020, April 13, 2020, January 13, 2021, May 5, 2022 and December 28, 2022 respectively (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India ('SEBI') vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/Pod-2/P/CIR/2023/4 dated January 5, 2023 ('SEBI Circulars') have permitted the holding of the Annual General Meeting by companies through video conferencing (VC) / other audio visual means (OAVM) during the calendar year 2020, 2021, 2022 upto September 30, 2023, without the physical presence of the Members. Accordingly, in compliance with the provisions of the Companies Act, 2013 ('Act'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), MCA Circulars and SEBI Circular, the 40th AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of members at a common venue.
2. An Explanatory Statement pursuant to Section 102 of the Act, in respect of Item Nos. 3 to 7 of the Notice set out above, is annexed hereto. The Board of Directors have considered and decided to include Item Nos. 4 to 6 as Special Business as they are unavoidable in nature. The relevant details, pursuant to Regulations 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, ('ICSI') in respect of Director seeking re-appointment at this AGM is annexed.
3. In accordance with the Secretarial Standard - 2 on General Meetings issued by the ICSI read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company i.e 3, Bentinck Street, 2nd Floor, Kolkata — 700 001 which shall be the venue of the AGM. Since the AGM will be held through VC / OAVM, the Route Map for the Venue of the Meeting is not annexed in this Notice.
4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Generally, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members under section 105 of the Act will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
6. In compliance with the provisions of Section 108 of the Act, read with the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Listing Regulations and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Limited (CSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as e-voting during the AGM will be provided by CSDL.
7. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee,

Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

8. In compliance with the aforesaid MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report is being sent through e-mail to those members whose e-mail addresses are registered with the Company/ Depositories. Members may note that the Notice and the Annual Report will also be available on the Company's website www.mihika.co.in, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of CDSL www.evotingindia.com.
9. Members who have still not registered their e-mail IDs are requested to do so at the earliest. Members holding shares in electronic mode can get their e-mail IDs registered by contacting their respective Depository Participant. Members holding shares in physical mode are requested to register their e-mail IDs with the Company or the RTA, for receiving the Notice and Annual Report.
10. The Register of Members and the Share Transfer Books of the Company will remain closed from 24th September, 2023 to 30th September, 2023 (both days inclusive).
11. M/s. Dharti Patel & Associates (COP No. 19303), has been appointed as the Scrutinizer to scrutinize the remote e-Voting process and casting vote through the e-Voting system during the meeting in a fair and transparent manner.
12. The result declared along with the Scrutinizer's Report will be forwarded to BSE Limited and shall be simultaneously uploaded on the Company's website www.mihika.co.in and on the website of CDSL www.evotingindia.com immediately.
13. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialised form. In view of the same and to eliminate all risks associated with physical shares and to avail various benefits of dematerialisation, the members are advised to dematerialise their holdings.
14. In case of any change in relation to the name, registered address, e-mail id, mobile no., PAN, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, nomination, power of attorney, etc., the members are required to intimate the same:
 - (i) for shares held in electronic form: to their respective DP; and
 - (ii) for shares held in physical form: to the Company/ RTA in prescribed Form No. ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/ MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021.
15. SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialised form only while processing certain prescribed service requests.

PROCEDURE FOR JOINING AGM THROUGH VC / OAVM

16. Members will be provided with a facility to attend the AGM through VC / OAVM through the CDSL e-voting system. Members may access by following the steps mentioned herein below for 8 Vodafone Idea Limited Access to CDSL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join Meeting" menu against Company name. You are requested to click on VC/ OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of the Company will be displayed. Please note that the Members who do not have the User ID and Password

for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e - Voting instructions mentioned in the notice to avoid last minute rush.

17. Members are encouraged to join the Meeting through Laptops for better experience
18. Further members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
19. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
20. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, e-mail id, mobile number at mihikaindustries@gmail.com during the period September 23, 2023 from 09:00 A.M. to September 27, 2023 up to 5:00 P.M.
21. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
22. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on 27th September, 2023 at 09:00 AM and ends on 29th September, 2023 at 05:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

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

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

	<p>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 hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
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 toll free no. 1800 22 55 33
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

- (v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual 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 Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> 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)	<p>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.</p> <ul style="list-style-type: none"> 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.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant **Mihika Industries Limited** on which you choose to vote.
- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) 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.
- (xvi) 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; mihikaindustries@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.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

By order of the Board

Place: Kolkata
Date: 5th September, 2023

Pawansut Swami
Company Secretary

ANNEXURE TO THE NOTICE EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

SPECIAL BUSINESS:

ITEM No. 3:

Appointment Mr. Pranav K. Trivedi [DIN: 09218324], by appointing him as Chairman and Managing Director of the company

Mr. Pranav K Trivedi (DIN 09218324) was first inducted to the Board at the Board Meeting held on 05th September, 2023 and in the same meeting he was appointed as the Additional Director. In terms of Section 161(1) of the Companies Act, 2013. Mr. Pranav K Trivedi (DIN 09218324) can hold office only up to the date of the ensuing Annual General Meeting. With respect to the same, the Company has received a notice in writing pursuant to the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for appointment as a Director of the Company. Further, in the meeting held i.e., 05th September, 2023, the Board appointed Mr. Pranav K Trivedi (DIN 09218324) as a Chairman and Managing Director of the Company, with immediate effect, for a period of three years, subject to the approval of the shareholders. The terms and conditions of the appointment are set out in a draft Appointment letter to be issued to Mr. Pranav K Trivedi (DIN 09218324) by the Company. The Board is of the opinion that the appointment and presence of Mr. Pranav K Trivedi (DIN 09218324) on the Board as the Managing will be desirable, beneficial and in the best interest of the Company. The Board recommends the resolution set out in item no. 4 of the accompanying Notice for approval and adoption of the Members.

II. INFORMATION ABOUT THE APPOINTEE:

S.N.	Particulars	Details
1.	Background details, Recognition or awards	He is associated with the Company on 05 th September, 2023 by the Board of Directors in their meeting held on 05 th September, 2023. He was appointed as Chairman and Managing Director of the Company by the Board of Directors in their meeting held for a period of three years subject to the approval of shareholders in General Meeting.
2.	Past remuneration	Rs. 50,000/- per month with effect from 05th September, 2023
3.	Job Profile & Responsibility	He is responsible for overall day to day management of the Company under the supervision and control of the Board of Directors of the Company.
4.	Remuneration proposed	Rs. 50,000/- per month
5.	Comparative remuneration profile with respects to industry, size of the Company, profile of position and person	The remuneration of Mr. Pranav K. Trivedi is fully justifiable and comparable to that prevailing in the industry, keeping in view the profit and the position of Managing Director and Chairman and enriched knowledge & vast experience of the appointee. He shall be looking after and responsible for the whole affairs of the management of the Company and shall be accountable to the Board of Directors of the Company to the Board of Directors of the Company.
6.	Pecuniary relationship, directly or indirectly, with the Company or relationship with the managerial personnel, if any	Mr. Pranav K. Trivedi is Managing Director, Chairman of the Company.

ITEM No. 4:**Regularization of an additional Director, Mr. Sagarkumar P. Dataniya (DIN: 09629945) as Non -Executive Director of the company:**

Mr. Sagarkumar P. Dataniya (DIN: 096299) was appointed as an additional Independent Director with effect from 05th September, 2023, in accordance with the provisions of Section 149, 150, 152, 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 149, 150, 152, 161 of the Companies Act, 2013, the above director holds office upto the date of ensuing Annual General Meeting of the Company. The Board is of the view that appointment of Ms. Sweta R. Panchal (DIN: 10298714) on the Company Board is desirable and would be beneficial to the Company.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives except Ms. Sweta R. Panchal herself, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends that the resolution set out at item no. 6 be passed as an Ordinary Resolution.

ITEM No. 5:**Regularization of an additional Independent Director, Ms. Sweta R. Panchal (DIN: 10298714) as an Independent Director of the company:**

Ms. Sweta R. Panchal (DIN: 10298714) was appointed as an additional Independent Director with effect from 05th September, 2023, in accordance with the provisions of Section 149, 150, 152, 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 149, 150, 152, 161 of the Companies Act, 2013, the above director holds office upto the date of ensuing Annual General Meeting of the Company. The Board is of the view that appointment of Ms. Sweta R. Panchal (DIN: 10298714) on the Company Board is desirable and would be beneficial to the Company.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives except Ms. Sweta R. Panchal herself, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends that the resolution set out at item no. 6 be passed as an Ordinary Resolution.

ITEM No. 6:**Regularization of an additional Independent Director, Mrs. Nilam Viren Makwana (DIN: 09210336) as an Independent Director of the company:**

Mrs. Nilam Viren Makwana (DIN: 09210336) was appointed as an additional Independent Director with effect from 05th September, 2023, in accordance with the provisions of Section 149, 150, 152, 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 149, 150, 152, 161 of the Companies Act, 2013, the above director holds office upto the date of ensuing Annual General Meeting of the Company. The Board is of the view that appointment of Mrs. Nilam Viren Makwana (DIN: 09210336) on the Company Board is desirable and would be beneficial to the Company.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives except Mrs. Nilam Viren Makwana herself, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends that the resolution set out at item no. 7 be passed as an Ordinary Resolution.

ITEM No. 7:

Shifting of Registered office from State of West Bengal to State of Gujarat

Mihika Industries Limited having its registered office at State of West Bengal. For the better control, cost conservation and centralized attention shifting of Registered office from West Bengal State to Gujarat State is the benefits for the Company and even Company will establish new plant at Gujarat State and Such change would help the Directors of the Company to guide the Company more effectively and efficiently and also result in operational convenience.

Pursuant to the Section 12 and section 13 of the Companies Act, 2013, shifting of the Registered Office from one state to another state and for alteration of the Memorandum of Association, approval of members of the Company is by a special resolution and of Central Government.

In the view of the above, the Board hereby recommends Item No. 7 for your approval as a special resolution.

None of the Directors of the Company including their relatives are, in any way, concerned or interested financially or otherwise, in the proposed resolution.

Annexure

Information pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with regard to the director seeking re-appointment at the forthcoming Annual General Meeting

Refer- ITEM NO. 03

Name of Director	Mr Pranav K Trivedi
Date of Birth	30/06/1990
Qualification	Mr. Pranav K. Trivedi is Graduate from the Recognized University
Expertise in specific functional area	He is having more than 5 years' experience in Agro related product and Account, Finance and Admin.
Directorship Held in other Indian Public Listed Companies (excluding foreign companies)	1. CHANDRIMA MERCANTILES LIMITED 2. VEGGIE FEST FOODS PRIVATE LIMITED
Membership/ Chairmanship of Committees of other Indian Public Companies:	1. Chandrima Mercantile Limited Managing Director & Chief Financial Officer Member of Audit Committee Member of Nomination and Remuneration Committee Member of Stakeholder's Relationship Committee
Number of shares held in the Company as on 31st March, 2023	--
Directors' inter-se Relationship	--

Refer- ITEM NO. 04

Name of Non Executive Director	Mr Sagarkumar P. Dataniya
Date of Birth	08/07/1993
Qualification	Mr. Sagarkumar Pravinchandra Dataniya is Graduate from the Recognized University
Expertise in specific functional area	He is having more than 3 years' experience in Agro related product.
Directorship Held in other Indian Public Listed Companies (excluding foreign companies)	1. JAINAM FINSERV PRIVATE LIMITED 2. VEGGIE FEST FOODS PRIVATE LIMITED
Membership/ Chairmanship of Committees of other Indian Public Companies:	--
Number of shares held in the Company as on 31st March, 2023	--
Directors' inter-se Relationship	--

Refer- ITEM NO. 05

Name of Non Executive Director	Ms Sweta R Panchal
Date of Birth	01/03/1995
Qualification	She is also a Graduate from the Recognized University.
Expertise in specific functional area	Ms.Sweta R. Panchal is well knowledgeable In the Matter of Income Tax.
Directorship Held in other Indian Public Listed Companies (excluding foreign companies)	N.A.
Membership/ Chairmanship of Committees of other Indian Public Companies:	N.A.
Membership/ Chairmanship of Committees of other Indian Public Companies:	N.A.
Number of shares held in the Company as on 31st March,2023	N.A.
Directors' inter-se Relationship	--

Refer- ITEM NO. 06

Name of Non Executive Director	Mrs Nilam Makwana
Date of Birth	21/04/1992
Qualification	She is also a Graduate from the Recognized University. She is also a Member of the Institute of Company Secretaries of India.
Expertise in specific functional area	Mrs. Nilam Makwana is well knowledgeable In the Matter of Companies Act and Other Legal Matter.
Directorship Held in other Indian Public Listed Companies (excluding foreign companies)	<ol style="list-style-type: none"> 1. TINE AGRO LIMITED 2. CROPSTER AGRO LIMITED 3. ARDI INVESTMENT AND TRADING CO LTD.
Membership/ Chairmanship of Committees of other Indian Public Companies:	<ol style="list-style-type: none"> 1. Tine Agro Limited Member of Audit Committee Member of Nomination and Remuneration Committee Member of Stakeholder's Relationship Committee 2. Ardi Investment and Trading Limited Member of Audit Committee Chairman of Nomination and Remuneration Committee 3. Cropster Agro Limited Member of Audit Committee Member of Nomination and Remuneration Committee Member of Stakeholder's Relationship Committee
Number of shares held in the Company as on 31st March,2023	N.A.
Directors' inter-se Relationship	--

ANNEXURE TO THE NOTICE EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

SPECIAL BUSINESS:

ITEM No. 3:

Appointment Mr. Pranav K. Trivedi [DIN: 09218324], by appointing him as Chairman and Managing Director of the company

Mr. Pranav K Trivedi (DIN 09218324) was first inducted to the Board at the Board Meeting held on 05th September, 2023 and in the same meeting he was appointed as the Additional Director. In terms of Section 161(1) of the Companies Act, 2013. Mr. Pranav K Trivedi (DIN 09218324) can hold office only up to the date of the ensuing Annual General Meeting. With respect to the same, the Company has received a notice in writing pursuant to the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for appointment as a Director of the Company. Further, in the meeting held i.e., 05th September, 2023, the Board appointed Mr. Pranav K Trivedi (DIN 09218324) as a Chairman and Managing Director of the Company, with immediate effect, for a period of three years, subject to the approval of the shareholders. The terms and conditions of the appointment are set out in a draft Appointment letter to be issued to Mr. Pranav K Trivedi (DIN 09218324) by the Company. The Board is of the opinion that the appointment and presence of Mr. Pranav K Trivedi (DIN 09218324) on the Board as the Managing will be desirable, beneficial and in the best interest of the Company. The Board recommends the resolution set out in item no. 4 of the accompanying Notice for approval and adoption of the Members.

II. INFORMATION ABOUT THE APPOINTEE:

S.N.	Particulars	Details
1	Background details, Recognition or awards	He is associated with the Company on 05 th September, 2023 by the Board of Directors in their meeting held on 05 th September, 2023. He was appointed as Chairman and Managing Director of the Company by the Board of Directors in their meeting held for a period of three years subject to the approval of shareholders in General Meeting.
2.	1 Past remuneration	Rs. 50,000/- per month with effect from 05th September, 2023
3.	2 Job Profile & Responsibility	He is responsible for overall day to day management of the Company under the supervision and control of the Board of Directors of the Company.
4.	Remuneration proposed	Rs. 50,000/- per month
5.	Comparative remuneration profile with respects to industry, size of the Company, profile of position and person	The remuneration of Mr. Pranav K. Trivedi is fully justifiable and comparable to that prevailing in the industry, keeping in view the profit and the position of Managing Director and Chairman and enriched knowledge & vast experience of the appointee. He shall be looking after and responsible for the whole affairs of the management of the Company and shall be accountable to the Board of Directors of the Company to the Board of Directors of the Company.
6.	Pecuniary relationship, directly or indirectly, with the Company or relationship with the managerial personnel, if any	Mr. Pranav K. Trivedi is Managing Director, Chairman of the Company.

ITEM No. 4:**Regularization of an additional Director, Mr. Sagarkumar P. Dataniya (DIN: 09629945) as Non -Executive Director of the company:**

Mr. Sagarkumar P. Dataniya (DIN: 096299) was appointed as an additional Independent Director with effect from 05th September, 2023, in accordance with the provisions of Section 149, 150, 152, 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 149, 150, 152, 161 of the Companies Act, 2013, the above director holds office upto the date of ensuing Annual General Meeting of the Company. The Board is of the view that appointment of Ms. Sweta R. Panchal (DIN: 10298714) on the Company Board is desirable and would be beneficial to the Company.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives except Ms. Sweta R. Panchal herself, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends that the resolution set out at item no. 6 be passed as an Ordinary Resolution.

ITEM No. 5:**Regularization of an additional Independent Director, Ms. Sweta R. Panchal (DIN: 10298714) as an Independent Director of the company:**

Ms. Sweta R. Panchal (DIN: 10298714) was appointed as an additional Independent Director with effect from 05th September, 2023, in accordance with the provisions of Section 149, 150, 152, 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 149, 150, 152, 161 of the Companies Act, 2013, the above director holds office upto the date of ensuing Annual General Meeting of the Company. The Board is of the view that appointment of Ms. Sweta R. Panchal (DIN: 10298714) on the Company Board is desirable and would be beneficial to the Company.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives except Ms. Sweta R. Panchal herself, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends that the resolution set out at item no. 6 be passed as an Ordinary Resolution.

ITEM No. 6:**Regularization of an additional Independent Director, Mrs. Nilam Viren Makwana (DIN: 09210336) as an Independent Director of the company:**

Mrs. Nilam Viren Makwana (DIN: 09210336) was appointed as an additional Independent Director with effect from 05th September, 2023, in accordance with the provisions of Section 149, 150, 152, 161 of the Companies Act, 2013 read with the Articles of Association. Pursuant to Section 149, 150, 152, 161 of the Companies Act, 2013, the above director holds office upto the date of ensuing Annual General Meeting of the Company. The Board is of the view that appointment of Mrs. Nilam Viren Makwana (DIN: 09210336) on the Company Board is desirable and would be beneficial to the Company.

None of the other Directors or Key Managerial Personnel of the Company and their respective relatives except Mrs. Nilam Viren Makwana herself, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends that the resolution set out at item no. 7 be passed as an Ordinary Resolution.

ITEM No. 7:

Shifting of Registered office from State of West Bengal to State of Gujarat

Mihika Industries Limited having its registered office at State of West Bengal. For the better control, cost conservation and centralized attention shifting of Registered office from West Bengal State to Gujarat State is the benefits for the Company and even Company will establish new plant at Gujarat State and Such change would help the Directors of the Company to guide the Company more effectively and efficiently and also result in operational convenience.

Pursuant to the Section 12 and section 13 of the Companies Act, 2013, shifting of the Registered Office from one state to another state and for alteration of the Memorandum of Association, approval of members of the Company is by a special resolution and of Central Government.

In the view of the above, the Board hereby recommends Item No. 8 for your approval as a special resolution.

None of the Directors of the Company including their relatives are, in any way, concerned or interested financially or otherwise, in the proposed resolution.

DIRECTOR'S REPORT

Your Directors have pleasure in presenting the 40th Annual Report of the Company together with the Audited Financial Statements for the Financial Year ended March 31, 2023.

FINANCIAL HIGHLIGHTS (Rs. In Lacs)

Particulars	March 31, 2023	March 31, 2022
Profit / (Loss) before tax	(324.15)	(1.61)
Less: Tax Expense	(82.60)	(0.30)
Profit / (Loss) after tax	(241.55)	(1.91)
Other Comprehensive Income for the year, net of tax	0.00	0.00
Total Comprehensive Income for the year	(241.55)	(1.91)

DIVIDEND

With a view to conserve resources for growth of Company, the Board recommends no dividend for the year ended March 31, 2023.

TRANSFER TO RESERVE

The Company did not transfer any amount to General Reserve during the year.

PUBLIC DEPOSITS

The Company has neither invited nor accepted/renewed any deposits from the public within the meaning of Chapter V of Companies Act, 2013 or extant regulations of the Reserve Bank of India during the year under review.

CAPITAL STRUCTURE

During the year, there has been no change in the capital base of the Company, which comprises of 10000000 Equity Shares of Rs.10/- each.

CHANGE IN NATURE OF THE BUSINESS

There has been no change in the nature of business of the Company during the year.

STATUTORY & LEGAL MATTERS

There has been no significant and/or material order(s) passed by any Regulators/Courts/Tribunals impacting the going concern status and the Company's operations in future.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

There has been change in Board of Directors of the Company during the year.

Consequent to change of control of the Company, Mr. Pranav K Trivedi (DIN09218324), appointed as an Chairman cum Managing Director on 05th September 2023 of the Company to hold office till the conclusion ensuing Annual General Meeting.

Consequent to change of control of the Company, Mr. Sagardkumar P. Dataniya (DIN09629945), appointed as an Additional Director on 05th September 2023 of the Company to hold office till the conclusion ensuing Annual General Meeting.

Consequent to change of control of the Company, Mrs. Nilam Makwana (DIN09210336), appointed as an Additional Director on 05th September 2023 of the Company to hold office till the conclusion ensuing Annual General Meeting.

Consequent to change of control of the Company, Mr. Sweta R. Panchal (DIN10298714), appointed as an Additional Director on 05th September 2023 of the Company to hold office till the conclusion ensuing Annual General Meeting.

Additional information pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 in respect of Directors seeking appointment /re-appointment is given in the Notice convening Annual General Meeting Notice of the Company.

None of the Directors of the Company is disqualified for being appointed as a Director, under Section 164(2) of the Companies Act, 2013.

Consequent to change of control of the Company, Mr. Kuldeep Kumar Sethia, Chairman cum Managing Director has resigned from the directorship of the Company with effect from 05.09.2023. The Board places on record their appreciation for contribution and services rendered by him during his tenure as a Managing Director.

Consequent to change of control of the Company, Mrs. Shweta Sethia, Executive Director has resigned from the directorship of the Company with effect from 05.09.2023. The Board places on record their appreciation for contribution and services rendered by him during his tenure as a Director.

Consequent to change of control of the Company, Mr. Rajesh Shah, an Independent Director has resigned from the directorship of the Company with effect from 05.09.2023. The Board places on record their appreciation for contribution and services rendered by him during his tenure as an Independent Director.

Consequent to change of control of the Company, Mr. Mali Chand Agarwala, an Independent Director has resigned from the directorship of the Company with effect from 05.09.2023. The Board places on record their appreciation for contribution and services rendered by him during his tenure as an Independent Director.

Consequent to change of control of the Company, Mrs. Malti Jaiswal, an Independent Director has resigned from the directorship of the Company with effect from 05.09.2023. The Board places on record their appreciation for contribution and services rendered by him during his tenure as an Independent Director.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received the necessary declaration from each Independent Directors of the Company under Section 149(7) of Companies Act, 2013 that they meet the criteria of Independence as laid down under the provisions of sub-section (6) of Section 149 of the Companies Act, 2013 as well as under Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

DETAILS OF SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

There are no Subsidiaries, Joint Ventures and Associate Company during the financial year 2022-23 under review.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(3)(c) of the Companies Act, 2013, it is hereby confirmed that:

- a) in the preparation of the Annual Accounts for the year ended 31st March, 2023, the applicable accounting standards had been followed along with the proper explanation relating to material departures, if any;
- b) that such accounting policies have been selected as mentioned in the Notes to Financial Statements and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31st March, 2023 and of the loss of the Company for the year ended on that date;
- c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of Company and for preventing and detecting fraud and other irregularities;
- d) that annual accounts have been prepared for the financial year ended 31st March, 2023 on 'going concern' basis;

- e) that proper internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- f) that proper system has been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

STATUTORY AUDITORS AND AUDIT REPORT

Consequent to change of control of the Company, pursuant to the provision of section 139, 142 and other applicable provisions of the Companies Act, 2013 if any, read with Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s V S S B & Associates, Chartered Accountants (FRN: 0121356W), appointed as the statutory auditor of the Company and to hold office from the conclusion of 40th Annual General Meeting till the conclusion of 45th Annual General Meeting, are appointed and they shall be paid remuneration as may be finalized by the Board of Directors of the Company and

They have confirmed their eligibility and are not disqualified to act as auditor of the Company and they shall be paid remuneration as may be finalized by the Board of Directors of the Company.

M/s. Khandelwal Prem & Associates, Chartered Accountants (FRN:317092E), statutory auditor of the Company has been resigned from the post of Statutory Auditors of the due to change of control of the Company with effect from 14.08.2023, were appointed by the shareholders at 38th Annual General Meeting for the period of five years till the conclusion of 43rd Annual General Meeting of the Company to be scheduled in 2026.

The observations made by the auditors in the Auditors' Report are self-explanatory and do not contain any qualification or any adverse remarks and, therefore need no further clarifications or any further explanations as required under sub-section (3) of Section 134 of the Companies Act, 2013.

SECRETARIAL AUDIT

In compliance with provisions of Section 204 and other applicable provisions of Companies Act 2013, a Secretarial Audit was conducted during the year by Secretarial Auditor Mr. Rajesh Ghorawat (CP No.- 20897). The Secretarial Auditor's Report for the financial year ended 31st March, 2023 is attached as Annexure-A and form part of this report.

There are no qualifications or observations, or remarks made by the Secretarial Auditor in their Audit Report.

SECRETARIAL STANDARD

The Company complies with all applicable Secretarial Standard.

FRAUD REPORTING

There was no fraud reported by Auditors of the Company under Section 143(12) of the Companies Act, 2013, to the Audit Committee or Board of Directors during the year under review.

MEETINGS OF THE BOARD AND ATTENDANCE

During the year under review 5 (five) Board Meetings were held on 30-05-2022, 12-08-2022, 05-09-2022, 11-11-2022, and 13-02-2023. The Meetings were held as per the requirements of business and at intervals within the legally permitted limits. The Boards meets once in every quarter, inter-alia, to review the quarterly results and other items on agenda:

Name of the Directors	Category of the Directors	No. of Board Meetings during the year	No. of Board Meetings Attended
Mr. Kuldeep Kumar Sethia	Managing Director	5	5
Mrs. Shweta Sethia	Executive Director and CFO	5	5
Mr. Rajesh Shah	Independent Non-Executive Director	5	5
Mr. Mali Chand Agarwala	Independent Non-Executive Director	5	5
Mr. Manoj Sethia	Non-Independent Non-Executive Director	5	5
Mrs. Malti Jaiswal	Independent Non-Executive Director	5	5

MEETINGS OF THE AUDIT COMMITTEE AND ATTENDANCE

During the year under review 4 (four) meetings of the committee were held on 30-05-2022, 12-08-2022, 11-11-2022 and 13-02-2023. The attendance of the members at the meetings were as follows:

Name of the Members	Designation in the Committee	No. of Meetings of Committee during the Year	No. of Committee Meeting Attended
Mr. Rajesh Shah	Chairperson	4	4
Mr. Mali Chand Agarwala	Member	4	4
Mr. Kuldeep Kumar Sethia	Member	4	4

MEETINGS OF THE NOMINATION AND REMUNERATION COMMITTEE AND ATTENDANCE

During the year under review 1 (one) meeting of the committee were held on 31-03-2023. The attendance of themembers at the meeting were as follows:

Name of the Members	Designation in the Committee	No. of Meeting of Committee during the Year	No. of Committee Meeting Attended
Mrs. Malti Jaiswal	Chairperson	1	1
Mr. Mali Chand Agarwala	Member	1	1
Mr. Manoj Sethia	Member	1	1

MEETINGS OF THE STAKEHOLDER'S RELATIONSHIP COMMITTEE AND ATTENDANCE

During the year under review 1 (one) meeting of the committee were held on 31-03-2023. The attendance of themembers at the meeting were as follows.

Name of the Members	Designation in the Committee	No. of Meeting of Committee during the Year	No. of Committee Meeting Attended
Mr. Manoj Sethia	Chairperson	1	1
Mr. Mali Chand Agarwala	Member	1	1
Mrs. Malti Jaiswal	Member	1	1

CORPORATE GOVERNANCE

Corporate Governance Report is not applicable to the Company as Regulation 15(2) states – *“The compliance with the corporate governance provisions as specified in regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V shall not apply, in respect of –*

- (a) the listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty-five crore, as on the last day of the previous financial year.*
- (b) the listed entity which has listed its specified securities on the SME Exchange.”*

Therefore, for the year ending 31st March, 2023, there is no requirement of Corporate Governance Report.

BUSINESS RESPONSIBILITY REPORT

Preparation of Business Responsibility Report is not applicable to the Company.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of provision of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the management discussion and analysis report for the year is presented, in a separate section forming part of the Annual Report.

LISTED WITH STOCK EXCHANGES

The Company's shares have been listed with the BSE Ltd. with Scrip Code 538895. The Company confirms that it has paid the annual listing fees for the year 2023-24 to BSE Ltd.

MATERIALS CHANGES AND COMMITMENTS

No material changes and commitments have occurred after the close of the financial year 2022-23 till the date of this Report, which affect the financial position of the Company.

INTERNAL FINANCIAL CONTROL

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the 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 disclosure.

MANAGERIAL REMUNERATION

In terms of the provision of Section 197(12) of the Act read with Rules 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 or amendment thereof, if any, in respect of the managerial personnel of the company is attached here as **Annexure- B**.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

There are no employees who are in receipt of remuneration in excess of the limit specified under Section 134(3)(q) read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT GO

Your Company does not have any activity requiring conservation of energy or technology absorption and there was no foreign exchange earnings and/or foreign exchange outgo.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year are at arm's length basis and are in the ordinary course of business. Details of materially significant related party transactions that are transactions of a material nature between the Company and the Promoters, Management, Directors or their relatives etc. are disclosed in the Note No.23 of the Financial Statements in compliance with the Indian Accounting Standard - 24 relating to "Related Party Disclosures".

There are no materially significant related party transactions with the Company's Promoters, Directors, Management, or their relatives, which may have a potential conflict with the interest of the Company.

EXTRACT OF ANNUAL RETURN

The copy of annual return of the Company has been placed on the website of the Company and can be accessed at www.mihika.co.in.

PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED

Loans, guarantees and investments or securities covered under Section 186 of the Companies Act, 2013 form part of the notes no.26 to the financial statements.

RISK MANAGEMENT POLICY

As required under the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has established a well-documented and robust risk management framework.

The Audit Committee of the Board of Directors reviews the Risk Management Strategy of the Company to ensure effectiveness of the Risk Management policy and procedures. Board of Directors of the Company is regularly appraised on the key risk assessment areas and a mitigation mechanism is recommended.

During the year, the Board has reviewed the risk assessment and a risk minimization procedure commensurate to the risks has been adopted and is in place.

CORPORATE SOCIAL RESPONSIBILITY

The Company does not fall in the category of Companies to where under Section 135(1) is applicable. Hence Corporate Social Responsibility requirements are not applicable to Company.

VIGIL MECHANISM

In accordance with Section 177(9) and 177(10) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has established a Vigil mechanism/Whistle Blower Policy. The policy is available at Company's website.

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formulated the criteria for the evaluation of the performance of Board of Directors, Independent Directors, Non-Independent Directors, and the Chairman of the Board. Based on that performance evaluation has been undertaken. The Independent Directors of the Company have also convened a separate meeting for this purpose. All the results and evaluation has been communicated to the Chairman of the Board of Directors. All Directors of the Board are familiar with the business of the Company.

DISCLOSURE AS REQUIRED UNDER SECTION 22 OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees are covered under this policy. During the year under review, no case was filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

APPRECIATION

Your Directors wish to place on record their appreciation for continued guidance and co-operation received from the various stakeholders including financial institutions and banks, regulators, governmental authorities and other business associates, who have extended their valuable support and encouragement during the year under review. The Directors thank the Company's employees, customers, vendors, investors and academic partners for their continuous support.

The Directors appreciate and value the contribution made by every member of the Company.

For and on behalf of the Board

Pranav K. Trivedi

SD/-

Place: Kolkata

Date: 5th September, 2023

Chairman cum Managing Director

DIN: 09218324

Annexure – A Form
No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Mihika Industries Limited
3, Bentinck Street, 2nd
Floor Kolkata -700001

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

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also based on the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2023 (“Audit Period”) generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, forms and returns filed and other records made available to me and maintained by the Company for the financial year ended on 31st March, 2023, to extent of Acts/provisions of the Acts applicable according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder, as applicable;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not applicable as there was no reportable event during the financial year under review);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not applicable as there was no reportable event during the financial year under review);
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not Applicable to the Company during the period under review);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not Applicable to the Company during the period under review);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (Not Applicable to the Company during the period under review); and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not Applicable to the Company during the period under review)

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

- (i) Secretarial Standard-I and II issued by the Institute of Company Secretaries of India; and
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

In respect of other laws specifically applicable to the Company, I have relied on the information/records produced by the Company during the course of my audit and the reporting is limited to that extent.

I further report that

1. The Board of Directors of the Company is duly constituted with 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.
2. Adequate notice is given to all directors to schedule the Board Meetings/committee meetings agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decisions is carried through while dissenting members' views, if any, are captured and recorded as part of the minutes.
3. The Company has submitted the Compliance Certificate to Stock Exchanges with regard to maintenance of Structured Digital Database (SDD) pursuant to Regulations 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015 for the quarters ended on 30/06/2022, 30/09/2022, 31/12/2022 and 31/03/2023.

I further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), I am of the opinion there are adequate systems and processes in place in the Company which is commensurate with its size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period, a Share Purchase Agreement was signed between Mr Kuldeep Kumar Sethia, M/s. Jain Commodity Broking Pvt Ltd. (both being sellers and belonging to promoter group) and M/s. Veggie Fest Foods Pvt Ltd. (Acquirer) on 6th February, 2023 in which the acquirer has agreed to purchase from the sellers and the seller has agreed to sell to the acquirer 24,02,175 equity shares of Rs. 10/- each being 24.02 % of the total paid up and issued capital of the company in the manner and subject to the terms and conditions contained in the aforesaid Share Purchase Agreement.

Rajesh Ghorawat
(Practising Company Secretary)
M No. F7226
CP No. 20897

Place: Kolkata

Date : 01/09/2023

ICSI Peer Review No.: 1992/2022
UDIN: F007226E000906949

NOTE-This report is to be read out with my letter of even date which is annexed as Annexure I and forms an integral part of this report.

Annexure-I
(TO THE SECRETARIAL AUDIT REPORT OF
MIHIKA INDUSTRIES LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023)

To,
The Members,
Mihika Industries Limited
3, Bentinck Street, 2nd
Floor Kolkata -700001

I 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. My responsibility is to express an opinion on these secretarial records based on my audit are adequate and operate effectively and efficiently.
2. I have followed the Audit practices and processes 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. I believe that the processes and practices. I followed a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I 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 and standards is the responsibilities of the management. My 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.

Rajesh Ghorawat
Practising Company Secretary
M No. F7226
CP No. 20897

Place: Kolkata
Date : 01/09/2023

ICSI Peer Review No.: 1992/2022
UDIN: F007226E000906949

ANNEXURE – B MANAGERIAL REMUNERATION

1) REMUNERATION PAID TO DIRECTORS

SL	NAME OF THE DIRECTOR	TITLE	REMUNERATION IN F.Y 2022-23(Rs)	REMUNERATION IN F.Y 2021-22(Rs)	% INCREASE OF REMUNERATION IN 22-23 AGAINST 21-22	RATIO OF REMUNERATION OF EACH DIRECTOR TO MRE FOR THE YEAR 2022-23 (NOTE-1)	RATIO OF REMUNERATION TO REVENUES IN 2023 (Note - 1)
1.	Mr. Kuldeep Kumar Sethia	Managing Director	7,20,000	6,60,000	09.00	2.40	0.06
2.	Mr. Manoj Sethia	Non-Executive Director	NIL	NIL	NIL	NIL	NIL
3.	Mr. Mali Chand Agarwala	Independent Director	NIL	NIL	NIL	NIL	NIL
4.	Mr. Rajesh Shah	Independent Director	NIL	NIL	NIL	NIL	NIL
5.	Mrs. Shweta Sethia	Executive Director	3,00,000	3,00,000	NIL	1.00	0.02
6.	Mrs. Malti Jaiswal	Independent Director	NIL	NIL	NIL	NIL	NIL

2) REMUNERATION PAID TO KEY MANAGERIAL PERSONNEL

SL	NAME OF THE DIRECTOR	DESIGNATION	REMUNERATION IN F.Y 2021-22(Rs)	REMUNERATION IN F.Y 2020-21(Rs)	% INCREASE OF REMUNERATION IN 21-22 AGAINST 20-21	RATIO OF REMUNERATION TO MRE 2021-22 (Note - 1)	RATIO OF REMUNERATION TO REVENUES IN 2022 (Note - 1)
1.	Mrs. Smita Jain	Company Secretary	5,04,000	5,04,000	0.00	1.68	0.04

NOTES :

1. Calculation based on annualized salary.
2. No remuneration is paid to any Non Executive Director during the period.
 - a. The percentage increase in the median remuneration of employees in the financial year–19.00%
 - b. The number of permanent employees in the rolls of the company as on 31.03.2023 were 6 (other than KMP's)
 - c. Average percentile increase already made in the salaries of employee other than the KMPs in the last financial year and its comparison with the percentile increase in managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration - 1.49%
 - d. The remuneration is paid as per Remuneration policy of the Company.
 - e. During the Financial year 2021-22 no employee received remuneration in excess of that paid to Managing Director.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report has to be read in conjunction with the Company's financial statements, covering overall performance and outlook of its activities which read as follows-

TRADE STRUCTURE AND DEVELOPMENT

Jute Industrial sector is an important segment of Indian economy. Jute has been the most versatile natural fibre. The jute sector produces products ranging from low value geo-textile to high end jute made ups including sacking, hessian, yarn, decorative fabrics etc. In our country, due to the growing environmental concerns, state and central government started making laws and banning the use of single use plastic bags and items which may create a huge demand for low-cost shopping bags. The Jute industry occupies an important place in the national economy of India, particularly in West Bengal where nearly 75 jute mills operate. It supports 40 lakh farm families and provides livelihood to lakhs of workmen. The Cabinet Committee on Economic Affairs has approved reservation norms for mandatory use of jute in packaging of rice, wheat and sugar for the Jute Year 2022-23.

OPPORTUNITIES

Jute is a natural fibre obtained from the bark of the white jute plant or the tossa jute plant. It is also known as the golden fibre owing to its golden and silky shine, and is extensively used in the manufacturing of packaging products and textiles. Jute is versatile and has application in lifestyle and promotional bags, decoratives, geo-textiles, apparels, composites, upholstery furnishings, and also non-wovens for both technical and non-technical purposes. As a packaging material, jute offers advantages such as good insulation, low thermal conductivity and moderate moisture retention. On account of this, jute bags are used as packaging material for bulk goods as well as shopping and gift bags. The global jute shopping bag industry is currently at a nascent stage with encouraging growth aspects. The demand for jute bags has witnessed a surge over the past few years, particularly in the European Union. This can be attributed to the growing environment consciousness in the region. The imports of jute bags in non-producing countries have also been facilitated by the ban on plastic packaging materials and bags. Additionally, the benefits offered by jute bags such as their biodegradability, durability, low cost, high strength, etc. have further supported the market growth.

THREATS/RISKS AND CONCERNS

The following areas of risks and concerns continue to pose threat to Jute Industry –

- a) Threat of dilution from the Government by amending JPMA Guidelines.
- b) Cut throat competition from Bangladesh in export market which continues to enjoy benefits in the form of lower costs and government subsidies.
- c) Further decline in Global markets due to extraneous geo-political reasons.
- d) Increase in wage cost without linking to productivity which constitutes high proportion of production costs in a labour-intensive industry.

SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

The Company operates primarily in one business segment viz. trading of Raw Jute activities in India and accordingly this is the only Single Reportable Segment. The company is however looking for other opportunities.

OUTLOOK

Jute crop during the current year seems to be better than the previous year due to favourable weather conditions. Raw jute prices may also soften, barring unforeseen circumstances. Indian jute industry is largely dependent on captive demand for sacking due to the Jute Packaging Material (Compulsory Use in Packing Commodities) Act, 1987. The government demand is very robust.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has proper and adequate internal control systems to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and all transactions are authorized, recorded and reported properly. The Internal Auditors are mandated to carry out periodical audit and report on areas of non-compliances/weaknesses. Corrective actions in case of reported deficiencies, if any, are taken actively to further

strengthen the internal control systems. These reports are reviewed by the Audit Committee of the Board of Directors for follow-up action and instructions are issued for taking necessary measures. The Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls with reference to financial statements were operating effectively as at 31st March, 2023, based on the essential components of internal controls over financial reporting criteria established by the Company.

FINANCIAL AND OPERATIONAL PERFORMANCE

The financial and operational performances are separately elaborated in the Directors' Report.

DEVELOPMENT IN HUMAN RESOURCES

Since development in human resource is needed for the organization's growth and to maintain its sustainability in the long run. The Company has continued its endeavor in maintaining peace and harmony at all levels of employment in the organization in the year under review. The Company is continuing its efforts through training to enhance competence of its manpower to make them more resourceful in their present job and also to prepare them for future roles. The Company has also introduced staff welfare schemes under which benefits are provided to deserving members of staff.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

There has been no significant change (i.e., change of 25% or more as compared to the immediately previous financial year) in any key financial ratios viz. debtor's turnover, inventories turnover, current ratio, debt-equity ratio, and operating profit margin. The Company has decided to report following :

<u>Particulars</u>	FY 22-23	FY 21-22
Current ratio	48.29	7724.23
Return on equity ratio(%)	-24.16	-0.19
Net Capital turnover ratio	0.00	0.07
Net profit ratio(%)	NA	-0.01
Return on Investment	NA	0.72
Return on capital employed(%)	-14.97	-0.07

CAUTIONARY STATEMENT

The Statement in the Managements' Discussion and Analysis Report detailing the Company's objectives, projections, estimates, expectations, or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. These statements being based on certain assumptions and expectation of future events, actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include changes in Government regulations and tax regime, economic developments within India and abroad, financial markets etc. The Company assumes no responsibility in respect of forward-looking statements that may be revised or modified in future on the basis of subsequent developments, information, or events. The financial statements are prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015. The management of the Company has used estimates and judgments relating to the financial statements on a prudent and reasonable basis, in order that the financial statements reflect true and fair picture, the state of affairs and profit for the year. The above discussions on our financial condition and result of operations should be read together with our audited financial statements and the notes to these statements included in the Annual Report.

Place: Kolkata
Date: 5th September, 2023

SD/-
Pranav K. Trivedi
Chairman Cum Managing Director
DIN: 09218324

CODE OF CONDUCT DECLARATION

[Regulation 26(3) read with Schedule V(D) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Members
Mihika Industries Limited
(CIN: L70101WB1983PLC035638)

I hereby declare that all the Members of the Board and Senior Management Personnel of the Company have affirmed due observance of the Code of Conduct for the financial year ended 31st March, 2023.

For and on behalf of the Board

SD/-

Pranav K. Trivedi

Chairman Cum Managing Director

DIN:09218324

Place: Kolkata

Date: 5th September, 2023

INDEPENDENT AUDITORS' REPORT

To the Members of
Mihika Industries Limited

Report on the Audit of the Ind AS Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **MIHIKA INDUSTRIES LIMITED** (“the Company”), which comprise of the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss, Statement of changes in equity, and Statement of Cash Flows for the year then ended, and notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, and profit/ loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143 (10) of the Companies Act, 2013. Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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 year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that the matter described below to be the key audit matter to be communicated in our report.

<u>Sr. No.</u>	<u>Key Audit Matters</u>	<u>How the matter was addressed in our audit:</u>
1.	The carrying value of deferred tax asset as at March 31, 2023 is Rs. 107.30 lakhs. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carryforward of unused tax credits and unused tax losses can be utilised.	Our audit procedures included the following: <ul style="list-style-type: none">• Assessed the Company’s accounting policy with respect to recognition of deferred taxes in accordance with Ind AS 12 “Income Taxes”;• Assessed the consistency of financial projections used by management in assessing recoverability of deferred tax assets with the financial budgets approved by senior

<p>The Company's ability to generate future taxable profit to utilise the deferred tax balance available is assessed by the management at the end of each reporting period taking into account forecasts of future taxable profits and the applicable tax laws. In assessing the future taxable profits, management has made estimates based on assumptions in relation to financial projections and future taxable income of the entity.</p> <p>The recoverability of deferred tax assets is a key audit matter as its utilisation within the allowed time frame involves estimate of financial projections and availability of sufficient taxable income in the future.</p>	<p>management of the Company and the reliability of the process by which the estimates were calculated, by assessing the reasons for differences between projected and actual performances;</p> <ul style="list-style-type: none"> • Analysed the performance of the Company and assessed the assumptions used in forecast of future profits and expected utilisation of the unabsorbed business losses and unabsorbed depreciation, including understanding of management's estimate of business impact based on current market and economic conditions; • Assessed the disclosures in Note 25 of the Standalone Ind AS financial statements in accordance with the requirements of Ind AS 12 "Income Taxes";
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Management's Responsibility for the Standalone Financial Statements

The Company'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 standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian 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 the safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent and design, implementation, and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that gives a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are 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:

- a) 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 a udit 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.
- b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has an adequate internal financial controls system in place and the operating effectiveness of such controls.
- c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d) 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.
- e) 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.

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.

Information other than the financial statements and Auditors' report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Board's Report (including annexures thereto), Management Discussion and Analysis and Report on

Corporate Governance (collectively referred to as 'other information') but does not include the standalone financial statements, and our auditors' 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 financial statements or our knowledge obtained in the 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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, 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, Statement of Profit and Loss, Statement of changes in equity, and the Cash Flow Statement 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 Indian Accounting Standards specified under Section 133 of the Act.
 - e. On the basis of written representations received from the Directors as on March 31, 2023, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023, 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 does not have any pending litigations which would impact its financial position.
- (ii) In our opinion and as per the information and explanations provided to us, the Company has not entered into any long-term contracts including derivative contracts, requiring provision under applicable laws or accounting standards, for material foreseeable losses.
- (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- (iv)
 - a. The company has not advanced any funds to or in any other persons or entities, including foreign entities ("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 company has not received any funds from any persons or entities, including foreign entities ("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 not declared or paid any dividend during the year.

For KhandelwalPrem& Associates
Chartered Accountants
FRN: 317092E

Date: May 26, 2023
Place: Kolkata

P.N.Khandelwal
Proprietor
M. No.: 053229
UDIN:23053229BGYWKX7214

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF MIHIKA INDUSTRIES LIMITED

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Mihika Industries 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 is maintaining proper records showing full particulars, including quantitative details and the situation of Property, Plant & Equipment.
(B) The company does not possess any intangible assets hence clause 1(i)(B) is not applicable.
- (b) The Property, Plant & Equipment have been physically verified by the management at reasonable intervals.
- (c) The company does not possess any immovable property and hence clause 1(c) is not applicable.
- (d) The company has not revalued its Property, Plant & Equipment during the year.
- (e) No proceedings have been initiated against the company for holding Benami property under The Benami Transactions (Prohibition) Act, 1988, and rules made thereunder. Hence, clause 1(e) is not applicable.
- ii) (a) Physical verification of inventory has been conducted at reasonable intervals by management. In our opinion, the coverage and procedure by the management are appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed.
- (b) The Company has not been sanctioned working capital limits above ₹ 5 crores, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- (i) The company has made investments in and granted loans or advances in the nature of loans, unsecured to companies, firms, LLPs, or any other parties.
- a. In our opinion and according to the information and explanations given to us, the company has no subsidiaries or joint ventures or associates. Hence, this sub clause is not applicable to the company.
- b. In our opinion and according to the information and explanations given to us, the terms and conditions of grant of loans are, prima facie, not prejudicial to the interests of the company.
- c. In respect of loans granted by the Company, the schedule of repayment of principal and the payment of the interest has been stipulated and the repayment/receipt of principal and interest are regular.
- d. There is no overdue amount in respect of loan granted to companies.
- e. In our opinion and according to the information and explanations given to us, no loan or advance in the nature of loan granted has fallen due during the year as all the loans are repayable on demand.

(a) The Company has granted all the loans or advances in the nature of loans repayable on demand. No loan has been granted to the promoters, related parties as defined in clause (76) of section 2 of The Companies Act, 2013.

(ii) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investments made.

(iii) The company has not accepted any deposits from the public in terms of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013. Accordingly, paragraph 3(v) of the Order does not apply to the Company.

(iv) The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act, for any of the products manufactured by the company. Hence, this clause is not applicable to the company.

(v) (a) The Company has generally been regular in depositing undisputed statutory dues, including goods and services tax, provident fund, employees' state insurance, income tax, cess and other material statutory dues applicable to it, to the appropriate authorities. As explained to us, the Company does not have any dues on account of goods and services tax, provident fund, employees' state insurance, sales tax, service tax, duty of customs, duty of excise and value added tax.

There were no undisputed amounts payable in respect of goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues in arrears as of 31 March 2023, for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no statutory dues that have not been deposited on account of any dispute.

(vi) According to the information and explanations given to us, there are no transactions that are not recorded in the books of account to be surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(vii) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.

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

(c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year 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 a 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 in terms of clause 3(ix)(f) of the Order.

Date: May 26, 2023
Place: Kolkata

Chartered Accountants
FRN: 317092E
P.N.Khandelwal
Proprietor
M. No.: 053229
UDIN:23053229BGYWGX7214

ANNEXURE “B” TO THE INDEPENDENT AUDITORS REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF MIHIKA INDUSTRIES 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 **Mihika Industries Limited (“the Company”)** as of 31st March, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘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 Companies Act, 2013.

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 and 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, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For KhandelwalPrem& Associates
Chartered Accountants
FRN: 317092E

Date: May 26, 2023
Place:Kolkata

P.N.Khandelwal
Proprietor
M. No.: 053229
UDIN:23053229BGYWKX7214

Balance Sheet as at March 31, 2023

(Amount in INR
Lakhs)

Particulars	Note	As at March 31, 2023	As at March 31, 2022
I ASSETS			
1 Non-current Assets			
(a) Property, plant and equipment	4	0.17	0.24
(b) Financial Assets			
(i) Investments	5	33.49	12.48
(c) Deferred tax assets (net)	6	107.30	24.71
Total Non-current Assets		140.96	37.43
2 Current Assets			
(a) Financial Assets			
(i) Cash and cash equivalents	7	56.59	35.59
(ii) Loans	8	1,914.42	2,140.76
(b) Current tax assets (net)	9	11.68	22.72
(c) Other current assets	10	84.36	170.57
Total Current Assets		2,067.05	2,369.64
TOTAL ASSETS		2,208.02	2,407.07
I EQUITY AND LIABILITIES			
1 Equity			
(a) Equity share capital	11	1,000.00	1,000.00
(b) Other equity	12	1,165.21	1,406.77
Total Equity		2,165.21	2,406.77
2 Current Liabilities			
(a) Other Current liabilities	13	42.80	0.31
Total Current liabilities		42.80	0.31
TOTAL EQUITY AND LIABILITIES		2,208.02	2,407.07

See accompanying notes to the financial statements

As per our attached report of even date

For Khandelwal Prem & Associates

Chartered Accountants

FRN: 317092E

SD/-

(P.N.Khandelwal)

Proprietor

Membership No.: 053229

Place: Kolkata

Date: 26th May, 2023

UDIN:23053229BGYWKX7214

For and on behalf of the Board of Directors

SD/-

Kuldeep Kumar

Sethia

Managing

Director

(DIN: 00325632)

SD/-

Smita Jain

Company

Secretary

SD/-

Shweta Sethia

Chief Financial

Officer

& Exec. Director

(DIN: 01111566)

SD/-

Rajesh Shah

Director

(DIN: 06746791)

Statement of Profit and Loss for the year ended March 31, 2023

(Amount in INR Lakhs)

Particulars	Not e	For the year ended March 31, 2023	For the year ended March 31, 2022
I Revenue from operations	14	-	175.57
II Other income	15	126.78	141.75
III Total income		126.78	317.32
IV Expenses			
(a) Purchases of stock-in-trade	16	-	179.36
(b) Employee benefits expense	17	37.44	46.97
Depreciation and			
(c) amortisation expense	18	0.07	0.06
(d) Other expenses	19	413.42	92.55
Total expenses		450.93	318.93
V Profit before tax (III-IV)		(324.15)	(1.61)
VI Tax expense	20	(82.60)	0.30
VI I Profit for the year (V-VI)		(241.55)	(1.91)
VI II Other comprehensive income/ (loss) for the year		-	-
IX Total comprehensive income for the year		(241.55)	(1.91)
X Earnings per equity share of Rs. 10 each	21		
Basic		(2.42)	(0.02)
Diluted		(2.42)	(0.02)

See accompanying notes to the financial statements

As per our attached report of even date

For Khandelwal Prem & Associates

Chartered Accountants

FRN: 317092E

SD/-
(P.N.Khandelwal)

Proprietor

Membership No.: 053229

Place: Kolkata

Date: 26th May, 2023

UDIN:23053229BGYWGX7214

For and on behalf of the Board of Directors

SD/-
Kuldeep Kumar Sethia
Managing Director
(DIN:
00325632)

SD/-
Smita Jain
Company Secretary

SD/-
Shweta Sethia
Chief Financial Officer
& Exec. Director
(DIN: 01111566)

SD/-
Rajesh Shah
Director
(DIN: 06746791)

Statement of Cash Flows for the year ended March 31, 2023

(Amount in INR Lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
I CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	(324.15)	(1.61)
Adjusted for:		
(a) Depreciation and amortisation expense	0.07	0.06
(b) Profit on sale investments	-	(6.15)
(c) Dividend	(0.21)	(0.07)
(d) Net (gain) / loss fair valuation of investments through profit and loss	5.95	0.39
	<u>5.82</u>	<u>(5.77)</u>
Operating profit before working capital changes	<u>(318.33)</u>	<u>(7.38)</u>
Adjustment for:		
(a) Loans & Advances	226.34	46.26
(b) Trade Receivables	-	17.14
(c) Other Current Assets	107.72	(36.40)
(d) Other Current Liabilities	42.50	0.09
	<u>376.55</u>	<u>27.09</u>
Cash generated from operations	<u>58.21</u>	<u>19.71</u>
Direct taxes paid (net)	10.46	-
NET CASH FLOWS FROM/ (USED IN) OPERATING ACTIVITIES	<u>47.75</u>	<u>19.71</u>
II CASH FLOW FROM INVESTING ACTIVITIES		
(a) Purchase of property, plant and equipment	-	(0.14)
(b) Sales of Investment	-	42.68
(c) Purchase of investment	(26.96)	(45.55)
(d) Dividend	0.21	0.07
NET CASH FLOWS FROM INVESTING ACTIVITIES	<u>(26.75)</u>	<u>(2.94)</u>
III CASH FLOW FROM FINANCING ACTIVITIES		
Financing Activities	-	-
NET CASH FROM FINANCING ACTIVITIES	<u>-</u>	<u>-</u>
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (I+II+III)	<u>21.00</u>	<u>16.77</u>
CASH AND CASH EQUIVALENTS - AT THE BEGINNING OF THE YEAR	35.59	18.82
CASH AND CASH EQUIVALENTS - AT THE END OF THE YEAR (Refer Note No. 8)	<u>56.59</u>	<u>35.59</u>

Note: The above Statement of Cash Flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, 'Statement of Cash Flows'.

See accompanying notes to the financial statements

As per our attached report of even date

For Khandelwal Prem & Associates

Chartered Accountants

FRN: 317092E

SD/-

(P.N.Khandelwal)

Proprietor

Membership No.: 053229

Place: Kolkata

Date: 26th May, 2023

UDIN:23053229BGYWKX7214

For and on behalf of the Board of Directors

SD/-
Kuldeep Kumar
Sethia
Managing
Director
(DIN: 00325632)

SD/-
Shweta Sethia
Chief Financial
Officer
& Exec. Director
(DIN: 01111566)

SD/-
Smita Jain
Company
Secretary

SD/-
Rajesh Shah
Director
(DIN: 06746791)

Statement of Changes in Equity for the year ended March 31, 2023

A. Equity Share Capital

(Amount in
INR Lakhs)

Balance as at April 01, 2021	1,000.00
Changes in equity share capital during the year	-
Balance as at March 31, 2022	1,000.00
Changes in equity share capital during the year	-
Balance as at March 31, 2023	1,000.00

B. Other equity

(Amount in
INR Lakhs)

Particulars	Reserves and surplus			Items of other comprehensive income	Total
	Securities Premium Reserve	General Reserve	Retained Earnings		
Balance as at April 01, 2021	1,463.99	4.85	(60.16)	-	1,408.68
Profit for the year	-	-	(1.91)	-	(1.91)
Other comprehensive income for the year	-	-	-	-	-
Balance as at March 31, 2022	1,463.99	4.85	(62.07)	-	1,406.77

Particulars	Reserves and surplus			Items of other comprehensive income	Total
	Securities Premium Reserve	General Reserve	Retained Earnings		
Balance as at March 31, 2022	1,463.99	4.85	(62.07)	-	1,406.77
Profit for the year	-	-	(241.55)	-	(241.55)
Other comprehensive income for the year	-	-	-	-	-
Balance as at March 31, 2023	1,463.99	4.85	(303.62)	-	1,165.21

See accompanying notes to the financial statements

As per our attached report of even date

For Khandelwal Prem & Associates
Chartered Accountants
FRN: 317092E
SD/-
(P.N.Khandelwal)
Proprietor
Membership No.: 053229

Place: Kolkata
Date: 26th May, 2023
UDIN:23053229BGYWKX7214

For and on behalf of the Board of Directors

SD/-
Kuldeep Kumar
Sethia
Managing
Director
(DIN: 00325632)

SD/-
Smita Jain
Company
Secretary

SD/-
Shweta Sethia
Chief Financial
Officer
& Exec. Director
(DIN: 01111566)
SD/-
Rajesh Shah
Director
(DIN: 06746791)

Note No. 1 - Corporate Information

Mihika Industries Limited (the Company) [CIN - L70101WB1983PLC035638] is a public limited Company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on Bombay Stock Exchange in India. The registered office of the Company is located at 3, Bentinck Street, 2nd Floor, Kolkata – 700 001. The Company is engaged in the business of trading in commodities.

Note No. 2 - Basis of Preparation**(i) Statement of Compliance**

The financial statements comply in all material aspects with Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as under the companies (Indian Accounting Standards) Rules, 2015 read with Companies (Indian Accounting Standards) Amendment Rules, 2016 and other relevant provisions of the Act.

(ii) Functional and presentation currency

These financial statements are presented in Indian Rupees in lakhs (INR lakhs), which is also the Company's functional currency. All amounts have been rounded off to the nearest lakhs, unless otherwise indicated.

(iii) Historical cost convention

The financial statements have been prepared following accrual basis of accounting on a historical cost basis, except for certain financial assets and liabilities which are measured at fair value.

(iv) Current non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle (twelve months) and other criteria set out in Schedule III to the Companies Act, 2013.

Note No. 3 - Significant Accounting Policies**(i) Use of Estimates & Judgements**

The preparation of these Financial Statements requires management judgements, estimates and assumptions that affect the application of Accounting Policies, the Accounting disclosures made and the reported amounts of Assets, Liabilities, Income and Expenses. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to Accounting estimates are recognised in the period in which the estimates are revised and any future periods effected pursuant to such revision.

(ii) Critical accounting judgements and key source of estimation uncertainty

The Company is required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. The estimates and underlying assumptions are reviewed on an on-going basis.

Estimation of current tax expenses and payable (Refer note no. 26)

(iii) Property, plant and equipment (PPE)

Property, Plant and Equipment are stated at cost less accumulated depreciation and accumulated losses, if any. Cost includes expenses directly attributable to bringing the Asset to their location and conditions necessary for it to be capable of operating in the manner intended by the management.

Subsequent cost are included in the asset's carrying amount or recognized as separate asset, as appropriate, only when it is probable that is future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate their cost less their residual values on the basis of useful lives prescribed in Schedule II to the Companies Act, 2013.

The residual values are not more than 5% of the cost of an item of PPE. Depreciation methods, useful lives and residual values are reviewed at the end of each financial year and adjusted prospectively, if appropriate.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

(iv) Financial Instruments

Financial assets - Initial recognition:

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instruments. On initial recognition, a financial asset is recognised at fair value, in case of Financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost are recognised in the statement of profit and loss. In other cases, the transaction cost are attributed to the acquisition value of the financial asset.

Subsequent measurement:

Financial assets are subsequently classified as measured at:

- amortised cost
- fair value through other comprehensive income (FVTOCI)
- fair value through profit & loss (FVTPL)

The above classification is being determined considering the:

- (a) the entity's business model for managing the financial assets and
- (b) the contractual cash flow characteristics of the financial assets.

Financial assets are not reclassified subsequent to their recognition, except if and in the period the Company changes its business model for managing financial assets.

(a) Measured at amortised cost:

Financial assets are subsequently measured at amortised cost, if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified date to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(b) Measured at fair value through other comprehensive income (FVTOCI):

Financial assets are measured at FVTOCI, if these financial assets are held within a business model whose objective is achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss

(c) Measured at fair value through profit or loss (FVTPL):

Financial assets other than equity instrument are measured at FVTPL unless it is measured at amortised cost or at FVTOCI on initial recognition. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised in the Statement of Profit and Loss.

Impairment

For financial assets other than trade receivables, the Company recognises 12-months expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. If, in a subsequent period, credit quality of the instrument improves such that there is no longer significant increase in credit risks since initial recognition, then the Company reverts to recognizing impairment loss allowance based on 12 months ECL. The impairment losses and reversals are recognised in Statement of Profit and Loss. For financial assets measured at FVTPL, there is no requirement of impairment testing.

Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers rights to receive cash flows from an asset, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement.

In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Financial Liabilities

Initial Recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial liabilities are initially recognised at fair value net of transaction costs for all financial liabilities not carried at fair value through profit or loss.

There are NIL financial liabilities during the period covered in these financial statements.

Subsequent

measurement

Financial liabilities measured at amortised cost are subsequently measured at using EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit or Loss.

Offsetting of financial instruments

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

No financial assets and/or financial liabilities have been subject to offsetting.

Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

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

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above

(v) Inventory

Inventories are stated at lower of cost and net realisable value. Cost is determined on first-in, first-out (FIFO) basis, as considered appropriate by the Company. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs necessary to make the sale. Provision is made for obsolete/slow moving/defective stocks, wherever necessary.

(vi) Taxes on Income

Taxes on income comprises of current taxes and deferred taxes.

Current Tax

Current tax in the Statement of Profit and Loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted during the period, together with any adjustment to tax payable in respect of previous years. The tax amount is calculated taking into considerations of the provisions of MAT.

Deferred Tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax asset is also recognised in respect of carried forward tax losses and unused tax credits.

Deferred Tax assets are recognised to the extent that it is probable that future tax able amounts will be available to utilise those temporary differences, carried forward tax losses and unused tax credits.

Deferred Tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the tax laws that have been enacted or substantively enacted by the reporting date.

Minimum Alternate Tax credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

(vii) Revenue Recognition

The Company recognises revenue when it is probable that future economic benefits will flow to the Company and the amount of revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable.

Sale of Stock-in-trade

The Company derives revenues primarily from trading in commodities. Effective April 01, 2018, the Company has adopted Indian Accounting Standard 115 (Ind AS 115) - 'Revenue from contracts with customers' using the cumulative catch-up transition method, applied to contracts that were not completed as on the transition date i.e. April 01, 2018. Accordingly, the comparative amounts of revenue and the corresponding contract assets/ liabilities have not been retrospectively adjusted. The effect on adoption of Ind-AS 115 was insignificant. Revenue is recognized on satisfaction of performance obligation upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services.

Interest

Interest is recognized on time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend

Dividend on shares & securities is recognised on receipt basis.

(viii) Employee Benefits

Contribution of Provident Fund, Gratuity and Leave encashment benefits wherever applicable is being accounted on actual liability basis as and when arises. However, the above referred provisions are not applicable to the company as it does not fall within the purview of the same in the year under review.

(ix) Provision and Contingent Liabilities

Provisions are recognised when there is a present obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for contingent liabilities is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. When there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure for contingent liability is made.

Contingent Assets are not recognised but are disclosed when an inflow of economic benefits is probable.

(x) Earnings Per Share

(a) Basic earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year.

(b) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares

Notes to the Financial Statements for the year ended March 31, 2023

(Amount in INR Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Note No. 4 - Property, plant and equipment		
Computers		
I Gross carrying value		
Balance at the beginning of the year	1.99	1.84
Additions	-	0.14
Disposals	-	-
Balance at the end of the year	1.99	1.99
II Accumulated Depreciation		
Balance at the beginning of the year	1.74	1.69
Depreciation for the year	0.07	0.06
Balance at the end of the year	1.82	1.74
II		
I Net carrying value at the end of the year (I-II)	0.17	0.24

(Amount in INR Lakhs)

Particulars	Face Value	As at March 31, 2023		As at March 31, 2022	
		No. of Shares	Amount	No. of Shares	Amount
Note No. 5 - Financial Assets: Investments					
Non-current					
Investments in equity instruments carried at FVTPL					
Quoted					
(i) Matra Koushal Enterprise Ltd.	1/-	8,000	0.17	8,000	0.17
(ii) Rajlaxmi Industries Ltd.	1/-	30,000	0.86	30,000	0.86
(iii) Sam Leasco Ltd.	1/-	22,000	2.83	22,000	2.83
(iv) J M Financial	1/-	10,000	5.96	10,000	6.76
(v) Rajvir Industries	10/-	22,200	1.56	22,200	1.86
(vi) Castrol India	5/-	20,000	22.12	-	-
Total investment in equity instruments			33.49		12.48
Total investments			33.49		12.48

Notes to the Financial Statements for the year ended March 31, 2023

(Amount in INR Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Note No. 6 - Deferred tax assets (net)		
(a) Deferred tax assets		
Carried forward losses	95.66	14.61
Fair Value of Investments	8.24	6.69
MAT Credit Entitlement	3.42	3.42
	107.31	24.72
(b) Deferred tax liabilities*	0.00	0.01
* Amount is less than INR 1000		
Total deferred tax assets (net) (a - b)	107.30	24.71
Note No. 7 - Cash and cash equivalents		
(i) Balances with banks		
in current account	4.91	16.60
in Fixed Deposit (maturing in 3 months)	50.00	-
(ii) Cheques on hand	0.59	15.63
(iii) Cash on hand	1.09	3.35
Total cash and cash equivalents	56.59	35.59
Note No. 8 - Loans		
Loans to others		
Unsecured, considered good	1,914.42	2,140.76
Total loans	1,914.42	2,140.76
Note No. 9 - Current tax assets (net)		
Income tax refundable	1.21	10.56
TDS for the year	10.46	12.16
Less: Provision for taxation	-	-
Total current tax assets (net)	11.68	22.72
Note No. 10 - Other current assets		
Interest accrued and due	84.35	170.57
Other receivables	0.01	-
Total other current assets	84.36	170.57

Notes to the Financial Statements for the year ended March 31, 2023

(Amount in INR
Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Note No. 11- Equity share capital		
Authorised:		
10000000 Equity Shares of Rs.10/- each	1,000.00	1,000.00
Issued, Subscribed & Fully Paid		
10000000 Equity Shares of Rs.10/- each	1,000.00	1,000.00
Total subscribed and fully paid up Equity share capital	1,000.00	1,000.00

(a) Reconciliation of the number of shares outstanding at the beginning and end of the year:

	No. of Shares	No. of Shares
Balance as at the beginning and end of the year	10000000	10000000

(b) Terms & Rights attached to equity shares :

The Company has issued one class of equity shares having a face value of Rs. 10 per share. Each shareholder has right to vote in respect of such share, on every resolution placed before the Company and his voting right on a poll shall be in proportion to his share of the paid-up equity capital of the Company. In the event of liquidation, the equity shareholders are entitled to receive the remaining assets of the Company after payments to secured and unsecured creditors, in proportion to their shareholding.

(c) Details of shareholding more than 5%:

Jain Commodity Broking Pvt. Ltd.		
No. of shares	2400000	2400000
Percentage	24%	24%

(d) Details of shares held by promoters at the end of the year:

Promoter's Name	No. of shares	% of total shares
Jain Commodity Broking Pvt. Ltd.	2400000	24.00
Kuldeep Kumar Sethia	2175	0.02
Total	2402175	24.02

There was no change in the shareholding of the promoters during the year.

Notes to the Financial Statements for the year ended March 31, 2023

(Amount in INR
Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Note No. 12 - Other Equity		
Other equity consist of the following:		
a) Securities Premium		
Opening Balance	1,463.99	1,463.99
Changes during the year	-	-
	1,463.99	1,463.99
b) General Reserve		
Opening Balance	4.85	4.85
Changes during the year	-	-
	4.85	4.85
c) Retained Earnings		
Opening Balance	(62.07)	(60.16)
Changes during the year	(241.55)	(1.91)
	(303.62)	(62.07)
Total Other Equity	1,165.22	1,406.77

Nature and purpose of Reserves

a) Securities Premium

Securities premium is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of section 52 of the Companies Act, 2013.

b) General Reserve

This Reserve is created by an appropriation from one component of equity (generally Retained Earnings) to another, not being an item of Other Comprehensive Income. The same can be utilized in accordance with the provisions of the Companies Act, 2013.

c) Retained Earnings

This Reserve represents the cumulative profits of the Company and effects of remeasurement of defined benefit obligations. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

(Amount in INR
Lakhs)

Particulars	As at March 31, 2023	As at March 31, 2022
Note No. 13 - Other current liabilities		
Other payables	42.71	0.25
Statutory Dues Payable	0.09	0.06
Total other current liabilities	42.80	0.31

Notes to the Financial Statements for the year ended March 31, 2023

(Amount in INR
Lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Note No. 14 - Revenue from operations		
Sale of stock-in-trade	-	175.57
Total revenue from operations	-	175.57
Note No. 15 - Other income		
Interest income	106.96	133.18
Dividend income	0.21	0.07
Other non-operating income		
(i) Net gain on sale of investments	-	6.15
Net gain/ (loss) on investments designated as at		
(ii) FVTPL	-	-
(iii) Net gain from share dealings	-	0.08
(iv) Net profit/(loss) in equity derivatives	-	2.28
(iv) Bad debts written back	19.61	-
Total other income	126.78	141.75
Note No. 16 - Purchases of stock-in-trade		
Purchases of stock-in-trade	-	179.36
Total purchases of stock-in-trade	-	179.36

Note No. 17 - Employee benefits expense		
Salaries	35.88	40.06
Staff welfare expenses	1.56	6.91
Total employee benefits expense	37.44	46.97
Note No. 18 - Depreciation and amortization expense		
Depreciation on property, plant and equipment	0.07	0.06
Total depreciation and amortization expense	0.07	0.06

Notes to the Financial Statements for the year ended March 31, 2023

(Amount in INR
Lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Note No. 19 - Other expenses		
Rent, rates & taxes	1.85	1.85
Advertisement and publicity	4.01	3.47
Professional charges	2.98	2.72
Travelling expenses	4.27	4.20
Conveyance	7.96	7.71
Bad debts written off	322.24	14.04
Fees to stock exchanges	3.54	3.54
Net loss on investments designated as at FVTPL	5.95	0.39
Depository & RTA charges	0.86	0.83
General expenses	20.84	17.85
Office maintenance	8.96	7.66
Postage & courier	3.65	3.11
Printing & stationery	4.56	4.61
Telephone expenses		

Auditors' Remuneration	3.60	3.50
For Statutory Audit	0.18	0.15
For Tax Audit	0.06	0.05
For Others	0.05	0.05
Books & Periodicals	4.95	4.51
Miscellaneous Expenses	12.90	12.30
Total other expenses	413.42	92.55
Note No. 20 - Tax expenses		
Current tax	-	-
Deferred tax	(82.60)	0.30
Total tax expenses	(82.60)	0.30
Note No. 21 - Earning per share		
Net profit after taxation as disclosed in the Statement of Profit & Loss	(241.55)	(1.91)
Weighted average number of equity shares outstanding during the year	1,00,00,000	1,00,00,000
Earnings per share (EPS)	(2.42)	(0.02)
Nominal value per equity share	10	10

Notes to the Financial Statements for the year ended March 31, 2023

Note No. 22 - Operating Segments

The Managing Director of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind AS 108, "Operating Segments". The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators, however the Company is primarily engaged in only one segment viz., "Trading of Commodity" and that all of the operations are in India. Hence the Company does not have any reportable Segments as per Ind AS 108 "Operating Segments".

Note No. 23 - Related party disclosures

A. List of related parties

Key Management Personnel

1. Mr. Kuldeep Kumar Sethia - Managing Director
2. Mrs Smita Jain - Company Secretary and Compliance Officer
3. Mrs. Shweta Sethia - Chief Financial Officer
4. Nem Chand Sethia HUF

B. The remuneration to key managerial personnel during the year was as follows:

(Amount in INR Lakhs)

	As at March 31, 2023	As at March 31, 2022
1. Managing Director	7.20	6.60
2. Company Secretary and Compliance Officer	5.04	5.04
3. Chief Financial Officer	3.00	3.00

C. Rent amounting to Rs.1.80 lakhs has been paid to Nem Chand Sethia HUF where three directors are co-parceners.

Note: All related party transactions entered during the year were in ordinary course of the business and are on arm's length basis.

Note No. 24 - Disclosure under MSMED Act, 2006

The details of amounts outstanding to Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), based on the available information with the Company are as under:

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Principal amount outstanding	NIL	NIL
(b) Principal amount due and remaining unpaid	NIL	NIL
(c) Interest due on (2) above and the unpaid interest	NIL	NIL
(d) Interest paid on all delayed payments under the MSMED Act	NIL	NIL
(e) Payment made beyond the appointed day during the year	NIL	NIL
(f) Interest due and payable for the period of delay other than (4) above	NIL	NIL
(g) Interest accrued and remaining unpaid	NIL	NIL
(h) Amount of further interest remaining due and payable in succeeding years	NIL	NIL

a) Loans given

Particulars	(Rs. in Lakhs)	
	2022-23	2021-22
Subsidiary/Associates	NIL	NIL
Inter Corporate Deposits/Others	1914.42	2140.76

Notes:

(i) All loans are given to unrelated corporate entities/ others at interest rates above the prevailing yield for Government Securities for one year .

(ii) All loans are short term in nature.

(iii) All the loans are provided for business purpose of respective entities, repayable on demand with prepayment option to the borrower.

b) Investment made

There are no investments by the Company other than those stated under Note No. 5 in the Financial Statements.

c) Guarantees Given

There are no guarantees given during the year.

d) Securities Provided

There are no securities provided during the year.

Notes to the Financial Statements for the year ended March 31, 2023**Note No. 27 - Financial Instruments**

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities, short term loans from banks and other financial institutions approximate their carrying amounts largely due to short term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments is not materially different from their carrying amounts.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

a) Loans given

Particulars	(Rs. in Lakhs)	
	2022-23	2021-22
Subsidiary/Associates	NIL	NIL
Inter Corporate Deposits/Others	1914.42	2140.76

Notes:

(i) All loans are given to unrelated corporate entities/ others at interest rates above the prevailing yield for Government Securities for one year .

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Notes to the Financial Statements for the year ended March 31, 2023**Note No. 27 - Financial Instruments**

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2. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments is not materially different from their carrying amounts.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

The carrying amounts and fair values of financial instruments by category are as follows:

As at 31st March, 2022	(Amount in INR Lakhs)			
	FVOCI	FVTPL	Amortised cost	Total
Financial Assets				
Investments	-	12.48	-	12.48
Cash and cash equivalents	-	-	35.59	35.59
Loans	-	-	2,140.76	2,140.76
	-	12.48	2,176.35	2,188.83
Financial Liabilities	-	-	-	-
As at 31st March, 2023				
	FVOCI	FVTPL	Amortised cost	Total
Financial Assets				
Investments	-	33.49	-	33.49
Cash and cash equivalents	-	-	56.59	56.59
Loans	-	-	1,914.42	1,914.42
	-	33.49	1,971.01	2,004.50
Financial Liabilities	-	-	42.71	42.71

Notes to the Financial Statements for the year ended March 31, 2023

Fair value estimation

For financial instruments measured at fair value in the Balance Sheet, a three level fair value hierarchy is used that reflects the significance of inputs used in the measurements. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to unobservable inputs (Level 3 measurements).

The categories used are as follows:

- Level 1: quoted prices for identical instruments
- Level 2: directly or indirectly observable market inputs, other than Level 1 inputs; and
- Level 3: inputs which are not based on observable market data.

For assets and liabilities which are carried at fair value, the classification of fair value calculations by category is summarised below:

	(Amount in INR Lakhs)		
	Level 1	Level 2	Level 3
31st March, 2022			
Financial Assets			
Non Current Assets			
Investment	12.48	-	-
Current Assets			
Loans	-	-	2,140.76
Cash and cash equivalents	-	-	35.59
31st March, 2023			
Financial Assets			
Non Current Assets			
Investment	33.49	-	-
Current Assets			
Loans	-	-	1,914.42
Cash and cash equivalents	-	-	56.59

There were no significant changes in classification and no significant movements between the fair value hierarchy classifications of financial assets and financial liabilities during the years.

Note No. 28 - Financial Risk Factors

The Company's activities exposes it to Liquidity Risk and Credit risk. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised as below

(a) Liquidity Risk

The risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk management implies maintenance sufficient cash including availability of funding through an adequate amount of committed credit facilities to meet the obligations as and when due.

The Company manages its liquidity risk by ensuring as far as possible that it will have sufficient liquidity to meet its short term and long term liabilities as and when due. Anticipated future cash flows, undrawn committed credit facilities are expected to be sufficient to meet the liquidity requirements of the Company.

(b) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counter-party fails to meet its contractual obligations. The Company is exposed to credit risks from its operating activities, primarily trade receivables, cash and cash equivalents and other financial instruments. To manage the credit risk from trade receivables, the Company periodically assess financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly. The Company considers

the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period.

Notes to the Financial Statements for the year ended March 31, 2023

Trade and other receivables

The Company considers the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risks on an ongoing basis throughout each reporting period.

To assess whether there is a significant change increase in credit risk the Company compares the risks of default occurring on the assets as at the reporting date with the risk of default as at the date of initial recognition. It considers the reasonable and supportive forward looking information such as:

- (i) Actual or expected significant adverse changes in business.
- (ii) Actual or expected significant changes in the operating results of the counterparty.
- (iii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations.
- (iv) Significant increase in credit risk on other financial instruments of same counterparty.

Note No. 29 - Capital Risk Management

(a) Capital Management

The Company's objectives when managing capital are to :

- (i) safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- (ii) maintain an optimal capital structure to reduce the cost of capital

The Company does not owe any debt.

(b) Dividends

The Company follows the policy of Dividend for every financial year as may be decided by Board considering financial performance of the company and other internal and external factors enumerated in the Company dividend policy. The Company has not proposed/declared dividend for current financial year as well as in the previous financial year.

Note No. 30 - Additional disclosures

- (a) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.
- (b) The Company does not have any transactions with companies struck off.
- (c) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (d) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

- (e) The Company have not 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.
- (f) The Company does not fall under the criteria of section 135 of Companies Act, 2013 for corporate social responsibility.
- (g) The Company has not borrowed any funds from banks or financial institutions for any purpose.



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