

September 04, 2021

To,
Asst. General Manager,
Dept. of Corporate Services.
Bombay Stock Exchange Limited,
14th Floor, P.J. Towers, Dalal Street,
Fort, Mumbai: 400 001, Maharashtra, India.

Subject: Annual Report for the F.Y. 2020-21
Scrip code: MCLOUD | Script ID: 538891

Dear Sir/ Madam,

In terms of the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith a copy of the Notice of the 40th Annual General Meeting along with Annual Report of the Company for the F.Y. 2020-21.

The above is for your information & records please.

Thanking you,

Yours Truly,

For Magellanic Cloud Limited
(Formerly known as South India Projects Ltd)

JAGAN MOHAN REDDY THUMMA
Digitally signed by JAGAN MOHAN REDDY THUMMA
Date: 2021.09.04 15:00:37
+05'30'

Jagan Mohan Reddy Thumma
(Managing Director)
DIN: 06554945
Encl: As above

ANNUAL REPORT '21



MAGELLANIX CLOUD

GENERAL INFORMATION

Board of Directors and KMP

Managing Director: Mr. Jagan Mohan Reddy Thumma

Managing Director designated as Global CEO: Mr. Joseph Sudheer Reddy Thumma

Non-Executive, Independent Director: Miss. Nikitha Tiparnapally

Non-Executive, Independent Director: Mr. Elisha Thatisetty

Executive, Non-Independent Director: Mr. Carwin Heierman

Non-Executive, Independent Director: Mr. Robert Alan Forbes Jr.,

Chief Financial Officer: Sanjay Mahendra Chauhan

Company Secretary & Compliance Officer: Mr. Sadhu J. Shetty

Statutory Auditors

M/s. D. Kothary & Co

Chartered Accountant

75/76, 'C' Wing, 7th Floor, Mittal Court, Nariman Point, Mumbai - 400021 Maharashtra, India.

Tel.: +91-22- 6638 1155

E-Mail: info@dkothary.com

Internal Auditor

M/s. Prajwal Poojari & Associates, Chartered, Accountant

Bankers

ICICI Bank Mumbai & Hyderabad Branch

Registered Office (w.e.f. 30/06/2021)

101, Veena Royal, Shankar Lane, Kandiwali (west), Mumbai, Maharashtra, India - 400067.

E-Mail: compliance@magellanic-cloud.com

Website: www.magellanic-cloud.com

Registrar and Share Transfer Agent

M/s. Niche Technologies Pvt. Ltd

3A Auckland Place, 7th Floor,

Room No. 7A & 7B, Kolkata,

West Bengal - 700017, India

Phone: 033 - 2280 6616/17/19

FAX: 033 - 2280 6619

E-mail: nichetechpl@nichetechpl.com

MANAGEMENT NOTE



Dear Shareholders,

It is our privilege to write to you and present the Annual Report for FY21.

These are challenging times, and I hope you and all other members of your family are safe and in good health.

India's diamond industry witnessed one of its most challenging years during FY21 with declining sales figures vis-à-vis the previous few years owing to weak domestic demand and falling exports.

We would like to assure the shareholders that your Company has taken every step to ensure safety of the employees and the community. We have established world-class safety measures and preventive protocols at all locations. We are taking employees health and safety as the number one priority during the lockdown, unlock and ramp up period.

The world and certainly India has seen significant change – various lockdowns and unlocks continued due to the COVID-19 pandemic. However, slowly but surely, we are trying to come back to what would be the new normal. The impact that this pandemic has had on our lives and livelihoods – right from reduction in GDP to employment uncertainties to supply chain disruptions – would take significant time to undo.

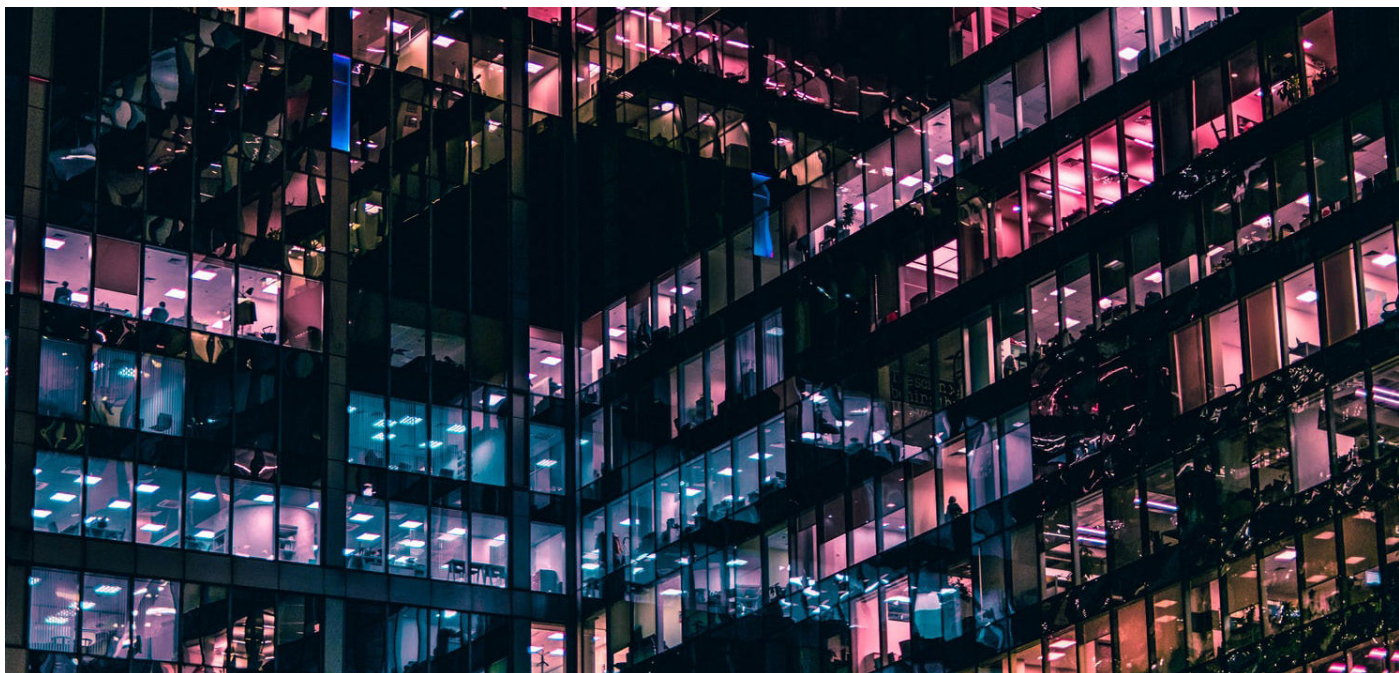
Our performance- We recorded revenues of INR 273,593,789/- and Total Comprehensive income for the period of INR 25,293,824/- during the FY21.

We express our sincere thanks to all our Customers, Suppliers, Shareholders, Employees, Bankers, Auditors for their continued support in these difficult times.

STAY SAFE

NOTICE

NOTICE is hereby given that the 40th Annual General Meeting of the Members of Magellanic Cloud Limited (Formerly known as South India Projects Ltd) will be held on Tuesday, 28th September, 2021 at 10:00 A.M. (IST) through Video Conference (VC) Meeting to transact the following business(es):



ORDINARY BUSINESS:

1. Adoption of Accounts – Standalone and Consolidated

To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Auditor's thereon.

2. Declaration of Dividend

To declare Dividend of ₹ Re. 0.50 per share (i.e. 5% on face value) per Equity share of face value of ₹10/- each fully paid-up of the Company for the financial year ended March 31, 2021.

3. Appointment of a Director retiring by rotation

To appoint a Director in place of Mr. Carwin Heierman (DIN: 08458981), who retires by rotation, and being eligible, offers himself for re-appointment.

“RESOLVED THAT pursuant to the provisions of Section 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, the approval of the members of the Company be, and is hereby accorded to the re-appointment of Mr. Carwin Heierman (DIN: 08458981), as a Director, to the extent that he is required to retire by rotation.”

4. Ratify the Appointment of Statutory Auditor

To ratify an appointment of M/s. D. Kothary & Co., Chartered Accountants (Firm Registration No. 105335W), as statutory auditors of the Company and to fix their remuneration and to pass the following resolution as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139 and 142 of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof), pursuant to the recommendations of the audit committee and pursuant to the resolution passed by the members at the 36th Annual General Meeting held on September 29, 2017, the appointment of M/s. D. Kothary & Co., Chartered Accountants (Firm Registration No. 105335W) as the statutory auditors of the Company to hold office till the conclusion of the 41st consecutive AGM to be held in the financial year 2021-22, is hereby ratified for the financial year 2021-22.”

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to fix such remuneration payable to them for the financial year 2021-22, as may be determined by the audit committee in consultation with the auditors and that such remuneration may be paid as may be agreed upon between the auditors and the Board of Directors.”

SPECIAL BUSINESS

5. Re-appointment of Ms. Nikitha Tiparnapally (DIN: 07099613), as an Independent Director for a second term:

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) (including any statutory modification(s) or re-enactment thereof for the time being in force), read with the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended to date and Schedule IV to the Act, and Regulation 16(1)(b) and 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended to date, Ms. Nikitha Tiparnapally (DIN: 07099613), who was appointed as an Independent Director at the meeting held through the Postal Ballot on Tuesday, 3rd May, 2016 and who holds office upto February 25, 2021 and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the Rules framed there under and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect, be and is hereby re-appointed as an Independent, Non-Executive Director on the Board of the Company, not liable to retire by rotation, with effect from February 26, 2021 to February 25, 2026.”

By Order of the Board of Directors

Jagan Mohan Reddy Thumma
Managing Director
[DIN: 06554945]

Registered Office:

101, Veena Royal, Shankar Lane, Kandiwali
(west), Mumbai, Maharashtra, India - 400067.

Dated: 20/08/2021



1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19", circular no. 20/2020 dated May 5, 2020 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" and Circular no. 02/2021 dated January 13, 2021 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" (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 in relation to "Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 – Covid-19 pandemic" and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 in relation to "Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to the COVID -19 pandemic" (collectively referred to as "SEBI Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without physical presence of the Members at a common venue. In compliance with the MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC / OAVM.

2. Pursuant to the provisions of the Act, 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 will not be available for the AGM and hence the Attendance Slip and Proxy Form are not annexed to this Notice.

3. The relative Explanatory Statement pursuant to Section 102 of the Act, setting out material facts concerning the business under Item No. 4 of the Notice, is annexed hereto. The relevant details, pursuant to Regulations 26(4) and 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this AGM are also annexed.

4. Book Closure: The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 22, 2021 to Tuesday, September 28, 2021 (both days inclusive).

5. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Transfer Agents - M/s. Niche Technologies Pvt. Ltd for assistance in this regard.

6. To support the "Green Initiative", Members who have not registered their email addresses are requested to register the same with the Company's Registrar and Share Transfer Agent/their Depository Participants, in respect of shares held in physical/electronic mode, respectively.

7. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participant in case the shares are held in electronic form and to M/s. NICHE TECHNOLOGIES PRIVATE LIMITED, Unit: Magellanic Cloud Limited. (Share Transfer Agent) at 3A Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata 700 01, West Bengal.

Tel: 033- 2280 6616/17/18; Fax: 033-2280 6616, Web Site : www.nichetechpl.com, e-mail: nichetechpl@nichetechpl.com in case the shares are held in physical form.

8. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

9. Transfer of Unclaimed/Unpaid amounts to the Investor Education and Protection Fund (IEPF):

Members are requested to note that dividends not encashed or remaining unclaimed for a period of 7 (seven) years from the date of transfer to the Company's Unpaid Dividend Account, shall be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Further, pursuant to the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") as amended to date, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs.

The Members/Claimants whose shares, unclaimed dividend, and debenture interest amount have been transferred to IEPF may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF 5 (available on www.iepf.gov.in). The Member/Claimant can file only one consolidated claim in a Financial Year as per the IEPF Rules. Members are requested to contact the Company's Registrar and Share Transfer Agent to claim the unclaimed/ unpaid dividends at the following address: M/s. Niche Technologies Private Limited.

10. Members holding shares in physical form are requested to advise any change of address immediately to the Company's Registrar and Share Transfer Agent. Members holding shares in electronic form must send the advice about change in address to their respective Depository Participant only and not to the Company or the Company's Registrar and Share Transfer Agent.

11. Updation of Members' Details:

The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Act requires the Company/ Registrar and Share Transfer Agent to record additional details of Members, including their PAN details, email address, bank details for payment of dividend, etc. A form for capturing these additional details is appended at the end of this Annual Report. Members holding shares in physical form are requested to submit the filled-in form to the Company or to its Registrar and Share Transfer Agent. Members holding shares in electronic form are requested to submit the details to their respective Depository Participant.

12. Nomination Facility: As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, as amended, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with the Company's Registrar and Share Transfer Agent. In respect of shares held in dematerialized form, the nomination form may be filed with the respective Depository Participant.

13. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection by the Members by writing an e-mail to the Mr. Sanjay Chauhan (CFO) at compliance@magellanic-cloud.com.

14. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with Annual Report 2020-21 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depository Participants. Members may note that the Notice and the Annual Report 2020-21 will also be available on the Company's website at www.magellanic-cloud.com, on the website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and on the website of Depository.

15. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

16. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

Instructions for Voting through electronics means:

In compliance with Regulation 44, SEBI Listing Obligation and Disclosure Requirements, 2015 as amended from time to time, provisions of Section 108 and other applicable provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 40th Annual General Meeting (AGM) by electronic means ("e-Voting") and the items of business as detailed in this Notice may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL).

The Remote E-voting facility will commence from 9.00 AM (IST) on Saturday, September 25, 2021 and will end at 5.00 PM (IST) on Monday, September 27, 2021. Remote E-voting will not be allowed beyond the aforesaid date and time and the Remote E-voting module shall be disabled by CDSL upon expiry of aforesaid period.

Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member / beneficial owner as on the cut-off date i.e. Tuesday, September 21, 2021.

The Board of Directors at their meeting held on August 20, 2021 has appointed Mr. Deep Shukla, Practicing Company Secretary (Membership No. FCS 5652) as the Scrutinizer to scrutinize the E-voting process and voting done through physical ballot paper, if any, at the AGM in a fair and transparent manner.

The Scrutinizer shall, after scrutinizing the votes cast at the AGM and through Remote E-voting, not later than 3 (three) days from the conclusion of the AGM make a consolidated Scrutinizer's report and submit the same to the Chairman of the meeting.



In order to increase the efficiency of the voting process, SEBI has decided to enable e-voting to all the demat account holders (including public non-institutional shareholders/retail shareholders) by way of a single login credentials, through their Demat accounts or websites of Depositories/Depository Participants. Demat account holder shall be able to cast their vote without having register again with the e-voting service providers.

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 (Remote e-voting and e-voting at the AGM) is given below:

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

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. Any person who becomes a Member of the Company after sending of Annual Report and holding shares as on cut off date i.e. September 21, 2021 shall also follow then procedure stated herein for login details.

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

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

Instructions to corporates, institutional investors, custodians and shareholders holding shares in physical mode: (Remote e-voting and e-voting at the AGM):

The shareholders should log on to the e-voting website www.evotingindia.com.

Click on “Shareholders” module.

Now enter your User ID

- For CDSL: 16 digits beneficiary ID,
- For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

Next enter the Image Verification as displayed and Click on Login.

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.

If you are a first-time user follow the steps given below:

For Shareholders holding shares in Demat Form other than individual and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <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)	Enter the date of Birth as recorded in your demat account or in the company records for the said demat amount or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <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 as mentioned in instruction (3).

After entering these details appropriately, click on “SUBMIT” tab.

Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be 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.

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

Click on the EVSN for the relevant Magellanic Cloud Ltd (Formerly known as South India Projects Ltd) on which you choose to vote.

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.

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

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.

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

You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

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

Facility for Non – Individual Shareholders and Custodians – Remote Voting:

- 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 they have to create 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 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.
- In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cDSLindia.com

Instructions for members for attending the AGM through video conferencing (VC) meeting, are as under



Magellanic Cloud - Annual General Meeting (AGM)

Join Zoom Meeting

<https://us02web.zoom.us/j/89217310756?pwd=QTdReUJNQWdDROZ4YktPV0Z5Y2UyUT09>

Meeting ID: 892 1731 0756

Passcode: 572006

One tap mobile

+13462487799,,89217310756#,,,,*572006# US (Houston)

+12532158782,,89217310756#,,,,*572006# US (Tacoma)

Dial by your location

+1 346 248 7799 US (Houston)

+1 253 215 8782 US (Tacoma)

+1 669 900 9128 US (San Jose)

+1 646 558 8656 US (New York)

+1 301 715 8592 US (Washington DC)

+1 312 626 6799 US (Chicago)

Find your local number: <https://us02web.zoom.us/j/89217310756?pwd=QTdReUJNQWdDROZ4YktPV0Z5Y2UyUT09>



Or scan QR code and meeting will open in the ZOOM app

EXPLANATORY STATEMENT PRUSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item Nos. 4:

Re-appointment of Ms. Nikitha Tiparnapally (DIN: 07099613), as an Independent Director for a second term:

The Members of the Company at meeting held through the Postal Ballot on Tuesday, 3rd May, 2016, had appointed Ms. Nikitha Tiparnapally (DIN: 07099613) as Independent Director(s) to hold office for a term of five consecutive years upto February 25, 2021. As per Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a Special Resolution by the Company for another term of upto five consecutive years on the Board of a Company.

Based on the recommendation of the Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150 and 152, read with Schedule IV and other applicable provisions, if any, of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"); Ms. Ami Jariwala, being eligible for re-appointment as an Independent Director and offering herself for re-appointment, is proposed to be re-appointed as an Independent Director from February 26, 2021 to February 25, 2026.

A brief profile / expertise of the Independent Directors to be re-appointed is provided in the Annexure to the Notice. The Company has received declaration(s) from Ms. Nikitha Tiparnapally that she meet the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) and 25(8) of the Listing Regulations. In the opinion of the Board, Ms. Nikitha Tiparnapally fulfill the conditions specified under the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended to date and Regulation 16(1)(b) of the Listing Regulations for their re-appointment as Independent Non-Executive Director(s) of the Company and are independent of the management.

Copies of the draft appointment letters of Ms. Nikitha Tiparnapally as Independent Non-executive Director(s) setting out the terms and conditions of re-appointment would be available for inspection by the Members, by writing an email to the Company at compliance@magellanic-cloud.com.

The Company has immensely benefited during the tenures of Ms. Ami Jariwala as Independent Director of the Company and the Board is satisfied with the integrity, expertise and experience (including the proficiency) of Ms. Nikitha Tiparnapally, who are being re-appointed at this AGM.

The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail the services of Ms. Nikitha Tiparnapally and accordingly the Board recommends Special Resolution at Item No. 4 in relation to the re-appointment of Ms. Nikitha Tiparnapally as Independent Director(s) of the Company for the respective periods stated above, for approval by the Members of the Company.

Ms. Nikitha Tiparnapally, being appointee, is interested and concerned in the Resolution, mentioned at Item No. 4, of the Notice. None of the other Directors or Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financially or otherwise, in the said Resolution accompanying the Notice.

By Order of the Board of Directors

Jagan Mohan Reddy Thumma
Managing Director
[DIN: 06554945]

Registered Office:

101, Veena Royal, Shankar Lane, Kandiwali
(west), Mumbai, Maharashtra, India - 400067.

Dated: 20/08/2021

**Details of Directors seeking appointment / re-appointment at the Annual General Meeting
[In pursuance of Regulation 36 of the SEBI (Listing Obligations and
Disclosure Requirements), Regulations, 2015]**

Name of Director	Mr. Carwin Heierman	Ms. Nikitha Tiparnapally
DIN	08458981	07099613
Date of Birth	28/08/1974	16/02/1990
Date of Appointment	28 /05/2019	26/02/2021
Nature of Expertise	Software Engineer and having the experience about 15 years in the IT industries	Software Engineer and having the experience about 10 years in the IT industries
Qualification	Software Engineer	Software Engineer
Relationships between directors inter-se	N.A.	N.A.
List of other Indian Public Limited Companies in which Directorship held as on March 31, 2021	Nil	Nil
Chairman/ Member of the Committee of Board other Public Limited Companies as on March 31, 2021	Nil	Nil
Terms and conditions of Appointment/ Re-appointment	Executive Director	Independent Director – 5 years w. e. f. February 26, 2021
Number of Meetings of the Board attended during the Year	09	04
Directorship and Membership in the committees of other listed Companies	Nil	Nil
Shareholding of Directors (As on March 31, 2021)	Nil	Nil

BOARD'S REPORT

To,
The Members,
MAGELLANIC CLOUD LIMITED
(Formerly known as South India Projects Ltd)
CIN: L72100MH1981PLC339095

Your Directors have pleasure in presenting their 40th Annual Report on the Audited Financial Statement of Magellanic Cloud Limited ("the Company") for the Financial Year ended March 31, 2021.

FINANCIAL RESULTS

The summarized financial performance of the Company for the FY 2020-21 and FY 2019-20 is given below:
[Amount in INR]

PARTICULARS	Standalone		Consolidated	
	2020 - 21	2019 - 20	2020 - 21	2019-20
Revenue from operations	273,593,789	12,22,64,588	2,119,411,334	1,73,68,14,875
Other Income	11,775,625	79,69,133	21,394,147	1,39,86,342
Total Revenue	285,369,414	13,02,33,721	2,140,805,480	1,75,08,01,216
Total Expenses	252,344,081	9,76,83,586	2,128,697,273	1,66,46,72,097
Profit/(Loss) before exceptional and extraordinary items and tax	33,025,333	3,25,50,135	12,108,207	8,61,29,120
Exceptional Items	-	-	-	-
Extraordinary Items	-	-	-	-
Net Profit Before Tax	-	3,25,50,135	12,108,207	8,61,29,120
Provision for Tax				
- Current Tax	6,600,000	84,50,000	6,740,905	2,04,11,624
- Deferred Tax (Liability)/Assets	1,308,747	2,72,359	(12,952,456)	2,72,359
- Excess/(short) provision for earlier years	487,146	21,487	487,146	21,487
Net Profit After Tax	24,629,440	2,38,06,289	17,832,612	6,54,23,649
Profit/(Loss) from Discontinued operations	-	-	-	-
Tax Expense of Discontinued operations	-	-	-	-
Profit/(Loss) from Discontinued operations (after tax)	-	-	-	-
Profit/(Loss) for the period	24,629,440	2,38,06,289	17,832,612	6,54,23,649
Other Comprehensive Income				
Items that will not be reclassified to profit or loss	664,384	(8,59,511)	664,384	(8,59,511)
Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-
Items that will be reclassified to profit or loss	-	-	6,881,738	2,07,47,620
Income tax relating to items that will be reclassified to profit or loss	-	-	-	-

Total Comprehensive income for the period (Comprising Profit (Loss) and Other Comprehensive Income for the period)	25,293,824	2,29,46,778	25,378,734	8,53,11,759
Earnings per equity share <i>(for continuing operation)</i> :				
Basic (In ₹)	0.98	0.95	0.71	2.60
Diluted (In ₹)	0.98	0.95	0.71	2.60

REVIEW OF OPERATIONS

Standalone:

During the year under review, the Standalone total Income was INR 285,369,414/- as against INR 13,02,33,721/- for the corresponding previous year.

Total Comprehensive income for the period was INR 25,293,824/- as against INR 2,29,46,778/- in the corresponding previous year.

Consolidated:

During the year under review, the consolidated total Income was INR 2,140,805,480/- as against INR 1,75,08,01,216/- for the corresponding previous year.

Total Comprehensive consolidated income for the period was INR 25,378,734/- as against Net INR 8,53,11,759/- in the corresponding previous year.

TRANSFER TO RESERVES

The Board of Directors has decided to retain the entire amount of profits in the profit and loss account.

DIVIDEND

The Board of Directors have recommended a Dividend of Re. 0.50 per share (previous year Re. 0.50 per share) on face value of INR 10/- each for the Financial Year ended March 31, 2021.

STATE OF THE COMPANY'S AFFAIRS AND FUTURE OUTLOOK

The Company has diversified its business plan in the field related with providing Manpower placement and recruiting, Selecting, Interviewing, Training and Employing all types of executives, Middle Management Staff, Junior Level Staff, Workers, Labor's Skilled/Unskilled required by various Industries and organizations and also it has Food and Beverage business.

COVID-19 AND ITS IMPACT

The Company's operations were disrupted by the prolonged lock down announced by the Government consequent to CoVID-19 crisis, partly in the month of March 2020, fully in the month of April 2020, partly in the month of May 2020, partly in the month of March 2021, fully in the month of April 2021, May 2021 and June 2021. The management has assessed the impact of the lockdown & consequent economic slowdown on business operations, revenues, cash flows and other financial parameters as on 31st March, 2021.

SPECIAL EVENTS DURING THE YEAR

1. The Company has enter into an Agreement for acquisition and confirmation of ownership rights of Proprietorship Firm, namely, M/s. Serial Enterprises and M/s. Serial Sales Corporation
2. During the financial year under review the Company has shifted his registered office from Unit no. 405, Techno IT Park, Link Road, Near Eskay Club, Borivali (west), Mumbai, Maharashtra, India - 400103 to Office No. 101, Veena Royal, Shankar Lane, Kandiwali (west), Mumbai, Maharashtra, India - 400067 with effect from July 06, 2021.

SHARE CAPITAL

The Paid-up Equity Share Capital of the Company as on 31st March, 2021 is INR 25,16,69,400 (Indian Rupees Twenty Five Crores Sixteen Lakhs Sixty Nine Thousand Four Hundred only) divided into 2,51,66,940 (Two Crores Fifty One Lakhs Sixty Six Thousand Nine Hundred and Fourty) Equity Shares of INR.10.00 (Indian Rupees Ten) Each.



DIRECTORS AND KEY MANAGERIAL PERSONNEL

Inductions / Appointment or Re-appointment of Director

Based on the recommendation of the Nomination and Remuneration Committee and approval of the same by the Board at its meeting held on February 12, 2021, the Independent Directors viz., Ms. Nikitha Tiparnapally (DIN: 07099613) being eligible for re-appointment as Independent Directors for the second term of her office, having offered herself for re-appointment, is proposed to be re-appointed as Independent Directors for a second term. Resolution(s) in this behalf is set out at Item No 5 of the Notice of Annual General Meeting, for Members' approval.

During the year under review Mr. Sadhu J. Shetty has resigned from the post of Company Secretary w.e.f. December 28, 2020 and he was re-appointed again on March 26, 2021.

Retire by Rotation

In accordance with section 152(6) of the Companies Act, 2013 and in terms of Articles of Association of the Company Mr. Carwin Heierman (DIN: 08458981), Executive Director of the Company, retires by rotation and being eligible; offers himself for re-appointment at the forthcoming 40th Annual General Meeting. The Board recommends the said reappointment for shareholders' approval.

DISCLOSURES BY THE DIRECTORS

All the directors of the Company have confirmed that they satisfy the fit and proper criteria as prescribed under the applicable regulations and that they are not disqualified from being appointed as directors in terms of Section 164(2) of the Companies Act, 2013.

DECLARATION BY INDEPENDENT DIRECTORS

The Independent Director(s) have submitted their disclosure to the Board that they fulfill all the requirements as to qualify for their appointment as Independent Director, under the provisions of section 149 of the Companies Act, 2013 as well as Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and the Listing Agreement / Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Committees. The Directors expressed satisfaction with the evaluation process.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) & 134(5) of the Companies Act, 2013, the Board of Directors of the Company hereby confirm that:

- in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- the directors have prepared the annual accounts on a going concern basis; and
- the directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.



NUMBER OF BOARD MEETINGS

A calendar of meetings is prepared and circulated in advance to the Directors. During the year, 8 (Eight) Board Meetings were convened and held, the details of which are given in the Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

Further, Committees of the Board usually meet on the same day of formal Board Meeting, or whenever the need arises for transacting business. The recommendations of the Committees are placed before the Board for necessary approval and noting.

COMPOSITION OF AUDIT COMMITTEE

Your Company has formed an Audit Committee as per the Companies Act, and the Listing Agreement / SEBI (LODR) Regulations, 2015. All members of the Audit Committee possess strong knowledge of accounting and financial management.

Further, the Audit Committee is functional as per the provision of Section 177 of Companies Act, 2013 and Rules made thereunder and as per Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The other details of the Audit Committee are given in the Corporate Governance Report, appearing as a separate section in this Annual Report.

COMPOSITION OF NOMINATION & REMUNERATION COMMITTEE

Your Company has formed a Nomination & Remuneration Committee to lay down norms for determination of remuneration of the executive as well as non-executive directors and executives at all levels of the Company.

The other details of the Nomination & Remuneration Committee are given in the Corporate Governance Report, appearing as a separate section in this Annual Report.

NOMINATION AND REMUNERATION POLICY

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors. This policy also lays down criteria for selection and appointment of Board Members. The Board of Directors is authorized to decide Remuneration to Executive Directors. The Remuneration structure comprises of Salary and Perquisites. Salary is paid to Executive Directors within the Salary grade approved by the Members. The Nomination & Remuneration committee has been assigned to approve and settle the remuneration package with optimum blending of monetary and non-monetary outlay.

In terms of requirements prescribed under Section 178(3) of the Companies Act, 2013, the Nomination and Remuneration Policy inter-alia providing the terms for appointment and payment of remuneration to Directors and Key Managerial Personnel.

During the year, there have been no changes to the Policy. The same is annexed to this report as **Annexure I** and is available on our website www.magellanic-cloud.com.

COMPOSITION OF STAKEHOLDERS RELATIONSHIP COMMITTEE

Your Board has constituted a Stakeholders Relationship Committee to specifically look into the mechanism of redressal of grievances of shareholders etc. The Committee reviews Shareholder's / Investor's complaints like non-receipt of Annual Report, physical transfer/ transmission/transposition, split/ consolidation of share certificates, issue of duplicate share certificates, etc. This Committee is also empowered to consider and resolve the grievance of other stakeholders of the Company including security holders.

The other details of the Stakeholders Relationship Committee are given in the Corporate Governance Report, appearing as a separate section in this Annual Report.



PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 in respect of employees of the Company, is enclosed as **Annexure II** and forms part of this Report.

Further, no employee of the Company is earning more than the limits as prescribed pursuant to Section 197 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 in respect of employees of the Company.

Further, the names of top ten employees in terms of remuneration drawn are disclosed in **Annexure III** and forms part of this Report.

ANNUAL RETURN

Pursuant to Notification dated 28th August, 2020 issued by the Ministry of Corporate Affairs as published in the Gazette of India on 28th August, 2020, the details forming part of the extract of Annual Return in Form MGT-9 is not required to be annexed herewith to this report. However, the Annual Return will be made available at the website of the Company at www.magellanic-cloud.com.

DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

The Statement AOC-1 pursuant to the provisions of Section 129 (3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014 regarding Subsidiary Company is enclosed as **Annexure IV** to this Report.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report, which gives a detailed state of affairs of the Company's operations forms a part of this Annual Report as **Annexure V**.

STATUTORY AUDITORS' AND AUDITORS' REPORT

At the 36th Annual General Meeting held on 29th September, 2017, M/s. D. Kothary & Co., Chartered Accountants, (Firm Regd. No. 105335W), were appointed as Statutory Auditors of the Company to hold office till the conclusion of 41st Annual General Meeting to be held in financial year 2022.

In terms of the provisions relating to statutory auditors forming part of the Companies Amendment Act, 2017, notified on May 7, 2018, ratification of appointment of Statutory Auditors at every AGM is no more a legal requirement. However, pursuant to Ordinary Resolution passed at the 36th AGM, appointment shall subject to ratification at every annual general meeting.

Hence, the Notice convening the ensuing 40th AGM contained a resolution on ratification of appointment of Statutory Auditors. Further, M/s. D. Kothary & Co., Chartered Accountants, (Firm Regd. No. 105335W), has confirmed that they are eligible to continue as Statutory Auditors of the Company to audit the books of accounts of the Company for the Financial Year ending March 31, 2022 and they will continue to be the Statutory Auditors of the Company for Financial Year ending March 31, 2022. Auditors Report as issued by M/s. D. Kothary & Co, Chartered Accountants, Auditors of the Company is self explanatory and need not call for any explanation by your Board.

SECRETARIAL AUDIT

In terms of Section 204 of the Companies Act, 2013 and Rules made there under, Mr. Deep Shukla, Practicing Company Secretary, have been appointed Secretarial Auditors of the Company. The Secretarial Audit Report is enclosed as **Annexure VI** to this report.

EXPLANATION(S)/ COMMENT(S) PURSUANT TO SECTION 134(3), IF ANY, OF THE COMPANIES ACT, 2013

Explanation pursuant to Section 134(3):

There are no adverse remarks/Qualifications made in Statutory Report issued by Statutory Auditor of the Company.

Explanation pursuant to Section 134(3):

1. Website of the Company is not updated as per SEBI (LODR) Regulation, 2015;

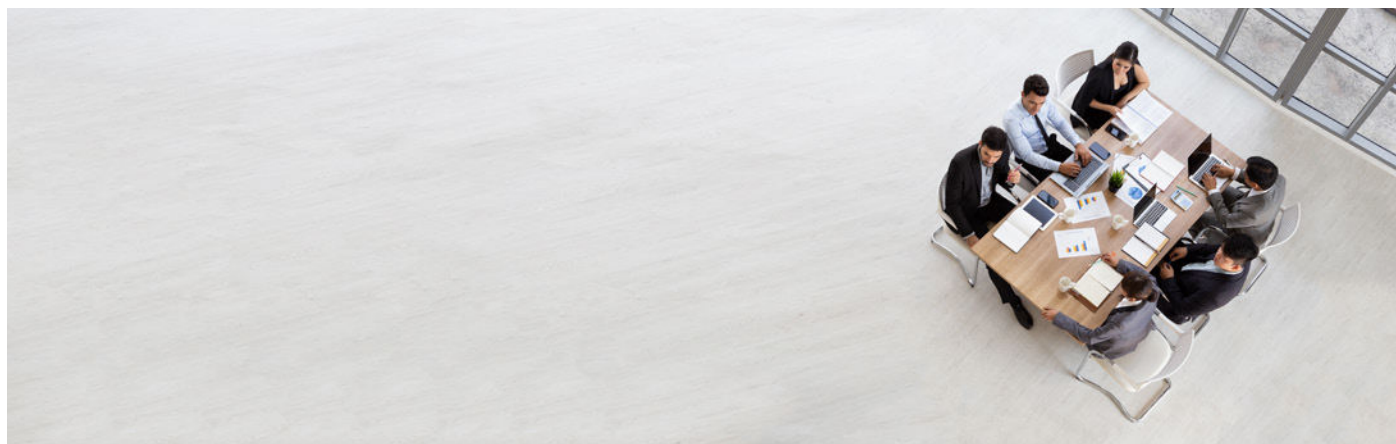
Reply:

The Company is in process to update the same.

2. Non-compliance of IEPF rules, as amended

Reply:

The Company is in process to complete the same.



ANNUAL SECRETARIAL COMPLIANCE REPORT

Ms. Shivani Tiwari, Practicing Company Secretaries, have been appointed to give Annual Secretarial Compliance Certificate. The Annual Compliance Certificate is enclosed as **Annexure VII** to this report.

INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls system. The Audit Committee of the Board periodically reviews the internal control systems with the management and Statutory Auditors. Significant findings are discussed and follow-ups are taken thereon.

Further, the Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

EMPLOYEES' STOCK OPTION PLAN

The Company has not provided stock options to any employee.

RISK MANAGEMENT POLICY

The Company has laid down the procedure to inform the Board about the risk assessment and minimization procedures. These procedures are reviewed by the Board periodically to ensure that there is timely identification and assessment of risks, measures to mitigate them, and mechanisms for their proper and timely monitoring and reporting.

The Company does not fall under the ambit of top 500 listed entities, determined on the basis of market capitalisation as at the end of the immediately preceding financial year. Hence, compliance under Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable.

DEPOSITS

The Company has neither accepted nor renewed any fixed deposits during the year under review. There are no unclaimed deposits, unclaimed / unpaid interest, refunds due to the deposit holders or to be deposited to the Investor Education and Protection Fund as on March 31, 2021.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of loans granted and investments made by the Company under the provisions of Section 186 of the Companies Act, 2013, are provided in standalone financial statement under Note 10 under Notes forming part of financial statement.

INSURANCE

The properties/assets of the Company are adequately insured.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company is committed to discharging its social responsibility as a good corporate citizen. The Board of Directors has framed a new policy on August 20, 2021 which lays down a framework in relation to Corporate Social Responsibility of the Company. This policy also lays down to lay down guidelines for the company to make CSR a key business process for sustainable development for the Society. The details of this policy are explained by way of **Annexure VIII**.

During the year under review, the Company has not expended any amount towards CSR activities as the same is not applicable to the Company pursuant to section 135 of the Companies Act, 2013.

CORPORATE GOVERNANCE CERTIFICATE

We ensure that, we evolve and follow the corporate governance guidelines and best practices sincerely, not only to boost long-term shareholder value, but also to respect minority rights. We consider it our inherent responsibility to disclose timely and accurate information regarding our operations and performance, as well as the leadership and governance of the Company.

In compliance with Regulation 34(3) read with Schedule V(C) of the SEBI (LODR) Regulations, 2015, a Report on Corporate Governance forms part of this Annual Report. The Certificate as issued by Practicing Company Secretary certifying compliance with the conditions of corporate governance as prescribed under Schedule V(E) of the SEBI (LODR) Regulations, 2015, is annexed to the Corporate Governance Report as **Annexure IX**.

DISCLOSURE ON COMPLIANCE WITH THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has set up an Internal Complaints Committee for providing a redressal mechanism pertaining to sexual harassment of women employees at the workplace. There was no case of sexual harassment reported during the year under review.

CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

Conservation of Energy

We continue to strengthen our energy conservation efforts. We are always in lookout for energy efficient measures for operation, and value conservation of energy through usage of latest technologies for quality of services. Although the equipments used by the Company are not energy sensitive by their very nature, still the Company is making best possible efforts for conservation of energy, which assures that the computers and all other equipments to be purchased by the Company strictly adhere to environmental standards, and they make optimum utilization of energy.

Absorption of Technology

In this era of competition, in order to maintain and increase the clients and customers, we need to provide best quality services to our clients and customers at minimum cost, which is not possible without innovation, and adapting to the latest technology available in the market for providing the services.

Research and Development (R&D)

The Company believes that in order to improve the quality and standards of services, the Company has progressive Research and Development Process, which should keep on increasing along with the scale of operations of the Company.

Foreign Exchange Earnings and Outgo

During the financial year under review, there were no foreign earnings and outgo.



TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

The Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

The Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

SECRETARIAL STANDARDS

The Company has in place proper systems to ensure compliance with the provisions of the applicable secretarial standards issued by The Institute of Company Secretaries of India and such systems are adequate and operating effectively.

LISTING WITH STOCK EXCHANGE

The shares of the Company are listed on BSE only.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There are no significant and material orders passed by the Courts / Tribunals which would impact the going concern status of the Company and its future operations.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors, Officers and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors, Officers and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code. All Board of Directors and the designated employees have confirmed compliance with the Code.

ACKNOWLEDGEMENT

The Directors would like to thank all shareholders, customers, bankers, suppliers and everybody else with whose help, co-operation and hard work the Company is able to achieve the results. The Directors would also like to place on record their appreciation of the dedicated efforts put in by the employees of the Company.

For and on behalf of the Board of Directors

Jagan Mohan Reddy Thumma
Managing Director
[DIN: 06554945]

Tiparnapally Nikitha
Director
[DIN: 07399613]

Date: 20.08.2021

Registered Office:

101, Veena Royal, Shankar Lane, Kandiwali
(west), Mumbai, Maharashtra, India - 400067.

NOMINATION AND REMUNERATION POLICY - ANNEXURE - I

CONSTITUTION OF COMMITTEE

The Board of Directors of the Company (the Board) constituted the committee to be known as the Nomination and Remuneration Committee consisting of three or more non-executive directors out of which not less than one-half are independent directors. The Chairman of the Committee is an Independent Director. However, the chairperson of the company (whether executive or nonexecutive) may be appointed as a member of the Nomination and Remuneration Committee but shall not chair such Committee.”

OBJECTIVE

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The objective of this policy is to lay down a framework in relation to remuneration of directors, KMP, senior management personnel and other employees.

The Key Objectives of the Committee would be:

- To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, key managerial personnel and other employees.
- To formulation of criteria for evaluation of Independent Director and the Board.
- To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company’s operations.
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- To develop a succession plan for the Board and to regularly review the plan.
- To assist the Board in fulfilling responsibilities.
- To Implement and monitor policies and processes regarding principles of corporate governance.



APPLICABILITY

- Directors (Executive and Non Executive)
- Key Managerial Personnel
- Senior Management Personnel

DEFINITIONS

“Act” shall mean the Companies Act, 2013 and the Rules made thereunder, including the modifications, amendments, clarifications, circulars or re-enactment thereof.

“Board” means Board of Directors of the Company.

“Committee” means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board.

“Company” means Kanani Industries Limited.

“Directors” mean Directors of the Company.

“Independent Director” means a Director referred to in Section 149 (6) of the Companies Act, 2013.

“Key Managerial Personnel” means key managerial personnel as defined under the Companies Act, 2013 and includes:

- Managing Director, or Executive Director or manager and in their absence, a whole-time director; (includes Executive Chairman)
- Company Secretary;
- Chief Financial Officer; and
- Such other officer as may be prescribed.

“Policy” or **“This policy”** means Nomination and Remuneration Policy.

“Remuneration” means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income Tax Act, 1961.

“Senior Management” Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional heads.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be amended from time to time shall have the meaning respectively assigned to them therein.

ROLE AND POWER OF THE COMMITTEE

Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee:

The Committee shall:

- Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
- Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.

Policy for appointment and removal of Director, KMP and Senior Management

Appointment criteria and qualifications

- The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.

- A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

Term / Tenure

Managing Director/Whole-time Director

- The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

Independent Director

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.
- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

Evaluation

- The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).

Removal

- Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

Retirement

- The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

Policy relating to the Remuneration for the Whole-time Director, KMP and Senior Management Personnel

General

- The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required;
- The remuneration and commission to be paid to the Whole-time Director shall be in accordance with the percentage / slabs / conditions laid down in the Articles of Association of the Company and as per the provisions of the Act;
- Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director;
- Where any insurance is taken by the Company on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management Personnel

Fixed pay

- The Whole-time Director/ KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board/ the Person authorized by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

Minimum Remuneration

- If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director in accordance with the provisions of Schedule V of the Act and if it is not able to comply with such provisions, with the previous approval of the Central Government.

Provisions for excess remuneration

- If any Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

Remuneration to Non- Executive / Independent Director

Remuneration / Commission

- The remuneration / commission shall be fixed as per the slabs and conditions mentioned in the Articles of Association of the Company and the Act.

Sitting Fees

- The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed Rs. One Lac per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

Commission

- Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Act.

Stock Options

- An Independent Director shall not be entitled to any stock option of the Company.

MEMBERSHIP

- The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent.
- Minimum two (2) members shall constitute a quorum for the Committee meeting.
- Membership of the Committee shall be disclosed in the Annual Report.
- Term of the Committee shall be continued unless terminated by the Board of Directors.

CHAIRMAN

- Chairman of the Committee shall be an Independent Director;
- Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee;
- In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman;
- Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

COMMITTEE MEMBERS' INTERESTS

A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated. The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

VOTING

Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee. In the case of equality of votes, the Chairman of the meeting will have a casting vote.

MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

IMPLEMENTATION

The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate. The Committee may Delegate any of its powers to one or more of its members.

AMENDMENTS TO THE POLICY

The Board of Directors on its own and / or as per the recommendations of Nomination and Remuneration Committee can amend this Policy, as and when deemed fit.

AMENDMENTS IN THE LAW

Any subsequent amendment/modification in the Listing Regulation and/or other applicable laws in this regard shall automatically apply to this Policy.

ANNEXURE - II

Information required under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016

- The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2020-21 and
- The percentage increase in remuneration of each Director, Managing Director & Chief Executive Officer, Chief Financial Officer and Company Secretary of the Company in the financial year 2020-21

NAME & DESIGNATION	*Remuneration of each Director & KMP for Financial Year 2020-21 (INR)	% increase/ decrease in remuneration in the Financial Year 2020-21	Ratio of remuneration of each Directors to median remuneration of employees
A. Independent Directors			
Mrs. Tiparnapally Nikitha	-	-	-
Mr. Robert Alan Forbes Jr.	-	-	-
Mr. Elisha Thatisetty	-	-	-
B. Executive Directors/KMP			
Mr. Jagan Mohan Reddy Thumma (MD)	4,80,000	-	1.70:01
Mr. Sanjay M. Chauhan (CFO)	24,00,000	-	8.51:01
Mr. Sadhu Shetty (CS)	213,793	-	0.76:01
Mr. Joseph Sudheer Reddy Thumma (MD)	-	-	-
Mr. Carwin Heierman (Executive Dr.)	-	-	-

MD - Managing Director, WTD - Whole-time Director, CFO - Chief Financial Officer; CS - Company Secretary.

1. Median remuneration of all the employees of the Company for the financial year 2020-21 is INR 2,82,000/-.

- The percentage increase in the median remuneration of employees in the financial year 2020-21

	Financial Year 2020 - 21 (INR)	Financial Year 2019 - 20 (INR)	Increase by (%)
Median remuneration of all employees	2,82,000	1,06,440	164.94

Note: The calculation of % increase in the median remuneration has been done based on comparable employees.

- The number of permanent employees on the rolls of Company.

There were 95 permanent employees on the rolls of Company as on March 31, 2021.

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

Average percentile increase/decrease in the salaries of employee other than the MD in the Financial Year 2020-21 was 164.94% and there is no increase in the salary of the MD.

- Affirmation that the remuneration is as per the Remuneration Policy of the Company

Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, KMPs, Senior Management and other employees of the Company is as per the Remuneration Policy of the Company.

For and on behalf of the Board of Directors

Jagan Mohan Reddy Thumma
Managing Director
[DIN: 06554945]

Tiparnapally Nikitha
Director
[DIN: 07399613]

Registered Office:

101, Veena Royal, Shankar Lane, Kandiwali
(west), Mumbai, Maharashtra, India - 400067.

Date: 20.08.2021

ANNEXURE - III

Information required under Section 197 of the Companies Act, 2013 read with Rule 5(2)(a) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016

NAMES OF EMPLOYEES	DESIGNATION / NATURE OF DUTIES	REMUNERATION RECEIVED [RS.] P.A.	QUALIFICATION	EXPERIENCE IN YEARS	AGE IN YEARS	DATE OF COMMENCEMENT OF EMPLOYMENT	LAST EMPLOYMENT HELD	% OF SHARE-HOLDING
Jagan Mohan Reddy Thumma	Managing Director	4,80,000.00	MBA	22	46	1-May-2016	JNIT Tech PVT LTD	9.34%
Syed Ameeruddin	Operations Head	48,00,000.00	MBA	16	32	1-May-2016	JNIT Tech PVT LTD	-
Krishna Prasad Vyakaranam	Technical Architect	29,89,908.00	Masters	16	38	1-May-2016	JNIT Tech PVT LTD	-
Mohammed Aziz Pasha	Accounts Manager	24,88,800.00	B-Tech	9	31	1-May-2016	JNIT Tech PVT LTD	-
Nagesh Kumar Banala	Lead Business Development Manager	13,80,000.00	B-Tech	8	29	1-May-2016	JNIT Tech PVT LTD	-
Rohit Yadav	Java Full Stack Developer	15,00,000.00	B-Tech	6.2	31	1-Oct-2020	JNIT Tech PVT LTD	-
Sanjay M. Chauhan	CFO	24,00,000.00	CA Intermediate	17	40	1-May-2016	JNIT Tech PVT LTD	-
Mamta Chauhan	Accounts Executive	15,00,000.00	FYJC	12	41	1-April-2020	JNIT Tech PVT LTD	5014 Shares
Kahkashan Parween	Business Development Manager	12,37,800.00	MBA	10	31	22-July-2020	Direct IT Staffing	-
Jayshree Chauhan	Accounts Executive	12,00,000.00	TYBA	10.5	37	1-April-2020	Self Employed	-
Varsha Chauhan	Accounts Executive	12,00,000.00	TYBA	14	46	1-April-2020	Self Employed	-

The above employees are related to the Directors of the Company.

NAMES OF EMPLOYEES	EMPLOYEES WHO ARE RELATIVES OF ANY DIRECTOR
Jagan Mohan Reddy Thumma	Brother of Joseph Sudheer Reddy Thumma
Syed Ameeruddin	No Relation with any Director
Krishna Prasad Vyakaranam	No Relation with any Director
Mohammed Aziz Pasha	No Relation with any Director
Sanjay M. Chauhan	No Relation with any Director
Mamta Chauhan	No Relation with any Director
Rohit Yadav	No Relation with any Director
Nagesh Kumar Banala	No Relation with any Director
Jayshree Chauhan	No Relation with any Director
Varsha Chauhan	No Relation with any Director

For and on behalf of the Board of Directors

Jagan Mohan Reddy Thumma
Managing Director
[DIN: 06554945]

Tiparnapally Nikitha
Director
[DIN: 07399613]

Registered Office:

101, Veena Royal, Shankar Lane, Kandiwali
(west), Mumbai, Maharashtra, India - 400067.

Date: 20.08.2021

ANNEXURE - IV

FORM AOC-I

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

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

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Lacs.)

SL. NO.	1	2
Name of the subsidiaries	JNIT Technologies, INC.	Motivity Labs INC*
Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	March 31, 2021	March 31, 2021
Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Reporting Currency: \$ U.S. Dollar Exchange Rate as on 31-03-2021 is INR 73.51	Reporting Currency: \$ U.S. Dollar Exchange Rate as on 31-03-2021 is INR 73.51
Share capital	74,564	73,50,470
Reserves & surplus	17,81,33,194	9,95,41,392
Total assets	91,18,93,281	20,60,60,631
Total Liabilities	73,55,29,779	10,02,04,914
Investments	-	-
Turnover	143,34,92,975	52,35,33,753
Profit before taxation	(7,96,55,071)	5,78,11,471
Provision for taxation	(1,41,20,297)	-
Profit after taxation	(6,55,34,773)	5,78,11,471
Proposed Dividend	-	3,11,600
% of shareholding	100	100

*Wholly Owned subsidiary of JNIT Technologies INC.

Names of subsidiaries which are yet to commence operations : - NA

Names of subsidiaries which have been liquidated or sold during the year : - NA

Part “B”: Associates and Joint Ventures

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

NAME OF ASSOCIATES / JOINT VENTURES		
1.	Latest audited Balance Sheet Date	-
2.	Shares of Associate/Joint Ventures held by the company on the year end	-
	No.	-
	Amount of Investment in Associates/Joint Venture	-
	Extend of Holding %	-
3.	Description of how there is significant influence	-
4.	Reason why the associate/joint venture is not consolidated	-
5.	Net worth attributable to Shareholding as per latest audited Balance Sheet	-
6.	Profit / Loss for the year	-
	Considered in Consolidation	-
	Not Considered in Consolidation	-

Names of associates or joint ventures which are yet to commence operations: No

Names of associates or joint ventures which have been liquidated or sold during the year: No

For Magellanic Cloud Limited**Jagan Mohan Reddy Thumma**
Managing Director
[DIN: 06554945]**Tiparnapally Nikitha**
Director
[DIN: 07399613]**Sanjay Chauhan**
(Chief Financial officer)**Sadhu J Shetty**
(Company Secretary)

Date: 20.08.2021

MANAGEMENT DISCUSSION AND ANALYSIS REPORT - ANNEXURE - V

INDIAN ECONOMY

The outbreak of the COVID-19 pandemic in March 2020 along with the national lockdown in India disrupted economic activities including demand and supply chain resulting in a significant slowdown of the Indian economy.

With the staggered unlocking measures from May/ June 2020 onwards some normalcy started getting restored. The manufacturing sector witnessed a fast recovery from second quarter of 2020-21 coupled with a revival of consumer demands during the festive season. Widespread monsoon with healthy crops and increased rural demand also helped recovery of the Indian economy in the second half of last fiscal. The service sector was more vulnerable than manufacturing. Indian economy as per the second advance estimates is estimated to have contracted at (8%) during 2020-21 compared to a growth of 4% in 2019-20.

A sharp surge in the cases during the second wave of Covid-19 since the second week of April 2021 had led to many state governments announcing strict lockdowns / restrictions on movement etc. and this is affecting the economic activity especially of Micro, Small and Medium Enterprises. Economic impact of the second wave could intensify in the next few weeks due to lower mobility. The overall impact of the second wave on the economy is difficult to assess presently, but it is likely to negatively affect GDP growth in the first quarter.

With emergence of strong second wave of Covid-19 pandemic, the Indian economy is now projected to grow at about 10% during fiscal 2021-2022.



INDUSTRY STRUCTURE AND DEVELOPMENTS

The Company is a part of an Industry, which largely operates through unorganized constituents. However, unlike the industry, the Company has attempted to operate through as systematic and organized manner as possible.

OPPORTUNITIES AND THREATS

Following can be termed as the opportunities / strengths of the Company:

- Induction of widely experienced and specialized personnel on the Board.
- Good combination of technical as well as advisory personnel in the management.
- Some of the world retail majors have decided sometime back to source part of their requirements from India.
- The unfavorable government policies cut throat competition amongst manufacturers and exporters remains major concerns for the Business.

OUTLOOK

The Company has done reasonable in the current year and expects to achieve a really good percentage of market share in the marketing fields. The outlook for the Company can therefore be termed as optimistic and expects higher growth than inflation and average growth in the industry.

Growth of the Food and Beverage Industry is expected to be moderate to better in the years to come depending on the policies of the Government. However Food and Beverage is seeing robust growth in the years to come. The Growth rate of the Food and Beverage Industry is closely related to the growth of the other Sector and hence movements and developments in the other sectors would also indirectly affect the future of Food and Beverage Industry.

CHANGES IN KEY FINANCIAL RATIOS

Pursuant to provisions of Regulation 34 (3) of SEBI (LODR) Regulation, 2015 read with Schedule V part B(1) details of changes in Key Financial Ratios is given hereunder:

S. NO.	KEY FINANCIAL RATIO		FY 2020-21	FY 2020-21
1.	Debtors Turnover Ratio	Times	19.09	17.96
2.	Inventory Turnover Ratio	Times	22.73	NA
3.	Interest Coverage Ratio	Times	6.37	22.31
4.	Current Ratio	Times	1.02	2.34
5.	Debt Equity Ratio	Times	0.21	0.02
6.	Operation Profit Margin	%	14.12%	30.36%
7.	Net Profit Margin	%	12.07%	26.62%
8.	Change in Return on Net Worth	%	6.57%	6.17%

**Previous year's Figures have been regrouped / rearranged wherever necessary*



RISK AND CONCERNS

Looking at the scenario in India in case of Food and Beverage industry, Risks associated with operating in a particular industry and include risks arising from demand changes, changes in customers choice and industry changes. Forex risks could arise from the company being exposed to foreign currency fluctuations which could impact its rupee earnings.

The Company has adequate internal control procedures commensurate with the size of the Company and the nature of its business for purchase of stores, raw materials, components, plant and machinery, equipment and other assets, and for the sale of goods.

The Company also has in place an Audit Committee to have a periodic overview of the internal control procedures of the Company. The Audit committee is accessible at all times to the employees of the Company for any improvement to be recommended in the procedures in place.

DISCUSSION ON FINANCIAL PERFORMANCE OF THE COMPANY

The financial performance of the Company has declined in the year under review.

During the year under review, the Standalone total Income was **Rs. 285,369,414/-** as against **Rs. 13,02,33,721/-** for the corresponding previous year.

Total Comprehensive income for the period was Rs. **25,293,824/-** as against **Rs. 2,29,46,778/-** in the corresponding previous year.

INDUSTRIAL RELATIONS AND HUMAN RESOURCES

The Company considers that its relationship with its employees is vital and ensures that employees feel valued and is endeavoring to create an environment and culture within which every employee can put his best efforts and maximize his contribution.

The Company ensures that all its employees remain competent through education, skills, training and experience as necessary. The Company has had cordial relations between the management and employees and an atmosphere of harmonious working to achieve the business objectives of the Company throughout the year. The Company is poised to motivate each of its employees to perform to the fullest extent possible and to appropriately reward their excellence.

CAUTIONARY STATEMENT

Statements in this report and Corporate Governance Report read together with the Directors' Report and financial statement describing the Company's objectives, projections, estimates, expectations and predictions, may be "forward looking statements". Actual results may differ from those expressed or implied due to variations in prices of raw materials, seasonal demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and other incidental factors.

For and on behalf of the Board of Directors

Jagan Mohan Reddy Thumma
Managing Director
[DIN: 06554945]

Tiparnapally Nikitha
Director
[DIN: 07399613]

Registered Office:

101, Veena Royal, Shankar Lane, Kandiwali
(west), Mumbai, Maharashtra, India - 400067.

Date: 20.08.2021

ANNEXURE VI - FORM MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

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

To,
The Members,
Magellanic Cloud Limited
(Formerly known as South India Projects Ltd)
Regd. Office: 101, Veena Royal, Shankar Lane, Kandiwali (west), Mumbai, Maharashtra, India - 400067.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Magellanic Cloud Limited (hereinafter called the Company). In light of ongoing COVID-19 pandemic situation, due to limitations of physical verifications of various records, the Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on my said verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March 2021 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent,(subject to the observations mentioned in this report) in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2021 according to the provisions of:

- The Companies Act, 2013 (the Act) and the rules made thereunder as amended;
- The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder as amended; Not applicable during period. (Not applicable during period)
- The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder as amended;
- 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;(to the extent as may be applicable to the Company);
- The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 1. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 2. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 3. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2015;
 4. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999(Not Applicable to the Company during the Audit Period);
 5. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008(Not Applicable to the Company during the Audit Period);
 6. 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;
 7. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;(Not Applicable to the Company during the Audit Period);and
 8. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;(Not Applicable to the Company during the Audit Period);

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

- Secretarial Standards issued by The Institute of Company Secretaries of India. Since minutes are under process, the Secretarial standards are not completely complied.
- The Listing Agreements entered into by the Company with the Stock Exchange viz Bombay Stock Exchange of India Ltd (BSE) along with SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as applicable for respective periods.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, subject to following observations/qualifications:

- Website of the Company is in process to update as per SEBI (LODR) Regulation, 2015;
- The Company has received the notice from BSE on 18.01.2021 & 05.02.2021 for Non-compliance with disclosure of related party transactions on consolidated basis for quarter ended 30.09.2020 under Regulation 23(9) of SEBI LODR and imposed a fine of Rs. 3,00,900, as informed by the management, they have made the payment of fine, as imposed by BSE, on 16th June, 2021;
- The Company has received the notice from BSE on 22.02.2021 for Non-appointment of Company Secretary and Compliance Officer for the quarter ended 31.12.2020 and imposed a fine of Rs. 1,08,560/-, as informed by the management, they have made the payment of fine, as imposed by BSE, on 16th June, 2021;
- During the year under review, we have not found any documents related with compliance of IEPF rules, as amended.
- Form DIR-3 KYC is in process to be file of Mr. Carwin Heierman and Mr. Robert Alan Forbes Jr.

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.
- Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent 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.
- All the resolutions were passed with consent of majority Directors

I further report that:

- there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period there were no specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, guidelines and standards.

Place: Mumbai
Date: 16/08/2021

For: M/s. DEEP SHUKLA & ASSOCIATES
COMPANY SECRETARIES

DEEP SHUKLA
{PROPRIETOR}
FCS: 5652
CP NO.5364
UDIN: F005652C000790205

Annexure to Secretarial Report and forming part of the report

To,
The Members,
Magellanic Cloud Limited
(Formerly known as South India Projects Ltd)
Regd. Office: 101, Veena Royal, Shankar Lane, Kandiwali (west), Mumbai, Maharashtra, India - 400067.

I further state that my said report of the even date has to be read along with this letter.

1. Maintenance of Secretarial/ Statutory Records is the responsibility of the Management of the Company. My responsibility is to express an opinion on these records based on the audit.
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.
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 happenings of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standard is the responsibility of management. My examination is limited to the verification of procedures on test basis and shall not stand responsible for any non-compliance.
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.

Place: Mumbai
Date: 16/08/2021

For: M/s. DEEP SHUKLA & ASSOCIATES
COMPANY SECRETARIES

DEEP SHUKLA
{PROPRIETOR}
FCS: 5652
CP NO.5364
UDIN: F005652C000790205

ANNEXURE – VII

Annual Secretarial Compliance Report of “MAGELLANIC CLOUD LIMITED (Formerly known as South India Projects Limited)” for the year ended March 31, 2021

We, Deep Shukla & Associates have examined:

- all the documents and records made available to us and explanation provided by MAGELLANIC CLOUD LIMITED [CIN: L72100MH1981PLC339095] (“the listed entity”),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- other relevant document(s)/ filing, which has been relied upon to make this certification,

for the year ended March 31, 2021 (“Review Period”) in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

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

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (till November 09,2018); [Not applicable during the review period]
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (w.e.f. November 09, 2018); (to the extent applicable);
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (to the extent applicable);
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; [Not applicable during the review period]
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; [Not applicable during the review period]
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; [Not applicable during the review period]
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; [Not applicable during the review period]
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (to the extent applicable);
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, as amended;
- The Securities and Exchange Board of India (Intermediaries) Regulations, 2008; [Not applicable during the review period]
- Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018; and circulars/guidelines issued thereunder.



And based on the above examination and explanations given by the Management, we hereby report that, during the review period:

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

SR. NO.	COMPLIANCE REQUIREMENT (REGULATIONS/ CIRCULARS / GUIDELINES INCLUDING SPECIFIC CLAUSE)	DEVIATIONS	OBSERVATIONS/ REMARKS OF THE PRACTICING COMPANY SECRETARY
1.	Regulation 46(2)	The Company has not hosted the required compliances on the website of the Company	As explained by the management they are in- process to update the same
2.	Regulation 23(9)	Non-compliance with disclosure of related party transactions on consolidated basis for the quarter ended 30.09.2020	As explained by the management, said regulation is not applicable to the company for the said quarter
3.	Regulation 6(1)	Non-appointment of Company Secretary and Compliance Officer for a period of 15.12.2020 to 25.03.2021	The Company has appointed the Company Secretary and Compliance Officer w.e.f. 26.03.2021

- The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

SR. NO.	ACTION TAKEN BY	DETAILS OF VIOLATION	DETAILS OF ACTION TAKEN E.G. FINES, WARNING LETTER, DEBARMENT, ETC.	OBSERVATIONS/ REMARKS OF THE PRACTICING COMPANY SECRETARY, IF ANY.
1.	BSE Limited on 31.08.2020	Non-appointment of Company Secretary and Compliance Officer for quarter ended 30.06.2020	The fines was imposed of Rs. 1,07,380/-	As explained by the management, the said notice wrongly was sent by BSE as they have already appointed the Company Secretary and Compliance Officer w.e.f. 25.09.2018. Further, the company has sent the appropriate reply to BSE on 03.09.2020 and the company has received waiver of fine vide its mail received from BSE dated 16.04.21
2.	BSE Limited on 18.01.2021	Non-compliance with disclosure of related party transactions on consolidated basis for quarter ended 30.09.2020 under Regulation 23(9) of SEBI LODR	The fines was imposed of Rs. 2,06,500/-	As informed by the management, they have made the payment of fine, as imposed by BSE, on 16th June, 2021
3.	BSE Limited on 05.02.2021	Non-compliance with disclosure of related party transactions on consolidated basis for quarter ended 30.09.2020 under Regulation 23(9) of SEBI LODR	The fines was imposed of Rs. 3,00,900/-	As informed by the management, they have made the payment of fine as imposed by BSE on 16th June, 2021.

4.	BSE Limited on 22.02.2021	Non-appointment of Company Secretary and Compliance Officer for the quarter ended 31.12.2020	The fines was imposed of Rs. 1,08,560/-	As explained by the management, the Company has appointed the Company Secretary and Compliance Officer w.e.f. 26.03.2020. Further, the company have made the payment of fine as imposed by BSE, on 16th June, 2021
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- The listed entity has taken the following actions to comply with the observations made in previous reports:

SR. NO.	OBSERVATIONS OF THE PRACTICING COMPANY SECRETARY IN THE PREVIOUS REPORTS	OBSERVATIONS MADE IN THE SECRETARIAL COMPLIANCE REPORT FOR THE YEAR ENDED MARCH 31, 2021	ACTIONS TAKEN BY THE LISTED ENTITY, IF ANY	COMMENTS OF THE PRACTICING COMPANY SECRETARY ON THE ACTIONS TAKEN BY THE LISTED ENTITY
1.	The Company has not updated the details pertaining to F.Y. 2019-20 on it's website	The Company has not updated the details pertaining to F.Y. 2020-21 on it's website	As informed to us by the management, they are in a process to update the same	Updation of website is in process;

Place: Mumbai
Date: 30/06/2021

Shivani Tiwari
Company Secretary

ACS NO.: 54854
CP NO.: 22891
UDIN: A054854C000546334

CORPORATE GOVERNANCE REPORT - ANNEXURE - VIII

Corporate Governance is not merely the compliance of a set of regulatory laws and regulations but is a set of good and transparent practices that enable an organization to perform efficiently and ethically to generate long term wealth and create value for all its stakeholders. It goes beyond building and strengthening the trust and integrity of the Company by ensuring conformity with the globally accepted best governance practices. The Securities and Exchange Board of India (SEBI) observes keen vigilance over governance and fulfillment of these regulations in letter and spirit, which entails surety towards sustainable development of the Company, enhancing stakeholders' value eventually.

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Corporate Governance is a set of systems and practices to ensure that the affairs of the company are being managed in a way which ensures accountability, transparency, and fairness in all its transactions in the widest sense and meet its stakeholder's aspirations and societal expectations. Your Company has committed to bring about the good corporate governance practices. It strongly believes in attaining transparency, accountability and equity, in all its operations, and in its interaction with stakeholders including shareholders, employees, the government and the lenders. The Company keeps itself abreast with the best governance practices on the global front, at the same time conforming to the recent amendments.

The Company firmly believes that corporate governance and compliance practices are of paramount importance in order to maintain the trust and confidence of the stakeholders and clients of the Company and the unquestioned integrity of all personnel involved or related to the Company. Corporate Governance contains a set of principles, process and systems to be followed by directors, Management and all Employees of the Company for increasing the shareholders' value, keeping in view interest of other stakeholders. While adhering to the above, the Company is committed integrity, transparency, accountability and compliance with laws in all dealings with shareholders, employees, the Government, customers, suppliers and other stakeholders.



BOARD OF DIRECTORS

The Board of Directors ("the Board") facilitates effective fulfillment of the Board's tasks and provides leadership and guidance to the Company's management and helps in supervising the performance of the Company and helps achieving goals. The Board plays a crucial role enhancing and protecting the reputation of the organization are expected to exercise their duties in the best interests of shareholders and to maximize wealth.

The Board comprises of the members distinguished in various fields such as management, finance, law and marketing. This provides reliability to the Company's functioning and the Board ensures a critical examination of the strategies and operational planning mechanisms adopted by the management across the globe. None of the Directors on the Board is a member in more than ten Committees and Chairman of more than five Committees across all Companies in which they are Directors as per Regulation 26(1) of the SEBI (LODR) regulations, 2015.

As on March 31, 2021, the Board comprised of 6 (Six) Directors out of which 3 (Three) are Non-Executive Independent Directors and 3 (Three) are Executive Directors.

Agenda papers of the Boards and its Committee meetings are circulated to the Directors well in advance of the meetings, supported with significant information as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for an effective and well-informed decision making during the meetings.

The composition of the Board of Directors and also the number of other Companies of which he/she is a Director and Member/ Chairman as on March 31, 2021, are as under:

NAME OF THE DIRECTORS	Category of Directorship	Directorship in other Companies (Including Private Companies)	Committee Membership(s) of other Companies		No. of Shares held
			Member	Chairman	
Mr. Jagan Mohan Reddy Thumma	Managing Director	-	-	-	23,50,000
Joseph Sudheer Reddy Thumma	Managing Director designated as Global CEO	-	-	-	1,10,32,281
Mr. Carwin Heierman	Executive Director	-	-	-	-
Miss. NikithaTiparnapally	Non-Executive Director Independent Director	-	-	-	-
Mr. Robert Alan Forbes Jr.	Non-Executive Director Independent Director	-	-	-	-
Mr. Elisha Thatisetty	Non-Executive Director Independent Director	-	-	-	-

The particulars of Directors, who are proposed to be re-appointed at the ensuing AGM, are given in the Notice convening the AGM.

Further, there are no inter-se relationships between our Board Members except Mr. Jagan Mohan Reddy Thumma and Joseph Sudheer Reddy Thumma being relative and promoter of the Company.

BOARD PROCEDURE

The Board meets at least once every quarter to review the quarterly performance and the financial results. The Board's role, functions, responsibility and accountability are clearly defined. All major decisions involving policy formulations, business plans, annual operating budgets, compliance with statutory requirements, major accounting provisions and write-offs are considered by the Board. All the Directors have made necessary disclosures about the directorships and committee positions they occupy in other companies.

ATTENDANCE OF EACH DIRECTOR AT THE BOARD MEETINGS AND THE LAST ANNUAL GENERAL MEETING:

During the year 08 (Eight) Board Meetings were held during the financial year ended March 31, 2021, the dates of which are June 16, 2020; July 15, 2020; July 31, 2020; August 26 2020; September 14, 2020; November 12, 2020; February 12, 2021 and March 26, 2021.

The attendance of each Director at Board Meetings and at the last Annual General Meeting is as under:

Name of the Directors	No. of Board meetings attended	Attendance of last AGM held on 28/09/2020
Mr. Jagan Mohan Reddy Thumma	6	Present
Joseph Sudheer Reddy Thumma	1	Present
Miss. Nikitha Tiparnapally	8	Present
Mr. Carwin Heierman	1	Present
Mr. Robert Alan Forbes Jr.	4	Absent
Mr. Elisha Thatisetty	4	Present

AUDIT COMMITTEE

BROAD TERMS OF REFERENCE

The terms of reference of the Audit Committee are in order to cover the matters specified under revised Regulation 17(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013. This Committee has powers and roles comprising of Financial Reporting and disclosure, recommendation of appointment/ removal of Auditors, reviewing of company's results, evaluation of Independent Directors performances.

COMPOSITION

The Audit Committee comprises of Three Directors, comprises of Executive and non-executive and Independent Director. All these Directors possess knowledge by corporate finance, accounts and company law.

The constitution of the Audit Committee as on March 31, 2021 is as follows:

S.N	Name of the Directors	Executive / Non-Executive Independent
1.	Mr. Jagan Mohan Reddy Thumma	Member, (Executive Director)
2.	Mrs. Tiparnapally Nikitha	Chairperson, (Non-Executive Independent)
3.	Mr. Surya Narayan Tripathy	Member, (Non-Executive Independent)

MEETINGS AND ATTENDANCE

During the year 08 (Eight) Audit Committee meeting were held during the financial year ended March 31, 2021, the dates of which are June 16, 2020; July 15, 2020; July 31, 2020; August 26 2020; September 14, 2020; November 12, 2020; February 12, 2021 and March 26, 2021.

The attendance at the Audit Committee Meetings is as under:

S.N	Name of Director	Executive / Non-Executive Independent	No. of meetings attended
1.	Mr. Jagan Mohan Reddy Thumma	Member, (Executive Director)	8
2.	Mrs. Tiparnapally Nikitha	Chairperson, (Non-Executive Independent)	8
3.	Mr. Elisha Thatisetty	Member, (Non-Executive Independent)	8

The Chairperson of the Committee was present at the Annual General Meeting of the Company held on 28/09/2020 to attend the shareholders' queries.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The terms of reference are in line with Section 178 of the Companies Act, 2013 and Regulation 20 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committee reviews Shareholder's/ Investor's complaints like non-receipt of Annual Report, physical transfer/ transmission/transposition, split/ consolidation of share certificates, issue of duplicate share certificates etc. This Committee is also empowered to consider and resolve the grievance of other stakeholders of the Company including security holders.

There was no pending complaint as on 31st March, 2021.

COMPOSITION

The constitution of the Committee of Directors is as under:

S.N	Name of the Directors	Executive / Non-Executive Independent
1.	Mr. Jagan Mohan Reddy Thumma	Member, (Executive Director)
2.	Mrs. Tiparnapally Nikitha	Chairperson, (Non-Executive Independent)
3.	Mr. Elisha Thatisetty	Member, (Non-Executive Independent)

MEETINGS AND ATTENDANCE

During the year 04 (Four) Meetings were held during the financial year ended March 31, 2021, the dates of which are July 31, 2020; August 26 2020; September 14, 2020; November 12, 2020; and February 12, 2021.

The attendance at the Stakeholders Relationship Committee Meetings is as under:

S.N	Names of Directors/ KMP	Executive / Non-Executive Independent	No. of meetings attended
1.	Mr. Jagan Mohan Reddy Thumma	Member, (Executive Director)	4
2.	Mrs. Tiparnapally Nikitha	Chairperson, (Non-Executive Independent)	4
3.	Mr. Elisha Thatisetty	Member, (Non-Executive Independent)	4

NOMINATION AND REMUNERATION COMMITTEE

The Committee's constitution and terms of reference are in compliance with provisions of section 178 of the Companies Act, 2013, Regulation 19 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

This Committee has powers to recommend / approve remuneration, Identification of Persons who are qualified to become director, Recommend to the board their appointment and removal, approve remuneration of Non Executive Directors.

The constitution of the Committee of Directors is as under:

S.N	Name of the Directors	Executive / Non-Executive Independent
1.	Robert Alan Forbes Jr.	Member, (Non-Executive Independent)
2.	Mrs. Tiparnapally Nikitha	Chairperson, (Non-Executive Independent)
3.	Mr. Elisha Thatisetty	Member, (Non-Executive Independent)

Remuneration Policy for Key Managerial Personnel and other Employees of the Company:

The Company's Remuneration Policy for Key Managerial Personnel and Other employees is driven by the success and the performance of the Company and the individual & industry benchmarks and is decided by the Nomination and Remuneration Committee. Through its compensation programme, the Company endeavors to attract, retain, develop and motivate a high performance workforce. The Company follows a mix of fixed/ variable pay, benefits and performance related pay.

Role of the Nomination and Remuneration Committee:

The Committee performs the functions enumerated in Section 178 of the Act and Regulation 19(4) read with Part D of Schedule II of the Listing Regulations as follows:

- formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to the remuneration of the directors, key managerial personnel and other employees;
- formulation of criteria for evaluation of performance of independent directors and the Board of Directors;
- devising a policy on diversity of Board of Directors;
- identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal;
- whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors.

The details of Remuneration paid to the Executive Directors & KMP for the Financial Year 2020-21:

S.N	Names of Directors / KMP	Executive / Non-Executive Independent	Amt. (in Rs.)
1.	Mr. Jagan Mohan Reddy Thumma	Managing Director	4,80,000
2.	Joseph Sudheer Reddy Thumma	Managing Director designated as Global CEO	Nil
3.	Mr. Carwin Heierman	Executive Director	Nil
4.	Miss. Nikitha Tiparnapally	Non-Executive Director Independent Director	Nil
5.	Mr. Robert Alan Forbes Jr.	Non-Executive Director Independent Director	Nil
6.	Mr. Elisha Thatisetty	Non-Executive Director Independent Director	Nil
7.	Mr. Sanjay M. Chauhan	Chief Financial Officer	24,00,000
8.	Mr. Sadhu J. Shetty	Company Secretary	213,793

Further, there is no pecuniary relationship or transactions of the non-executive directors vis-à-vis the Company. None of the Executive Directors are eligible for payment of any severance fees.

MEETINGS AND ATTENDANCE

During the year 05 (Five) Meetings were held during the financial year ended March 31, 2021, to consider and approve the appointment of Directors and other senior officer of the Company, the dates of which are July 15, 2020; August 26 2020; November 12, 2020; February 12, 2021 and March 26, 2021. The attendance at the Remuneration Committee Meeting as on March 31, 2020 is as under:

S.N	Name of Director	Executive / Non-Executive Independent	No. of meetings attended
1.	Robert Alan Forbes Jr.	Member, (Non-Executive Independent)	2
2.	Mrs. Tiparnapally Nikitha	Chairperson, (Non-Executive Independent)	5
3.	Mr. Elisha Thatisetty	Member, (Non-Executive Independent)	5

GENERAL BODY MEETINGS / POSTAL BALLOT

Details of the last three years Annual General Meeting are as under:

Financial Year	Date	Location of the Meeting	Time	Special Resolution(s) Passed
2017-18	29/09/2018	5&6, Fancy Lane Kolkata – West Bengal 700001, India	03.30 P.M.	1
2018-19	10/08/2019	14B, Ram Chandra Moitra, Kolkata – 700005, West Bengal 700001, India	03.30 P.M.	2
2019-20	28/09/2020	Meeting held through Video Conferencing	10.00 A.M.	-

During the year under review, the company has not approached to shareholders any matter through postal ballot.

TRAINING FOR BOARD MEMBERS

Regulation 25(7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed company is required to conduct familiarization programme enabling the Independent Directors of the Company to understand the Company's business in depth that would facilitate their active participation in managing the Company.

The Company has adopted a system to familiarize its Independent Directors with the Company, to make them aware of their roles, rights & responsibilities in the Company, and nature of the industry in which the Company operates business model of the Company, etc. The Company has also put in place a system to familiarize its Independent Directors with the Company, their roles, rights & responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. Presentation was made for the newly appointed Independent Directors to make them aware of their roles & duties and Code for Independent Directors, Code of Conduct for Non-Executive Directors and Code of Conduct for Prevention of Insider Trading as issued by the Company are also shared with them at the time of their appointment/ re-appointment. Further, presentations are also made from time to time at the Board and its Committee meetings, on quarterly basis, covering the business & financial performance of the Company & its subsidiaries, quarterly/ annual financial results, revenue and capital budget, review of Internal Audit findings etc.

The details of such familiarization programme are in process to upload on the Company's website www.magellanic-cloud.com.



PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee. The performance of individual Directors was evaluated on parameters such as attendance and participation in the Meetings, preparedness for the meetings, understanding of the Company & the external environment in which it operates, contribution to strategic direction, raising of valid concerns to the Board, constructive contribution to issues, active participation at meetings and engaging with & challenging the management team without confronting or obstructing the proceeding of the Board and its Committee meetings of which the Director is a member. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Non Independent Directors was carried out by the Independent Directors at their meeting. The Directors expressed their satisfaction with the evaluation process.

DISCLOSURES

Related Party Transactions

There were no transactions of material nature between the Company and its Directors or Senior Management and their relatives or Promoters that may have potential conflict with interest of the Company. The Register of Contracts containing transactions, in which Directors are interested, have been placed before the Board regularly.

The transactions with related parties as per Indian Accounting Standard (IND AS)-24 are set out in Notes to accounts under Note no. 27.2 forming part of financial statements. All transactions entered into with Related Parties as defined under Section 188 of the Companies Act, 2013 and Regulation 53 read with Part A of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of business and on an arm's length pricing basis. There were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company. Suitable disclosures as required by the relevant Indian Accounting Standards (IND AS18) have been made in the Notes to the Financial Statements. The Board has approved a policy for related party transactions which has been uploaded on the Company's website www.magellanic-cloud.com.

Disclosures from Senior Management

Disclosures from Senior Management are obtained on quarterly basis to the effect that they have not entered into any material, financial and commercial transactions, where they have personal interest that may have potential conflict with the interest of the Company at large.

Compliances by the Company

The Company has complied with the requirements of the Regulatory Authorities on matters related to the capital market exchange, no penalties/ strictures have been imposed against the Company by the Stock Exchanges or SEBI or any other Regulatory Authority on any matter related to capital market during the last three years.

Whistle Blower Policy/ Vigil Mechanism

The Company has adopted a Whistle Blower Policy to provide a vigil mechanism to directors, employees, agents, consultants, vendors and business partners to disclose instances of wrong doing in the workplace. The object of this Whistle Blower Policy is to encourage individuals to disclose and protect such individuals in the event of a disclosure. The Company is keen on demonstrating the right values and ethical, moral and legal business practices in every field of activity within the scope of its work. The objective of this policy is to provide a vigil mechanism and framework to promote responsible whistle blowing and ensure effective remedial action and also protect the interest of the whistle blower as guided by legal principles. This policy is intended to:

- Encourage and enable directors, employees, agents, consultants, vendors and business partners to raise issues or concerns, which are either unacceptable or patently against the stated objectives, law or ethics, within the Company.
- Ensure that directors, employees, agents, consultants, vendors and business partners can raise issues or concerns without fear of victimization, subsequent discrimination or disadvantage thereof.
- Reassure the whistle blower(s) that they will be protected from possible reprisals or victimization if they have made disclosure/s in good faith.

- Ensure that where any wrong doing by the Company or any of its directors, employees, agents, consultants, vendors or business partners is identified and reported to the Company under this policy, it will be dealt with expeditiously and thoroughly investigated and remedied. The Company will further examine the means of ensuring how such wrong doing can be prevented in future and will take corrective action accordingly.

The policy also provides adequate safeguards against victimization of persons who use such mechanism and makes provision for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. No person has been denied access to the Audit Committee. All complaints received under the said policy, if any, are reviewed by the Audit Committee at its meeting held every quarter. In staying true to our values of Strength, Performance and Passion and in line with Company's vision of being one of the most respected companies in India; the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

Code of Conduct for Directors and Senior Management

The Board has laid down Codes of Conduct for Executive Directors & Senior Management and for Non-Executive/ Independent Directors of the Company. The Codes of Conduct have been circulated to the Board and Senior Management and the compliance of the same has been affirmed by them. A declaration signed by the MD in this regard is given at the end of this Report. The Code of Conduct is available on website of the Company at the link www.magellanic-cloud.com.

Code of Conduct for Prohibition of Insider Trading

The Company has framed Code of Conduct for Prohibition of Insider Trading' pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, which is applicable to its Directors, Officers, and Designated Employees. The Code includes provisions relating to disclosures, opening and closure of Trading Window and Pre-Clearance of trades procedure. In compliance with SEBI Regulations the Company sends intimations to Stock Exchanges from time to time.

Subsidiary Companies

The Company has one foreign subsidiary company and one fellow subsidiary company as on March 31, 2021. The Policy of Material Subsidiaries is available on website of the Company at the link www.magellanic-cloud.com.

Risk Management & Internal Control

The Company has implemented a comprehensive 'Enterprise Risk Management' framework in order to anticipate, identify, measure, mitigate, monitor and report the risks to meet the strategic business objectives, details of which are given in the Risk Management section under 'Management Discussion and Analysis Report' which forms part of this Annual Report. The Company has a competent in-House Internal Audit team which prepares and executes a vigorous Audit Plan covering various functions such as operations, finance, human resources, administration, legal and business development etc. across different geographies. The team presents their key audit findings of every quarter to the Audit Committee. The management updates the members about the remedial actions taken or proposed for the same. The suggestions and comments from the Committee members are vigilantly incorporated and executed by the Company.

Sexual Harassment Policy

The Company has an anti-sexual harassment policy to promote a protective work environment. The complaints received by the Sexual Harassment Committee with details of action taken thereon are reviewed by the Audit Committee at its meeting held every quarter. The Company has a zero tolerance policy towards such complaints and the same is conveyed to the employees at the time of induction.

SR. NO.	Particulars	No. of Complaints
a.	Complaints filed during the financial year	Nil
b.	Complaints disposed of during the financial year	Nil
c.	Complaints pending as on end of the financial year	Nil

Management Discussion and Analysis Report

The Management Discussion and Analysis Report forms part of Annual Report.

Independent Directors

The Independent Directors of the Company have the option and freedom to meet and interact with the Company's Management as and when they deem it necessary. They are provided with necessary resources and support to enable them to analyze the information/data provided by the Management and help them to perform their role effectively.

Share Reconciliation Audit

As stipulated by SEBI, a Qualified Practicing Company Secretary carries out Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges. The Audit confirms that the total Listed and Paid-up capital is in agreement with the aggregate of the total number of shares in dematerialized form and in physical form.

Review of Directors' Responsibility Statement

The Board in its report has confirmed that the annual accounts for the financial year ended 31st March, 2021 have been prepared as per applicable Accounting Standards and policies and that sufficient care has been taken for maintaining adequate accounting records.

Details of utilization of funds raised through preferential allotment or qualified institutions placement

The Company has not raised any funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year ended 31st March, 2021.

Recommendation by Committee

The Board has accepted all recommendations made by its committees during the financial year ended 31st March, 2021.

Total fees for all services paid by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditors and all entities in the network firm/network entity of which the statutory auditor is a part, given below:

Nature of Payments	Amount (Rs. In Lakhs)
Statutory Audit	1,50,000
Tax Audit	66,000
Other Services including reimbursement of expenses	87,000
Total	3,13,000

Disclosure of the compliance with Corporate Governance

The Company has complied with the Regulations 17-20, 22-23, 24A, 25-27 and Clauses (b) to (i) of subregulations (2) of Regulation 46 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, during the financial year ended 31st March, 2021. Regulations 21 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 are not applicable to the Company.

MEETING OF INDEPENDENT DIRECTOR

During the year under review, a separate meeting of the Independent Directors was held in the F.Y. 2020-21. At the said meeting, the Independent Directors reviewed the performance of Non Independent Directors, the Board as a whole and the Chairman, after taking into account the view of Executive Director(s) & Non-Executive Director(s). They also assessed the quality, quantity and timeliness of flow of information between the Company's management to the Board.

MEANS OF COMMUNICATION

The Quarterly Reports of the Company are published in accordance with the Requirements of the Listing Agreement of the Bombay Stock Exchange Ltd.

Newspapers in which results are normally published:

1. Free Press Journal (English)
2. Navshakti (Marathi)

GENERAL SHAREHOLDERS' INFORMATION

1. Annual General Meeting Scheduled to be Held:

Day & Date: Tuesday, September 28, 2021

Time: 10.00 A.M.

Venue: Through Video Conferencing or OAVM

2. Date of Book Closure: Wednesday, September 22, 2021 to Tuesday, September 28, 2021 (both days inclusive).

3. Financial Calendar: The next financial calendar year of the Company will be from 1st April, 2021 to 31st March, 2022.

Audited/ Unaudited	Particulars of Financial Reporting	Date
Unaudited	Financial Reporting for the quarter ending 30th June, 2021.	Up to 15th Sep, 2021
Unaudited	Financial Reporting for the quarter ending 30th September, 2021.	Up to 15th Nov, 2021
Unaudited	Financial Reporting for the quarter ending 31st December, 2021.	Up to 15th Feb, 2022
Audited	Financial Reporting for the Audited Financial Result as on 31st March, 2022.	Up to 30th May 2022

4. Listing on Stock Exchanges:

The Equity Shares of the Company are listed on Bombay Stock Exchange Limited.

5. Stock Codes:

Bombay Stock Exchange Limited: 538891

6. Stock Price Data:

The market price data i.e. monthly high and low prices of the Company's shares on BSE Limited (BSE) are given below:

MONTH	BSE, MUMBAI	
	High (Rs.)	Low (Rs.)
April, 2020	31.40	27.70
May, 2020	33.00	28.90
June, 2020	34.50	31.50
July, 2020	45.00	32.50
August, 2020	54.75	44.00
Sept, 2020	65.80	44.00
Oct, 2020	65.70	61.30
Nov, 2020	74.00	62.40
Dec, 2020	76.00	63.00

Jan, 2021	79.85	64.45
Feb, 2021	71.30	65.10
March, 2021	69.75	62.30

* Source: BSE Website

7. Performance in comparison

*The company Fully Paid Share Price versus BSE Sensex



* Source: BSE Website

8. Address for Correspondence

Registered Office	101, Veena Royal, Shankar Lane, Kandiwali (west), Mumbai, Maharashtra, India - 400067
Share Transfer in physical form and in other communication in that regards including share certificates, dividends and change of address etc. may be addressed.	M/s. Niche Technologies Pvt. Ltd 3A Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata 700 01, West Bengal. Tel: 033- 2280 6616/17/18; Fax: 033-2280 6616 Web Site : www.nichetechpl.com e-mail : nichetechpl@nichetechpl.com

9. Share Transfer System

Shares sent for transfer in physical to Niche Technologies Pvt. Ltd (R&T Agents), are registered and returned within a period of 15 days from the date of receipt, if the documents are in order. All requests for dematerialisation of shares are processed by the Company and Niche Technologies Pvt. Ltd Limited within 21 days.

10. Dematerialisation of shares

As on 31st March, 2021, 2,51,31,400 Equity Shares are held in dematerialized form with NSDL and CDSL out of total Equity Shares of 2,51,66,940 aggregating to 99.86%

11. Distribution of shareholding as on 31st March, 2021

No. of shares held			No. of shareholders	No. of shares held	% of shareholding
1	to	500	1050	67,202	0.2670
501	to	1000	26	20,976	0.0833
1001	to	5000	70	1,87,601	0.7454
5001	to	10000	14	95,944	0.3812
10001	to	50000	33	7,59,800	3.0190
50001	to	100000	8	5,70,566	2.2671
100001	and	Above	42	2,34,64,851	93.2368
TOTAL			1243	2,51,66,940	100.0000

12. Shareholding Pattern as on 31st March, 2021

PARTICULARS OF CATEGORY	Number of Shareholders	Shares	
		Number	% to total Capital
(A) Promoter and Promoter Group Holding	-	-	-
1. Individual / Hindu Undivided Family	4	1,61,47,280	64.16
Bodies Corporate	-	-	-
Total (A)	4	1,61,47,280	64.16
(B) Non - Promoter Holding			
Institutions			
Financial Institutional Investors (FIIs)/Banks	-	-	-
Trusts	-	-	-
Non-Institutions			
Bodies Corporate	11	6340	0.03
Indian Public	1218	8923012	34.45
NRIs	02	81210	0.32
Clearing Members	08	9098	0.04
Hindu Undivided Family	-	-	-
Investor Education And Protection Fund Authority	-	-	-
Total (B)	1239	9019660	35.84
Grand Total (A)+(B)	1243	25166940	100

Shareholding pattern in case of dematerialization shares has been prepared based on download of data received from NSDL / CDSL as on 31st March 2021.

13. Top 10 Shareholders as on March 31, 2021

SN	For Each of the Top 10 Shareholders	Shareholding as on 31 st March, 2018	
		No. of shares	% of total shares of the company
1.	Akula Naveen Reddy	183565	0.729
2.	Akula Reddy Penta	226250	0.899
3.	Amita Hirabhai Parmar	226250	0.899
4.	Kasu Prasanna Mary	179161	0.712
5.	Mahendrakumar Manilal Chauhan	714061	2.837
6.	Pramod Hirabhai Parmar	320625	1.274
7.	Sampath Reddy Boyapati	193125	0.767
8.	Shweta Pramod Parmar	291625	1.159
9.	Syed Ameeruddin	206803	0.822
10.	Vijay Mahendra Chauhan	644361	2.560



CERTIFICATION FROM THE MANAGING DIRECTOR AND CFO

In terms of Regulation 17(8) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered with the BSE , I hereby certify as under:

- We have reviewed financial statements and the cash flow statement for the year ended March 31, 2021 and that to the best of our knowledge and belief:
 1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- We accept responsibility for establishing and maintaining internal controls for financial reporting and that We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. We have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

There have been no

- Significant changes in internal control over financial reporting during the year;
- Significant changes in accounting policies during the year;
- Instances of fraud of which we have become aware and the involvement therein, of the management or an employee having significant role in the Company's internal control system over financial reporting.

Place: Mumbai
Date: 20.08.2021

For & on behalf of the Board of Directors of Magellanic Cloud Limited

Jagan Mohan Reddy Thumma
Managing Director
[DIN: 06554945]

Sanjay Chauhan
Chief Financial Officer

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To,
The Members of
Magellanic Cloud Limited

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Magellanic Cloud Limited [CIN: L72100MH1981PLC339095] having Registered Office Unit no. 405, Techno IT Park, Link Road, Near Eskay Club, Borivali (West), Mumbai-400 103, India (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number(-DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2021 have been debarred or disqualified from being appointed or continuing as Directors of Companies, by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

SN	DIN No.	Names of Directors/ KMP	Date of Appointment
1.	06554945	Mr. Jagan Mohan Reddy Thumma	29/12/2015
2.	07033919	Joseph Sudheer Reddy Thumma	29/12/2015
3.	08458981	Mr. Carwin Heierman	28/05/2019
4.	07399613	Miss. NikithaTiparnapally	26/02/2016
5.	08459003	Mr. Robert Alan Forbes Jr.	28/05/2019
6.	08531842	Mr. Elisha Thatisetty	14/08/2019

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**Place: Mumbai
Date: 16/08/2021**

**For: M/s. DEEP SHUKLA & ASSOCIATES
COMPANY SECRETARIES**

**DEEP SHUKLA
{PROPRIETOR}
FCS: 5652
CP NO.5364
UDIN: F005652C000790238**

DECLARATION BY THE MANAGING DIRECTOR ON 'CODE OF CONDUCT'

I hereby confirm that:

The Company has obtained from all the members of the Board and senior management, affirmation that they have complied with the Code of Conduct as applicable to them.

Place: Mumbai
Date: 20.08.2021

For & on behalf of the Board of Directors of Magellanic Cloud Limited

Jagan Mohan Reddy Thumma
Managing Director
[DIN: 06554945]

**CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE
UNDER SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS)
REGULATIONS, 2015**

To
The Members of
Magellanic Cloud Limited

I have examined the compliance with the conditions of Corporate Governance by Magellanic Cloud Limited ('the Company') for the year ended March 31, 2021, as stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations').

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

In my opinion and to the best of my information and according to the explanations given to me, and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) in the light of CoVID-19 situation, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations during the year ended March 31, 2020.

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

Place: Mumbai
Date: 30.04.2021

For M/s. D. Kothary & Co
Chartered Accountants

Mukesh U. Jha
Partner
Membership No. 125024

CSR POLICY - ANNEXURE - IX

(Approved by the Board of Directors on August 20, 2021)

1. TITLE AND APPLICABILITY

The document describes the Corporate Social Responsibility Policy ("CSR policy") of Magellanic Cloud Ltd. ("MCL" or "the company"). It includes MCL's vision, mission and other relevant attributes of Corporate Social Responsibility.

The CSR policy shall be guided by MCL's corporate philosophy of respect for the individual and the society at large.

The CSR policy has been formulated in accordance with the requirements of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014 and the relevant amendments / notifications / circulars.

The CSR policy shall apply to all CSR programs of MCL.

2. VISION AND MISSION

MCL is committed to build a sustainable business with strong social relevance and a commitment to inclusive growth and contribute to the society by supporting causes on various concerns about health-care.

In pursuance of our vision that MCL desires to assist people and animals to live healthier through innovative medicines. We are dedicated towards fulfilling the social objectives through various CSR activities. The Company shall make its endeavor to positively impact and influence the Society for its sustainable development.

3. CSR COMMITTEE

3.1. Constitution of CSR Committee

In compliance with the CSR Rules, a Corporate Social Responsibility Committee ("the CSR Committee") has been constituted by the Board of Directors to oversee the CSR agenda of the Company.

Board of Directors shall be empowered to take decision for making or effecting changes in the constitution of the CSR Committee. The composition of CSR Committee shall be disclosed in the Board of Directors' Report and the Website of the Company.

3.2. Responsibilities of the CSR Committee

- To formulate & recommend to the Board of Directors, a CSR Policy indicating the activities to be undertaken as specified in Schedule VII of the Companies Act, 2013 and modify / amend the same as required;
- To recommend the amount of expenditure to be incurred on CSR activities;
- To develop and institutionalize a CSR reporting mechanism in light with Section 135, Rule 8 of the Companies Act 2013;
- To ensure that MCL corporate website displays the approved CSR policy of the company;
- To monitor the CSR Policy, Projects and Programs from time to time.
- To formulate and recommend to the Board, an annual action plan in pursuance of its CSR

Policy which shall include the following:

The list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Companies Act, 2013. The manner of execution of such projects or programmes. The modalities of utilization of funds and implementation schedules for the projects or programmes and Monitoring and reporting mechanism for the projects or programmes.

3.3. Meetings of CSR Committee

The CSR Committee shall meet as and when the CSR Committee deems appropriate and in any event shall be held not less than twice a year.

4. MONITORING OF CSR PROGRAMS

Corporate Social Responsibility Committee shall monitor Corporate Social Responsibility Policy of the company from time to time and it shall provide its report to the Board of Directors on annual basis.

5. EFFECTIVE DATE

The new CSR Policy shall be effective from the date of its approval by the Board of Directors.

6. REVIEW MECHANISM & GOVERNANCE

Every year, the CSR Committee will place for the Board's approval, a CSR plan delineating the CSR programs to be carried out during the financial year and the specified budgets thereof as per the applicable provisions of the Act. The Board will consider and approve the CSR Plan with any modification that may be deemed necessary. The Board of a company shall satisfy itself that the funds so disbursed for CSR activities have been utilised for the purposes and in the manner as approved by it and the Chief Financial Officer or the person responsible for financial management shall certify to the effect. The CSR Committee will assign the task of implementation to the management group led by the Managing Director who will in turn report to the CSR Committee on progress as such frequency as the CSR Committee may direct. At the end of every financial year, the CSR committee will submit its report to the Board.

7. CSR EXPENDITURE

CSR expenditure will include all expenditure, direct and indirect, incurred by the Company on CSR programs undertaken in accordance with the approved CSR Plan. Any income arising from the CSR programs will be netted off from the CSR expenditure and such net amount will be reported as CSR expenditure. The expenditure will be fully supported with all documentary evidences as may be required and specified by the CSR committee.

8. CSR FUNDS

- The Board of the Company to ensure that minimum of 2% of average net profit of the last 3 years is spent on CSR initiatives undertaken.
- In case at least 2% of average net profit of the last 3 years is not spent in a financial year, reasons for the same to be specified in the CSR report.
- Any surplus generated out of the CSR activities not to be added to the normal business profits of the Company.
- In case the company spends an amount in excess of the 2%, then the company may set off such excess amount up to immediate succeeding 3 (Three) financial year subject to following conditions:
- The excess amount available for set off shall not include the surplus arising out of the CSR activities, if any;
- The Board of the Company shall pass a resolution to that effect.

9. DISCLOSURE

The Company's engagement in this domain shall be disseminated on its website, annual reports and/ or its in-house journals as and when deem fit. The Company will also disclose the CSR projects/programmes/activities on the official website as required under the Act and the rules. A brief summary of CSR projects/programmes/activities will also be included in the Annual Report in the prescribed format as per the CSR rules of the Act. The CSR Policy issued pursuant to the Act has been recommended by the CSR Committee of the Board of Directors and approved by the Board of Directors and shall be placed on the Company's website.

10. REVIEW AND AMENDMENTS OF THE CSR POLICY

The CSR Committee shall review the CSR Policy from time to time based on the changing needs and make suitable modifications as may be necessary with the approval of the Board. In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

Registered Office:

101, Veena Royal, Shankar Lane, Kandiwali (west), Mumbai, Maharashtra, India - 400067.

Date:

20.08.2021

For and on behalf of the Board of Directors

Jagan Mohan Reddy Thumma
Managing Director
[DIN: 06554945]

Tiparnapally Nikitha
Director
[DIN: 07399613]

INDEPENDENT AUDITOR'S REPORT

**To the Members of
Magellanic Cloud Limited**

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying financial statements of **Magellanic Cloud Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement, the Statement of Changes in Equity 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 financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2021, and its profit, total comprehensive income, its cash flows and changes in equity for the year ended on that date.

Basis of 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 financial statements of the current period. 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. There are no key audit matters to be disclosed.

Information Other than the financial Statements and Auditor's Report thereon

The Company's management and Board of Directors are responsible for the Other Information. The Other Information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the 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 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.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the 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 the Board of Directors 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 Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the 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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "**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, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

- (e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2021 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**”; and
- (g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which has impact on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There is no amount due to transfer to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2021.

For D. Kothary & Co
Chartered Accountants
Firm Regn No. 105335W

Mukesh U. Jha
(Partner)
Membership No. 125024
UDIN: 21125024AAAACD6689
Place: Mumbai
Date: 30th April 2021

Annexure A to Independent Auditors' Report

(Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date)

- i. In respect of its Property, plant & Equipment:
 - a) The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant & equipment on the basis of available information.
 - b) As explained to us, all the property, plant & equipment have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
 - a) According to the documents provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings, are held in the name of the Company as at the balance sheet date.
- ii. In respect of its inventories:
 - a) In our opinion and according to the information and explanations given to us, physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed.
- iii. The Company has not granted any loans secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- iv. 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.
- v. The Company has not accepted any deposits from the public.
- vi. To the best of our knowledge and belief, the Central Government has not prescribed maintenance of cost records under clause (d) of sub-section (1) of Section 148 of the Act, in respect of the business activities carried out by the Company.
- vii. According to the information and explanations given to us in respect of statutory dues:
 - a) Undisputed statutory dues in respect of sales tax, service tax, withholding taxes, provident fund, and employees' state insurance, cess as applicable and any other statutory dues have been regularly deposited with the appropriate authorities. There were no undisputed amounts payable in respect of Income-tax, Custom Duty, GST, Cess and other material statutory dues in arrears as at 31st March 2021, for a period of more than six months from the date they became payable.
 - b) There are no statutory dues pending to be deposited on account of disputes pending with various forums.

- viii. Based on our audit procedures and as per the information and explanations given by management, the Company has not defaulted in repayment of dues to any financial institution.
- ix. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- x. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. The Company has paid/provided for managerial remuneration in the books of accounts in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For D. Kothary & Co
Chartered Accountants
Firm Regn No. 105335W

Mukesh U. Jha
(Partner)
Membership No. 125024
UDIN: 21125024AAAACD6689
Place: Mumbai
Date: 30th April 2021

Annexure - B to the Auditors' Report

**To the Members of
Magellanic Cloud 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 **Magellanic Cloud Limited** ("the Company") as of 31st March 2021 in conjunction with our audit of the standalone 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, 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 31 March 2021, 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 D. Kothary & Co
Chartered Accountants
Firm Regn No. 105335W

Mukesh U. Jha
(Partner)
Membership No. 125024
UDIN: 21125024AAAACD6689
Place: Mumbai
Date: 30th April 2021

Magellanic Cloud Limited
(formerly known as South India Projects Limited)
CIN: L72100MH1981PLC339095
Balance Sheet As at 31st March 2021

Sr. No.	Particulars	Notes	As at March 31, 2021 Amount In Rs.	As at March 31, 2020 Amount In Rs.
I.	ASSETS			
1	Non Current Assets			
	(a) Property, Plant and Equipment	4	175 904 642	51 230 003
	(b) Financial Assets			
	(i) Investments	5	260 000 000	260 000 000
	(c) Other non-current assets	6	23 481 978	4 146 956
			459 386 620	315 376 959
2	Current Assets			
	(a) Inventories	7	6 605 422	-
	(b) Financial Assets			
	(i) Trade receivables	8	21 229 662	7 427 171
	(ii) Cash and cash equivalents	9	9 890 592	2 411 738
	(iv) Loans	10	85 950 430	93 346 849
	(c) Current Tax Assets (net)		5 128	2 639 520
	(d) Other current assets	11	19 578 226	8 804 662
			143 259 459	114 629 940
	TOTAL		602 646 078	430 006 898
II.	EQUITY AND LIABILITIES			
	EQUITY			
	(a) Equity Share Capital	12	251 669 400	251 669 400
	(b) Other Equity	13	133 147 372	120 437 018
			384 816 772	372 106 418
	LIABILITIES			
1	Non Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	14	72 750 808	5 494 137
	(b) Provisions	15	3 522 354	2 885 975
	(c) Deferred tax liabilities (Net)	16	1 747 215	438 468
			78 020 377	8 818 580
2	Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	17	2 451 460	-
	(ii) Trade payables			
	(a) total outstanding dues of MSE enterprises		-	-
	(b) total outstanding dues of creditors other than MSE Enterprises		33 173 521	-
	(ii) Other Financial Liabilities	18	11 638 429	2 401 295
	(b) Provisions	19	279 371	15 696
	(c) Other Current Liabilities	20	92 266 148	43 726 186
	(d) Current Tax Liabilities (Net)		-	2 938 723
			139 808 930	49 081 900
	TOTAL		602 646 078	430 006 898

The accompanying significant accounting policies and notes form an integral part of the standalone financial statements

As per our report of even date

For D kothary & Co..
Chartered Accountants
Firm Registration No. 105335W

Mukesh U. Jha
Partner
Membership No.: 125024
Place : Mumbai
Date : 30th April 2021

For and on behalf of the Board of Directors

Managing Director
Jagan Mohan Reddy Thumma
Din No. 06554945

Company Secretary
Sadhu Jagannath Shetty
Pan No. AGLPS5436R

Chief Financial Officer
Sanjay Chauhan
Pan No. AFLPC7749G
Place : Hyderabad
Date : 30th April 2021

Independent Director
Nikitha Tiparnapally
Din No. 07399613

Magellanic Cloud Limited (formerly known as South India Projects Limited)

CIN: L72100MH1981PLC339095

Statement of Profit and Loss for the year ended 31st March 2021

Particulars	Notes	2020-2021 Amount In Rs.	2019-2020 Amount In Rs.
Revenue from operations	21	273 593 789	122 264 588
Other incomes	22	11 775 625	7 969 133
Total Revenue		285 369 414	130 233 721
Expenses:			
Purchase Stock in Trade	23	121 665 795	-
Changes In Inventory of Stock In Trade	24	(2 747 120)	-
Employee benefit expenses	25	56 145 929	70 539 129
Finance cost	26	6 145 259	1 527 574
Depreciation and amortization expenses	4	11 234 109	11 010 524
Other Expenses	27	59 900 110	14 606 360
Total Expenses		252 344 081	97 683 586
Profit before tax		33 025 333	32 550 135
Tax expense:			
Current tax		6 600 000	8 450 000
Earlier year tax		487 146	21 487
Deferred tax		1 308 747	272 359
Profit for the year		24 629 440	23 806 289
Other Comprehensive Income			
Items will not be reclassified to profit & loss			
Actuarial Gains/(Losses) on Employee Benefit		664 384	(859 511)
Total Comprehensive Income		25 293 824	22 946 778
Earning per share on Equity Shares of Rs. 10 each	29		
- Basic & Diluted		0,98	0,95

The accompanying significant accounting policies and notes form an integral part of the standalone financial statements

As per our report of even date

For D Kothary & Co.

Chartered Accountants

Firm Registration No. 105335W

Mukesh U. Jha

Partner

Membership No.: 125024

Place : Mumbai

Date : 30th April 2021

For and on behalf of the Board of Directors

Managing Director

Jagan Mohan Reddy Thumma

Din No. 06554945

Company Secretary

Sadhu Jagannath Shetty

Pan No. AGLPS5436R

Independent Director

Nikitha Tiparnapally

Din No. 07399613

Place : Hyderabad

Date : 30th April 2021

Chief Financial Officer

Sanjay Chauhan

Pan No. AFLPC7749G

Magellanic Cloud Limited (formerly known as South India Projects Limited)

CIN: L72100MH1981PLC339095

Cash Flow Statement For The Year Ended March 31, 2021

Particulars	As at March 31, 2021 Amount In Rs.	As at March 31, 2020 Amount In Rs.
A. Cash Flow From Operating Activities :		
Net profit before tax as per statement of profit and loss	33 025 333	32 550 135
<u>Adjustments for :</u>		
Depreciation	11 234 109	11 010 524
Interest Income	(8 821 380)	(7 865 337)
Provision for Gratuity	1 564 438	751 696
Interest Expenses	6 145 259	1 527 574
Operating Cash Flow Before Changes in Working Capital	43 147 759	37 974 592
Changes in current assets and liabilities		
(Increase)/ Decrease in trade receivables	(13 802 491)	(1 238 535)
(Increase)/Decrease in Inventories	(6 605 422)	-
(Increase)/Decrease in Loans	15 623 804	(2 623 068)
(Increase)/Decrease in Other Current and Non-Current Assets	(30 108 586)	(7 341 589)
Increase/(Decrease) in Trade Payables	33 173 521	-
Increase/(Decrease) in Other Current Liabilities	(47 119 545)	1 291 931
Increase/(Decrease) in Provisions	48 276 287	-
Cash Generated From Operations	42 585 328	28 063 331
Payment of Taxes (Net of Refunds)	(7 391 477)	(5 524 277)
Net Cash Flow From Operating Activities (A)	35 193 851	22 539 054
B. Cash Flow From Investing Activities :		
Payment of property, plant & equipments & Intangibles	(77 295 561)	(8 359 626)
Interest income	593 995	7 380 075
Net Cash Flow From Investment Activities (B)	(76 701 566)	(979 551)
C. Cash Flow From Financing Activities :		
Dividend Paid (including dividend Tax)	(12 332 537)	(14 906 532)
(Repayment) / Borrowing from financial institutions/Others	67 464 365	(6 240 303)
Financial Expenses	(6 145 259)	(1 527 574)
Net Cash From / (Used In) Financing Activities (C)	48 986 569	(22 674 409)
Net Increase In Cash Or Cash Equivalents (A+B+C)	7 478 854	(1 114 906)
Cash And Cash Equivalents At The Beginning Of The Year	2 411 738	3 526 644
Cash And Cash Equivalents As At The End Of The Year	9 890 592	2 411 738

The accompanying significant accounting policies and notes form an integral part of the standalone financial statements

As per our report of even date

For Dkothary & Co..

Chartered Accountants

Firm Registration No. 105335W

Mukesh U. Jha

Partner

Membership No.: 125024

Place : Mumbai

Date : 30th April 2021

For and on behalf of the Board of Directors

Managing Director

Jagan Mohan Reddy Thumma

Din No. 06554945

Company Secretary

Sadhu Jagannath Shetty

Pan No. AGLPS5436R

Independent Director

Nikitha Tiparnapally

Din No. 07399613

Place : Hyderabad

Date : 30th April 2021

Chief Financial Officer

Sanjay Chauhan

Pan No. AFLPC7749G

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Statement of Changes in Equity for the year ended 31st March 2021

Note A :- Equity share Capital

PARTICULARS	Note	Amount In Rs.
As at 1st April 2019		251 669 400
Changes in Equity share capital during the year		-
As at 31st March 2020		251 669 400
Changes in Equity share capital during the year		-
As at 31st March 2021	12	251 669 400

Note B : Other Equity

Particulars	Reserves & Surplus			Statutory Reserves	Total Other Equity
	Securities Premium Reserve	General Reserve	Retained Earnings		
Balance as at April 1, 2019	38 664 480	31 522 620	29 593 536	12 388 966	112 169 602
Profit for the year	-	-	23 806 289	-	23 806 289
Other Comprehensive Income for the year, net of Income Tax	-	-	(859 511)	-	(859 511)
Total Comprehensive Income for the year	38 664 480	31 522 620	52 540 314	12 388 966	135 116 380
Dividends/Tax on Dividend	-	-	(15 170 631)	-	(15 170 631)
Restated as per Ind AS 116	-	-	491 269	-	491 269
Transfer from Retained Earnings	-	-	-	-	-
Balance as at March 31, 2020	38 664 480	31 522 620	37 860 952	12 388 966	120 437 018
Profit for the year	-	-	24 629 440	-	24 629 440
Other Comprehensive Income for the year, net of Income Tax	-	-	664 384	-	664 384
Total Comprehensive Income for the year	38 664 480	31 522 620	63 154 775	12 388 966	145 730 842
Dividends/Tax on Dividend	-	-	(12 583 470)	-	(12 583 470)
Recomputation as per Ind AS 116	-	-	-	-	-
Balance as at March 31, 2021	38 664 480	31 522 620	50 571 305	12 388 966	133 147 372

As per our report of even date

For Dkothary & Co..
Chartered Accountants
Firm Registration No. 105335W

Mukesh u. Jha
Partner
Membership No.: 125024

For and on behalf of the Board of Directors

Managing Director
Jagan Mohan Reddy Thumma
Din No. 06554945

Independent Director
Nikitha Tipamapally
Din No. 07399613

Company Secretary
Sadhu Jagannath Shetty
Pan No. AGLPS5436R

Chief Financial Officer
Sanjay Chauhan
Pan No. AFLPC7749G

Place : Mumbai
Date : 30th April 2021

Place : Hyderabad
Date : 30th April 2021

Magellanic Cloud Limited (formerly known as South India Projects Limited)

Notes to the financial statements for the year ended March 31, 2021

1. Company overview

Magellanic Cloud Limited ("the Company") has its place of business in Hyderabad and registered office is in Mumbai.

2. Basis of preparation of financial statements

a) Accounting convention

The financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the companies (Indian Accounting Standards) Amendment Rules, 2016

b) Basis of measurement

The financial statements have been prepared on an accrual basis and in accordance with the historical cost convention, unless otherwise stated. These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act. All assets and liabilities are classified into current and non-current based on the operating cycle of less than twelve months or based on the criteria of realisation/settlement within twelve months period from the balance sheet date.

c) Key accounting judgement, estimates and assumptions

The preparation of the financial statements required the management to exercise judgment and to make estimates and assumptions. These estimates and associated assumptions are based on historical experiences and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revision to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future period.

d) Functional and presentation currency

The functional and presentation currency of the Company is the Indian Rupee.

e) Foreign currency transaction

Foreign currency transactions are translated at the exchange rate that approximates the prevalent exchange rate on the transaction date. Monetary assets and liabilities in foreign currencies are translated at the year-end rate. Non-monetary assets and liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

3. Significant Accounting Policies

The Company has applied the following accounting policies to all periods presented in the financial statements.

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Notes to the financial statements for the year ended March 31, 2021

a) Revenue Recognition

Revenue is recognised 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, net of indirect taxes, discounts, rebates, credits, price concessions, incentives, performance bonuses, penalties, or other similar items, as described below.

Sale of Goods and services

Sales are recognised when the significant risks and rewards of ownership of the services are transferred to the buyer as per terms of contract. Income and fees from services are accounted as per terms of relevant contractual agreements/arrangements.

Interest Income

Interest income is recognised on accrual basis as per the terms of relevant contracts or by using the effective interest method, where applicable.

Investment income

Incomes from investments are accounted on an accrual basis.

b) Property, Plant and Equipment

- i)** Recognition and measurement: Property, plant and equipment are carried at cost of acquisition less accumulated depreciation and accumulated impairment loss, if any. Subsequent expenditure related to an item of fixed asset are added to its book value only when it is probable that 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 the replaced part is derecognised. All repairs and maintenance are charged to the Statement of Profit and Loss during the financial year in which they are incurred.
- ii)** Depreciation: Land is not depreciated. Depreciation of other items of Property, Plant and Equipment are provided on a straight line basis over the estimated useful life of the asset or as prescribed in Schedule II to the Companies Act, 2013 or based on technical evaluation of the asset. Estimated useful life of items of property, plant and equipment are as follows:

Type of Asset	Estimated Useful Life
Freehold Land	N.A
Furniture & Fittings	10 years
Computers & Printers	3 years
Motor Vehicles	8 years
Office Equipment's	5 years

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

The Company assesses at each balance sheet date whether there is objective evidence that an asset or a group of assets is impaired. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Magellanic Cloud Limited (formerly known as South India Projects Limited) Notes to the financial statements for the year ended March 31, 2021

Gains and losses on disposals are determined by comparing the sale proceeds with the carrying amount and are recognised within operating profit in the Income statement.

c) Financial Instruments

Financial Assets

The Company classifies its financial assets in the following categories:

i) Financial assets at amortised cost - Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost.

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

Financial assets at amortised cost are represented by trade receivables, security and other deposits, cash and cash equivalent, employee and other advances.

ii) Equity investments - Investment in subsidiaries are stated at cost. All other equity investments are measured at fair value, except for certain unquoted equity investments which are carried at cost where the fair value of these investments cannot be reliably measured.

iii) Financial Assets at Fair Value through Other Comprehensive Income (FVTOCI) - For investments which are not held for trading purposes and where the company has exercised the option to classify the investment as at FVTOCI, all fair value changes on the investment are recognized in OCI. The accumulated gains or losses on such investments are not recycled to the Statement of Profit and Loss even on sale of such investment.

iv) Financial assets at Fair Value through Profit and loss (FVTPL) - Financial assets other than the equity investments and investment classified as FVTOCI are measured at FVTPL. These include surplus funds invested in mutual funds etc.

v) Impairment of financial assets - The Company assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

Financial liabilities

Initial recognition and measurement

Financial liabilities are measured at amortised cost using effective interest method. For trade and other payable maturing within one year from the Balance Sheet date, the carrying value approximates fair value due to short maturity.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Notes to the financial statements for the year ended March 31, 2021

The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

d) Inventories

Inventories are stated at the lower of cost and net realisable value, less any provision for obsolescence. Cost is determined on the following basis:

- purchased traded goods are recorded at cost on a first-in, first-out ("FIFO") basis.
- finished products are valued at raw material cost plus costs of conversion, comprising labour costs and an attributable proportion of manufacturing overheads based on normal levels of activity and are moved out of inventory on a FIFO basis.

Net realisable value is determined based on estimated selling price, less further costs expected to be incurred to completion and disposal

e) Employee benefits

The Company operates various post-employment schemes, including both defined benefit and defined contribution plans:

Defined contribution plan:

Contributions to defined contribution schemes such as contribution to Provident Fund, Employees' State Insurance Corporation, National Pension Scheme and Labours Welfare Fund are charged as an expense to the Statement of Profit and Loss based on the amount of contribution required to be made as and when services are rendered by the employees. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

Defined benefit plan:

Gratuity:

Gratuity liability is a defined benefit obligation and is computed on the basis of an actuarial valuation by an actuary appointed for the purpose as per projected unit credit method at the end of each financial year. The liability or asset recognised in the Balance Sheet in respect of defined benefit pension and gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The liability so provided is paid to a Trust administered by the Company, which in turn invests in eligible securities to meet the liability as and when it accrues for payment in future. Any shortfall in the value of assets over the defined benefit obligation is recognised as a liability with a corresponding charge to the Statement of Profit and Loss. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on Government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur directly in Other Comprehensive Income. They are included in retained earnings in the Statement of changes in equity and in the Balance Sheet.

Magellanic Cloud Limited (formerly known as South India Projects Limited)

Notes to the financial statements for the year ended March 31, 2021

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

f) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted. 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.

g) Income Tax

a) Current Income Tax

Current Income Tax is measured at the amount expected to be paid to the tax authorities in accordance with local laws of various jurisdiction where the Company operates.

b) Deferred Tax:

Deferred tax is provided using the balance sheet approach on differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The tax rates and tax laws used to compute the tax are those that are enacted or substantively enacted at the reporting date.

Current and Deferred Tax are recognised in the Statement of Profit and Loss except to items recognised directly in Other Comprehensive income or equity, in which case the deferred tax is recognised in Other Comprehensive Income and equity respectively.

h) Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Notes to the financial statements for the year ended March 31, 2021

circumstances. After considering current and future economic conditions, the Company has concluded that no changes are required to lease period relating to the existing lease contracts.

i) Cash flow Statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipt or payments and item of income or expense associated with investing or financing cash-flows. The cash flow from operating, investing and financing activities of the Company are segregated.

j) Earnings per share

The Company presents Basic and Diluted earnings per share data for its equity shares. Basic and Diluted earnings per share is calculated by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

k) Contingent Liabilities

Contingent liabilities exist when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence 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 or the amount cannot be reliably estimated. Contingent liabilities are appropriately disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

l) Borrowing Costs

Borrowing costs directly relating to the acquisition, construction or production of a qualifying capital project under construction are capitalised and added to the project cost during construction until such time that the assets are substantially ready for their intended use i.e. when they are capable of commercial production. Where funds are borrowed specifically to finance a project, the amount capitalised represents the actual borrowing costs incurred. Where surplus funds are available out of money borrowed specifically to finance a project, the income generated from such current investments is deducted from the total capitalized borrowing cost. Where the funds used to finance a project form part of general borrowings, the amount capitalised is calculated using a weighted average of rates applicable to relevant general borrowings of the company during the year. Capitalisation of borrowing costs is suspended and charged to profit and loss during the extended periods when the active development on the qualifying assets is interrupted.

m) Useful economic lives and impairment of other assets

Property, plant and equipment other than mining rights are depreciated over their useful economic lives. Management reviews the useful economic lives at least once a year and any changes could affect the depreciation rates prospectively and hence the asset carrying values. The Company also reviews its property, plant and equipment, for possible impairment if there are events or changes in circumstances that indicate that carrying values of the assets may not be recoverable. In assessing the property, plant and

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Notes to the financial statements for the year ended March 31, 2021

equipment for impairment, factors leading to significant reduction in profits such as changes in prices, the Company's business plans and changes in regulatory environment are taken into consideration.

The carrying value of the assets of a cash generating unit (CGU) is compared with the recoverable amount of those assets, that is, the higher of fair value less costs of disposal and value in use. Recoverable value is based on the management estimates of prices, market demand and supply, economic and regulatory climates, long-term plan, discount rates and other factors. Any subsequent changes to cash flow due to changes in the above mentioned factors could impact the carrying value of the assets.

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Notes to the Financial Statements for the year ended 31st March, 2021

Note 4 : Property, Plant & Equipment

Particulars	Gross block				Accumulated depreciation				Net block	
	Balance as at 1 April, 2020	Additions	Deductions	Balance as at 31 Mar, 2021	Balance as at 1 April, 2020	Depreciation for the year	Eliminated on disposal of assets	Balance as at 31 Mar, 2021	Balance as at 31 Mar, 2021	Balance as at 31 March, 2020
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
<u>Tangible Assets</u>										
Right of Use of Office Building	47 770 402	94 682 040	47 770 402	94 682 040	9 271 549	7 890 170	9 271 549	7 890 170	86 791 870	38 498 853
Office Building	-	78 960 500	-	78 960 500	-	721 464	-	721 464	78 239 036	-
Computer & Printer	4 132 879	-	-	4 132 879	1 833 239	1 086 798	-	2 920 037	1 212 842	2 299 640
Office equipment	861 699	765 061	-	1 626 760	226 703	177 657	-	404 359	1 222 401	634 997
Vehicle	11 291 132	-	-	11 291 132	1 638 414	1 341 386	-	2 979 800	8 311 332	9 652 718
Furniture and Fixture	175 090	-	-	175 090	31 295	16 634	-	47 929	127 161	143 795
Total	64 231 203	174 407 601	47 770 402	190 868 402	13 001 200	11 234 109	9 271 549	14 963 760	175 904 642	51 230 003

Previous Year

Particulars	Gross block				Accumulated depreciation				Net block	
	Balance as at 1 April, 2019	Additions	Deductions	Balance as at 31 Mar, 2020	Balance as at 1 April, 2019	Depreciation for the year	Eliminated on disposal of assets	Balance as at 31 Mar, 2020	Balance as at 31 Mar, 2020	Balance as at 31 Mar, 2019
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
<u>Tangible Assets</u>										
Right of Use of Office Building	-	47 770 402	-	47 770 402	-	9 271 549	-	9 271 549	38 498 853	-
Computer & Printer	2 099 182	2 033 697	-	4 132 879	992 210	841 029	-	1 833 239	2 299 640	1 106 972
Office equipment	361 924	499 775	-	861 699	102 042	124 660	-	226 703	634 997	259 882
Vehicle	5 476 568	5 814 564	-	11 291 132	881 388	757 026	-	1 638 414	9 652 718	4 595 180
Furniture and Fixture	163 500	11 590	-	175 090	15 035	16 260	-	31 295	143 795	148 465
Total	8 101 175	56 130 028	-	64 231 203	1 990 676	11 010 524	-	13 001 200	51 230 003	6 110 498

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Notes to the financial statements for the year ended March 31, 2021

PARTICULARS	As at March 31, 2021 Amount In Rs.	As at March 31, 2020 Amount In Rs.
Note 5 :- Investments (Non Current)		
Investment in Wholly owned Subsidiary (Non Trade)		
1,150 common stock of JNIT Technologies INC of 1\$ each	260 000 000	260 000 000
Total	260 000 000	260 000 000
Note 6 :- Other Non Current Assets (Unsecured, Considered Good)		
Capital Advances	-	-
Security deposits	23 481 978	4 146 956
Total	23 481 978	4 146 956
Note 7 :- Inventories		
Traded Goods	6 605 422	-
Total	6 605 422	-
Note 8 :- Trade Receivables (Unsecured)		
Considered Good	21 229 662	7 427 171
Considered Doubtful	-	-
Less : Allowance for Bad and Doubtful Debts	-	-
Total	21 229 662	7 427 171
Note 9 :- Cash And Cash Equivalents		
Balances with banks		
(i) In current accounts	4 166 255	1 639 499
(ii) Earmarked account	1 006 525	755 592
(iii) Deposit account	1 000 000	-
Cash on hand	3 717 812	16 647
Total	9 890 592	2 411 738
Note 10 :- Loans (Current)		
Inter Corporate Deposit	85 950 430	93 346 849
Total	85 950 430	93 346 849
Note 11 :- Other Current Assets		
Balances with government authorities	11 340 985	6 916 480
Prepaid Expenses	5 429 814	1 596 545
Other Receivables	99 953	68 099
Advance to Suppliers & Expenses	586 819	4 652
Advance to staff	2 120 655	218 886
Total	19 578 226	8 804 662

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Notes to the financial statements for the year ended March 31, 2021

NOTE 12 (a) :- EQUITY CAPITAL

PARTICULARS	As at March 31, 2021 Amount In Rs.	As at March 31, 2020 Amount In Rs.
AUTHORISED SHARE CAPITAL		
3,00,00,000 (Previous Year 3,00,00,000) Equity Shares of Rs.10 each	300 000 000	300 000 000
Total	300 000 000	300 000 000
ISSUED, SUBSCRIBED AND PAID UP		
2,51,66,940 (P.Y 2,51,66,940) Equity Shares of Rs.10 each fully paid up	251 669 400	251 669 400
Total	251 669 400	251 669 400

NOTE 12 (b) :- The company has only one class of equity with a par value of Rs. 10/- per share. Each holder of equity shares is entitle to one vote per share.

NOTE 12 (c) :- The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2021 and March 31, 2020 is set out below

PARTICULARS	As at March 31, 2021		As at March 31, 2020	
	No. of shares held	Amount In Rs.	No. of shares held	Amount In Rs.
Equity Shares				
Number of shares at the beginning	25 166 940	251 669 400	25 166 940	251 669 400
Less: Buy Back	-	-	-	-
Add : Bonus Issue	-	-	-	-
Number of shares at the end	25 166 940	251 669 400	25 166 940	251 669 400

NOTE 12 (d) :- Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at March 31, 2021		As at March 31, 2020	
	No. of shares held	% holding	No. of shares held	% holding
Equity shares with voting rights				
Joseph Sudheer Reddy Thumma	10 597 280	42,11%	10 597 280	42,11%
Jagan Mohan Reddy Thumma	2 350 000	9,34%	2 350 000	9,34%
Dennis Reddy Thumma	1 600 000	6,36%	1 600 000	6,36%
Innamma Reddy Thumma	1 600 000	6,36%	1 600 000	6,36%

Magellanic Cloud Limited (formerly known as South India Projects Limited)

Notes to the financial statements for the year ended March 31, 2021

PARTICULARS	As at March 31, 2021 Amount In Rs.	As at March 31, 2020 Amount In Rs.
<u>Note 13: Other Equity</u>		
General Reserve	31 522 620	31 522 620
Securities premium	38 664 480	38 664 480
Less : Transfer in pursuant to Bonus issue	-	-
	38 664 480	38 664 480
Statutory Reserve	12 388 966	12 388 966
<u>Surplus / (Deficit) in Statement of Profit and Loss</u>		
Opening balance	38 720 463	29 593 536
Add: Recomputation as per Ind As 116	-	491 269
Add: Profit / (Loss) for the year	24 629 440	23 806 289
	63 349 902	53 891 094
Less:		
Interim Dividend	12 583 470	12 583 470
Tax on Dividend	-	2 587 161
Closing balance	50 766 432	38 720 463
Other Comprehensive Income	(195 127)	(859 511)
Total	133 147 372	120 437 018
<u>Note 14 :- Borrowings (Non Current)</u>		
<u>Term loans (Secured)</u>		
Loan from financial institutions & Banks	64 479 942	5 494 137
<u>Term loans (Unsecured)</u>		
Loan from financial institutions & Banks	8 270 866	-
Total	72 750 808	5 494 137
<p>- Vehicle Loan from Yes Bank, Kotak Mahindra Bank and kotak Mahindra Prime Ltd is to be paid in 37 to 60 equal monthly installment carrying interest rate 8.85% to 10% and maturity between February 2023 till February 2025.</p>		
<p>- Property Loan from Yes Bank is to be paid in 156 equal monthly installment carrying interest rate 9.8% and maturity at September 2033.</p>		
<p>- Unsecured Loan from various Banks and Financial Institutions is to be paid in 36 to 60 equal monthly installment carrying interest rate in range 17% to 26.91%.</p>		

Magellanic Cloud Limited (formerly known as South India Projects Limited)

Notes to the financial statements for the year ended March 31, 2021

PARTICULARS	As at March 31, 2021 Amount In Rs.	As at March 31, 2020 Amount In Rs.
<u>Note 15 :- Provisions (Non Current)</u>		
Provision for Gratuity	3 522 354	2 885 975
Total	3 522 354	2 885 975
<u>NOTE 16 :- Deferred Tax Liability (net)</u>		
<u>Tax effect of items constituting deferred tax liability</u> On account of fixed assets, Ind AS and 43 B	1 747 215	438 468
Total	1 747 215	438 468

Magellanic Cloud Limited (formerly known as South India Projects Limited)

Notes to the financial statements for the year ended March 31, 2021

PARTICULARS	As at March 31, 2021 Amount In Rs.	As at March 31, 2020 Amount In Rs.
<u>Note 17 :- Borrowings (Current)</u>		
Secured		
From Bank	2 451 460	-
Total	2 451 460	-
<u>Note 18 :- Other Financial Liabilities (Current)</u>		
(a) Current maturities of long term borrowings	8 262 104	1 705 903
(b) Unclaimed dividends	946 325	695 392
(c) Deposit Received	2 430 000	-
Total	11 638 429	2 401 295
<u>Note 19 :- Provisions (Current)</u>		
Provision for Gratuity	279 371	15 696
Total	279 371	15 696
<u>Note 20 :- Other Current Liabilities (Current)</u>		
(a) Statutory liabilities	3 834 323	941 068
(b) Salary Payable	3 456 925	4 598 541
(c) Other Payable	-	658 936
(d) Advance from Customers	64 039	-
(e) Lease Liability	84 910 861	37 527 641
Total	92 266 148	43 726 186

Magellanic Cloud Limited (formerly known as South India Projects Limited)

Notes to the financial statements for the year ended March 31, 2021

PARTICULARS	2020-2021 Amount in Rs.	2019-2020 Amount in Rs.
<u>Note 21 :- Revenue from Operations</u>		
Service Income	142 539 987	122 264 588
Sale of Products	128 552 548	-
Other Operating Revenue	2 501 254	-
Total	273 593 789	122 264 588
<u>Note 22 :- Other Incomes</u>		
Interest Income	8 821 380	7 865 337
Other Income	-	103 796
Rent Income	2 954 245	-
Total	11 775 625	7 969 133
<u>Note 23 :- Purchase Stock in Trade</u>		
Purchase Stock In trade	121 665 795	-
Total	121 665 795	-
<u>Note 24 :- Changes In Inventory of Stock In Trade</u>		
Opening stock Traded Goods	3 858 301	-
Closing stock Traded Goods	6 605 422	-
	(2 747 120)	-
Changes in inventories of Stock in Trade	(2 747 120)	-
<u>Note 25 :- Employee Benefit Expenses</u>		
Salary, wages, bonus and allowances	52 854 646	64 451 242
Contribution to Provident Fund and Other Funds	3 065 546	3 192 973
Employee welfare and other amenities	225 737	2 894 913
Total	56 145 929	70 539 129

Magellanic Cloud Limited (formerly known as South India Projects Limited)

Notes to the financial statements for the year ended March 31, 2021

PARTICULARS	2020-2021 Amount in Rs.	2019-2020 Amount in Rs.
<u>Note 26 :- Finance Costs</u>		
Interest on Loan	4 658 570	346 192
Interest on Leased Assets	228 821	1 130 540
Other finance charges	1 257 868	50 842
Total	6 145 259	1 527 574
<u>Note 27 :- Other Expenses</u>		
Audit Fees	231 000	210 000
Bank charges	155 189	37 864
Sundry Expenses	2 409 361	625 828
Advertisement & Business Promotion	300 443	31 928
Professional Fees	4 742 486	2 232 626
IT Enabled Expenses	35 200 000	-
Rates & Taxes	63 118	318 280
Rent Expenses	5 377 412	1 686 592
Telephone & Internet Charges	1 271 888	2 074 271
Insurance Charges	961 644	73 206
Electricity Expenses	365 892	2 698 038
Foreign Exchange Fluctuation	702 630	-
Freight & Labour Charges	4 020 800	-
Printing Expenses	309 579	283 920
Repairs & Maintenance	3 597 214	3 026 455
Conveyance & Travelling	191 454	1 307 352
Total	59 900 110	14 606 360

28 Related party transactions

As per Indian Accounting Standard (Ind As 24)

the disclosures of transactions with the related parties are given below

28,1 Relationships during the year

(A) Key Managerial Personnel

Jagan Mohan Reddy Thumma

Joseph Sudheer Reddy Thumma

Sanjay Mahendra Chauhan (CFO)

(B) Wholly owned subsidiary

JNIT Technologies INC (Overseas)

Motivity Labs INC (Overseas)

Motivity Labs Private Limited

28,2 Related party transactions

(A) Transactions with related parties during the year :

Particulars	March 31,2021	March 31,2020
<u>Service Income</u>		
JNIT Technologies Inc	96 009 183	122 264 588
<u>Deposit Paid</u>		
Joseph Sudheer Reddy Thumma	20 000 000	-
<u>Rent & Reimbursement Paid</u>		
Joseph Sudheer Reddy Thumma	12 500 000	-
<u>IT Enabled Expenses</u>		
Motivity Labs Private Limited	15 200 000	-
<u>Director Remuneration</u>		
Jagan Mohan Reddy Thumma	480 000	480 000
Sanjay Mahendra Chauhan	2 400 000	2 160 000
<u>Account Receivable / (Payable)</u>		
JNIT Technologies Inc	5 965 748	7 427 171
Motivity Labs Private Limited	(16 796 000)	-
Joseph Sudheer Reddy Thumma	(1 000 000)	-

29 Earnings per share

Particulars	March 31, 2021	March 31, 2021
Net profit after tax as per statement of profit and loss	24 629 440	23 806 289
Weighted average number of equity shares outstanding during the period	25 166 940	25 166 940
Nominal value per equity share	10	10
Basic & Diluted Earnings per share	0,98	0,95

30 Segment Reporting

Particulars	March 31, 2021	March 31, 2021
Segment Value of Sales and Services (Revenue)		
- IT Consulting Services	142 539 987	122 264 588
- FMCG product Division	131 053 802	-
Gross Value of Sales and Services	273 593 789	122 264 588
Less: Inter Segment Transfers	-	-
Revenue from Operations	273 593 789	122 264 588
Segment Results		
- IT Consulting Services	25 043 637	26 108 576
- FMCG product Division	2 351 330	-
Total	27 394 967	26 108 576
Less:		
Finance Costs	6 145 259	1 527 574
Other Un-allocable Income (Net of Expenditure)	(11 775 625)	(7 969 133)
Total Profit Before Tax	33 025 333	32 550 135
Segment Assets		
- IT Consulting Services	490 857 665	427 367 378
- FMCG product Division	33 549 377	-
Total	524 407 042	427 367 378
Unallocated Corporate Assets	78 239 036	2 639 520
Total Assets	602 646 078	430 006 898
Segment Liabilities		
- IT Consulting Services	129 804 592	54 523 289
- FMCG product Division	22 714 428	-
Total	152 519 021	54 523 289
Unallocated Corporate Liabilities	65 310 286	3 377 191
Total Liabilities	217 829 307	57 900 481

31 In the opinion of the Board, the value of realization of current assets in the ordinary course of business would not be less than the amount at which they are stated in the balance sheet.

32 On the basis of the information available with the company, there are no micro and small scale business enterprises, to whom the company owes dues, which are outstanding for more than 45 days as at March 31, 2021.

33 **Previous Year figures**

Figures of previous year are regrouped, rearranged and reclassified wherever necessary to correspond to figures of the current year.

From true extract of Books of Accounts

For D. Kothary & Co

Chartered Accountants

Firm Registration No. 105335W

For and on behalf of Board of Directors

Mukesh U. Jha

Partner

Membership No.: 125024

Managing Director

Jagan Mohan Reddy Thumma

Din No. 06554945

Company Secretary

Sadhu Jagannath Shetty

Pan No. AGLPS5436R

Place: Mumbai

Date : 30th April 2021

Independent Director

Nikitha Tiparnapally

Din No. 07399613

Chief Financial Officer

Sanjay Chauhan

Pan No. AFLPC7749G

Place : Hyderabad

Date : 30th April 2021

INDEPENDENT AUDITOR'S REPORT

**To the Members of
Magellanic Cloud Limited**

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Magellanic Cloud Limited** (herein after referred as "the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group") , which comprise the Consolidated Balance Sheet as at 31st March, 2021, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flow, the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (herein after referred to as "the Consolidated Ind AS Financial Statements")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS 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 consolidated state of affairs of the Group as at 31st March, 2021, their consolidated profit (including other comprehensive income), their consolidated cash flows and consolidated statement of changes in equity for the year ended on that date

Basis of 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 Consolidated Financial Statements section of our report. We are independent of the Group, in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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 consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. There are no key audit matters to be disclosed.

Information Other than the Consolidated Financial Statements and Auditor's Report thereon

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report, Shareholders' Information, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 (the Act) that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and jointly controlled entities to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and jointly controlled entities to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates and jointly controlled entities to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be

communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

We have not audited the financial statements of one subsidiary whose financial statements / financial information reflect total assets of Rs. 9,118.93 lakhs as at 31st March, 2021, total revenues of Rs. 14,334.93 lakhs, total net profit/(loss) after tax of Rs. (655.35) lakhs, total comprehensive income/(loss) of Rs. (655.35) lakhs and net cash outflows amounting to Rs. 368.54 lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the reports of the other auditors.

The accompanying Statement includes the unaudited financial statement and other financial information, in respect of two subsidiaries, whose financial result include total assets of Rs 2060.61 lakhs as at March 31, 2021, total revenues of Rs 5573.59 lakhs, total net profit/(loss) after tax of Rs. 578.11 lakhs, total comprehensive income/(loss) of Rs. 578.11 lakhs, for the year ended on that date, and net cash outflows of Rs. 124.84 lakhs for the year ended March 31, 2021, as considered in the Statement. These financial statement and other financial information have not been audited and have been presented solely based on information compiled by the Management and approved by the Board of Directors. Accordingly, we are unable to comment on the impact, if any, on the statement of audited consolidated financial results if the same has been audited.

Our opinion above on the consolidated financial statements, and our report on other legal and regulatory requirements below, are not modified in respect of the above matter with respect to our reliance on the financial information certified by the management.

Report on Other Legal and Regulatory Requirements

As required by Section 143 (3) of the Act, based on our audit and on the consideration of report of the other auditor on separate financial statements and the other financial information of a subsidiary as noted in the 'other matter' paragraph, we report, to the extent applicable, 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 of the aforesaid consolidated Ind AS financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the report of the other auditor.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flow and Consolidated Statement of Changes in Equity dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Ind AS Financial Statements.
- (d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with relevant rules there under.

- (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2021 taken on record by the Board of Directors of the Holding Company and the reports of the other statutory auditors of its subsidiary company covered under the Act, none of the directors of the Group companies are disqualified as on 31st March, 2021 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 with reference to financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in “**Annexure A**” and
- (g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditor’s) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on separate financial statements as also the other financial information of a subsidiary, as noted in the ‘Other matter’ paragraph:
- i. The consolidated Ind AS financial statements do not have any pending litigations which has impact on the consolidated financial position of the Group.
 - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There is no amount due to transfer to the Investor Education and Protection Fund by the Holding Company during the year ended 31st March, 2021.

For D. Kothary & Co.
Chartered Accountants
(Firm Registration No. 105335W)

Mukesh U. Jha
Partner
Membership No. 125024
UDIN: 21125024AAAACE7482
Place: Mumbai
Date: 30th April 2021

Annexure - A

To the Independent Auditor's Report on the Consolidated Ind AS Financial Statements of Magellanic Cloud 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 **Magellanic Cloud Limited** ("the Company") as of 31st March 2021 in conjunction with our audit of the Consolidated Ind AS Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Company, are responsible for establishing and maintaining internal financial controls based on the internal controls with reference to financial statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company, internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. 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 with reference to financial statements 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 control system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated Ind AS 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 control system with reference to financial statements.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements 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 with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements 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, the Company, have in all material respects, an adequate internal financial control system with reference to consolidated financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March 2021, based on the internal controls with reference to financial statements criteria established by the Company, considering the essential components of internal controls stated in the Guidance Note issued by the ICAI.

For **D.Kothary & Co**
Chartered Accountants
(Firm Registration No. 105335W)

Mukesh U. Jha
Partner
Membership No. 125024
Place: Mumbai
Date: 30th April 2021
UDIN: 21125024AAAACE7482

Magellanic Cloud Limited
(formerly known as South India Projects Limited)
CIN: L72100MH1981PLC339095
Consolidated Balance Sheet As at 31st March 2021

Sr. No.	Particulars	Notes	As at March 31, 2021 Amount In Rs.	As at March 31, 2020 Amount In Rs.
I.	ASSETS			
1	Non Current Assets			
	(a) Property, Plant and Equipment	4	182 418 138	58 318 061
	(b) Goodwill on Consolidation		542 054 643	405 182 736
	(c) Deferred tax assets (net)	15	23 697 614	1 807 805
	(d) Other non-current assets	5	33 410 864	19 461 337
			781 581 259	484 769 940
2	Current Assets			
	(a) Inventories	6	6 605 422	-
	(b) Financial Assets			
	(i) Trade receivables	7	453 320 659	437 129 540
	(ii) Cash and cash equivalents	8	59 578 043	103 971 460
	(iii) Loans	9	147 932 257	166 160 205
	(c) Current Tax Assets (net)		14 706 068	2 639 520
	(d) Other current assets	10	85 797 241	74 140 282
			767 939 689	784 041 007
	TOTAL		1 549 520 948	1 268 810 948
II.	EQUITY AND LIABILITIES			
	EQUITY			
	(a) Equity Share Capital	11	251 669 400	251 669 400
	(b) Other Equity	12	282 854 726	293 204 447
	Equity attributable to owners of the company		534 524 126	544 873 847
	(c) Non controlling interest		-	16 750 508
			534 524 126	561 624 355
	LIABILITIES			
1	Non Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	13	681 179 228	186 438 767
	(b) Provisions	14	9 678 517	9 605 220
			690 857 745	196 043 987
2	Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	16	29 747 852	166 018 561
	(ii) Trade Payable			
	(a) total outstanding dues of MSE enterprises		-	-
	(b) total outstanding dues of creditors other than MSE Enterprises		62 274 623	49 809 650
	(iii) Other Financial Liabilities	17	11 638 429	2 401 295
	(b) Provisions	18	279 371	15 696
	(c) Other Current Liabilities	19	213 867 769	281 689 601
	(d) Current Tax Liabilities (Net)		6 331 033	11 207 802
			324 139 077	511 142 605
	TOTAL		1 549 520 948	1 268 810 948

The accompanying significant accounting policies and notes form an integral part of the standalone financial statements

As per our report of even date

For Dkothary & Co.,
Chartered Accountants
Firm Registration No. 105335W

Mukesh U. Jha
Partner
Membership No.: 125024

Place : Mumbai
Date : 30th April 2021

For and on behalf of the Board of Directors

Managing Director
Jagan Mohan Reddy Thumma
Din No. 06554945

Chief Financial Officer
Sanjay Chauhan
Pan No. AFLPC7749G
Place : Hyderabad
Date : 30th April 2021

Company Secretary
Sadhu Jagannath Shetty
Pan No. AGLPS5436R

Independent Director
Nikitha Tipamapally
Din No. 07399613

Magellanic Cloud Limited (formerly known as South India Projects Limited)

CIN: L72100MH1981PLC339095

Consolidated Statement of Profit and Loss for the year ended 31st March 2021

Particulars	Notes	2020-21 Amount In Rs.	2019-20 Amount In Rs.
Revenue from operations	20	2 119 411 334	1 736 814 875
Other incomes	21	21 394 147	13 986 342
Total Revenue		2 140 805 480	1 750 801 216
Expenses:			
Purchase Stock in Trade	22	121 665 795	-
Changes In Inventory of Stock In Trade	23	(2 747 120)	-
Employee benefit expenses	24	1 468 190 082	1 385 946 262
Finance cost	25	9 916 198	12 670 332
Depreciation and amortization expenses	4	14 340 639	13 637 799
Other Expenses	26	517 331 680	252 417 704
Total Expenses		2 128 697 273	1 664 672 097
Profit before tax		12 108 207	86 129 120
Tax expense:			
Current tax		6 740 905	20 411 624
Earlier year tax		487 146	21 487
Deferred tax		(12 952 456)	272 359
Profit for the year		17 832 612	65 423 649
Other Comprehensive Income			
Items will not be reclassified to profit & loss			
Actuarial Gains/(Losses) on Employee Benefit		664 384	(859 511)
Items will be reclassified to profit & loss			
Exchange differences in translating the financial statements of foreign operations		6 881 738	20 747 620
Total Comprehensive Income		25 378 734	85 311 759
Total comprehensive income attributable to			
- Owners of the parent		25 378 734	79 416 048
- Non Controlling interest		-	5 895 711
Of the total comprehensive income above ,			
Profit for the year attributable to			
- Owners of the parent		17 832 612	59 527 938
- Non controlling interest		-	5 895 711
Of the total comprehensive income above ,			
Other comprehensive income for the year attributable to			
- Owners of the parent		7 546 122	19 888 109
- Non Controlling interest		-	-
Earning per share on Equity Shares of Rs. 10 each	28		
- Basic & Diluted		0,71	2,60

The accompanying significant accounting policies and notes form an integral part of the standalone financial statements

As per our report of even date

For D Kothary & Co.

Chartered Accountants

Firm Registration No. 105335W

Mukesh U. Jha

Partner

Membership No.: 125024

Place : Mumbai

Date : 30th April 2021

For and on behalf of the Board of Directors

Managing Director

Jagan Mohan Reddy Thumma

Din No. 06554945

Independent Director

Nikitha Tiparnapally

Din No. 07399613

Place : Hyderabad

Date : 30th April 2021

Company Secretary

Sadhu Jagannath Shetty

Pan No. AGLPS5436R

Chief Financial Officer

Sanjay Chauhan

Pan No. AFLPC7749G

Magellanic Cloud Limited (formerly known as South India Projects Limited)
CIN: L72100MH1981PLC339095
Consolidated Cash Flow Statement For The Year Ended March 31, 2021

Particulars	As at March 31, 2021 Amount In Rs.	As at March 31, 2020 Amount In Rs.
A. Cash Flow From Operating Activities :		
Net profit before tax as per statement of profit and loss	12 108 207	86 129 120
<u>Adjustments for :</u>		
Depreciation	14 340 639	13 637 799
Interest Income	(8 821 380)	(7 865 337)
Gratuity Provision	1 564 438	751 696
Profit /Loss on sale of Assets	-	(706 239)
Interest Expenses	9 916 198	12 670 332
Operating Cash Flow Before Changes in Working Capital	29 108 102	104 617 371
Changes in current assets and liabilities		
(Increase)/ Decrease in Inventories	(6 605 422)	-
(Increase)/ Decrease in Trade receivables	(16 191 119)	(47 021 047)
(Increase)/Decrease in Loans	18 227 949	(34 327 171)
(Increase)/Decrease in Other Current and Non-Current Assets	(25 606 486)	(34 197 820)
Increase/(Decrease) in Other Current Liabilities	(134 011 175)	151 050 438
Increase/(Decrease) in Other Trade payable	12 464 973	9 184 396
Increase/(Decrease) in Provisions	(563 083)	6 719 245
Cash Generated From Operations	(123 176 260)	156 025 412
Payment of Taxes (Net of Refunds)	(24 171 368)	(32 954 752)
Net Cash Flow From Operating Activities (A)	(147 347 628)	123 070 660
B. Cash Flow From Investing Activities :		
Payment of property, plant & equipments & Intangibles	(216 699 435)	(90 477 347)
Interest income	8 821 380	7 380 075
Net Cash Flow From Investment Activities (B)	(207 878 055)	(83 097 272)
C. Cash Flow From Financing Activities :		
Dividend Paid (including dividend Tax)	(35 477 522)	(14 906 532)
(Repayment) / Borrowing from financial institutions/Others	356 225 987	81 170 935
Financial Expenses	(9 916 198)	(12 670 332)
Net Cash From / (Used In) Financing Activities (C)	310 832 267	53 594 071
Net Increase In Cash Or Cash Equivalents (A+B+C)	(44 393 417)	93 567 459
Cash And Cash Equivalents At The Beginning Of The Year	103 971 460	10 404 001
Cash And Cash Equivalents As At The End Of The Year	59 578 043	103 971 460

The accompanying significant accounting policies and notes form an integral part of the standalone financial statements

As per our report of even date

For Dkothary & Co..

Chartered Accountants
Firm Registration No. 105335W

Mukesh U. Jha

Partner
Membership No.: 125024

Place : Mumbai
Date : 30th April 2021

For and on behalf of the Board of Directors

Managing Director
Jagan Mohan Reddy Thumma
Din No. 06554945

Company Secretary
Sadhu Jagannath Shetty
Pan No. AGLPS5436R

Independent Director
Nikitha Tiparnapally
Din No. 07399613
Place : Hyderabad
Date : 30th April 2021

Chief Financial Officer
Sanjay Chauhan
Pan No. AFLPC7749G

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Consolidated Statement of Changes in Equity for the year ended 31st March 2021

Note A :- Equity share Capital

PARTICULARS	Note	Amount In Rs.
As at 1st April 2019		50 333 880
Changes in Equity share capital during the year		-
As at 31st March 2020		50 333 880
Changes in Equity share capital during the year		-
As at 31st March 2021	11	50 333 880

Note B : Other Equity

Particulars	Reserves & Surplus		Foreign Currency Translation Reserve	Other Comprehensive Income Retirement Benefit	Statutory Reserves	Total Other Equity attributable to Parent
	Securities Premium	General Reserve				
Balance as at 1st April 2019	38 664 480	31 522 620	7 382 175	-	12 388 966	228 467 761
Profit for the year	-	-	-	-	-	59 527 938
Other Comprehensive Income for the year, net of Income Tax	-	-	20 747 620	(859 511)	-	19 888 109
Total Comprehensive Income for the year	38 664 480	31 522 620	28 129 796	(859 511)	12 388 966	307 883 809
Dividends/Tax on Dividend Restated as per Ind as 116	-	-	-	-	-	(15 170 631)
Transfer from Retained Earnings	-	-	-	-	-	491 269
Balance as at March 31, 2020	38 664 480	31 522 620	28 129 796	(859 511)	12 388 966	293 204 447
Profit for the year	-	-	-	-	-	17 832 612
Other Comprehensive Income for the year, net	-	-	6 881 738	664 384	-	7 546 122
Total Comprehensive Income for the year	38 664 480	31 522 620	35 011 534	(195 127)	12 388 966	318 583 181
Restated as per Ind as 116	-	-	-	-	-	-
Dividend incurring Dividend tax	-	-	-	-	-	(35 728 455)
Balance as at March 31, 2021	38 664 480	31 522 620	35 011 534	(195 127)	12 388 966	282 854 726

As per our report of even date

For Dkothary & Co
Chartered Accountants
Firm Registration No. 105335W

Mukesh U. Jha
Partner
Membership No.: 125024

Place : Mumbai
Date : 30th April 2021

For and on behalf of the Board of Directors

Managing Director
Jagan Mohan Reddy Thumma
Din No. 06554945

Independent Director
Nikitha Tiparnapally
Din No. 07399613

Place : Hyderabad
Date : 30th April 2021

Company Secretary
Sadhu Jagannath Shetty
Pan No. AGLPS436R

Chief Financial Officer
Sanjay Chauhan
Pan No. AFLPC749G

Magellanic Cloud Limited (formerly known as South India Projects Limited) Consolidated Notes to the financial statements for the year ended March 31, 2021

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

3. Significant Accounting Policies

The Company has applied the following accounting policies to all periods presented in the financial statements.

Basis of Consolidation

Subsidiaries

The consolidated financial statements incorporate the results of Magellanic Cloud Limited and its subsidiaries, being the entities that it controls. Control is evidenced where the Group has power over the investee or is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Power is demonstrated through existing rights that give the ability to direct relevant activities, which significantly affect the entity returns.

The financial statements of subsidiaries are prepared for the same reporting year as the parent company. Where necessary, adjustments are made to the financial statements of subsidiaries to align the accounting policies in line with accounting policies of the Group. Intra-Group balances and transactions, and any unrealized income and expenses arising from intra- Group transactions, are eliminated in preparing the consolidated financial statements. Unrealized losses are eliminated unless costs cannot be recovered.

a) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable, and represents receivable for goods supplied, stated net of taxes, discounts, returns and value added taxes. The company recognises revenue when the amount of revenue can be reliably measured; when it is probable that future economic benefits will flow to the entity; and when specific criteria have been met for each of the Company's activities, as described below.

Sale of Goods and services

Sales are recognised when the significant risks and rewards of ownership of the goods or services are transferred to the buyer as per terms of contract. Income and fees from services are accounted as per terms of relevant contractual agreements/arrangements.

Interest Income

Interest income is recognised on accrual basis as per the terms of relevant contracts or by using the effective interest method, where applicable

Investment income

Incomes from investments are accounted on an accrual basis.

b) Property, Plant and Equipment

i) **Recognition and measurement:** Property, plant and equipment are carried at cost of acquisition less accumulated depreciation and accumulated impairment loss, if any. Subsequent expenditure related to an item of fixed asset are added to its book value only when it is probable that 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 the replaced part is derecognised. All repairs and maintenance are charged

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Consolidated Notes to the financial statements for the year ended March 31, 2021

to the Statement of Profit and Loss during the financial year in which they are incurred.

- ii) **Depreciation:** Depreciation of other items of Property, Plant and Equipment are provided on a straight line basis over the estimated useful life of the asset or as prescribed in Schedule II to the Companies Act, 2013 or based on technical evaluation of the asset. Estimated useful life of items of property, plant and equipment are as follows:

Type of Asset	Estimated Useful Life
Freehold Land	N.A
Furniture & Fittings	10 years
Computers & Printers	3 years
Motor Vehicles	8 years
Office Equipment's	5 years

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

The Company assesses at each balance sheet date whether there is objective evidence that an asset or a group of assets is impaired. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing the sale proceeds with the carrying amount and are recognised within operating profit in the Income statement.

c) Financial Instruments

Financial Assets

The Company classifies its financial assets in the following categories:

- i) **Financial assets at amortised cost** - Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost.

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

Financial assets at amortised cost are represented by trade receivables, security and other deposits, cash and cash equivalent, employee and other advances.

- ii) **Equity investments** - Investment in subsidiaries/associates are stated at cost. All other equity investments are measured at fair value, except for certain unquoted equity investments which are carried at cost where the fair value of these investments cannot be reliably measured.

- iii) **Financial Assets at Fair Value through Other Comprehensive Income (FVTOCI)** - For investments which are not held for trading purposes and where the company has

Magellanic Cloud Limited (formerly known as South India Projects Limited) Consolidated Notes to the financial statements for the year ended March 31, 2021

exercised the option to classify the investment as at FVTOCI, all fair value changes on the investment are recognized in OCI. The accumulated gains or losses on such investments are not recycled to the Statement of Profit and Loss even on sale of such investment.

- iv) **Financial assets at Fair Value through Profit and loss (FVTPL)** - Financial assets other than the equity investments and investment classified as FVTOCI are measured at FVTPL. These include surplus funds invested in mutual funds etc.
- v) **Impairment of financial assets** - The Company assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

Financial liabilities

Initial recognition and measurement

Financial liabilities are measured at amortised cost using effective interest method. For trade and other payable maturing within one year from the Balance Sheet date, the carrying value approximates fair value due to short maturity.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

d) Inventories

Inventories are stated at the lower of cost and net realisable value, less any provision for obsolescence. Cost is determined on the following basis:

- purchased traded goods are recorded at cost on a first-in, first-out ("FIFO") basis.
- finished products are valued at raw material cost plus costs of conversion, comprising labour costs and an attributable proportion of manufacturing overheads based on normal levels of activity and are moved out of inventory on a FIFO basis.

Net realisable value is determined based on estimated selling price, less further costs expected to be incurred to completion and disposal.

e) Employee benefits

The Company operates various post-employment schemes, including both defined benefit and defined contribution plans:

Defined contribution plan:

Contributions to defined contribution schemes such as contribution to Provident Fund, Employees' State Insurance Corporation, National Pension Scheme and Labours Welfare Fund are charged as an expense to the Statement of Profit and Loss based on the amount of contribution required to be made as and when services are rendered by the employees.

Magellanic Cloud Limited (formerly known as South India Projects Limited) **Consolidated Notes to the financial statements for the year ended March 31, 2021**

The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

Defined benefit plan:

Gratuity:

Gratuity liability is a defined benefit obligation and is computed on the basis of an actuarial valuation by an actuary appointed for the purpose as per projected unit credit method at the end of each financial year. The liability or asset recognised in the Balance Sheet in respect of defined benefit pension and gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The liability so provided is paid to a Trust administered by the Company, which in turn invests in eligible securities to meet the liability as and when it accrues for payment in future. Any shortfall in the value of assets over the defined benefit obligation is recognised as a liability with a corresponding charge to the Statement of Profit and Loss. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on Government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur directly in Other Comprehensive Income. They are included in retained earnings in the Statement of changes in equity and in the Balance Sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

f) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. If the effect of the time value of money is material, provisions are discounted. 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.

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Consolidated Notes to the financial statements for the year ended March 31, 2021

g) Income Tax

a) Current Income Tax

Current Income Tax is measured at the amount expected to be paid to the tax authorities in accordance with local laws of various jurisdiction where the Company operates.

b) Deferred Tax:

Deferred tax is provided using the balance sheet approach on differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The tax rates and tax laws used to compute the tax are those that are enacted or substantively enacted at the reporting date.

Current and Deferred Tax are recognised in the Statement of Profit and Loss except to items recognised directly in Other Comprehensive income or equity, in which case the deferred tax is recognised in Other Comprehensive Income and equity respectively.

h) Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances. After considering current and future economic conditions, the Company has concluded that no changes are required to lease period relating to the existing lease contracts.

i) Cash flow Statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipt or payments and item of income or expense associated with investing or financing cash-flows. The cash flow from operating, investing and financing activities of the Company are segregated.

j) Earnings per share

The Company presents Basic and Diluted earnings per share data for its equity shares. Basic and Diluted earnings per share is calculated by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year.

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Consolidated Notes to the financial statements for the year ended March 31, 2021

1. Company overview

Magellanic Cloud Limited ("the Company") has its place of business in Hyderabad and registered office is in Mumbai.

2. Basis of preparation of financial statements

a) Accounting convention

The financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the companies (Indian Accounting Standards) Amendment Rules, 2016

b) Basis of measurement

The financial statements have been prepared on an accrual basis and in accordance with the historical cost convention, unless otherwise stated. These financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act. All assets and liabilities are classified into current and non-current based on the operating cycle of less than twelve months or based on the criteria of realisation/settlement within twelve months period from the balance sheet date.

Subsidiaries included in consolidation

Name of Enterprises	Country	Nature of Business	Controlling Interest
JNIT Technologies Inc	USA	IT Consultancy	100%
Motivity Labs Inc	USA	IT Consultancy	68%
Motivity Labs Pvt Ltd	India	IT Consultancy	68%

c) Key accounting judgement, estimates and assumptions

The preparation of the financial statements required the management to exercise judgment and to make estimates and assumptions. These estimates and associated assumptions are based on historical experiences and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revision to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future period.

d) Functional and presentation currency

The functional and presentation currency of the Company is the Indian Rupee.

e) Foreign currency transaction

Foreign currency transactions are translated at the exchange rate that approximates the prevalent exchange rate on the transaction date. Monetary assets and liabilities in foreign currencies are translated at the year-end rate. Non-monetary assets and liabilities

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Consolidated Notes to the financial statements for the year ended March 31, 2021

k) Contingent Liabilities

Contingent liabilities exist when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or nonoccurrence 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 or the amount cannot be reliably estimated. Contingent liabilities are appropriately disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

l) Borrowing Costs

Borrowing costs directly relating to the acquisition, construction or production of a qualifying capital project under construction are capitalised and added to the project cost during construction until such time that the assets are substantially ready for their intended use i.e. when they are capable of commercial production. Where funds are borrowed specifically to finance a project, the amount capitalised represents the actual borrowing costs incurred. Where surplus funds are available out of money borrowed specifically to finance a project, the income generated from such current investments is deducted from the total capitalized borrowing cost. Where the funds used to finance a project form part of general borrowings, the amount capitalised is calculated using a weighted average of rates applicable to relevant general borrowings of the company during the year. Capitalisation of borrowing costs is suspended and charged to profit and loss during the extended periods when the active development on the qualifying assets is interrupted.

m) Useful economic lives and impairment of other assets

Property, plant and equipment other than mining rights are depreciated over their useful economic lives. Management reviews the useful economic lives at least once a year and any changes could affect the depreciation rates prospectively and hence the asset carrying values. The Company also reviews its property, plant and equipment, for possible impairment if there are events or changes in circumstances that indicate that carrying values of the assets may not be recoverable. In assessing the property, plant and equipment for impairment, factors leading to significant reduction in profits such as changes in prices, the Company's business plans and changes in regulatory environment are taken into consideration.

The carrying value of the assets of a cash generating unit (CGU) is compared with the recoverable amount of those assets, that is, the higher of fair value less costs of disposal and value in use. Recoverable value is based on the management estimates of prices, market demand and supply, economic and regulatory climates, long-term plan, discount rates and other factors. Any subsequent changes to cash flow due to changes in the above mentioned factors could impact the carrying value of the assets.

Note 4 : Property, Plant & Equipment

Particulars	Gross block					Accumulated depreciation				Net block	
	Balance as at 1 April, 2020	Additions	Disposals/ Adjustment	Balance as at 31 Mar, 2021	Balance as at 1 April, 2020	Depreciation / amortisation expense for the year	Disposal/ Adjustment	Balance as at 31 Mar, 2021	Balance as at 31 Mar, 2021	Balance as at 31 Mar, 2020	Balance as at 31 Mar, 2020
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Tangible Assets											
Right to Use office Building	47 770 402	94 682 040	47 770 402	94 682 040	9 271 549	7 890 170	9 271 549	7 890 170	86 791 870	38 498 853	
Office Building	-	78 960 500	-	78 960 500	-	721 464	-	721 464	78 239 036	-	
Computer & Printer	13 511 941	2 704 662	262 200	15 954 402	5 955 847	3 374 935	126 694	9 204 088	6 750 314	7 556 094	
Office equipment	861 699	-	-	861 699	226 703	177 657	-	404 359	457 340	634 997	
Vehicle	14 481 685	765 061	79 618	15 167 128	3 795 630	1 671 923	57 272	5 410 280	9 756 848	10 686 055	
Furniture and Fixture	4 518 373	-	108 383	4 409 990	3 576 311	504 491	93 541	3 987 260	422 730	942 063	
Total	81 144 100	177 112 263	48 220 604	210 035 759	22 826 039	14 340 639	9 549 057	27 617 621	182 418 138	58 318 061	

Previous Year

Particulars	Gross block					Accumulated depreciation				Net block	
	Balance as at 1 April, 2019	Additions	Disposals/ Adjustment	Balance as at 31 Mar, 2020	Balance as at 1 April, 2019	Depreciation / amortisation expense for the year	Disposal/ Adjustment	Balance as at 31 Mar, 2020	Balance as at 31 Mar, 2020	Balance as at 31 Mar, 2019	Balance as at 31 Mar, 2019
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
(A) Tangible assets											
Right to Use office Building	-	47 770 402	-	47 770 402	-	9 271 549	-	9 271 549	38 498 853	-	
Computer & Printer	6 574 064	6 345 554	(592 322)	13 511 941	3 931 750	1 705 036	(319 061)	5 955 847	7 556 094	2 642 314	
Office equipment	361 924	499 775	-	861 699	102 042	124 660	-	226 703	634 997	259 882	
Vehicle	12 479 983	6 381 563	4 379 861	14 481 685	4 723 740	1 746 164	2 674 274	3 795 630	10 686 055	7 756 243	
Furniture and Fixture	4 314 143	11 590	(192 641)	4 518 373	2 512 331	790 390	(273 589)	3 576 311	942 063	1 801 811	
Total	23 730 114	61 008 885	3 594 899	81 144 100	11 269 864	13 637 799	2 081 624	22 826 039	58 318 061	12 460 251	

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Consolidated Notes to the Financial Statements for the year ended 31st March, 2021

PARTICULARS	As at March 31, 2021 Amount In Rs.	As at March 31, 2020 Amount In Rs.
Note 5 :- Other Non Current Assets (Unsecured, Considered Good)		
(a) Capital Advances	-	-
(b) Security deposits	33 410 864	19 461 337
Total	33 410 864	19 461 337
Note 6 :- Inventories		
Traded Goods	6 605 422	-
Total	6 605 422	-
Note 7 :- Trade Receivables (Unsecured)		
Considered Good	453 320 659	437 129 540
Considered Doubtful	-	-
Less : Allowance for Bad and Doubtful Debts	-	-
Total	453 320 659	437 129 540
Note 8 :- Cash And Cash Equivalents		
Balances with banks		
(i) In current accounts	53 853 706	103 199 221
(ii) Earmarked account	1 006 525	755 592
(iii) Deposit account	1 000 000	-
Cash on hand	3 717 812	16 646
Total	59 578 042	103 971 460
Note 9 :- Loans (Current)		
Inter Corporate Deposit	85 950 430	93 346 849
Loan and Advances to Others	61 981 827	72 813 356
Total	147 932 257	166 160 205
Note 10 :- Other Current Assets		
Balances with government authorities	31 074 027	6 916 480
Prepaid Expenses	43 468 754	58 444 317
Advance to staff	10 567 689	8 706 735
Other receivables	99 953	68 099
Advance for Expenses	586 819	4 652
Total	85 797 241	74 140 282

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Consolidated Notes to the Financial Statements for the year ended 31st March, 2021

NOTE 11 (a) :- EQUITY CAPITAL

PARTICULARS	As at March 31, 2021 Amount In Rs.	As at March 31, 2020 Amount In Rs.
AUTHORISED SHARE CAPITAL		
3,00,00,000 (Previous Year 3,00,00,000) Equity Shares of Rs.10 each	300 000 000	300 000 000
Total	300 000 000	300 000 000
ISSUED, SUBSCRIBED AND PAID UP		
2,51,66,940 (Previous Year 2,51,66,940) Equity Shares of Rs.10 each fully paid up	251 669 400	251 669 400
Total	251 669 400	251 669 400

NOTE 11 (b) :- The company has only one class of equity with a par value of Rs. 10/- per share. Each holder of equity shares is entitle to one vote per share.

NOTE 11 (c) :- The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2021 and March 31, 2020 is set out below

PARTICULARS	As at March 31, 2021		As at March 31, 2020	
	No. of shares held	Amount In Rs.	No. of shares held	Amount In Rs.
Equity Shares				
Number of shares at the beginning	25 166 940	251 669 400	25 166 940	251 669 400
Add : Issue of Bonus shares	-	-	-	-
Less: Buy Back	-	-	-	-
Number of shares at the end	25 166 940	251 669 400	25 166 940	251 669 400

NOTE 11 (d) :- Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at March 31, 2021		As at March 31, 2020	
	No. of shares held	% holding	No. of shares held	% holding
Equity shares with voting rights				
Joseph Sudheer Reddy Thumma	10 597 280	42,11%	10 597 280	42,11%
Jagan Mohan Reddy Thumma	2 350 000	9,34%	2 350 000	9,34%
Dennis Reddy Thumma	1 600 000	6,36%	1 600 000	6,36%
Innamma Reddy Thumma	1 600 000	6,36%	1 600 000	6,36%

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Consolidated Notes to the Financial Statements for the year ended 31st March, 2021

PARTICULARS	2020-21 Amount in Rs.	2019-20 Amount in Rs.
<u>Note 20 :- Revenue from Operations</u>		
Service Income	1 988 357 532	1 736 814 875
Sale of Products	128 552 548	-
Other Operating Revenue	2 501 254	-
Total	2 119 411 334	1 736 814 875
<u>Note 21 :- Other Incomes</u>		
Interest from loan & Others	8 821 380	7 865 337
Gain on sale of Assets	-	706 239
Other non-operating income	12 572 767	5 414 766
Total	21 394 147	13 986 342
<u>Note 22 :- Purchase Stock in Trade</u>		
Purchase Stock In trade	121 665 795	-
Total	121 665 795	-
<u>Note 23 :- Changes In Inventory of Stock In Trade</u>		
Opening stock Traded Goods	3 858 301	-
Closing stock Traded Goods	6 605 422	-
	(2 747 120)	-
Changes in inventories of Stock In Trade	(2 747 120)	-
<u>Note 24 :- Employee Benefit Expenses</u>		
Salary, wages, bonus and allowances	1 464 898 799	1 379 858 376
Contribution to Provident Fund and Other Funds	3 065 546	3 192 973
Employee welfare and other amenities	225 737	2 894 913
Total	1 468 190 082	1 385 946 262

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Consolidated Notes to the Financial Statements for the year ended 31st March, 2021

PARTICULARS	2020-21 Amount in Rs.	2019-20 Amount in Rs.
<u>Note 25 :- Finance Costs</u>		
Interest on Secured Loan	8 429 509	10 715 234
Interest on Leased Assets	228 821	1 130 540
Other Finance Charges	1 257 868	824 558
Total	9 916 198	12 670 332

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Consolidated Notes to the Financial Statements for the year ended 31st March, 2021

PARTICULARS	2020-21 Amount in Rs.	2019-20 Amount in Rs.
<u>Note 26 :- Other Expenses</u>		
Audit Fees	231 000	210 000
Bank charges	315 778	752 822
Software Consultancy & Development charges	291 212 304	131 253 153
Other miscellaneous Expenses	45 682 522	43 807 702
Advertisement & Business Promotion	14 394 000	31 928
Professional Fees	62 256 289	5 165 531
Rates & Taxes	6 557 402	450 965
Rent Expenses	47 843 844	22 094 735
Telephone & Internet Charges	9 044 703	6 068 236
Insurance Charges	17 944 938	8 237 058
Electricity Expenses	365 892	2 698 038
Foreign Exchange Fluctuation	702 630	-
Freight & Labour Charges	4 020 800	-
Printing Expenses	309 579	283 920
Repairs & Maintainance	5 632 427	6 683 887
Bad Debts	774 050	2 531 446
Conveyance & Travelling	9 852 068	22 148 282
Total	517 331 680	252 417 704

Magellanic Cloud Limited (formerly known as South India Projects Limited)
Consolidated Notes to the Financial Statements for the year ended 31st March, 2021

PARTICULARS	2020-21 Amount in Rs.	2019-20 Amount in Rs.
<u>Note 20 :- Revenue from Operations</u>		
Service Income	1 988 357 532	1 736 814 875
Sale of Products	128 552 548	-
Other Operating Revenue	2 501 254	-
Total	2 119 411 334	1 736 814 875
<u>Note 21 :- Other Incomes</u>		
Interest from loan & Others	8 821 380	7 865 337
Gain on sale of Assets	-	706 239
Other non-operating income	12 572 767	5 414 766
Total	21 394 147	13 986 342
<u>Note 22 :- Purchase Stock in Trade</u>		
Purchase Stock In trade	121 665 795	-
Total	121 665 795	-
<u>Note 23 :- Changes In Inventory of Stock In Trade</u>		
Opening stock Traded Goods	3 858 301	-
Closing stock Traded Goods	6 605 422	-
	(2 747 120)	-
Changes in inventories of Stock In Trade	(2 747 120)	-
<u>Note 24 :- Employee Benefit Expenses</u>		
Salary, wages, bonus and allowances	1 464 898 799	1 379 858 376
Contribution to Provident Fund and Other Funds	3 065 546	3 192 973
Employee welfare and other amenities	225 737	2 894 913
Total	1 468 190 082	1 385 946 262

Note 25 :- Finance Costs		
Interest on Secured Loan	8 429 509	10 715 234
Interest on Leased Assets	228 821	1 130 540
Other Finance Charges	1 257 868	824 558
Total	9 916 198	12 670 332

PARTICULARS	2020-21 Amount in Rs.	2019-20 Amount in Rs.
Note 26 :- Other Expenses		
Audit Fees	231 000	210 000
Bank charges	315 778	752 822
Software Consultancy & Development charges	291 212 304	131 253 153
Other miscellaneous Expenses	45 682 522	43 807 702
Advertisement & Business Promotion	14 394 000	31 928
Professional Fees	62 256 289	5 165 531
Rates & Taxes	6 557 402	450 965
Rent Expenses	47 843 844	22 094 735
Telephone & Internet Charges	9 044 703	6 068 236
Insurance Charges	17 944 938	8 237 058
Electricity Expenses	365 892	2 698 038
Foreign Exchange Fluctuation	702 630	-
Freight & Labour Charges	4 020 800	-
Printing Expenses	309 579	283 920
Repairs & Maintainance	5 632 427	6 683 887
Bad Debts	774 050	2 531 446
Conveyance & Travelling	9 852 068	22 148 282
Total	517 331 680	252 417 704

27 Related party transactions

As per Indian Accounting Standard (Ind As 24),

the disclosures of transactions with the related parties are given below**27,1 Relationships during the year****(A) Key Managerial Personnel**

Jagan Mohan Reddy Thumma

Joseph Sudheer Reddy Thumma

Sanjay Mahendra Chauhan (CFO)

(B) Entities in which KMP having significant influence

RPR Wyatt (JNITH Corporation)

JNIT Technologies India Pvt. Limited

Sygnitech Inc. (Jonam Systems Inc.)

Hoozin Inc

27,2 Related party transactions**(A) Transactions with related parties during the year :**

Particulars	2020-21	2019-20
<u>Director Remuneration</u>		
Jagan Mohan Reddy Thumma	480 000	480 000
Sanjay Mahendra Chauhan	2 400 000	2 160 000
Joseph Sudheer Reddy Thumma	11 884 480	-
<u>Service Income</u>		
RPR Wyatt (JNITH Corporation)	-	1 403 406
Sygnitech Inc. (Jonam Systems Inc.)	-	14 341 319
Hoozin Inc	4 456 680	-
<u>Deposit Paid</u>		
Joseph Sudheer Reddy Thumma	28 000 000	-
<u>Rent & Reimbursement Paid</u>		
Joseph Sudheer Reddy Thumma	17 500 000	-
<u>Consultancy Charges</u>		
JNIT Technologies India Pvt. Limited	5 203 174	13 531 596
Sygnitech Inc. (Jonam Systems Inc.)	20 090 342	-
<u>Account Receivable / (Payable)</u>		
RPR Wyatt (JNITH Corporation)	13 155 704	13 492 342
RPR Wyatt (JNITH Corporation) Advance Received	-	(16 207 969)
Sygnitech Inc. (Jonam Systems Inc.)	24 428 284	25 053 373
Hoozin Inc	10 658 225	-
JNIT Technologies India Pvt. Limited	(505 347)	-
Joseph Sudheer Reddy Thumma	(1 621 120)	-

28 Earnings per share

Particulars	March 31, 2020	March 31, 2020
Net profit after tax as per statement of profit and loss	17 832 612	65 423 649
Weighted average number of equity shares outstanding during the year	25 166 940	25 166 940
Nominal value per equity share	10	10
Basic & Diluted Earnings per share	0,71	2,60

29 Segment Reporting

Particulars	March 31, 2020	March 31, 2020
Segment Value of Sales and Services (Revenue)		
- IT Consulting Services	1 988 357 532	1 736 814 875
- FMCG product Division	131 053 802	-
Gross Value of Sales and Services	2 119 411 334	1 736 814 875
Less: Inter Segment Transfers	-	-
Revenue from Operations	2 119 411 334	1 736 814 875
Segment Results		
- IT Consulting Services	(1 721 072)	84 813 110
- FMCG product Division	2 351 330	-
Total	630 259	84 813 110
Less:		
Finance Costs	9 916 198	12 670 332
Other Un-allocable Income (Net of Expenditure)	(21 394 147)	(13 986 342)
Total Profit Before Tax	12 108 207	86 129 120
Segment Assets		
- IT Consulting Services	1 399 328 853	1 264 363 622
- FMCG product Division	33 549 377	-
Total	1 432 878 230	1 264 363 622
Unallocated Corporate Assets	116 642 718	4 447 325
Total Assets	1 549 520 948	1 268 810 948
Segment Liabilities		
- IT Consulting Services	921 471 419	695 978 790
- FMCG product Division	22 714 428	-
Total	944 185 847	695 978 790
Unallocated Corporate Liabilities	70 810 975	11 207 802
Total Liabilities	1 014 996 822	707 186 592

30 In the opinion of the Board, the value of realization of current assets in the ordinary course of business would not be less than the amount at which they are stated in the balance sheet.

31 On the basis of the information available with the company, there are no micro and small scale business enterprises, to whom the company owes dues, which are outstanding for more than 45 days as at March 31, 2021.

32 Previous Year figures

Figures of previous year are regrouped, rearranged and reclassified wherever necessary to correspond to figures of the current year.

As per our report of even date

For D. Kothary & Co

Chartered Accountants

Firm Registration No. 105335W

Mukesh U. Jha

Partner

Membership No.: 125024

Place: Mumbai

Date : 30th April 2021

For and on behalf of Board of Directors

Managing Director

Jagan Mohan Reddy Thumma

Din No. 06554945

Company Secretary

Sadhu Jagannath Shetty

Pan No. AGLPS5436R

Independent Director

Nikitha Tiparnapally

Din No. 07399613

Chief Financial Officer

Sanjay Chauhan

Pan No. AFLPC7749G

Place : Hyderabad

Date : 30th April 2021

www.magellanic-cloud.com

