



MOLIND ENGINEERING LIMITED

**ANNUAL REPORT
2023-24**

BOARD OF DIRECTORS

Mr. Bhupinder Singh	Executive, Managing Director
Mr. Manmohan Walia	Non-Executive - Non Independent Director
Mrs. Maneesha Sharma	Non-Executive - Non Independent Director
Mr. Anupam Kumar Mishra	Non-Executive, Independent Director
Mr. Sandeep Mathur	Non-Executive, Independent Director
Mr. Manmeet Singh Chadha	Non-Executive, Independent Director

AUDITORS

Virender K. Jain & Associates
Chartered Accountants

Secretarial Auditor

Sanjeev Sharma
Company Secretary

Chief Financial Officer

Ajay Mahajan

Company Secretary

Sonu Parshad

Bankers

HDFC

Punjab National Bank

REGISTERED OFFICE

Cabin No. 3& 4,Ground Floor

SCO No. 99, Sector 119,Balongi District S.A.S Nagar, Mohali-160055 Punjab

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NOTICE

Notice is hereby given that Sixty Third (63rd) Annual General Meeting of **Molind Engineering Limited** will be held on **Monday, 30th day of September 2024** at 01:00 PM at registered office of the Company situated at Cabin No. 3 & 4, Ground Floor, SCO No. 99, Sector-119,Balongi, Distt. S.A.S. Nagar, Mohali S.A.S. Nagar (Mohali)-160055 Punjab to transact the following business:

ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2024 and the Reports of the Board of Director's and the Auditor's thereon.
2. To appoint a Director in place of **Mrs. Maneesha Sharma (DIN: 07282543)** who is liable to retire by rotation and being eligible offers herself for reappointment.

By order of the Board of Directors
For **Molind Engineering Limited**

Sd/-

Bhupinder Singh

Managing Director

DIN: 00176255

Add: WZ 136-F F, Gali No.7

Shiv Nagar, Janakpuri, B-1,

Delhi-110058

Place: Mohali (Punjab)

Date: 02.09.2024

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/ HERSELF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. PROXIES SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING. A PROXY FORM IS ANNEXED TO THIS NOTICE.

EVERY MEMBER ENTITLED TO VOTE AT THE MEETING, OR ON ANY RESOLUTION TO BE MOVED THEREAT, SHALL BE ENTITLED DURING THE PERIOD BEGINNING 24 HOURS BEFORE THE TIME FIXED FOR THE COMMENCEMENT OF THE MEETING AND ENDING WITH THE CONCLUSION OF THE MEETING, TO INSPECT THE PROXIES LODGED, AT ANY TIME DURING THE BUSINESS HOURS OF THE COMPANY, PROVIDED THAT NOT LESS THAN THREE DAYS' NOTICE IN WRITING OF THE INTENTION SO TO INSPECT IS GIVEN TO THE COMPANY.

2. The businesses set out in the Notice will be transacted through remote electronic voting system and the Company is providing facility for voting by remote electronic means. Instructions and other information relating to remote e-voting are given in the Notice under **Note No. 14.**

Members attending the meeting, who have not cast their vote by remote e-voting, shall be able to exercise their right to vote at the meeting through ballot papers. Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again.

3. The Register of Members and Share Transfer Books of the Company shall remain closed from 24th day of September, 2024 to 30th day of September, 2024 (both days inclusive).

4. Norms for furnishing of PAN, KYC, Bank details and Nomination:

Pursuant to SEBI Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023 issued in supersession of earlier circulars issued by SEBI bearing nos. SEBI/HO/MIRSD/MIRSD-PoD- 1/P/CIR/2023/37 dated March 16, 2023, SEBI/HO/ MIRSD/MIRSD RTAMB /P/CIR/2021/655 dated November 3, 2021 and SEBI/HO/MIRSD/ MIRSD RTAMB/ P/CIR/2021/687 dated December 14, 2021, respectively, SEBI has mandated all listed companies to record PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities.

It shall be mandatory for all holders of physical securities in listed companies to furnish PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers.

Further the earlier requirement of freezing of folios and referring frozen folios by the RTA/listed company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, has been done away by SEBI vide its circular no. **SEBI/HO/MIRSD/POD-1/P/CIR/2023/181** dated November 17, 2023.

The forms for updation of PAN, KYC, bank details and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13 and the said SEBI circular are available on our website www.molindengineering.co.in under shareholder information tab.

In view of the above, we urge Members holding shares in physical form to submit the required forms along with the supporting documents at the earliest.

Company has issued letters to all Shareholders of the company along with two reminders for PAN Card, Bank account details and dematerialization of shares held in physical form as required by SEBI vide its circular number **SEBI/HO/MIRSD/DOP1/CIR/P/2018/73** dated 20th April 2018

Pursuant to SEBI circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 03rd November 2021 Company has sent letters along with the help of RTA (**Skyline Financial Services Private Limited**) for furnishing the details required as per aforesaid circular.

Further, Pursuant to SEBI Circular no. SEBI/HO/MIRSD/MIRSDPoD- 1/P/ CIR/2023/37 dated March 16, 2023 Company has sent 2nd reminders letters to the shareholders of the company with the help of RTA (**Skyline Financial Services Private Limited**) for furnishing the details required as per aforesaid circular.

Members who hold shares in dematerialized form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs.

5. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at www.molindengineering.co.in under shareholder information tab.

6. SEBI vide its notification dated January 25, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization. Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA of the company i.e. **Skyline Financial Services Private Limited**, for assistance in this regard.

Further, SEBI vide its notification no- SEBI/LAD-NRO/GN/2022/80 dated April 25 2022 and notification no- SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/65 dated May 18 2022 has simplified the transmission process and prescribed documents to be executed in case of transmission of securities.

7. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website www.molindengineering.co.in under shareholder information tab. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Company's RTA **Skyline Financial Services Private Limited**, in case the shares are held in physical form.

8. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA (**Skyline Financial Services Private Limited**), the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

9. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

10. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its RTA or the concerned Depository Participant, as the case may be:

- a. Change in the residential status on return to India for permanent settlement.
- b. Particulars of the NRE account with a Bank in India, if not furnished earlier.

11. SEBI & Ministry of Corporate Affairs (MCA) is promoting electronic communication as a contribution to greener environment. Accordingly, as a part of green initiative soft copy of the Annual Report 2023-24 is being sent to all the members whose email address(es) are registered with the Company/Depository Participant(s) unless any member has requested for a hard copy of the same. Further, in accordance with Listing Regulations and Section 136 of the Companies Act, 2013 including Rules made thereunder, hard copy of Annual Report 2023-24 is being sent to all other members who have not registered their email address (es) alongwith physical copies of the Notice of the 63rd Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form are being sent in the permitted mode.

Members may also note that the Annual Report for the financial year 2023-24 and the Notice convening the AGM are also available on the Company's website www.molindengineering.co.in and on the website of Stock Exchange i.e. Metropolitan Stock Exchange of India Limited www.msei.in.

The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. For any communication, the shareholders may also send requests to the Company's investor email id moielmhl@gmail.com.

12. As required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard 2, particulars of Directors seeking re-appointment at this AGM, forms an integral part of the Notice. The Directors have furnished the requisite declarations for their appointment/ re-appointment.

13. To receive shareholders' communications through electronic means, including Annual Reports and Notices, members are requested to kindly register/update their e-mail address with their respective depository participant, where shares are held in electronic form, where shares are held in physical form, members are advised to register their e-mail address with (Skyline Financial Services Private Limited), In case of queries, members are requested to write to moielmhl@gmail.com.

14. Voting through electronic means

I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, members may cast their vote on all the resolutions proposed to be considered in this Annual General Meeting by electronic means from a remote location ("Remote E-voting") and the Company is pleased to provide to its members the facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by "Remote E-voting". The company has engaged Central Depository Services (India) Limited (CDSL) and the facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("Remote E-voting") will be provided by CDSL.

II. Members of the company, instead of casting their votes by the aforesaid “Remote E-voting” may cast their vote at the venue of the Annual General Meeting through physical ballot papers, which shall be made available at the venue of the AGM and only such member attending the meeting, who have not cast their vote by remote e-voting, shall be able to exercise their right to vote at the meeting through ballot papers or by show off hands.

III. The process and manner for remote e-voting are as under:

- (i) The e-voting period begins on **Friday, the 27th day of September 2024 from 9.00 A.M. and ends on Sunday the 29th day of September 2024 up to 5.00 P. M.** During this period shareholder's of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date (record date) of 23rd September 2024**, may cast their vote electronically. The E-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.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. 2) If the user is not registered for IDeAS e-Services, option to register is

	<p>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.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<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.</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.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
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 : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,

- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10digit 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 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.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant ‘Molind Engineering Limited’ on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; moielmhl@gmail.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
- (xviii) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the **cut-off date i.e. 23rd September 2024** may follow the same instructions as mentioned above for e-Voting.
- (xix) If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
- (xx) All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

General Instructions:

(a) The voting period begins on **Friday, the 27th day of September 2024 from 9.00 A.M. and ends on Sunday the 29th day of September 2024 up to 5.00 P. M.** During this period shareholders' of the Company, holding shares, **as on the cut-off date of 23rd September 2024 may cast their vote electronically.**

(b) The voting right of the shareholders shall be in proportion to their shares of the paid up Equity share capital of the Company as on the **cut-off date (record date) of 23rd September 2024.**

(c) **Mr. Sanjeev Sharma, Practicing Company Secretary**, (ICSI Membership No.: 3789) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least 2 (two) witnesses not in employment of the Company and make not later than 2 working days of the conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman and/or Director or a person authorized by him in writing who shall counter sign the same.

(d) The results shall be declared forthwith upon receipt of the Scrutinizer's Report. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.molindengineering.co.in and communicated to the stock exchanges where shares of the Company are listed.

15. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.

16. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (10.30 am to 5.30 pm) on all working days, up to and including the date of Annual General Meeting of the Company.

17. Regulation 44(6) of SEBI Listing Regulations, is not applicable on the company, therefore conducting live webcast of proceedings of AGM is not required during the year under review.

18. The route map showing directions to reach the venue of the 63rd AGM is annexed.

19. As a measure of economy, copies of Annual Report will not be distributed at the venue of the AGM. Members are, therefore, requested to bring their own copies of the Annual Report to the meeting.

20. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting at least 3 days before the AGM.

By order of the Board of Directors
For **Molind Engineering Limited**

Sd/-

Bhupinder Singh

Managing Director

DIN: 00176255

Add: WZ 136-F F, Gali No.7

Shiv Nagar, Janakpuri, B-1,

Delhi-110058

Place: Mohali (Punjab)

Date: 02.09.2024

PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, WITH THE STOCK EXCHANGES AND SECRETARIAL STANDARD 2 ISSUED BY ICSI, INFORMATION ABOUT THE DIRECTORS PROPOSED TO BE RE-APPOINTED IS FURNISHED BELOW:

Name of the Director	Mrs. Maneesha Sharma
Date of Birth, No. of shares held	10/07/1973, NIL
Age, Remuneration, Date of first appointment on board, No. of Board meeting attended during the year	51 years NIL 13.08.2021 7
Qualification, Relationship with other Directors, Manager and KMP, Terms and conditions of appointment/re-appointment	Intermediate, NIL Terms and conditions as decided by Board at the time of appointment
Nature of Expertise	Having vast experience in the field of Business Management and Administration
Name of Companies in which he/she holds Directorship	NIL
Name of Committees in which he/she holds Membership/ Chairmanship	NIL

FORM NO. MGT-11

PROXY FORM

(Pursuant to section 105(6) of the Companies act, 2013 and Rule 19(3) of the Companies (Management and administration) rules, 2014)

Name of the Member(s) :

Registered Address :

E-mail Id :

Folio No. / Client ID No. : DP ID No.....

I/We, being the member(s) of.....Equity Shares of Molind Engineering Limited, hereby appoint

1. Name:
2. Email Id
3. Address:
4. Signature.....

or failing him

1. Name:.....
2. Email Id
3. Address:
4. Signature.....

or failing him

1. Name:
2. Email Id
3. Address:.....
4. Signature.....

As my/our proxy to attend and vote (on a poll) for me /us and on my /our behalf at the 63rd Annual General Meeting of the Company to be held on Monday , 30th September, 2024 at 01.00 P.M at Cabin No. 3 & 4, Ground Floor, SCO No. 99, Sector-119,Balongi, Distt. S.A.S. Nagar, Mohali S.A.S.Nagar (Mohali) PB 160055, Punjab and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	For	Against
Ordinary Business			
1	The Audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2024 and the Reports of the Board of Directors and the Auditors thereon.		
2	To appoint a Director in place of Mrs. Maneesha Sharma (DIN: 07282543) who is liable to retire by rotation and being eligible offers herself for reappointment.		

Signed this.....day of.....2024

Affix
revenue
Stamp

Signature of Shareholder.....

Signature of Proxy holder(s).....

NOTES:

1. This form of Proxy in order to be effective should be duly completed and deposited at the registered office of the Company at Cabin No. 3 & 4, Ground Floor, SCO No. 99, Sector-119,Balongi, Distt. S.A.S. Nagar, Mohali S.A.S.Nagar (Mohali) PB 160055 not less than 48 hours before the commencement of the Meeting.
2. This is only optional. Please put a '√' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
3. Appointing proxy does not prevent a member from attending in person if he so wishes.
4. In case of joint holders, the Signature of any one holder will be sufficient, but names of all the joint holders should be stated.

ATTENDANCE SLIP

(To be presented at the entrance)

63rd Annual General Meeting held on Monday, 30th September, 2024 at 01.00 P.M.

at

Cabin No. 3 & 4, Ground Floor, SCO No. 99, Sector-119,Balongi, Distt. S.A.S. Nagar, Mohali
S.A.S.Nagar (Mohali) PB 160055

Folio No.....DP ID No.....No. of shares.....

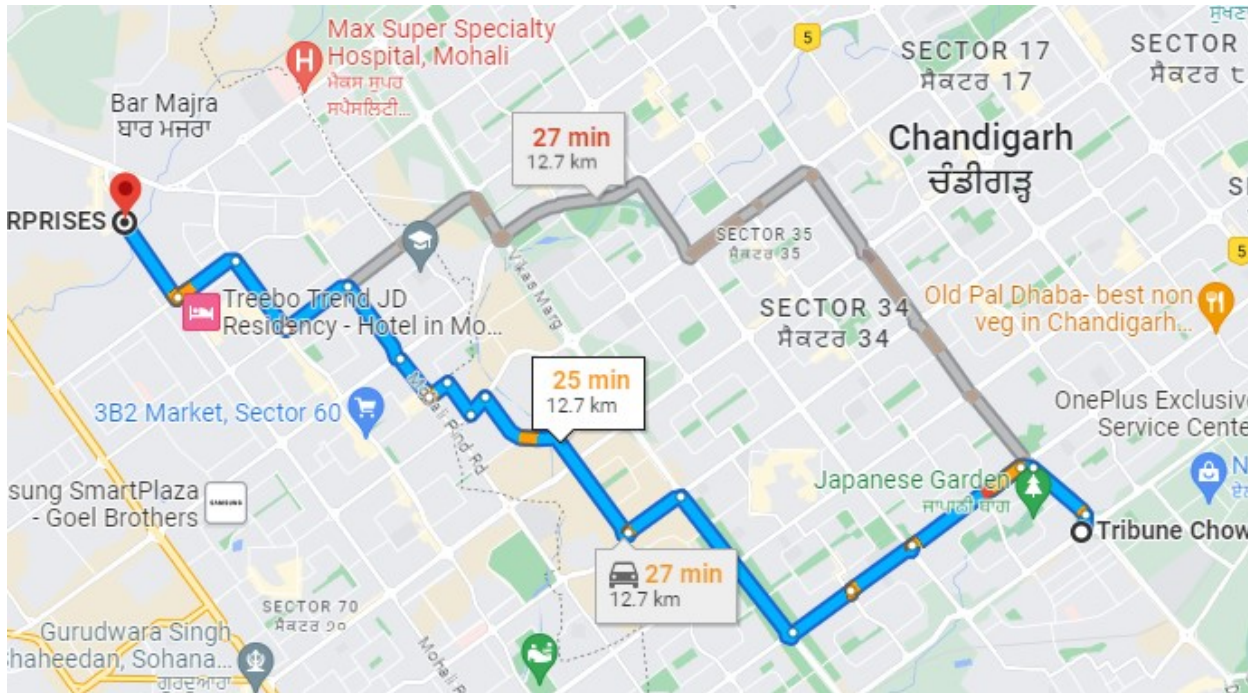
Name of the member:..... Signature:.....

Name of the Proxy holder:..... Signature:.....

I hereby record my presence at the 63rd Annual General Meeting of the Company held on Monday , 30th September, 2024 at 01.00 P.M at Cabin No. 3 & 4, Ground Floor, SCO No. 99, Sector-119,Balongi, Distt. S.A.S. Nagar, Mohali S.A.S. Nagar (Mohali) PB 160055.

1. Only Member/Proxy holder can attend the Meeting.
2. Member/Proxy holder should bring his/her copy of the annual report for reference at the Meeting.

Route Map



(Route Map from Tribune Chowk, Chandigarh to Molind Engineering Limited, Mohali)

DIRECTOR'S REPORT

Dear Member

Your Directors have pleasure in submitting **Sixty Third (63rd)** Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2024.

FINANCIAL RESULTS

The Company's financial performance for the year ended on March 31st, 2024 is summarized below
(Amount In Lakhs except EPS)

PARTICULARS	Current Year (2023-24)	Previous Year (2022-23)
Total Income	381.54	7434.30
Total Expense before Depreciation	132.88	339.72
Profit/(loss)/Before Depreciation & Tax	248.66	7094.58
Depreciation	0.04	0.08
Profit/Loss before Extraordinary items and Tax	248.62	7094.50
Exceptional items	0.00	0.00
Profit/Loss After Extraordinary items	248.62	7094.50
Current Tax	0.00	1112.52
Deferred Tax	0.00	0.00
Tax paid for earlier year	22.73	
Profit/Loss After Tax	225.89	5981.98
Other Comprehensive Income	0.00	0.00
Total comprehensive income and other comprehensive income for the period	225.89	5981.98
Basic Earnings per Share	8.91	235.98

RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS

During the reporting period, the Company recorded a decrease in total income, generating Rs. 381.54 lakh compared to Rs. 7434.30 lakh in the previous year. Despite this decrease, the Company achieved a net profit after tax of Rs. 225.89 lakh, compared to the previous year's profit of Rs. 5981.98 lakh.

LISTING

Currently, the equity shares of the Company are listed on “**Metropolitan Stock Exchange of India Limited (MSEI)**”.

TRANSFER TO RESERVES

During the year under review, your Company has not transferred any amount to the reserves.

DIVIDEND

The Board of Directors of your company has decided that it would be prudent, not to recommend any dividend for the year under review.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

No amount has been transferred to Investor Education and Protection fund established under section 125 of the Companies Act 2013, during the year under review.

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE ENDS OF THE FINANCIAL YEAR TO WHICH THESE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes or commitments occurred that could affect the financial position of the company between the end of the financial year to which these financial statements relate and the date of this report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

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

(A) Conservation of energy:

(i)	the steps taken or impact on conservation of energy	None
(ii)	the steps taken by the company for utilizing alternate sources of energy	None
(iii)	the capital investment on energy conservation equipments	None

(B) Technology Absorption:

(i)	the efforts made towards technology absorption	None
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	None
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	None
	(a) the details of technology imported	None
	(b) the year of import;	None
	(c) whether the technology been fully absorbed	None
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	None
(iv)	the expenditure incurred on Research and Development	None

Further, there was no foreign exchange inflow or Outflow during the year under review.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

During the reporting period, the Company did not develop or implement any Corporate Social Responsibility (CSR) initiatives, as the relevant provisions were not applicable to the Company for the year under review.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

No loans, guarantees, or investments were made by the Company under Section 186 of the Companies Act, 2013, during the year under review, and therefore, this provision is not applicable.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

There were no related party transactions as referred to in Section 188(1) of the Companies Act, 2013, between the Company and related parties during the period under review. Therefore, disclosure in Form No. AOC-2 is not required.

Furthermore, related party transactions pursuant to the applicable accounting standards have been duly disclosed in the Company's financial statements.

STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

In today's economic environment, effective risk management is essential for business success. The main objective of risk management is to identify, monitor, and mitigate potential risks that could impact the business. The Company has implemented a comprehensive Risk Management Policy, focusing on identifying and addressing risks that, in the Board's opinion, could potentially threaten the Company's existence.

AUDITORS AND AUDITORS' REPORT

Statutory Auditors

M/s Virender K. Jain & Associates, Chartered Accountants (Firm Registration Number 005994N), were appointed as the statutory auditors of the Company for a term of five consecutive years at the 62nd Annual General Meeting held on September 29, 2023, will hold office from the conclusion of the 62nd AGM until the conclusion of the 67th AGM, scheduled for 2028.

Auditor reports

The Notes on Financial Statement referred to in Auditors Report are self explanatory and do not call for any further comments. The Auditors Report does not contain any qualification.

Secretarial Auditors

Section 204 of the Companies Act, 2013 requires every listed company to include a Secretarial Audit Report, prepared by a Company Secretary in Practice, with its Board's report.

The Board of Directors appointed Mr. Sanjeev Sharma, Practicing Company Secretary, as the Secretarial Auditor of the Company via Board Resolution dated March 30, 2015. He has conducted the Secretarial Audit for the Financial Year ended March 31, 2024.

The Secretarial Audit Report, prepared in Form MR-3 as mandated by the Companies Act, 2013 and the amended Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is attached as **Annexure -1**.

The Secretarial Auditor's Report is self-explanatory and requires no further comments. The Report is free from any qualifications.

Internal Auditor

M/s Tarun Gupta & Associates, Chartered Accountants, appointed as an internal auditor of the company w.e.f November 25, 2019 and M/s Tarun Gupta & Associates, Chartered Accountants, continued to be the Internal Auditor of the company.

BOARD MEETINGS

Total Ten (10) Board Meetings were held during the year under review. The complete details of meeting and the attendance of the Directors are mentioned in Corporate Governance Report.

COMMITTEE MEETINGS

During FY 2023-24, the Company conducted various committee meetings. For detailed information on these meetings, please refer to the Corporate Governance section of this annual report.

ANNUAL EVALUATION OF BOARD'S PERFORMANCE

The Board of Directors has carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to the provisions of the Act and SEBI Listing Regulations.

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

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

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the board and

committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of independent directors, performance of non-independent directors and the board as a whole was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees, and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

The Company's policy relating to appointment of Directors, payment of Managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) and 178(4) of the Companies Act, 2013 is maintained by Company. Accordingly, Board based on the recommendation of the Nomination and Remuneration Committee has formulated a policy on remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. The policy covers the appointment, including criteria for determining qualification, positive attributes, independence and remuneration of its Directors, Key Managerial Personnel and Senior Management Personnel. The Nomination and Remuneration Policy is available on Company's Website at <http://molindengineering.co.in/www/wp-content/uploads/2017/05/Nomination-Remuneration-Policy.docx>

PARTICULARS OF THE EMPLOYEE:

The Information required under section 197 of the Act read with rule 5(1) and (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014 are given below:

- a. the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year: **NA**
- b. During the financial year, the percentage increase in remuneration of:
 1. Director: **NIL**
 2. Chief Financial Officer: **NIL**
 3. Company Secretary: **NIL**
- c. The percentage increase in the median remuneration of the employees in the financial year is **NIL**
- d. The number of permanent employees on the rolls of the Company is **25 as on March 31st, 2024.**
- e. 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 is and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration; **NIL**
- f. Your Directors affirm that the remuneration paid to the employees and to Key Managerial Personnel was as per remuneration policy of the Company.

g. The statement containing names of top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached to this report as **Annexure-2**.

Further There were no employees in the Company who was paid salary exceeding Rs. 1,02,00,000 per annum or Rs. 8,50,000/- per month,

Furthermore, none of employees are related to any director or manager of the Company

REPORTING OF FRAUD BY THE AUDITOR

In terms of Section 134 (3) (ca) report by the Board of Directors is required to include the details in respect of frauds reported by auditors under sub-section 12 of section 143 other than those which are reportable to the Central Government. No such fraud was reported by the auditor.

INTERNAL FINANCIAL CONTROL

The Company maintains an adequate internal financial control system commensurate with its size and the nature of its business. The Company adheres to various internal policies and standard operating procedures in place with a view to ensure transparency and accountability in conducting business activities. The systems are designed for safeguarding of assets, prevention and detection of fraud and to adequately ensure that financial and other records are reliable for preparing financial statements and other data.

ANNUAL RETURN

Pursuant to Section 92(3) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return for FY 2023-24 is available on Company's website at <http://molindengineering.co.in/www/wp-content/uploads/2024/08/DRAFT-ANNUAL-RETURN-MGT-7-MOLIND.pdf>

SECRETARIAL STANDARDS

During the year under review, Company has complied with all the applicable provisions of secretarial standards issued by the Institute of Company Secretaries of India.

COST RECORDS AND COST AUDIT

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148 (1) of the Companies Act, 2013 are not applicable on the company.

DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 your Directors state that:

(a) in the preparation of the annual accounts for the year ended March 31, 2024, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the Directors had 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 as at March 31st, 2024 and profit of the company for that period;

(c) the Directors had 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;

(d) the Directors had prepared the annual accounts on a going concern basis; and

(e) the Directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and

(f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the period under review, your company does not have any Subsidiary, Joint Ventures And Associate Companies.

HOLDING COMPANY

During the period under review, the company continue to be the subsidiary company of “**Royal Beverages Private Limited.**”

DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Manmeet Singh Chadha (DIN: 02414557) has been appointed as Non-executive Independent director of the Company w.e.f. September 4, 2023 for a period of 5 (Years) years on the terms and conditions as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors of the Company and the same was also confirmed in the 62nd Annual General Meeting.

As per provisions of the Companies Act 2013, **Mrs. Maneesha Sharma**, who retires by rotation at the ensuing annual general meeting and being eligible, seeks re-appointment. The Nomination and remuneration committee recommends his re-appointment. The brief profile of **Mrs. Maneesha Sharma** and other related information has been detailed in the notes part of Notice of Annual General Meeting.

All the Independent Directors i.e. Mr. Sandeep Mathur, Mr. Anupam Mishra and Mr. Manmeet Singh Chadha have submitted the Statement on declaration that they qualify the criteria of independence as mentioned under sub-section (6) of section 149 of the Companies Act, 2013

During the year the Board of the Independent Director met one time to review the performance of the Non-executive directors, Chairman of the Company and performance of the Board as a whole.

In the opinion of the Board, the independent directors possesses requisite expertise, integrity and experience for appointment as an Independent Director of the Company and the Board considers that, given their professional background, experience and contributions made by them during their tenure, their continued association would be beneficial to the Company.

The Independent Directors of the Company have confirmed that they have enrolled themselves in the Independent Directors' Databank maintained with the Indian Institute of Corporate Affairs ('IICA') in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended. They are exempt from the requirement to undertake the online proficiency self-assessment test conducted by IICA

Chief Financial Officer

Mr. Ajay Mahajan continues to be the Chief Financial Officer of the Company.

Company Secretary

Mr. Sonu Parshad appointed as Company Secretary and compliance officer of the company w.e.f 27th May 2023.

CHANGE IN NATURE OF BUSINESS

There was no change in the nature of Business of the company during the year under preview and company continued to pursue the same business activities as pursued during the previous year.

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

During the period no material orders passed by the regulators or courts or tribunals which effect on the financial position of the company.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The Company established a vigil mechanism for directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy.

There was no reporting made by any employee for violations of applicable laws and regulations and the Code of Conduct for the F.Y. 2023-24. The Details of the Vigil policy is explained in the Corporate Governance Report.

PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

No complaints were received against the woman harassment at workplace during the financial year 2023-24.

Further, Company has duly complied with all applicable provisions of Sexual Harassment of women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As required under Regulation 34 of the SEBI (LODR) Regulations, 2015, the Management Discussion and Analysis Report is enclosed as a part of this report As **Annexure -3**

Further, details in respect of adequacy of internal financial controls with reference to the Financial Statements are stated in Management Discussion and Analysis Report.

CAPITAL STRUCTURE OF THE COMPANY

As of March 31, 2024, the authorized share capital of the Company was Rs. 20,00,00,000 (Rupees Twenty Crores only), divided into 50,00,000 (Fifty Lakh) equity shares of Rs. 10 each, totaling Rs. 5,00,00,000 (Rupees Five Crores only), and 1,50,00,000 (One Crore Fifty Lakh) preference shares of Rs. 10 each, totalling Rs. 15,00,00,000 (Rupees Fifteen Crores only).

The paid-up capital as of March 31, 2024, was Rs. 2,53,50,000, consisting of 25,35,000 equity shares of Rs. 10 each.

A. Buy Back of Securities

The Company has not bought back any of its securities during the year under review.

B. Sweat Equity

The Company has not issued any Sweat Equity Shares during the year under review.

C. Bonus Shares

No Bonus Shares were issued during the year under review.

D. Employees Stock Option Plan

The Company has not provided any Stock Option Scheme to the employees.

BUSINESS RESPONSIBILITY REPORT

A provision relating to annexing Business Responsibility Report is not applicable to the Company during the year under review.

INDIAN ACCOUNTING STANDARDS

The financial statements for the financial year 2023-24 have been prepared in accordance with the applicable Indian Accounting Standards (IND-AS).

CORPORATE GOVERNANCE

Pursuant to Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a section on Corporate Governance is set out in the **Annexure-4** forming part of this Annual Report.

CERTIFICATE ON CORPORATE GOVERNANCE:

As required by Listing Obligations and Disclosure Requirements (LODR) Regulations 2015, certificate on corporate Governance issued by Practicing Company Secretary i.e. Mr. Sanjeev Sharma is enclosed as **Annexure- 5** to the board's report, Certificate does not contain any qualification, reservation or adverse remark.

CERTIFICATE BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER:

A compliance certificate by Managing Director and Chief Financial Officer as required by Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached with report as **Annexure- 6**

PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016:

There is no proceeding pending or no Application made under the Insolvency and Bankruptcy Code, 2016 during the year under review.

DIFFERENCE IN VALUATION IN CASE OF LOAN TAKEN FROM THE BANK OR FINANCIAL INSTITUTIONS:

During the period under review, no One Time Settlement took place between your Company and any Bank or Financial Institution. Hence, the above mentioned provision of the act was not applicable on the Company.

ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

For and on behalf of the Board of Directors
Molind Engineering Limited

Date: 02.09.2024
Place: Mohali (Punjab)

Sd/
Bhupinder Singh
Managing Director
DIN: 00176255
Add: WZ 136-F F, Gali
No-7, Shiv Nagar,
Janakpuri, B-1 Delhi-
110058

Sd/-
Manmohan Walia
Director
DIN : 01056751
Add: House No. 526-A-1,
New Guru Teg Bahadur
Nagar Extension,
Jalandhar-I, Jalandhar,
Punjab-144003

Annexure -1

Secretarial Audit Report

Form No. MR-3

Secretarial Audit Report

(For the financial year ended 31.03.2024)

[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,
Molind Engineering Limited
Cabin No. 3& 4,Ground Floor
SCO No. 99, Sector 119,Balongi
District S.A.S Nagar, Mohali-160055
Punjab

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Molind Engineering Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of **Molind Engineering Limited** 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 2024, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records made available to me and maintained by **Molind Engineering Limited** (“**The Company**”) for the financial year ended on 31st March 2024 according to the provisions of:

- I. The Companies Act, 2013 (**the Act**) and the Rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 (**‘SCRA’**) and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (**Not Applicable to the Company during the Audit Period**);
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**‘SEBI Act’**):-

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and 2015;
- c. The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- d. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- e. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and 2018 (**Not applicable to the Company during the Audit Period**);

VI. Other and Industry Specific Laws applicable to the Company as per the representations made by the Management.

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

- i) Secretarial Standards (SS-1 and SS-2) issued by The Institute of Company Secretaries of India.
- ii) The Listing Agreements entered into by the Company with the Stock Exchanges and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review and as per the explanations and representations made by the management and subject to clarifications given to us, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements etc mentioned above.

I further report that, having regards to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test- check basis, the Company has complied with the laws applicable specifically to the Company:

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. The changes in the composition of the Board of Directors took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice were given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance of the meetings, 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 decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of meetings of the Board of Directors or Committee of the Board of Directors or Committee of the Board as the case may be.

I further report that as represented by the Company and relied upon me 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 was no event/action having a major bearing on the affairs of the Company.

Place: Panchkula

Date: 13.08.2024

Sd/-

SANJEEV SHARMA

Company Secretary

FCS No. 3789 CP No. 4047

UDIN: F003789F000965794

Peer Review Certificate No.:2513/2022

To,
The Members,
Molind Engineering Limited
Cabin No. 3& 4,Ground Floor
SCO No. 99, Sector 119,Balongi
District S.A.S Nagar, Mohali-160055
Punjab

My report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis of my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis.
5. 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: Panchkula
Date: 13/08/2024

Sd/-
SANJEEV SHARMA
Company Secretary
FCS No. 3789 CP No. 4047
UDIN: F003789F000965794
Peer Review Certificate No.:2513/2022

Annexure -2

**PARTICULARS OF TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN
PURSUANT TO SECTION 197 OF THE COMPANIES ACT, 2013**

Sr. no	Name	Designation	Remuneration during the year (In Rs)	Qualification	Nature of employment	Date of commencement of employment	Exp. (Yrs)	Age (Yrs)	Last employment
1.	Pankaj Malhotra	Gm - Sales	450,000	B. A.	Regular	01-06-2023	30	57	G.S. Malls Pvt Ltd, Jammu
2.	Sonia Malhotra	Gm - Marketing	450,000	B. A.	Regular	01-06-2023	25	50	G.S. Malls Pvt Ltd, Jammu
3.	Sonu Parshad	Company Secretary	556,007	C.S	Regular	27-05-2023	7	29	Cue Learn Pvt. Ltd
4.	Ajay Mahajan	Cfo	493,586	B.Com	Regular	01-10-2020	47	67	Molind Engineering Ltd
5.	Tribhuvan Singh Bisht	Dy.Mgr Sales	403,515	B. A.	Regular	01-06-2023	30	58	G.S. Malls Pvt Ltd, Jammu
6.	Sachidanand Giri	Sales - Executive	447,000	12th	Regular	01-04-2023	15	38	G.S. Malls Pvt Ltd, Jammu
7.	Deepa Singh	Asst. Sales – Executive	309,600	B. A.	Regular	01-06-2023	10	35	G.S. Malls Pvt Ltd, Jammu
8.	Rana Pratap Singh	Assistant	402,000	12th	Regular	01-06-2023	20	45	G.S. Malls Pvt Ltd, Jammu
9.	Umar Pal Singh	Am-Sales	283,500	12th	Regular	01-06-2023	14	34	G.S. Malls Pvt Ltd, Jammu
10	Ramadhhar	Sales - Executive	378,000	10th	Regular	01-04-2023	20	44	G.S. Malls Pvt Ltd, Jammu

*Mr. Sonu Parshad appointed as Company Secretary and Compliance officer of the company w.e.f. 27.05.2023.

Notes:

- 1 No Employee of the Company holds the equity shares in the Company pursuant to provisions of Rule 5(2)(iii) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.
- 2 There were no employees in the Company who was paid salary exceeding Rs. 1,02,00,000 per annum or Rs. 8,50,000/- per month,

For and on behalf of the Board of Directors
Molind Engineering Limited

Date: 02.09.2024
Place: Mohali (Punjab)

Sd/-
Bhupinder Singh
Managing Director
DIN: 00176255
Add: WZ 136-F F, Gali
No-7, Shiv Nagar,
Janakpuri, B-1 Delhi-
110058

Sd/-
Manmohan Walia
Director
DIN : 01056751
Add: House No. 526-A-1,
New Guru Teg Bahadur
Nagar Extension,
Jalandhar-I, Jalandhar,
Punjab-144003

Annexure -3

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry structure and developments

The company is engaged in business of promotion/support services including strategy planning for optimization of resources, marketing, sales services to its clients and to do design, develop, produce Capsule Making Machine, Detergent / Toilet Soap Wrapping Machines, General Purpose Wrapping Machines, General Purpose Collating and Parcelling Machines, Pharmaceutical Machines, Pharmaceutical Strips Inspecting, Collating and Counting Machines, Pharmaceutical Strips Cartoning machines, Cigarette Making and Packing Machines, Cigarette Filter Rod Making Machines, Cigarette Filter Rod Assembling Machines, Cigarette Packet Collating and Parcelling Machines, Cigarette Wrapping Machines, Spares for all MOLIND brand of machines, and market various types of customized machines as per customer's requirement and doing job work for other machines also.

Adequacy of Internal Financial Controls

The Company has a proper and adequate system of internal controls to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition, and that transaction are authorized, recorded and reported correctly. The internal control system is designed to ensure that the financial and other records are reliable, for preparing financial statements and other data, and for maintaining accountability of assets.

Opportunities, Threats, Risk and Concerns

The Company has been hit by a financial crisis due to a lack of suitable business opportunities in recent years. Any slowdown in the growth of the Indian economy or volatility in the global market could also adversely affect the business.

However, the Company is exploring new business opportunities to get back on track. Last financial year, the Company added new activities to its main business objectives and has started working on these initiatives.

Outlook

Despite an uncertain economic outlook, the Company shows signs of revival by initiating new business activities in business promotion, support services, and strategic planning for clients. Market participants expect a stable environment in the coming decade, with positive industrial growth and forecasts of double-digit returns and volume growth.

Segment wise or product wise performance

The company is Operating in one segment only and therefore requirement of presentation of segment wise performance is not applicable to the company.

Discussion on financial performance with respect to operational performance

The Company has reported a significant change in its financial performance during the reporting period. The total income for the current period is Rs. 381.54 lakh, which is a notable decrease from the previous year's total income of Rs. 7434.30 lakh.

Additionally, the total profit after tax for the current period stands at Rs. 225.89 lakh, which is also a substantial decrease from the previous year's profit of Rs. 5981.98 lakh.

Human Resources/Industrial Relations

The Company's HR philosophy is centered on establishing and nurturing a high-performing organization where each individual is motivated to reach their fullest potential. The aim is to contribute to personal excellence and departmental objectives, fostering a culture of continuous improvement. By doing so, the Company strives to realize the full potential of its personnel. Moreover, industrial relations within the Company remain cordial and satisfactory, further supporting a positive and productive work environment.

Details of significant changes in key financial ratios along with explanation

In compliance with the requirement of the Listing Regulations, the key financial ratios of the Company along with explanation for significant changes (i.e., for change of 25% or more as compared to the immediately previous financial year will be termed as 'significant changes'), has been provided hereunder:

		31.03.2023	31.03.2024	% of change
1	Debtor Turnover Ratio	2.40	2.42	-41.32%
2	Inventory Turnover Ratio	-	-	-
3	Interest Coverage ratio	-	-	-
4	Current Ratio	3.68	17.44	373.72%
5	Debt Equity ratio	0.02	0.02	0%
6	Operating Profit Margin (%)	3310.81	67.23	-97.97%
7	Net Profit Margin (%)	80.46	59.20	-26.42%
8	Return on Net Worth (%)	117.82	4.26	-96.38%

Ratio Explanation:-

1. Debtors Turnover Ratio: Due to Increase in credit sales as compare to Average account receivable.
2. Current Ratio: There is increase in ratio due to increase in current assets & decrease in current liability due to no provision for tax in this regard.
3. Operating Profit margin: There is decrease in profit due to no sale of fixed assets as previous year.
4. Net profit margin: There is decrease in profit due to no sale of fixed assets as previous year.

5. Return on net worth: There is decrease in profit due to no sale of fixed assets as previous year.

**For and on behalf of the Board of Directors
Molind Engineering Limited**

**Date: 02.09.2024
Place: Mohali (Punjab)**

**Sd/-
Bhupinder Singh
Managing Director
DIN:00176255
Add: WZ 136-FF, Gali No
7 Shiv Nagar, Janakpuri,
B-1 Delhi-110058**

**Sd/-
Manmohan Walia
Director
DIN: 01056751
Add: House No. 526-A-1,
New Guru Teg Bahadur
Nagar Extension,
Jalandhar-I, Jalandhar,
Punjab-144003**

Annexure - 4

Corporate Governance Annual Report

1. A brief statement on company's philosophy on code of governance.

Company's Philosophy on corporate governance envisages the attainment of the highest levels of transparency, accountability and equity, in all facets of its operations, and in all interactions with its stakeholders, including the shareholders, employees, the government and lenders. The Company is committed to achieving the highest international standards of corporate governance. The Company believes that all its operations and action must serve the underlying goal of enhancing overall shareholder value, over a sustained period of time.

2. Board of Directors:

During the year ended on 31st March, 2024, the board met 10 times during the year.

The following tables give details of directors, their attendance at the board meetings and at the last Annual General Meeting, number of other directorship held by directors in the board/committees of various companies.

Name	Category of Director	Other directorships & Chairmanships Committee member		
		Other Directorship	Committee Membership	Committee Chairmanship
Bhupinder Singh	Executive, Managing Director	4	-	-
Manmohan Walia	Non-Executive Director	4	-	-
Anupam Kumar Mishra	Non-Executive, Independent Director	-	-	-
Sandeep Mathur	Non-Executive, Independent Director	-	-	-
Maneesha Sharma	Non-Executive - Non Independent Director	-	-	-
Manmeet Singh Chadha	Non-Executive, Independent Director	14	-	-

Except this company, none of directors holds position of director in any other listed company and None of the directors are belongs to promoter or promoter group except mentioned below:

Mr. Bhupinder Singh is the Promoter, Shareholder and Director of Royal Beverages Private Limited.

Mr. Manmohan Walia is the promoter and Director of Royal Beverages Private Limited.

Royal Beverages Private Limited is the promoter of the Molind Engineering Limited.

Date of Board Meeting	Name of Directors & Attendances					
	Bhupinder Singh	Manmohan Walia	Anupam Kumar Mishra	Sandeep Mathur	Maneesha Sharma	Manmeet Singh Chadha
15.05.2023	Yes	Yes	Yes	Yes	No	N.A.
30.05.2023	Yes	Yes	Yes	Yes	Yes	N.A.
10.07.2023	Yes	Yes	Yes	Yes	Yes	N.A.
11.08.2023	Yes	Yes	Yes	Yes	Yes	N.A.
04.09.2023	Yes	Yes	Yes	Yes	Yes	Yes
22.09.2023	Yes	Yes	Yes	Yes	Yes	Yes
09.11.2023	Yes	Yes	Yes	Yes	Yes	Yes
07.12.2023	Yes	Yes	Yes	Yes	No	No
13.02.2024	Yes	Yes	Yes	Yes	Yes	Yes
30.03.2024	Yes	Yes	Yes	Yes	No	No
Date of last AGM						
	Bhupinder Singh	Manmohan Walia	Anupam Kumar Mishra	Sandeep Mathur	Maneesha Sharma	Manmeet Singh Chadha
29.09.2023	Yes	Yes	Yes	Yes	Yes	No

- a) There is no inter-se relationship between directors.
- b) None of the directors of the company holding any shares/securities in the company as on 31st March 2024
- c) The Company has not issued any convertible Instruments during the year under review and in past.
- d) The board has identified the following skills/ expertise/competencies fundamental for the effective functioning of the Company which are currently available with the board:

Gender, ethnic, national, other diversity	Representation of Gender, ethnic, geographic, culture, or other perspectives that expand the board's understanding of the needs and view point of our customers, partners, employees, governments, and other stakeholder worldwide.
---	---

Leadership	Extended Leadership experience for a significant enterprise, resulting in a practical understanding of organization, process Strategic planning, and risk management.
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e) Matrix setting out the Skill/expertise/competence of the board of Directors:

Sl no.	Name of Director					
		Finance	Operation	Managem nt	Administratio n	Marketin g
1.	Bhupinder Singh	-	-	✓	-	-
2.	Manmohan Walia	-	-	✓	-	-
3.	Anupam Kumar Mishra	✓	-	✓	-	-
4.	Sandeep Mathur	-	-	✓	✓	-
5.	Maneesha Sharma	-	-	✓	-	-
6.	Manmeet Singh Chadha	-	-	✓	-	✓

Note:- Manmeet Singh Chadha was appointed as a Non-Executive - Independent Director effective September 4, 2023, to fulfil the requirements of Regulation 17 of SEBI LODR.

3. Separate Meeting of Independent Directors

A separate meeting of Independent Directors of the Company, without the attendance of Non Independent Directors and members of management, was held on **13th February, 2024**, as required under Schedule IV to the Companies Act, 2013 (Code for Independent Directors) and Regulation 25 (3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

At the Meeting, the Independent Directors:

1. Reviewed the performance of Non-Independent Directors and the Board as a whole;
2. Reviewed the performance of the Managing Director of the Company, taking into account the views of the Non-Executive Directors; and
3. Assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors attended the Meeting of Independent Directors Mr. Anupam Mishra chaired the Meeting.

Further, board of directors of the Company confirms that the independent directors fulfill the conditions specified under SEBI LODR and they are independent of the Management.

Furthermore, Mr. Manmeet Singh Chadha was appointed as a Non-Executive - Independent Director effective September 4, 2023, however no any Independent Director resigned during the year.

4. Code of Conduct

The Board of Directors has laid down a code of conduct for all Board members and senior management of the company. All the Directors and senior management personnel have affirmed compliance with the code of conduct as approved and adopted by the Board of Directors and a declaration to this effect has been annexed to the Corporate Governance Report.

5. Familiarisation Programmes for Independent Directors

The Board members are provided with a familiarization pack that is handed over to the new induct to enable them to familiarize with the Company's procedures and practices. Updates on relevant statutory changes and on the business and operations of the Company on a continuous basis are regularly circulated to the Directors. Site visits to plant locations are organized for the Directors to enable them to understand the operations of the Company. The details of such familiarization programmes for Independent Directors are posted on the website of the Company and can be accessed <http://molindengineering.co.in/www/wp-content/uploads/2024/01/FAMILIARIZATION-PROGRAMME-FOR-INDEPENDENT DIRECTORS MOLIND.docx>

6. Audit Committee.

In Compliance with the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 company has the proper composition of Audit Committee with the proper combination of Mr. Anupam Mishra (Independent Director), Chairman, Mr. Sandeep Mathur (Independent Director), Member and Mr. Manmohan Walia (Director) as Member of the Committee.

Further, the composition of Audit Committee constituted as per aforesaid provisions of Companies Act, 2013 is also as per the requirement of provisions of Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The terms of reference also fully conform to the requirements of Section 177 of the Companies Act, 2013. Six (6) audit committee meetings were held during the year under review on 30th May, 2023, 11th August, 2023, 04th September 2023, 09th November, 2023, 13th February, 2024 and 30th March, 2024.

Name of members	No of meeting held during the year under review	No. of meeting attended
Mr. Anupam Mishra	6	6
Mr. Sandeep Mathur	6	6
Mr. Manmohan Walia	6	6

7. Nomination and Remuneration Committee

In Compliance with the provisions of Section 178 (1) of the Companies Act, 2013, your company has the proper composition of Nomination and Remuneration Committee with the proper combination of Mr.

Anupam Mishra (Independent Director), Chairman, Mr. Sandeep Mathur (Independent Director), Member and Mr. Manmohan Walia (Director) as Member of the Committee.

Further, the composition of Nomination and Remuneration Committee constituted as per aforesaid provisions of Companies Act, 2013 is also as per the requirement of provisions of Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The terms of reference also fully conform to the requirements of Section 178 of the Companies Act, 2013.

Three (3) Nomination and Remuneration Committee meetings were held during the year under review on 30th May 2023, 04th September, 2023 and 30th March 2024.

Name of members	No of meeting held during the year under review	No. of meeting attended
Mr. Anupam Mishra	3	3
Mr. Sandeep Mathur	3	3
Mr. Manmohan Walia	3	3

In accordance with the recommendation of the Committee, the Company has since formulated a Remuneration Policy for directors, key managerial personnel and other employees of the Company. The Committee is responsible for recommending the fixation and periodic revision of remuneration of the managing Director. The Committee also decides on payment of commission to non-executive Directors and other senior managerial personnel. The performance evaluation criteria for non-executive including independent directors laid down by Committee and taken on record by the Board includes.

- a. Attendance and participation in the Meetings.
- b. Preparedness for the Meetings.
- c. Understanding of the Company and the external environment in which it operates and contributes to strategic direction.
- d. Raising of valid concerns to the Board and constructive contribution to issues and active participation at meetings.
- e. Engaging with and challenging the management team without being confrontational or obstructionist.

Performance Evaluation Criteria of Independent Directors:

Pursuant to the Regulation 17 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, evaluation of Independent Directors was carried out by entire Board. The Independent Director being evaluated did not participate in the said evaluation discussion.

8. Shareholders Committee.

a) Terms of Reference

The Company has a Stakeholders Relationship Committee and the terms of reference of the Stakeholders Relationship Committee are in conformity with the role as stipulated in Section 178 of the Companies Act, 2013. The Stakeholders Relationship Committee specifically looks into redressal of grievances of shareholders and other security holders such as transfer of shares, issue of share certificates, non-receipt of Annual Report and non- receipt of declared dividends performance of the registrar and transfer Agents and recommends measures for overall improvement of the quality of investor services.

b) Composition

In compliance with the provisions of Section 178 (5) of the Companies Act, 2013, your company has the proper composition of the Stakeholder Relationship Committee that consist of Mr. Anupam Mishra (Independent Director), Chairman, Mr. Manmohan Walia (Director), Member and Mr. Sandeep Mathur as Member of the Committee.

Five (5) Stakeholder Relationship committee meetings were held during the year under review on 30th May 2023, 04th September 2023, 30th September 2023, 13th February, 2024 and 30th March 2024

Name of members	No of meeting held during the year under review	No. of meeting attended
Mr. Anupam Mishra	5	5
Mr. Manmohan Walia	5	5
Mr. Sandeep Mathur *	4	4

* Mr. Sandeep Mathur was appointed as member of the stakeholder committee w.e.f. 04.09.2023, during his tenure four stakeholder committee were held.

c) Name and Designation of Compliance Officer:

Mr. Sonu Parshad

Company Secretary and Compliance officer

d) Details of Investor Complaints Received and redressed during the year 2023-24 are as follows:

Opening Balance	Received during the year	Resolved during the year	Closing balance
NIL	NIL	NIL	NIL

9. Provisions relating to Risk Management Committee is not applicable on the company during the year under review.

10. Particulars of Senior Management:

- a. Mr. Ajay Mahajan, (Chief Financial Officer)
- b. Mr. Sonu Parshad (Company Secretary and Compliance officer)

11. Remuneration of Directors

None of the directors is paid any salary, fee, remuneration, perquisites etc.

12. General Body meetings.

- (i) The last three Annual General meetings of the company were held as under:

Year ended on 31 st March	Location	Date	Time	No. of Special Resolutions Passed
2021 AGM	A-7, Phase 3, Industrial Estate, S.A.S. Nagar, Mohali-160055	30.09.2021	01:00 PM	-
2022 AGM	A-7, Phase 3, Industrial Estate, S.A.S. Nagar, Mohali-160055	30.09.2022	01:00 PM	-
2023 AGM	Cabin No. 3 & 4, Ground Floor, SCO No. 99, Sector-119, Balongi, Distt. S.A.S. Nagar, Mohali S.A.S. Nagar (Mohali)-160055 Punjab	29.09.2023	01:00 PM	1

Note: No Postal ballots were used/ invited for voting at these meetings.

(ii) Postal Ballot: No Resolution was passed through Postal Ballot during the year under review. Further, no special resolution is proposed to be conducted through postal ballot

13. Means of communication.

The Quarterly, half-yearly and Annual Financial results of the Company are published in English in the Pioneer newspaper, Punjab and in Punjabi in Desh Sewak newspaper, Punjab. The Results are also displayed on the Company's website at www.molindengineering.co.in.

Further, no Press Releases made by the Company during the financial year under review and no such presentation has been made to institutional investors or to the analysts. Management Discussion and Analysis forms part of the annual report.

14. Disclosures.

- (a) There were no transactions with any of the related parties during the year under review that have any potential conflict with the interest of company at large.
- (b) No Penalties has been imposed by Stock Exchange or the SEBI on the Company during the last three financial years on any matter related to capital market.
- (c) The Board of Directors has adopted Whistle Blower Policy to enable Stakeholders (including Directors and Employees) to report concerns about unethical behavior, actual or suspected fraud or violation of Company's Code of Governance and Ethics and also provide for direct access to the chairman of Audit Committee in exceptional cases. The policy provide adequate safeguard against victimization of Director(s)/employee(s). The Protected Disclosures, if any reported under this policy would be appropriately and expeditiously investigated by Mr. Anupam Mishra, Independent Director, being Chairman of the Audit Committee without interference from any Board Members. Your company hereby affirms that no Director/employee has been denied access to the Chairman of the Audit Committee and that no complaints were received during the

year. The Whistle Blower Policy/ Vigil Policy has been disclosed on the company's website <http://molindengineering.co.in/www/wp-content/uploads/2017/05/WBP.pdf>

- (d) The Company is complying with all the mandatory and non mandatory requirements of the Listing Regulations relating to Corporate Governance. And as per SEBI new listing regulations states that the non mandatory requirements may be implemented as per the discretion of the Company. Details of compliance of non mandatory requirements are listed below:

Audit qualifications- During the current financial year, there are no audit qualifications in the financial statements of the Company. The Company continues to adopt appropriate best practices in order to ensure unqualified financial statements.

- (e) Company does not have any subsidiary for the reporting period under review, hence the disclosure of web link of material subsidiaries is not required and also the disclosure w.r.t details of Material Subsidiary is not applicable.
- (f) The Company has complied with the Corporate Governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 alongwith requirement mentioned under Schedule V (c) from 2 to 10.
- (g) Company has not raised funds through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) of SEBI LODR during the year under review.
- (h) None of the Directors of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the SEBI or the Ministry of Corporate Affairs or any such statutory authority. The Company has received a certificate from Sanjeev Sharma (CP No 4047.), Practicing Company Secretary and which is annexed to this Report at **Annexure – 7**
- (i) Board has accepted recommendation made by committees of the board which is mandatorily required, in the relevant financial year.
- (j) Total Fees paid to Ashwani K Gupta & Associates, **Chartered Accountants**, Statutory auditor of the Company is as follows:
Payment to Auditor as Statutory audit Fees: **Rs. 60,000 /-**
- (k) Discloser in relation to the Sexual Harassment of Women Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been disclosed in director report of the company.
- (l) Company has not given any loans and advances to any firm or Companies in which director are interested.

15. General Shareholder information

- i. AGM :Sixty Third (63rd) Annual General Meeting of **Molind Engineering Limited** will be held on Monday, 30th day of September 2024 at 01:00 PM at registered office of the Company situated at Cabin No. 3 & 4, Ground Floor, SCO No. 99, Sector-119, Balongi, Distt. S.A.S. Nagar, Mohali S.A.S. Nagar (Mohali) PB 160055 .
- ii. Financial Calendar: The financial year of the Company is from April 1, to March 31, each year.
- iii. Date of Book closure: The register of Members and Share Transfer Books shall remain closed from 24th day of September, 2024 to 30th day of September, 2024 (both days inclusive).
- iv. Dividend Payment Date; No Dividend paid or declared

- v. Listing on Stock Exchanges: The Metropolitan Stock Exchange of India Limited (MSEI) situated at Building A, Unit 205A, 2nd Floor, Piramal Agastya Corporate Park, L.B.S Road, Kurla West, Mumbai - 400 070. The company has paid annual listing fee to the **“Metropolitan Stock Exchange of India Limited (MSEI)”**
- vi. Stock Code: Molind
- vii. Market Price Data: The Shares of the Company are not traded.
- viii. Performance in comparison to broad-based indices such as BSE Sensex, CRISIL index etc.: As the share of the Company are not traded so Broad – based indices cannot be done.
- ix. Registrar and Transfer Agents: Skyline Financial Services Pvt Ltd (RTA)
- x. Share Transfer System:

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, securities 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. Further, SEBI has fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Transfers of equity shares in electronic form are effected through the depositories with no involvement of the Company.

Further, SEBI vide its Circular No. SEBI/HO/MIRSD_RTAMB/P/ CIR/2022/8 dated January 25, 2022, mandated all the listed companies to issue securities in dematerialised form only, while processes the service request for issue of duplicate securities certificates, renewal/ exchange of securities certificate, claim from Unclaimed Suspense Account, endorsement, sub-division/ splitting of securities certificate, consolidation of folios, transmission and transposition.

In view to the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or Skyline Financial Services Pvt Ltd, the Company's Registrar and Transfer Agent (RTA), for assistance in this regards. Also, share transactions in electronic form can be effected in a much simpler and faster manner. Shareholders should communicate with RTA, quoting their folio number or Depository Participant ID “DPID”) and Client ID number, for any queries on their securities holding.

xi. Distribution of shareholding

Category Code	Category of Shareholders	No. of Shareholders	Total No. of Shares	As Percentage of (A + B + C)
(A)	Shareholding of Promoters and Promoter Group			
	(1) Indian	1	1893820	74.71
	(2) Foreign	0	0	0
	Total Shareholding of Promoters and Promoter Group (A)	1	1893820	74.71
(B)	Public Shareholding			
	(1) Institutional	3	1820	0.07
	(2) Non-institutional	2245	639360	25.22
	Total Public Shareholding (B)	2248	641,180	25.29
(C)	Shares held by custodian against which Depository Receipts have been issued (C)	-	-	-
	Total (A + B +C)	2249	2535000	100

Shareholding Pattern by size as on 31st March, 2024:

Sr. No.	Category of Shares	No. of Shareholders	Total No. of Shares	% to Total Numbers
1	1 To 500	2177	2369620.00	96.80
2	501 To 1000	43	300510.00	1.91
3	1001 To 2000	15	198600.00	0.67
4	2001 To 3000	7	162790.00	0.31
5	3001 To 4000	2	67000.00	0.09
6	4001 To 5000	1	45530.00	0.04
7	5001 To 10000	0	0.00	0.00
8	10000 and Above	4	22205950.00	0.18
	Total	2249	2535000.00	100.00

Dematerialization of shares and liquidity : Out of 25,35,000 (100%) shares 22,37,044 (88.24%) are in held in demat form.

- xii. Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversion date and likely impact on equity:**
The Company has not issued any GDRs / ADRs / Warrants or any convertible instruments in the past and hence as on March 31, 2024, the Company does not have any outstanding GDRs / ADRs / Warrants or any convertible instruments.
- xiii. Plant locations:**
The Company does not have any Manufacturing Plant or Unit.
- xiv. Commodity Price Risk or Foreign exchange risk and hedging activities:**
The Company does not deal in commodities and hence the discloser pursuant to SEBI Circular dated November 15, 2018 is not required to be given.
- xv. Discloser with respect to demat suspense account/unclaimed suspense account:**
There were no equity shares in suspense account and any unclaimed suspense account during the year under review.
- xvi. Credit Ratings:**
Requirement to take Credit ratings is not applicable to the Company during the year under review.
- xvii. Compliance with Discretionary requirements:**
- xviii.** The Company has also ensured the implementation of non-mandatory requirements as mentioned in Schedule II part E of the SEBI Regulations.
- xix.** Disclosure w.r.t certain types of agreements binding on the company is not applicable during the year under review i.e. FY 2023-24.
- xx. Investor correspondence address**
- xxi.** Address for correspondence; Mr. Ajay Mahajan, CFO and Mr. Sonu Parshad, Company Secretary & Compliance Officer, Cabin No 3 & 4, Ground Floor, SCO No. 99, Sector-11, Balongi Dist, S.A.S. Nagar,, Mohali-160055, Punjab, Mohali, Punjab 160055, Ph: 0172-5065320.

- xxii.** Prevention of Insider Trading: Your Company has framed Insider Trading Policy in accordance with the SEBI Regulations as amended, in this regard, which advise and caution the Directors, dealing with the securities of the Company. The amended policy is available on our website, at <http://molindengineering.co.in/www/wp-content/uploads/2017/05/Insider-Trading-Policy.docx>

**For and on behalf of the Board of Directors
Molind Engineering Limited**

**Date: 02.09.2024
Place: Mohali (Punjab)**

**Sd/-
Bhupinder Singh
Managing Director
DIN: 00176255
Add: WZ 136-F F, Gali
No-7, Shiv Nagar,
Janakpuri, B-1 Delhi-
110058**

**Sd/-
Manmohan Walia
Director
DIN : 01056751
Add: House No. 526-A-1,
New Guru Teg Bahadur
Nagar Extension,
Jalandhar-I, Jalandhar,
Punjab-144003**

Annexure – 5

CERTIFICATE ON COMPLIANCE WITH THE REGULATIONS OF CORPORATE GOVERNANCE

**To The Members of,
Molind Engineering Limited**

1. I, Sanjeev Sharma, Company Secretary in Practice, the Secretarial Auditor of MOLIND ENGINEERING Limited (“the company”), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on 31st March 2024, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and Paras C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments from time to time (the “Listing Regulations”). Refer below note.

MANAGEMENT’S RESPONSIBILITY

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

AUDITOR’S RESPONSIBILITY

3. My responsibility is limited to examining the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. I have examined the relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

OPINION

5. Based on my examination of the relevant records and according to the information and explanations provided to me and the representations provided by the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and Paras C and D of Schedule V of the Listing Regulations during the year ended 31st March 2024. Refer below note.

6. I state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company Reporting of internal auditor directly to the Audit Committee.

Place: Panchkula
Date: 13.08.2024

Sd/-
Sanjeev Sharma
Company Secretary in Practice
C.P:4047 FCS: 3539
UDIN: F003789F000965728
Peer Review Certificate no: 2513/2022

Annexure - 6

Date: 02.09.2024

MD AND CFO CERTIFICATION

To the Board of Directors
Molind Engineering Limited

We, **Bhupinder Singh, Managing Director** and **Ajay Mahajan, Chief Financial Officer** of Molind Engineering Limited to the best of our knowledge and belief certify that:

- a) We have reviewed financial statements and the Cash flow Statement of the Company for the year 2023–24 and to the best of our knowledge and belief state that:
 - i) these financial statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii) these financial statements together present a true and fair view of the company's affairs; the financial condition, results of operations and cash flows of the Company; and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- c) We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operations of such internal controls.
- d) We have indicated to the auditors and the Audit Committee:
 - i) That there are no significant changes in internal control over financial reporting during the year.
 - ii) That there are no changes in accounting policies during the year; and
 - iii) That there are no instances of significant fraud of which we have become aware.
- e) We affirm that we have not denied any personnel access to the audit committee of the company (in respect of matters involving alleged misconduct) and we have provided protection to whistleblowers from unfair termination and other unfair or prejudicial employment practices.

- f) We further declare that all Board members and senior management personnel have affirmed with the code of conduct of the Company for the year covered by this report.

Thanking You,

**By order of the Board of Director
For Molind Engineering Limited**

**Sd/-
Bhupinder Singh
Managing Director
DIN: 00176255
Add: WZ 136-F F, Gali No.7
Shiv Nagar, Janakpuri, B-1, Delhi-110058**

**Sd/-
Ajay Mahajan
Chief Financial Officer
PAN: AHNPM7851K
Address: 53-A, Sector-44a,
Chandigarh-160047**

Annexure - 7

Certificate of Non-Disqualification of Directors

[Pursuant to Regulation 34(3) read with Schdeule V Para C Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
Molind Engineering Limited
Cabin No. 3& 4,Ground Floor
SCO No. 99, Sector 119,Balongi
District S.A.S Nagar, Mohali-160055
Punjab

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Molind Engineering Limited having CIN L74110PB1960PLC008893 and registered office at Cabin No. 3& 4,Ground Floor SCO No. 99, Sector 119,Balongi District S.A.S Nagar, Mohali-160055 Punjab (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 Clause 10(i) of the Securities and 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 other Directors on the Board of the Company as stated below for the financial year ended 31st March, 2024, have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India , the Ministry of Corporate Affairs or any other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in the Company
1.	Mr. Bhupinder Singh	00176255	22/08/2011
2.	Mr. Manmohan Walia	01056751	22/08/2011
3.	Mr. Anupam Kumar Mishra	03629083	10/06/2016
4.	Mr. Sandeep Mathur	07530464	10/06/2016
5.	Mrs Maneesha Sharma	07282543	13/08/2021
6.	Mr. Manmeet Singh Chadha	02414557	04/09/2023

Ensuring the eligibility of 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.

Sd/-
SANJEEV SHARMA
Company Secretary in Practice
FCS No. 3789 CP No. 4047

Place: Panchkula
Date: 13.08.2024
UDIN: F003789F000965640

Independent Auditor's Report To the Members of Molind Engineering Limited

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying Financial Statements of **Molind Engineering Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

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 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of 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 independence requirements that are relevant to our audit of the Financial Statements under the provisions of the Act 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.

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

The Company's Board of Directors is responsible for preparation of the other information. The other information comprises the information included in Annual Report, but does not include the Financial Statements and our auditor's report thereon.

Our opinion on financial statement 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 during the course of our audit, or otherwise appears to be materially misstated.

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

Management's responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the company in accordance with applicable Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statement 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 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 the operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of 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 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 judgement 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 procedure responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also

responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statement 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 transaction and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government in terms of section 143(11) of the Act, we give in Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of accounts as required by law have been kept by the company so far as it appears from our examination of those books.

- c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of accounts.
- d) In our opinion, the aforesaid Financial Statements comply with the Indian Accounting Standards prescribed under section 133 of the Act read with relevant rules issued thereunder.
- e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March 2024 from being appointed as a director in terms of section 164(2) of the Act.
- a) 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”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
- b) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, no remuneration paid by the Company to its directors during the year under consideration.

- c) 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:
 - a) The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.
 - b) The Company did not have any long-term contracts including derivative contracts.
 - c) The company was not liable to transfer any amount to the Investor Education and Protection Fund.
 - d)
 - i. The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities

identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- ii. The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- iii. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

e) The Company has not declared or paid any dividend during the year.

Based on our examination, which includes the test checks, the company has used accounting software’s for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all the relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preventions of audit trail as per the statutory requirement for record retention is not applicable for the financial year ended March 31, 2024.

For Virender K Jain & Associates
Chartered Accountants
Firm’s Regn. No: 005994N

Sd/-
CA Vikas Jain
(Partner)
Membership No.: 507315
UDIN: 24507315BKCNCV8366

Date : May 30, 2024
Place: Mohali

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1 under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date on the financial statements of **Molind Engineering Limited** for the year ended 31st March, 2024)

(i)	<p>(a) (i) The company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;</p> <p>(a) (ii) The Company has no Intangible Assets. Hence, reporting under this sub-clause is not applicable to the company.</p> <p>(b) Property, Plant and Equipment have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.</p> <p>(c) The company does not have any immovable property as at 31st March 2024;</p> <p>(d) The company has not revalued its Property, Plant and Equipment (including Right of Use Assets) during the year;</p> <p>(e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder;</p>
(ii)	<p>(a) As explained to us, the inventory has been physically verified at regular intervals during the year as explained to us. In our opinion, the frequency of such verification is reasonable. No material discrepancy was noticed on such physical verification. There are no Inventory at year end.</p> <p>(b) According to the information and explanations given to us and on the basis of our examination of the records during the year the company has not been sanctioned any working capital limit from banks or financial institutions on the basis of security of current assets, hence provisions of this clause are not applicable to the company.</p>
(iii)	<p>According to the information and explanations given to us and based on audit procedures performed, we are of the opinion that during the year the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties covered in the register maintained under section 189 of the Act.</p>
(iv)	<p>According to the information and explanations given to us, no transaction has been done in respect of loans, investments, guarantees, and security as per</p>

	provisions of section 185 and 186 of the Companies Act, 2013. Hence, reporting under this clause is not applicable to the company.																		
(v)	According to the information and explanations given to us, the company has not accepted any deposits and does not have any unclaimed deposits as on 31 st March 2024 and hence provisions of clause 3(v) of the Order are not applicable to the company																		
(vi)	According to the information and explanations given to us, Company is not required to maintain cost records under section 148(1) of the Companies Act, 2013.																		
(vii)	(a)	In respect of statutory dues: In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities. There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, duty of Custom, Cess and other material statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable																	
	(b)	Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2024 on account of disputes are given below: <table><tr><th>Statute</th><th>Nature of the Dues</th><th>Amount</th><th>Period to which the amount relates A.Y.</th><th>Forum where dispute is pending</th></tr><tr><td>Income Tax Act, 1961</td><td>Income Tax</td><td>232.32</td><td>1992-93 & 1993-94</td><td>Joint CIT Special range (Appeals)</td></tr><tr><td>Income Tax Act, 1961</td><td>Income Tax</td><td>36.61</td><td>2015-16</td><td>CIT (A)</td></tr></table>				Statute	Nature of the Dues	Amount	Period to which the amount relates A.Y.	Forum where dispute is pending	Income Tax Act, 1961	Income Tax	232.32	1992-93 & 1993-94	Joint CIT Special range (Appeals)	Income Tax Act, 1961	Income Tax	36.61	2015-16
Statute	Nature of the Dues	Amount	Period to which the amount relates A.Y.	Forum where dispute is pending															
Income Tax Act, 1961	Income Tax	232.32	1992-93 & 1993-94	Joint CIT Special range (Appeals)															
Income Tax Act, 1961	Income Tax	36.61	2015-16	CIT (A)															
(viii)	According to the records and information and explanation given to us, no transaction/amount has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961;																		
(ix)	(a)	According to the information and explanations given to us by the management, the company does not have outstanding loans or other borrowings from Banks/FIs during the year under audit;																	
	(b)	According to the information and explanations given to us by the																	

		management, the company is not declared willful defaulter by any bank or financial institution or other lender;
	(c)	According to the records and information and explanation given to us, no term loans were obtained during the year under audit;
	(d)	According to the records and information and explanation given to us, the company has not raised any funds during the year under audit;
	(e)	The company has no subsidiaries, associates or joint ventures hence clause (ix)(e) of paragraph 3 of aforesaid order is not applicable ;
	(f)	The company has no subsidiaries, associates or joint ventures hence clause (ix)(f) of paragraph 3 of aforesaid order is not applicable;
(x)	(a)	The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable
	(b)	During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
(xi)	(a)	During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the company or on the company, noticed or reported during the year, nor have we been informed of any such case by the Management;
	(b)	According to information & explanation given to us, No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
	(c)	According to the records and information and explanation given to us, there is no whistle-blower complaint received during the year by the company;
(xii)		The company is not a Nidhi Company and hence this clause is not applicable to the company;
(xiii)		According to the information and explanations given to us and based on our examination of the records of the company, all transactions with the related parties are in compliance with sections 177 & 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)	(a)	In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
	(b)	We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
(xv)		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

	any non- cash transaction with directors or person connected with them during the year;	
(xvi)	(a)	The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934;
	(b)	The company has not conducted any Non-Banking Financial or Housing Finance activities during the year;
	(c)	The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India;
(xvii)	The company has not incurred any cash loss in the current financial year and in the immediately preceding year.	
(xviii)	As explained to us by the management, there is no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the order is not applicable;	
(xix)	<p>According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date;</p> <p>We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all the liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.</p>	
(xx)	According to the information and explanations given to us and based on our examination of the records of the company, the company is not required to spend any amount under CSR Activities;	

(xxi)	The Company has not made any investment in subsidiary company. Therefore, the company does not require to prepare consolidated financial statement. As such requirements of clause (xxi) of paragraph 3 of aforesaid order is not applicable.

For Virender K Jain & Associates
Chartered Accountants
 Firm's Regn. No: 005994N

Date : May 30, 2024
 Place: Mohali

CA Vikas Jain
 (Partner)
 Membership No.: 507315
 UDIN: 24507315BKCNCVC8366

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 2(f) under the heading “Report on Other Legal and Regulatory Requirements” of our report of even date on the financial statements of **Molind Engineering Limited** for the year ended 31st March 2024)

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

We have audited the internal financial controls over financial reporting of **Molind Engineering Limited** (“the Company”) as of March 31, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial control. 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 includes 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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 March 31, 2024, 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.

For Virender K Jain & Associates

Chartered Accountants

Firm's Regn. No: 005994N

CA Vikas Jain

(Partner)

Membership No.: 507315

UDIN: 24507315BKCNCVC8366

Date : May 30, 2024

Place: Mohali

MOLIND ENGINEERING LIMITED

Regd. Office: Cabin No. 3 and 4, Ground Floor, SCO no-99, Sector-118, Balongi,
Distt.- S.A.S. Nagar, Mohali - 160055, Punjab
CIN: L74110PB1960PLC008893

BALANCE SHEET AS AT 31-03-2024

(Amount in Lacs.)

PARTICULARS	NOTE NO.	AS AT MARCH 31, 2024 (Rs.)	AS AT MARCH 31, 2023 (Rs.)
ASSETS			
NON CURRENT ASSETS			
Property Plant and Equipment	2	0.38	0.03
Financial Assets			
Investments		0.00	0.00
Trade Receivables	3	7.94	7.94
Other Financial Assets	4	4,754.69	4,754.69
Deferred Tax Assets (Net)		72.20	72.20
Other Non Current Assets		0.00	0.00
Total		4,835.21	4,834.86
CURRENT ASSETS			
Inventories	5	0.00	0.00
Financial Assets			
Trade Receivables	6	45.89	259.41
Cash and Cash Equivalents	7	439.13	153.84
Bank Balances other than above	8	2.75	2.75
Loans	9	32.79	2.00
Other Financial Assets		0.00	0.00
Current Tax Assets (Net)	10	39.76	5.81
Other Current Assets	11	8.14	2.26
Total		568.46	426.07
Total Assets		5,403.67	5,260.93
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	12	253.50	253.50
Other Equity	13	5,049.51	4,823.62
LIABILITIES			
NON CURRENT LIABILITIES			
Financial Liabilities			
Borrowings	14	0.00	0.00
Trade Payables		0.00	0.00
Lease Liabilities		0.00	0.00
Other Financial Liabilities	15	0.04	0.04
Provisions	16	68.02	68.02
Total		5,371.07	5,145.18
CURRENT LIABILITIES			
Financial Liabilities			
Borrowings		0.00	0.00
Trade Payables		0.00	0.00
- MSME		0.00	0.00
- Other than MSME		0.00	0.00
Lease Liabilities		0.00	0.00
Other Financial Liabilities		0.00	0.00
Other Current Liabilities	17	32.60	48.76
Provisions	18	0.00	66.99
Total		32.60	115.75
Total Equity and Liabilities		5,403.67	5,260.93

The annexed notes form an integral part of the financial statements
In terms of our reports attached

For and on behalf of the Board
Molind Engineering Limited

For VIRENDER K. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Regn. No. 005994N

CA VIKAS JAIN
PARTNER
M.No.: 507315
Place: MOHALI
Dated: 30/05/2024
UDIN: 24507315BKCNVC8366

SONU PARSHAD
COMPANY SECRETARY
PAN: FIPPP4201J
ADDRESS: H.No. 751, SECTOR - 9,
GURUGRAM - HARYANA - 122001

AJAY MAHAJAN
CHIEF FINANCIAL OFFICER
PAN: AHNPM7851K
ADDRESS: 53-A, SECTOR-44A,
CHANDIGARH-160047

BHUPINDER SINGH
MANAGING DIRECTOR
DIN : 00176255
ADDRESS: WZ 136 F F, GALI NO-7, SHIV
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MANMOHAN WALIA
DIRECTOR
DIN : 01056751
ADDRESS:
House No. 526-A-1, New Guru
Teg Bahadur Nagar
Jalandhar, Punjab-144003

MOLIND ENGINEERING LIMITED

Regd. Office: Cabin No. 3 and 4, Ground Floor, SCO no-99, Sector-113, Balongli,
Distt.- S.A.S. Nagar, Mohali - 160055, Punjab
CIN: L74110PB1960PLC008893

Statement of Profit and Loss For the year ended on 31-03-2024

(Amount in Lacs.)

Particulars	Note No.	For the year ended 31 st March, 2024 (Rs.)	For the year ended 31 st March, 2023 (Rs.)
Revenue from Operation	19	369.80	180.68
Other Income	20	11.74	7,253.62
Total Income		381.54	7,434.30
Expenses			
Cost of materials consumed		0.00	0.00
Purchase of Stock-in Trade		0.00	0.00
Change in inventories of finished goods, Stock in Trade and Work In Progress	21	0.00	0.00
Employee Benefit Expenses	22	112.29	11.61
Finance Costs	23	0.73	0.02
Depreciation and amortization expense	2	0.04	0.08
Other expenses	24	19.86	328.09
Total Expenses		132.92	339.80
Profit/(Loss) Before exceptional items and tax		248.62	7,094.50
Exceptional Items		0.00	0.00
Profit/(Loss) before Tax		248.62	7,094.50
Tax Expense			
(1) Current Tax		0.00	1,112.52
(2) Deferred Tax		0.00	0.00
(2) Tax for early year		22.73	0.00
Profit (Loss) for the period from continuing operations		225.89	5,981.98
Profit (Loss) from discontinued operation		0.00	0.00
Tax Expense of discontinued operations		0.00	0.00
Profit (Loss) from discontinued operation after tax		0.00	0.00
Profit (Loss) for the Period		225.89	5,981.98
Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss		0.00	0.00
(ii) Income tax relating to items that will not be reclassified to profit or loss		0.00	0.00
B (i) Items that will be reclassified to profit or loss		0.00	0.00
(ii) Income tax relating to items that will be reclassified to profit or loss		0.00	0.00
Total Comprehensive Income for the period and other comprehensive Income for the period		225.89	5,981.98
Earning per equity share (for continuing operation)			
(1) Basic		8.91	235.98
(2) Diluted		8.91	235.98

The annexed notes form an integral part of the financial statements
In terms of our reports attached

For and on behalf of the Board
Molind Engineering Limited

For VIRENDER K. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Regn. No. 005994N

CA VIKAS JAIN
PARTNER
Place: MOHALI
Dated: 30/05/2024
UDIN: 24507315BKCNCVC8366

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COMPANY SECRETARY
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MOLIND ENGINEERING LIMITED

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Distt.- S.A.S. Nagar, Mohali - 160055, Punjab
CIN: L74110PB1960PLC008893

Cash Flow Statement for the year ended 31st March, 2024

(Amount in Lacs.)

Particulars	Figures for current reporting period (Rs.)	Figures for the previous reporting period (Rs.)
A. Cash flow from operating activities		
Net Profit / (Loss) for the year	248.62	7,094.50
Adjustments for:		
Depreciation and amortisation	0.04	0.08
Finance costs	0.73	0.02
Interest income	(297.52)	(160.41)
Profit or Loss on sale of Fixed Asset	0.00	(7,093.17)
Operating Profit (Loss) before Working Capital Changes	(48.13)	(158.98)
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets:		
Inventories	0.00	315.97
Trade receivables	213.52	(259.41)
Non- Current Other Financial Assets	(0.00)	(4,749.10)
Non Current Trade Receivables	0.00	0.00
Short-term loans and advances	(30.79)	0.00
Current Tax Assets (Net)	(33.96)	(0.06)
Other Current Assets	(5.88)	(1.18)
Adjustments for increase / (decrease) in operating liabilities:		
Non current Trade Payables	0.00	0.00
Non current other liabilities	0.00	0.00
Trade payables	0.00	0.00
Other financial liabilities	0.00	0.00
Other current liabilities	(16.16)	23.11
Short-term provisions	(66.99)	66.99
	11.61	(4,762.66)
Cash flow from extraordinary items		
Cash generated from operations	0.00	0.00
Net income tax (paid) / refunds	(22.73)	(1,112.52)
Net cash flow from / (used in) operating activities (A)	(11.12)	(5,875.18)
B. Cash flow from investing activities		
Capital expenditure on fixed assets, including capital advances	(0.38)	0.00
Interest income	297.52	160.41
Proceeds from sale of fixed assets	0.00	7,100.43
Net cash flow from / (used in) investing activities (B)	297.14	7,260.84
C. Cash flow from financing activities		
Payment/Proceeds from Short-term borrowings	0.00	0.00
Payment/Proceeds from non convertible preference share	0.00	(1,355.00)
Finance costs	(0.73)	(0.02)
Net cash flow from / (used in) financing activities (C)	(0.73)	(1,355.02)
Net increase / (decrease) in Cash and cash equivalents	(A+B+C)	285.29
Cash and cash equivalents at the beginning of the year		153.84
Cash and cash equivalents at the end of the year		439.13

AUDITORS CERTIFICATE:

We have checked the above cash flow statement of Molind Engineering Ltd. for the year ended 31st March 2024 from the Audited Accounts of the Company and have found it in accordance there with The annexed notes form an integral part of the financial statements

For and on behalf of the board
Molind Engineering Limited

For VIRENDER K. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Regn. No. 005994N

CA VIKAS JAIN
PARTNER
Place: MOHALI
Dated: 30/05/2024
UDIN: 24507315BKCNCVC8366

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MOLIND ENGINEERING LIMITED

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Distt.- S.A.S. Nagar, Mohali - 160055, Punjab
CIN: L74110PB1960PLC008893

(Amount in Lacs.)

STATEMENT OF CHANGE IN EQUITY			
For the year ended on March 31, 2024			
a. Equity Share Capital			
Particulars		No. of Shares	Equity Share Capital
Issued and paid up capital as at April 1, 2022		25.35	253.50
Change in equity share capital during the year		-	-
Balance as at March 31, 2023		25.35	253.50
Change in equity share capital during the year		-	-
Balance as at March 31, 2024		25.35	253.50
b. Other Equity			
Particulars	Capital Reserve	Retained Earnings	Total
	Rs.	Rs.	Rs.
Balance as at April 1, 2022 (as previously reported)	32.17	(1,190.54)	(1,158.36)
Effect due to transition to Ind As	-	-	-
Restated Balance as at April 1, 2022	32.17	(1,190.54)	(1,158.36)
Profit for the Year 2022-23	-	5,981.98	5,981.98
Other comprehensive income arising from remeasurement of defined benefit obligation	-	-	-
Total comprehensive income for the year	32.17	4,791.44	4,823.62
Balance as at March 31, 2023	32.17	4,791.44	4,823.62
Balance as at April 1, 2023	32.17	4,791.44	4,823.62
Profit for the year 2023-24	-	225.89	225.89
Other comprehensive income arising from remeasurement of defined benefit obligation	-	-	-
Total comprehensive income for the Year	32.17	5,017.33	5,049.50
Balance as at March 31, 2024	32.17	5,017.33	5,049.50

For and on behalf of the board
Molind Engineering Limited

For VIRENDER K. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Regn. No. 005994N

CA VIKAS JAIN
PARTNER
Place: MOHALI
Dated: 30/05/2024
UDIN: 24507315BKCNCV8366

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Teg Bahadur Nagar
Jalandhar, Punjab-144003

Notes are forming part of financial statement

1) Background and Operations

Molind Engineering Limited referred to as ('the company'), company engaged in Business Support Service with its ideas & strategies to optimize the sales of other companies with whom it may enter into agreement in India & globally. The company is public limited company incorporated and domiciled in India and has its registered office at Cabin No. 3 & 4, Ground Floor, SCO No. - 99, Sector - 119, Balongi, Distt. - S.A.S. Nagar, Mohali, Punjab - 160055. As at March 31, 2024 Royal Beverages Private Limited owns 74.71 % of the ordinary shares of the company, and has the ability to significantly influence the Company's Operation.

2) Significant Accounting Policies

a) Statement of Compliance

The financial statements have been prepared in accordance with Indian Accounting Standards notified by the Central Government under section 133 of the companies Act, 2013 as companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

b) Basis of preparation

The Company has been engaged in activities and operations of Business Support Service with its ideas & strategies to optimize the sales of other companies with whom it may enter into agreement in India & globally. In view of the above, use of going concern assumption has been considered appropriate in preparation of financial statements of the Company.

The financial statements have been prepared on going concern basis in accordance with accounting principles generally accepted in India. Further, the financial statements have been prepared on historical cost bases except for certain financial assets and financial liabilities which are measured at fair values as explained in relevant accounting policies.

These standalone financial statements have been prepared in accordance with the Indian Accounting Standards (Hereinafter referred as 'Ind AS' as notified by Ministry of Corporate Affairs under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other relevant provisions of the Act. The company has uniformly applied the accounting policies during the periods presented.

Current versus Non-current classification:

The company presents assets and liabilities in statement of financial position based on current / noncurrent classification.

The company has presented non- current and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of the companies Act, 2013 notified by MCA.

An asset is classified as current when it is :

- a) Expected to be realised or intended to be sold or consumed in normal operating cycle,
 - b) Held primarily for the purpose of trading
 - c) Expected to be realised within twelve months after the reporting period, or
 - d) Cash or cash equivalent unless restricted from being exchanged or used to settle liability for at least twelve months after reporting period.
- All other assets are classified as non-current.

A liability is classified as current when it is

- a) Expected to be settled in normal operating cycle
 - b) Held primarily for the purpose of trading
 - c) Due to be settled within twelve months after the reporting period, or
 - d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.
- All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. Assets and liabilities are classified as current to the extent they are expected to be realized / are contractually repayable within 12 months from the Balance Sheet date and as non-current, in other cases. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

c) Use of Estimates and Judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions, that affect the application of accounting policies and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions about significant are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future period affected.

d) Revenue Recognition

Revenue is measured at fair value of consideration received or receivable.

Revenues are recognized when collectability of the resulting receivable is reasonable assured.

e) Cost Recognition

Cost and expenses are recognized when incurred and are classified according to their nature.

f) Provisions and contingencies

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount to the obligation. If the time value of money is material, provisions are discounted using equivalent period government security interest rate. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from the past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not only within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to Financial Statement. Contingent assets are not recognized. However, when the realisation of income is reasonable certain, then the related asset in no longer a contingent asset, but it is recognized as an asset.

Details of contingent liabilities not acknowledged as debt

Particulars	(Amount in Lacs.)	
	For the year ended March 31, 2024	For the year ended March 31, 2023
	Rs.	Rs.
Claim by former employees	3.00	3.00
Disputed Income Tax demand under appeals	268.94	268.94

g) Foreign Currency

There is no transactions in foreign currencies during the Financial Year.

h) Income Taxes

Income tax expenses comprise current and deferred taxes. Income tax expense is recognized in the statement of Profit and Loss except when they relate to items that are recognized outside profit or loss, in which case tax is also recognized outside profit or loss.

Current tax provision is computed for Income calculated after considering allowances and exemptions under the provisions of the applicable Income Tax Laws. Current tax assets and current tax liabilities are set off, and presented as net.

Deferred tax is recognized on difference between the carrying amount of asset and liabilities in the Balance sheet and the corresponding tax bases used in the computation of taxable profit and are accounted for using the liability method. Deferred tax assets are generally recognized for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, carry forward tax losses and allowances can be utilised. Deferred tax assets and liabilities are measured at the applicable tax rates. Deferred tax assets and Deferred tax liabilities are set off and presented as net.

The carrying amount of Deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient profits will be available against which the temporary differences can be utilised.

i) Earnings Per Share

Basic Earnings per share has been computed by dividing profit/loss for the year by the weighted average number of shares outstanding during the year. Diluted Earnings per share has been computed using weighted average number of shares and dilutive potential shares, except where the result would be anti-dilutive.

Particulars	(Amount in Lacs.)	
	For the year ended March 31, 2024	For the year ended March 31, 2023
	Rs.	Rs.
Net Profit (Loss)	225.89	5,981.98
No. of Equity shares	25.35	25.35
EPS	8.91	235.98

j) Inventories

There is no inventory as at the end of the financial year under review.

k) Property, Plant and Equipment

On transition to Ind AS, the company has elected to continue with the carrying value for all of its property, plant and equipment as recognized in its Indian GAAP financial statements as deemed cost at the transition date viz. April 1, 2016.

Property, plant and equipment are stated at their cost of acquisition / construction, net of accumulated depreciation and impairment losses, if any. Subsequent costs are included in the assets carrying amount or recognised as a separate asset, as appropriate, 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 other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Borrowing cost directly attributable to acquisition of property, plant and equipment which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready for intended use.

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the assets and is recognized in statement of profit and loss.

Property, plant and equipment are depreciated on the basis of useful life of asset as specified in Schedule II of the companies Act, 2013.

l) Employee Benefit Expense

a) Short term employee benefits: All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, and bonus etc. Are recognized in the profit and loss account.

b) Gratuity benefit, if any, is to be accounted for as and when statutory liability arises.

m) Dividends

There has been no dividend declared by the board for the current financial year.

n) Segment

The company is Operating in one segment only and therefore in the context of Ind AS 108- "Operation Segment reporting" no segment reporting is required.

o) Investment in Subsidiaries, Joint Ventures and Associates

The company does not have any subsidiary, Joint venture or Associate.

p) Financial Instruments

A financial instrument is any contract that gives rise to a financial asset on one entity and a financial liability or equity instrument of another entity

a) Financial Asset

i. Classification

The company classifies financial asset as subsequently measured at amortized cost, fair value through other comprehensive Income (FVTOCI) or fair value through profit or loss (FVTPL), depending on its business model for managing those financial assets and the assets contractual cash flow characteristics.

ii. Initial recognition and measurement

The company recognizes financial assets when it becomes a party to the contractual provisions of the instruments. All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction cost that are attributable to the acquisition of the financial asset.

iii. Subsequent measurement

For the purpose of subsequent measurement, the financial assets are classified in three categories

1. Debt instruments at amortized cost.
2. Debt instruments at fair value through profit or loss.
3. Equity Investments.

iv. Debt instruments at amortized cost

A debt instrument is measured at the amortized cost if both the following conditions are met:

1. The assets is held within a business model objective is to hold assets for collecting contractual cash flows, and
2. Contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium and fee or costs that are an integral part of the EIR.

v. Debt Instrument at fair value through Profit or loss

Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognised in the statement of profit and loss. As per Ind AS 113, Fair value of the Financial Liability with a Demand Feature is not less than the amount payable on demand, discounted from the first date that the amount could be required to be paid.

vi. Equity Investments

Equity investments other than investment in subsidiaries, joint venture and associates, if any are required to be measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all equity instruments, the company if the company decides to classify an equity instruments as at FVTOCI, then all fair value changes on the instruments are recognized in other comprehensive income (OCI). There is no recycling of the amounts from OCI to statement of profit and Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

The company applies "simplified approach" measurement and recognition of impairment loss on the following financial asset and credit risk exposure:

* Financial assets that are debt instruments, and are measured at amortised cost e.g. loans, debt securities, deposits and bank balances.

* Trade receivables

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

b) Financial Liabilities

i. Classification

The company classifies all financial liabilities as subsequently measured at amortized cost.

ii. Recognition and measurements

All financial liabilities are recognized initially at fair value less transaction costs and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequently interest-bearing loans and borrowings are measured at amortized cost using the Effective Interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and transaction Costs. The EIR amortization is included as finance costs in the statement of profit and loss.

c) De-recognition of Financial assets and Financial liabilities

The company derecognises a financial asset only when the contractual rights to the cash flows from the asset expires, or when it transfer the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non cash assets transferred or liabilities assumed, is recognized in profit or loss as other income or finance costs.

q) Borrowing Costs

Borrowing costs relating to construction of qualifying asset under project are capitalized till the time all substantial activities necessary to prepare the qualifying assets project for their intended use or sale as the case may be are complete. A qualifying asset one that necessarily takes substantial period or time to get ready for its intended use / sale. All other borrowing costs not eligible for inventory/ capitalization are charged to revenue.

r) Cash and Cash Equivalents

Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and in hand and short term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value, net of outstanding bank overdrafts as they are considered an integral part of the company's cash management.

s) Fair Value Measurement

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

a) In the principal market for the asset or liability, or

b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the company.

The fair value of an asset or a liability is measured using the assumptions that the market participants would use when pricing the asset or liability, assuming that market participant act in their economic best interest.

A fair value measurement of a non-financial asset takes place into account a market participants ability to generate economic benefit by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimizing the use of unobservable inputs.

t) Related party transaction

In accordance with the requirements of IND AS 24, on related party disclosure

a) Key Managerial person

- i. Manmohan Walla (Director)
- ii. Bhupinder Singh (Managing Director)
- iii. Anupam Kumar Mishra (Independent Director)
- iv. Sandeep Mathur (Independent Director)
- v. Maneesha Sharma (Director)
- vi. Manmeet singh chadha (Independent Director)
- vii. Ajay Mahajan (CFO)
- viii. Sonu parshad (Company Secretary) (from 27-05-2023)

b) Holding Company

Royal Beverages Private Limited

c) Details of transactions with related parties

Particulars	(Amount in Lacs.)	
	For the year ended March 31, 2024	For the year ended March 31, 2023
Ajay Mahajan(CFO)	4.82	4.11
Sonu Parshad (Company Secretary)	5.50	0.00
Keshutosh Kumar Roy (Company Secretary)	0.00	0.45
Abhishek Chopra (Company Secretary)	0.00	3.66

u) Payment to Auditors

Particulars	(Amount in Lacs.)	
	For the year ended March 31, 2024	For the year ended March 31, 2023
	Rs.	Rs.
Audit Fee	0.50	0.50
Other services	0.10	0.10
Total	0.60	0.60

v) Financial risk management

The company has exposure to the following risk arising from financial instruments.

- * Credit risk
- * Liquidity risk, and
- * Market risk

i) Credit Risk

Credit risk is the risk that a counter party will not meet its obligation under a financial instrument or customer contract, leading to a financial loss.

Credit risk on its receivables is recognised on the statement of financial position at the carrying amount of those receivable assets, net of any provisions for doubtful debts. Receivable balances and deposit balances are monitored on a monthly basis with the result that the company's exposure to bad debts is not considered to be material.

The company has no significant concentrations of credit risk. It has policies in place to ensure that sales transactions are made to customers with an appropriate credit history. The company does not have any credit risk outside India.

Impairment

The ageing of trade receivable that were not impaired was as follows

Particulars	(Amount in Lacs.)	
	As at March 31, 2024	As at March 31, 2023
Neither past due nor impaired	-	-
Past due 1-30 days	-	-
Past due 31-60 days	-	-
Past due 61-120 days	-	-
Past due 121-180 days	-	-
Past due 181-364 days	-	-
More than 364 days	7.94	7.94
Total	7.94	7.94

Management believes that the unimpaired amounts that are past due by more than 30 days are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk.

Cash equivalents and other bank balances/deposits

The company held cash equivalents and other bank balances of Rs. 439.13 Lacs as at March 31, 2024. The cash balances are held within bank counterparties with good credit ratings.

ii) Liquidity Risk

Liquidity risk is defined as the risk that the company will not be able to settle or meet its obligations on time, or at a reasonable price. The company's treasury department is responsible for liquidity, funding as well settlement management. In addition, processes and policies related such risk are overseen by senior management. Management monitors company's net liquidity position rolling forecasts on the basis of expected cash flows.

Maturity pattern of financial liabilities

Non derivative financial liabilities (March 31, 2024)	Repayable Demand	(Amount in Lacs.)			
		Contractual cash flows			
		Total	0-1 years	1-3 years	More than 3 years
Borrowings and interest thereon	-	-	-	-	-
Trade payables	-	-	-	-	-

Non derivative financial liabilities (March 31, 2023)	Repayable Demand	(Amount in Lacs.)			
		Contractual cash flows			
		Total	0-1 years	1-3 years	More than 3 years
Borrowings and interest thereon	-	-	-	-	-
Trade payables	-	-	-	-	-

iii) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise two types of risk: interest rate risk and other price risk, such as equity price risk and commodity risk. Financial instrument affected by market risk include loans and borrowings, deposits and investments. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

iv) Capital management

For the purpose of the company's capital management, capital includes issued capital and other equity. The primary objective of the company's capital management is to maximize shareholders value. The company manages its capital structure and makes adjustment in the light of changes in economic environment and requirements of the financial covenants.

The company monitors capital using adjusted net debt to equity ratio. For this purpose, adjusted net debt is defined as total debt less cash and bank balances.

Particulars	(Amount in Lacs.)	
	As at March 31, 2024	As at March 31, 2023
Noncurrent borrowings	0.00	0.00
Current borrowings	0.00	0.00
Gross Debt	0.00	0.00
Less: Cash and Cash equivalents	0.00	0.00
Less: Other Bank Deposits	0.00	0.00
Adjusted Net Debt	0.00	0.00
Total equity	0.00	0.00
Adjusted net debt to adjusted equity ratio	0.00	0.00

(w) Additional Regulatory Information

(i) RATIOS

Particulars	Numerator	Denominator	31-03-2024	31-03-2023	Variance
(a) Current Ratio	Current Assets	Current Liabilities	17.44	3.68	373.91%
(b) Debt-Equity Ratio	Total Debts	Shareholder's Equity	0.02	0.02	0.00%
(c) Debt Service Coverage Ratio	Earnings Available For Debt Services	Debt Service		Not Applicable	
(d) Return on Equity Ratio	Net Profit After Tax Less Preference Dividend	Shareholder's Equity	0.04	1.18	-96.61%
(e) Inventory turnover ratio	Cost of Goods Sold Or Sale	Average Inventory		Not Applicable	
(f) Trade Receivables turnover ratio	Net Credit Sale	Average Trade Receivable	2.42	2.40	0.83%
(g) Trade payables turnover ratio	Net Credit Purchase	Average Trade Payable		Not Applicable	
(h) Net capital turnover ratio	Net Sales	Average Shareholder's Equity	0.07	0.15	-53.33%
(i) Net profit ratio	Net Profit After Tax	Net Sale	0.61	33.11	-98.16%
(j) Return on Capital employed	Earning Before Interest And Taxes	Capital Employed	0.05	1.38	-96.38%
(k) Return on investment	Income From Investments	Cost of Investment		Not Applicable	

Explanation For Any Change In The Ratio By More Than 25% As Compared To Preceding Year Is As Follows:-

Current Ratio

There is increase in ratio due to increase in current assets & decrease in current liability due to no provision for tax in this period.

Return on Equity Ratio:

There is decrease in profit due to no sale of fixed assets as previous year.

Trade Receivables turnover Ratio

There is decrease in ratio due to increase in average trade receivable as compare to previous year.

Net Profit Ratio:

There is decrease in profit due to no sale of fixed assets as previous year.

Return on Capital employed:

There is decrease in profit due to no sale of fixed assets as previous year.

ii) Corporate Social Responsibility

Corporate Social Responsibility (CSR) Provision as per Companies Act , 2013 are not applicable to the Company.

(iii) Transaction with struck off companies:

As per information available with company , Company has not entered into transaction with struck off companies as per section 248 of the Companies Act ,2013 or section 560 of Companies Act ,1956.

(iv) Details of Benami Property held:

There were no proceedings that has been initiated or pending against the company for holding any Benami property under the Benami Transaction (Prohibition) Act, 1988 (45 of 1988) and the rules made there under.

(v) Title deeds of Immovable property:

There were no immovable Property whose title deeds are not held in the name of company.

(vi) Compliance with layer of companies:

The company has not Invested in any subsidiary Company.

(vii) Compliance with approved scheme of arrangement :

Company has not prepared any Scheme of Arrangement in terms of section 230 to 237 of the Companies Act,2013.

(viii) Utilisation of Borrowed Fund & Share Premium:

a) During the year, no funds have been advances or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of Ultimate Beneficiaries.

b) During the year, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding , whether recorded in writing or otherwise , that the company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ix) The Company doesn't have any borrowings against security of its current Assets.

(x) The Company has not been declared wilful defaulter by any bank , Financial Institution or any other Lender.

(xi) Previous year's figures have been regrouped/reclassified wherever necessary to make them comparable with those of current year.

NOTE 2: PROPERTY, PLANT AND EQUIPMENT

Particulars	(Amount in Lacs.)	
	As at March 31, 2024	As at March 31, 2023
	Rs.	Rs.
Carrying Amount of		
Land	0.00	0.00
Building	0.00	0.00
Plant and Machinery	0.00	0.00
Furniture&Fixtures	0.00	0.00
Office Equipment	0.00	0.00
Computer & Accessories	0.38	0.03
Electrical Installation	0.00	0.00
Vehicles	0.00	0.00
Total	0.38	0.03

PROPERTY PLANT AND EQUIPMENT

PARTICULARS	Land	Building	Plant and Machinery	Furniture & Fixtures	Office Equipment	Computer & Accessories	Electrical Installation	Vehicles
AT COST OR DEEMED COST								
Balance as at April 1, 2022	4.00	42.22	19.60	11.73	6.99	16.43	10.71	5.11
Additions	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Deletions	4.00	42.22	19.60	11.37	6.98	13.87	10.71	5.11
Adjustments	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Balance as at March 31, 2023	0.00	0.00	0.00	0.36	0.01	2.56	0.00	0.00
Balance as at March 31, 2023	0.00	0.00	0.00	0.36	0.01	2.56	0.00	0.00
Additions	0.00	0.00	0.00	0.00	0.00	0.39	0.00	0.00
Deletions	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Adjustments	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Balance as at March 31, 2024	0.00	0.00	0.00	0.36	0.01	2.95	0.00	0.00

ACCUMULATED DEPRECIATION

PARTICULARS	Land	Building	Plant and Machinery	Furniture & Fixtures	Office Equipment	Computer & Accessories	Electrical Installation	Vehicles
Balance as at April 1, 2022	0.00	40.38	19.09	11.69	6.80	15.98	10.55	4.92
Eliminated on Disposal	0.00	(40.44)	19.09	11.33	6.80	(13.47)	(10.55)	(4.92)
Depreciation Expenses	0.00	0.05	0.00	0.00	0.01	0.02	0.00	0.00
Adjustments	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Balance as at March 31, 2023	0.00	0.00	0.00	0.36	0.01	2.53	0.00	0.00
Balance as at March 31, 2023	0.00	0.00	0.00	0.36	0.01	2.53	0.00	0.00
Eliminated on Disposal	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Depreciation Expenses	0.00	0.00	0.00	0.00	0.00	0.04	0.00	0.00
Adjustments	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Balance as at March 31, 2024	0.00	0.00	0.00	0.36	0.01	2.57	0.00	0.00

NOTE 3: Non Current Trade Receivable

Particulars	As at March 31, 2024	As at March 31, 2023
Trade Receivables	7.94	7.94
Total	7.94	7.94

Trade Receivable ageing schedule	(Outstanding for following periods from transaction date of payment)					TOTAL
Particulars	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
As on 31.03.2024						
Undisputed Trade Receivables						
(i) Considered Good	-	-	-	-	7.94	7.94
(ii) Which have significant increase in credit risk	-	-	-	-	-	-
(iii) credit impaired	-	-	-	-	-	-
Disputed Trade Receivables						
(iv) Considered good	-	-	-	-	-	-
(v) Which have significant increase in credit risk	-	-	-	-	-	-
(vi) credit impaired	-	-	-	-	-	-
Total	0.00	0.00	0.00	0.00	7.94	7.94

As on 31.03.2023						
Undisputed Trade Receivables						
(i) Considered Good	-	-	-	-	7.94	7.94
(ii) Which have significant increase in credit risk	-	-	-	-	-	-
(iii) credit impaired	-	-	-	-	-	-
Disputed Trade Receivables						
(iv) Considered Good	-	-	-	-	-	-
(v) Which have significant increase in credit risk	-	-	-	-	-	-
(vi) credit impaired	-	-	-	-	-	-
Total	0.00	0.00	0.00	0.00	7.94	7.94

NOTE 4: Financial Asset :Others

Particulars	As at March 31, 2024	As at March 31, 2023
Sundry Deposit	4,753.35	4,753.35
Interest Accrued but not due	1.34	1.34
Total	4,754.69	4,754.69

NOTE 5: Inventories

Particulars	As at March 31, 2024	As at March 31, 2023
Work In Progress	0.00	0.00
Finished Goods	0.00	0.00
Total	0.00	0.00

NOTE 6: Current Trade Receivable

Particulars	As at March 31, 2024	As at March 31, 2023
Unsecured Considered Good	45.89	259.41
Total	45.89	259.41

Trade Receivable ageing schedule	(Outstanding for following periods from transaction date of payment)					TOTAL
Particulars	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
As on 31.03.2024						
Undisputed Trade Receivables						
(i) Considered Good	45.89	-	-	-	-	45.89
(ii) Which have significant increase in credit risk	-	-	-	-	-	-
(iii) credit impaired	-	-	-	-	-	-
Disputed Trade Receivables						
(iv) Considered good	-	-	-	-	-	-
(v) Which have significant increase in credit risk	-	-	-	-	-	-
(vi) credit impaired	-	-	-	-	-	-
Total	45.89	0.00	0.00	0.00	0.00	45.89

As on 31.03.2023						
Undisputed Trade Receivables						
(i) Considered Good	259.41	-	-	-	-	259.41
(ii) Which have significant increase in credit risk	-	-	-	-	-	-
(iii) credit impaired	-	-	-	-	-	-
Disputed Trade Receivables						
(iv) Considered Good	-	-	-	-	-	-
(v) Which have significant increase in credit risk	-	-	-	-	-	-
(vi) credit impaired	-	-	-	-	-	-
Total	259.41	0.00	0.00	0.00	0.00	259.41

NOTE 7: Cash and Cash Equivalents

Particulars	As at March 31, 2024	As at March 31, 2023
Balance With bank in Current A/c	45.09	37.65
Cash in Hand	0.07	0.20
Fixed Deposit	393.97	115.99
Total	439.13	153.84

NOTE 8: Other Bank Balances

Particulars	As at March 31, 2024	As at March 31, 2023
Restricted Bank Balances		
Fixed Deposit	0.75	0.75
Restricted Bank Balance (IDBI)	2.00	2.00
Total	2.75	2.75

NOTE 9: Loans

Particulars	As at March 31, 2024	As at March 31, 2023
Loan and advances to employees	32.79	2.00
Total	32.79	2.00

NOTE 10 : Current Tax Asset

Particulars	As at March 31, 2024	As at March 31, 2023
Income Tax Deposit by Customers	33.95	0.00
Income Tax Refund-(upto Previous year)	5.81	5.81
Total	39.76	5.81

NOTE 11 : Other Current Asset

Particulars	As at March 31, 2024	As at March 31, 2023
Interest Receivables	5.42	1.51
Interest Accrued but not Due	1.89	0.65
Balance with Government Authorities	0.84	0.10
Total	8.15	2.26

MOLIND ENGINEERING LIMITED

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Distt.- S.A.S. Nagar, Mohali - 160055, Punjab
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NOTE 12 : Equity Share Capital			(Amount in Lacs.)
Particulars	As at March 31, 2024	As at March 31, 2023	
Authorized Share Capital			
50,00,000 Equity Shares of Rs. 10/- each	500.00	500.00	
1,50,00,000 Non Convertible non cumulative Redeemable Preference Shares of Rs-10/- each/ (Previous Year 1,50,00,000 Non Convertible non cumulative Redeemable Preference Shares of Rs-10/- each)	5,000.00	5,000.00	
Issued, Subscribed and Paid Up			
25,35,000 Equity shares of Rs. 10 each	253.50	253.50	
Total	253.50	253.50	

Reconciliation of the number of shares outstanding at the beginning and at the end of the year			
Particulars	Opening Balance	Fresh Issue	Closing Balance
Equity Shares			
Year ended on 31 March, 2023			
No. of Shares	25.35	0.00	25.35
Amount	253.50	0.00	253.50
Year ended on 31 March, 2024			
No. of Shares	25.35	0.00	25.35
Amount	253.50	0.00	253.50

Details of shares held by each shareholder holding more than 5% shares in the company		
Name of the Shareholder	No. of Shares	No. of Shares
Royal Beverages Private Limited	18.94	18.94
Kiwi Wine and Beverages Private Limited	1.92	1.92

Rights, preferences and restrictions attached to shares

The company has only one class of Equity shares having par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to approval of shareholders in the ensuing Annual General Meeting except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distributing of all preferential amounts in proportion in their shareholding.

For the period of five years immediately preceding the reporting date :

(A) Aggregate number and class of shares allotted as fully paid-up pursuant to contract(s) without payment being received in cash.	NIL	NIL
(B) Aggregate number and class of shares allotted as fully paid-up by way of bonus shares.	NIL	NIL
(C) Aggregate number and class of shares bought back.	NIL	NIL

NOTE 13 : Other Equity			(Amount in Lacs.)
Particulars	As at March 31, 2024	As at March 31, 2023	
I. Capital Reserve	32.17	32.17	
II. Retained Earnings			
Opening Balance	4,791.45	(1,190.53)	
Profit for the Year	225.89	5,981.98	
Less: Adjustment Related to Fixed Asset			
	5,017.34	4,791.45	
Total	5,049.51	4,823.62	

NOTE 14 : Financial Liabilities-Borrowings			(Amount in Lacs.)
Particulars	As at March 31, 2024	As at March 31, 2023	
Term Loan			
From Bank	0.00	0.00	
Non Convertible, Non Cumulative Redeemable Preference shares (refer note below)	0.00	0.00	
Total	0.00	0.00	

(i) Details of Preference Shares	No. of Shares	Amount	No. of Shares	Amount
Authorised Preference Shares of Rs. 10/- each Issued, Subscribed and Paid Up	150.00	1,500.00	150.00	1,500.00
10% Non Convertible Non Cumulative Redeemable preference shares (NCNCRPS) of Rs. 10/- each fully paid up				
Shares outstanding at the beginning of the year	0.00	0.00	135.50	1,355.00
Add Issued during the year	0.00	0.00	0.00	0.00
Less Redeem during the year	0.00	0.00	135.50	1,355.00
Shares outstanding at the end of year	0.00	0.00	0.00	0.00
(ii) Terms/Rights attached to Preference Shares				
Preference Shares shall rank prior in respect to payment of Dividend or redemption amount compared to equity				
Preference Shares shall be redeemed any time after the expiry of first year, from the date of issue, at the option of the company or of the preference shareholders as the case may be until the maximum redemption period i.e 20 years at such premium as may be decided by the Board.				
(iii) Details of preference shares held by each shareholders holding more than 5% of the preference shares	No of Shares	% of Holding	No of Shares	% of Holding
	0.00	0.00	0.00	0.00

NOTE 15 : Financial Liabilities-Others			(Amount in Lacs.)
Particulars	As at March 31, 2024	As at March 31, 2023	
Related to Employee	0.04	0.04	
Total	0.04	0.04	

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NOTE 16 : Provisions			(Amount in Lacs.)
Particulars	As at March 31, 2024	As at March 31, 2023	
Other Provisions	68.02	68.02	
Total	68.02	68.02	

NOTE 17 : Other Current Liabilities			(Amount in Lacs.)
Particulars	As at March 31, 2024	As at March 31, 2023	
Other Payable's	8.93	1.85	
Statutory Liabilities	23.67	46.91	
Total	32.60	48.76	

NOTE 18 : Provisions			(Amount in Lacs.)
Particulars	As at March 31, 2024	As at March 31, 2023	
Provision for Income Tax	0.00	1,112.52	
Less: Advance Tax	0.00	950.01	
Less: TDS Receivable	0.00	95.52	
Total	0.00	66.99	

NOTE 19 : Revenue From Operations			(Amount in Lacs.)
Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023	
Sale of Product	0.00	10.00	
Sale of Service	84.02	170.68	
Interest on Security Deposit	285.78	0.00	
Total	369.80	180.68	

NOTE 20 : Other Income			(Amount in Lacs.)
Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023	
Sundry Receipts Misc	0.00	0.04	
Interest on Security Deposit	0.00	149.91	
Interest on Others	11.74	10.50	
Profit on Sale of Fixed Asset	0.00	7,093.17	
Total	11.74	7,253.62	

NOTE 21 : Change in Inventory			(Amount in Lacs.)
Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023	
Inventory at the beginning of the year			
Raw material &C	0.00	0.00	
Work in Progress	0.00	0.00	
Finished Products	0.00	0.00	
Total	0.00	0.00	
Inventory at the end of the year			
Raw material	0.00	0.00	
Work in Progress	0.00	0.00	
Finished Products	0.00	0.00	
Total	0.00	0.00	
Change in Inventory	0.00	0.00	

NOTE 22 : Employee Benefit Expense			(Amount in Lacs.)
Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023	
Salary, wages and bonus	111.16	11.16	
Contribution to Provident & Other Funds	0.55	0.00	
Staff Welfare expense	0.58	0.45	
Total	112.29	11.61	

NOTE 23 : Finance Cost			(Amount in Lacs.)
Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023	
Interest	0.72	0.00	
Bank Charges	0.01	0.02	
Total	0.73	0.02	

NOTE 24 : Other Expenses			(Amount in Lacs.)
Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023	
Power and Fuel	0.00	1.68	
Rent Office	1.61	0.52	
Repair and maintenance - Building	0.00	0.20	
Donation	10.00	0.00	
Traveling and conveyance	0.17	0.64	
Printing and stationary	0.53	0.48	
Rates and taxes	0.00	2.18	
Audit fee	0.60	0.60	
Telephone Expenses	0.14	0.23	
Professional/Retainer ship	2.23	1.62	
Advertisement	1.70	1.92	
Loss on Sale of Inventory	0.00	315.97	
Vehicle Running & Maintenance Expenses	0.63	0.07	
Roc expense	0.99	0.00	
Misc. Expenses	1.26	1.97	
Total	19.86	328.09	

The annexed notes form an integral part of the financial statements
In terms of our reports attached

For and on behalf of the board
Molind Engineering Limited

For VIRENDER K. JAIN & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Regn. No. 005994N

CA VIKAS JAIN
PARTNER
Place: MOHALI
Dated: 30/05/2024
UDIN: 24507315BKCNCVC8366

SONU PARSHAD
COMPANY SECRETARY
PAN: FIPPP4201J
ADDRESS: H.No. 751, SECTOR - 9,
GURUGRAM - HARYANA - 122001

AJAY MAHAJAN
CHIEF FINANCIAL OFFICER
PAN: AHNPM7851K
ADDRESS: 53-A, SECTOR-44A,
CHANDIGARH-160047

BHUPINDER SINGH
MANAGING DIRECTOR
DIN : 00176255
ADDRESS: WZ 136 F F, GALI NO-7, SHIV
NAGAR, JANAKPURI, B-1 110058 DELHI

MANMOHAN WALIA
DIRECTOR
DIN : 01056751
ADDRESS:
House No. 526-A-1, New Guru
Teg Bahadur Nagar

MOLIND ENGINEERING LIMITED

Regd. Office: Cabin No. 3 and 4, Ground Floor, SCO no-99, Sector-119, Balong,
Distt.- S.A.S. Nagar, Mohali - 160055, Punjab
CIN: L74110PB1960PLC008893

Jalandhar, Punjab-144003