

24TH ANNUAL REPORT

2021-2022

MISQUITA ENGINEERING LIMITED

CORPORATE INFORMATION

MISQUITA ENGINEERING LIMITED

CIN L74210GA1998PLC002537

Registered Address: 182/1 Vaiginim Vaddo Nachinol Aldona North Goa 403508.

Website: www.misquitaengg.com

Email: info@misquitaengg.com

Board of Directors and Key Managerial Personnel:

Thomas Constance Avinash Misquita	Managing Director
Gail Lucia Misquita	Wholetime Director & Chief Financial Officer
Desiderio Anthony Misquita	Wholetime Director
Edgar Maximiano Do Rosario Cotta	Independent Director
Noel Luizinho Quadros	Independent Director
Ravindra Raghu Mesta	Independent Director
Pavan Kumar Gupta	Company Secretary & Compliance Officer w.e.f. 01/12/2021

Statutory Auditors:

M/s. Gupta Agarwal & Associates
Chartered Accountants
Tel No: +91-33-4604 1743
E-mail: guptaagarwal.associate@gmail.com

Internal Auditors:

M/s. Yogesh Bhuva & Co.
Chartered Accountants

Secretarial Auditor:

M/s Brijesh Shah & Co.
Company Secretaries

Registrar & Transfer Agents:

M/s. Bigshare Services Private Limited
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, Makwana Road,
Marol, Andheri East,
Mumbai – 400 059.
Tel No.: +91 – 22 – 6263 8200
Email: ipo@bigshareonline.com
Website: www.bigshareonline.com

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NOTICE

NOTICE IS HEREBY GIVEN THAT THE 24TH ANNUAL GENERAL MEETING OF THE MEMBERS OF MISQUITA ENGINEERING LIMITED WILL BE HELD ON FRIDAY 30TH SEPTEMBER 2022 AT 04.30 PM AT DINA BANQUET HALL, HOTEL MIRAMAR, NEAR KAMAT KINARA, CARANZALEM GOA. 403002 TO TRANSACT THE FOLLOWING BUSINESS.

ORDINARY BUSINESS:

Item No. 1.

Adoption of financial statements:

To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the financial year ended on that date and the Reports of the Directors and the Auditors thereon.

Item No. 2.

To re-appoint Mr. Desiderio Anthony Misquita (DIN: 08956087) who retires by rotation & being eligible offers himself for re-appointment as Director:

“RESOLVED THAT, pursuant to the provisions of Section 152 (6) and other applicable provisions of the Companies Act, 2013 Mr. Desiderio Anthony Misquita (DIN: 08956087) who retires by rotation and being eligible offers himself for re-appointment as Director, and is hereby re- appointed as a Director liable to retire by rotation.”

SPECIAL BUSINESS:

Item No. 3

Re-appointment of Mr. Noel Luizinho Quadros (DIN: 07794406) as an Independent Director.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Noel Luizinho Quadros (DIN: 07794406), who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act, from a Member, signifying his intention to propose Mr. Noel Luizinho Quadros (DIN: 07794406) candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years commencing from 01st September 2022.”

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

Date: 07th September 2022
Place: Mumbai

By order of the Board
For Misquita Engineering Limited
Sd/- Sd/-
Thomas Constance Avinash Misquita Gail Lucia Misquita
Managing Director Wholtime Director
DIN 00060846 DIN 00060932

NOTES:

1. A shareholder entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote on poll on behalf of him and the proxy need not be a member of the Company. The instrument of proxy in order to be effective, must be deposited at the Corporate Office of the Company, duly completed and signed, not less than 48 hours before the commencement of meeting. A person can act as proxy on behalf of shareholders not exceeding fifty (50) in number and holding in aggregate not more than 10% of the total share capital of the company.
2. Corporate shareholders intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the AGM.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the Company, at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. The register of directors and key managerial personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, and the register of contracts or arrangements in which directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
5. In terms of the provisions of section 152 of the Companies Act, 2013 Mr. Desiderio Anthony Misquita, Wholetime Director retires by rotation at the AGM and Mr. Noel Luizinho Quadros is proposed to be appointed for 2nd term, Nomination and Remuneration Committee and the Board of Directors of the Company recommend their re-appointment. Details of the Directors retiring by rotation/ seeking re- appointment at the ensuing meeting are provided in the Notice.
6. The cutoff date for dispatch of Annual Reports to shareholders is **02nd September 2022**.
7. The Register of Members and the Share Transfer Books of the Company will remain closed from, **Saturday, 24th September 2022 to Friday, 30th September 2022** (both days inclusive). For the purpose of Annual General Meeting for the financial year ended 31st March 2022.
8. Notice of the AGM along with the Annual Report 2021-2022 is also being sent through electronic mode to those Members whose email address is registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2021-2022 will also be available on the Company's website www.misquitaengg.com website of the Stock Exchange, i.e. on BSE Limited at www.bseindia.com For receiving all communication (including Annual Report) from the Company electronically members are requested to register/update their email addresses with the relevant Depository Participant.
9. Pursuant to section 108 of the Companies Act, 2013, read with rules 20 of the Companies (Management and Administration) Rules, 2014 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer voting by electronic means to the members to cast their votes electronically on all resolutions set forth in this notice. The detailed instructions for e-voting are given separately.
10. Shareholders/proxies are requested to bring their copies of the Annual Report to the AGM and the attendance slip duly filled in for attending the AGM.
11. Shareholders are requested to intimate, immediately, any change in their address or bank mandates to their depository participants with whom they are maintaining their demat accounts.
12. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts.
13. Pursuant to section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in Form No. SH-13 to the Registrar and Transfer Agent of the Company. Further, members desirous of cancelling/varying nomination pursuant to the Rule 19 (9) of the

Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH- 14, to the Registrar and Transfer Agent of the Company.

14. All documents referred to in the accompanying notice will be available for inspection at the corporate office of the company during business hours on all working days up to the date of declaration of the result of the 24th AGM of the Company.
15. In case of joint holders attending the AGM, the shareholder whose name appears as the first holder in the order of name appears as per the Register of Members of the Company will be entitled to vote.
16. The Route map to the venue of the AGM is published in the Annual Report.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on Tuesday, 27th September 2022 at 9.00 a.m. and will end on Thursday, 29th September 2022 at 5.00 p.m. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd September 2022, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September 2022.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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. Login method for Individual shareholders holding securities in demat mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

	https://play.google.com/store/apps/details?id=com.msf.NSDL.Android https://apps.apple.com/us/app/nsdl/id922834763?ls=1
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.</p> <p>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e- Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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. NSDL and CDSL.

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

B. Login Method for e-Voting shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
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a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button. 9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csjayminmodi@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to NSDL at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories/ company for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 info@misquitaengg.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to info@misquitaengg.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Additional Information on Directors recommended for appointment/re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name of the Director	Desiderio Misquita	Noel Quadros
Date of Birth	07/12/1993	10/04/1974
Date of appointment	10/11/2020	29/08/2022
Expertise in specific functional area	He has hands on experience in managing all operations at the plant in Goa and has worked on a number of value addition projects. The Company has benefited largely due to his efforts.	He has an experience of more than 25 years in the field of manufacturing and assembly lines of motors and parts used for washing machines, horizontal and vertical die casting machines, etc.
Qualifications	Mechanical Engineering in G.I.T.	Bachelor of Business Administration from the Newport University of California, USA, Diploma in Production Engineering from the Board of Technical Examinations, Goa.
Other Companies in which Directorship is held as on March 31, 2022	Nil	Nil
Chairman of Committees formed by Board of Other Companies on which he is a director as on March 31, 2022	Nil	Nil
Members of Committees formed by Board of Other Companies on which he is a director as on March 31, 2022	Nil	Nil
Shareholding in the Company as on March 31, 2022	1,22,000	Nil

Date: 07th September 2022
Place: Mumbai

By order of the Board
For Misquita Engineering Limited
Sd/- Sd/-
Thomas Constance Avinash Misquita Gail Lucia Misquita
Managing Director Wholetime Director
DIN 00060846 DIN 00060932

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

The following explanatory statement relating to the accompanying notice set out all material facts:

Item No. 3

Mr. Noel Luizinho Quadros is a Non-Executive (Independent) Director of the Company. He joined the Board of Directors of the Company on 29/08/2017 as an Independent Director. Pursuant to the provisions of Sections 149, 152 and the Rules made there under read with Schedule IV of the Companies Act, 2013 an independent director can hold office for a term up to five consecutive years on the board of a company and he is eligible for re-appointment on passing of a Special Resolution by the Company subject to maximum of two consecutive terms.

Accordingly, the Members of the Company in the Annual General Meeting held in 2017 appointed Mr. Noel Luizinho Quadros as an Independent Director of the Company for a term of 5 years i.e. up to 28/08/2022 (first term).

In the opinion of the Board, Mr. Noel Luizinho Quadros fulfills the conditions for appointment of Independent Director as specified in the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is independent of the management.

His background and experience and the contributions made by him during his tenure would be beneficial to the Company and it is desirable to re-appoint Mr. Noel Luizinho Quadros as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive year's w.e.f. 01st September 2022.

The Board of Directors on the recommendation of the Nomination and Remuneration Committee and based on the performance evaluation, her background, experience and contribution made by her during her tenure with the Company, re-appointed subject to the approval of the Members at the ensuing AGM.

The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013 from a Member proposing the candidature of Mr. Noel Luizinho Quadros for the office of Director of the Company.

Your Directors recommend resolution in item number 3 as Special Resolution for approval of the members.

None of the Directors, Key Managerial Personnel and their relatives thereof other than Mr. Noel Luizinho Quadros has any concern or interest, financial or otherwise in the resolution set out in item number 4 of this notice.

Date: 07th September 2022
Place: Mumbai

By order of the Board
For Misquita Engineering Limited
Sd/- Sd/-
Thomas Constance Avinash Misquita Gail Lucia Misquita
Managing Director Wholetime Director
DIN 00060846 DIN 00060932

DIRECTORS' REPORT

The Board of Directors are pleased to present the Company's Annual Report and the Company's audited financial statements for the financial year ended 31st March, 2022.

1. OPERATING RESULTS

The operating results of the Company for the year ended 31st March, 2022 are as follow:

Particulars	Amount in Lakhs.	
	Year ended 31 st March 2022	Year ended 31 st March 2021
Revenue from Operations	867.77	695.11
Profit before tax from continuing operations	56.98	29.96
Tax Expenses (Including Deferred Tax)	14.59	7.11
Profit after Tax	42.39	22.85
Total Income for the year	42.39	22.85

2. TRANSFER TO RESERVES

There are no transfers to any specific reserves during the year.

3. THE STATE OF THE COMPANY'S AFFAIR

During the year under review, your Company achieved total revenue from operations of Rs. 867.77 Lakhs (previous year Rs. 695.11 Lakhs) resulting in an increase of 24.83% over the previous year. The profit after tax (including other comprehensive income) is at Rs. 42.39 Lakhs (previous year Rs. 22.85 Lakhs resulting in Increase of 85.52%).

4. DIVIDEND

Your directors do not recommend any dividend for the financial year ended 31s March 2022.

5. CASH FLOW AND CONSOLIDATED FINANCIAL STATEMENTS

As required under Regulation 34 of the Listing Regulations, a Cash Flow Statement and consolidated Financial Statement is part of the Annual Report.

6. THE CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is no change in the nature of business of the Company.

7. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND.

There was no transfer during the year to the Investor Education and Protection Fund in terms of Section 125 of the Companies Act, 2013.

8. CONSERVATION OF ENERGY-TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE ETC.

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished as **Annexure A** to Director's Report.

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

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed and also discussed at the meetings of the Risk Management Committee and the Board of Directors of the Company. The Company has constituted a Risk Management Committee and its risk management policy is available on the website of the Company.

10. INTERNAL CONTROL SYSTEM

The Company's internal controls system has been established on values of integrity and operational excellence and it supports the vision of the Company "To be the most sustainable and competitive Company in our industry". The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditors and their significant audit observations and follow up actions thereon are reported to the Audit Committee.

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

During the year under review, your Company has not made any investment, given any loan or guarantee falling within the meaning of section 186 of the Companies Act, 2013 and the rules made thereunder.

12. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

All the related party transactions are entered on arm's length basis, in the ordinary course of business and are in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are no materially significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large or which warrants the approval of the shareholders.

The transactions are being reported in Form AOC-2 i.e. **Annexure B** in terms of Section 134 of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014.

However, the details of the transactions with Related Party are provided in the Company's financial statements (**note 29**) in accordance with the Accounting Standards.

All Related Party Transactions are presented to the Audit Committee and the Board. Omnibus approval is obtained for the transactions which are foreseen and repetitive in nature.

13. POLICY ON SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

The Company has zero tolerance towards sexual harassment at the workplace and towards this end, has adopted a policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. All employees (permanent, contractual, temporary, trainees) are covered under the said policy.

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 which redresses complaints received on sexual harassment. During the financial year under review, the Company has not received any complaints of sexual harassment from any of the women employees of the Company.

14. ANNUAL RETURN

Pursuant to the provisions of Section 92(3) of Companies Act, 2013 following is the link for Annual Return Financial Year 2021-22.

15. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW

During the financial year, the Board met 7 times on 19/05/2021, 29/06/2021, 07/09/2021, 13/11/2021, 30/11/2021, 16/02/2022 and 09/03/2022.

16. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013 The Board of Directors of the Company hereby confirm:

- That in the preparation of the annual accounts, the applicable accounting standards have been followed and there has been no material departure.
- That the selected accounting policies were applied consistently and the Directors 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 on 31st March, 2022, and that of the profit of the Company for the year ended on that date.
- That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- That the annual accounts have been prepared on a going concern basis.
- The Board has laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively.
- The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

17. DEPOSITS

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

1. PARTICULARS OF EMPLOYEES AND REMUNERATION

The information required under section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given as **Annexure C** to this report. In terms of provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of employees drawing remuneration in excess of the limits set out in the said Rules, if any, forms part of the Report.

The policy is available on the Company's website. www.misquitaengg.com.

19. DIRECTORS

Mr. Desiderio Anthony Misquita is liable to retire by rotation in this ensuing Annual General Meeting and being eligible he has offered himself for reappointment.

During the financial year the Members of the Company in the Annual General Meeting held on 30th September 2021

- 1- Re-appointment of Mr. Thomas Constance Avinash Misquita as Managing Director of the Company for a term of 5 Consecutive Years.
- 2- Re-appointment of Ms. Gail Lucia Misquita as Whole Time of the Company for a term of 5 Consecutive Years.

Your directors recommend her re-appointment. Pursuant to the provisions of Section 149 of the Act, the Independent Directors have submitted declarations that each of them meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations.

There has been no change in the circumstances affecting their status as Independent Directors of the Company.

20. ATTRIBUTES, QUALIFICATIONS & INDEPENDENCE OF DIRECTORS, THEIR APPOINTMENT AND REMUNERATION

The Nomination & Remuneration Committee of Directors have approved a Policy for Selection, Appointment and Remuneration of Directors which inter-alia requires that composition and remuneration is reasonable and sufficient to attract, retain and motivate Directors, KMP and senior management employees and the Directors appointed shall be of high integrity with relevant expertise and experience so as to have diverse Board and the Policy also lays down the positive attributes/criteria while recommending the candidature for the appointment as Director.

21. DECLARATION OF INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosures to the Board that they fulfil all the requirements as stipulated in Section 149(7) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

22. STATUTORY AUDITORS

M/S Gupta Agarwal & Associates, Chartered Accountants, (Firm Registration No. 329001E), were appointed as Statutory Auditor of the Company at the 23rd Annual General Meeting held on 30th September 2022, for a term of five years.

23. INTERNAL AUDITORS

M/s Yogesh Bhuva & Co. Chartered Accountants, were appointed as internal auditors by the Board for the financial year 2021-22 and who have issued their reports on quarterly basis.

23. SECRETARIAL AUDITORS

The Company has appointed M/s. Brijesh Shah & Co. Company Secretaries, as Secretarial Auditors of the Company to carry out the Secretarial Audit for the Financial Year 2021-2022 and to issue Secretarial Audit Report as per the prescribed format under rules in terms of Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Secretarial Audit Report for the FY 2021-22 is annexed herewith and forms part of this report as **Annexure D**. Secretarial Audit is not applicable to the Subsidiary, not being a material subsidiary.

24. COST RECORDS AND COST AUDIT

The provision of the Companies (Cost Records and Audit) Rules, 2014 is not applicable to the Company. Maintenance of cost records as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 was not applicable for the business activities carried out by the Company for the FY 2021-22. Accordingly, such accounts and records are not made and maintained by the Company for the said period.

25. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS

There are no qualifications, reservations or adverse remarks or disclaimers made by the auditors and the practicing company secretary in their reports.

26. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management's Discussion and Analysis Report for the year under review, as stipulated under regulation 34 (3) and Part B of schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to this Annual Report as **Annexure E**.

27. HOLDING, SUBSIDIARY, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any holding, subsidiary and associate Company.

28. VIGIL MECHANISM

The Company has established a vigil mechanism policy to oversee the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimisation of employees and Directors who express their concerns.

The Vigil Mechanism Policy is available at the website of the Company: www.misquitaengg.com.

29. REPORTING OF FRAUD BY AUDITORS

During the year under review, the Internal Auditors, Statutory Auditors and Secretarial Auditor have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Act, details of which needs to be mentioned in this Report.

30. ANNUAL EVALUATION BY THE BOARD

In compliance with the Companies Act, 2013, and Regulation 17 of the Listing Regulations, the performance evaluation of the Board and its Committees were carried out during the year under review.

31. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There are no material changes and commitments affecting the financial position of the Company occurred during the financial year.

32. THE DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.

During the year there has been no significant material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future.

33. COMMITTEES OF THE BOARD

In accordance with the Companies Act, 2013, the Board has formed a Risk Management Committee. There are currently 3 Committees of the Board, as follows:

• Audit Committee

The Audit Committee of the Company is constituted in line with the provisions of Section 177 of the Companies Act, 2013 read with regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee as on the date of the report comprises of 3 Non-Executive Independent Directors.

Following are the members of the Committee

Ravindra Raghu Mesta	: Independent Director, Chairman
Noel Luizinho Quadros	: Independent Director, Member
Edgar Maximiano Do Rosario Cotta	: Independent Director, Member

During the year there were in total 4 Audit committee meetings held on 29/06/2021, 10/08/2021, 13/11/2021 and 08/02/2022.

The Chairperson of the Audit Committee was present in the previous AGM held on 30/09/2021 to answer shareholder's queries.

Broad terms of reference of the Audit Committee are as per following:

The role of the audit committee shall include the following:

1 Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

- 2 Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
- 3 Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- 4 Reviewing with the management, the quarterly financial statements before submission to the board for approval;
- 5 Reviewing and monitoring the auditor's independence and performance and effectiveness of the audit process.
- 7 Approval or any subsequent modification of transactions of the listed entity with related parties.
- 8 Evaluation of internal financial controls and risk management systems.
- 9 Reviewing, with the management, performance of statutory and Internal Auditors, adequacy of the internal control systems.
- 10 Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- 11 Discussion with internal auditors of any significant findings and follow up there on.
- 12 Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
- 13 Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- 14 To review the functioning of the whistle blower mechanism.
- 15 Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate.
- 16 Carrying out any other function as is mentioned in the terms of reference of the audit committee

•Nomination And Remuneration Committee

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Section 178 of the Companies Act, 2013 read with regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Committee comprises of 3 Non-Executive Directors.

The Nomination and Remuneration Committee met twice in the Financial Year 2021-2022 on 12/10/2021 and 30/11/2021.

The necessary quorum was present in the said meetings.

The Chairman of the Nomination and Remuneration Committee was present at the last Annual General Meeting of the Company held on 30/09/2021.

The composition of the Committee and the details of meetings held and attended by the Directors are as under:

Edgar Maximiano Do Rosario Cotta	: Independent Director, Chairman
Noel Luizinho Quadros	: Independent Director, Member
Ravindra Raghu Mesta	: Independent Director, Member

Role of nomination and remuneration committee, inter-alia, include the following:

- (1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- (2) Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- (3) Devising a policy on diversity of board of directors;
- (4) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal.
- (5) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- (6) To recommend to the Board all remuneration, in whatever form, payable to senior management.

The policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters is available on the company's website.

Remuneration of Directors

The remuneration of the Managing Director and Whole- Time Director is recommended by the Remuneration Committee and then approved by the Board of Directors and subsequently by the shareholders in general meeting within the limits prescribed in Companies Act, 2013.

Criteria for making payments

Non-Executive Directors of the Company are paid sitting fees for attending Board and Committee Meetings and no Commission is drawn by either of them during the year.

Performance evaluation criteria for Independent Directors:

- 1) Attendance and participation in the meetings.
- 2) Preparing adequately for the board meetings.
- 3) Contribution towards strategy formation and other areas impacting company performance
- 4) Rendering independent, unbiased opinions and resolution of issues at meetings.
- 5) Safeguard of confidential information.
- 6) Initiative in terms of new ideas and planning for the Company.
- 7) Timely inputs on the minutes of the meetings of the Board and Committee's.
- 8) Raising of concerns to the Board

Remuneration Policy

The Nomination and Remuneration Policy devised in accordance with Section 178(3) and (4) of the Companies Act, 2013 is available at the website of the Company: www.misquitaengg.com Further, criteria of making payments to non-executive directors, the details of remuneration paid to all the Directors and the other disclosures required to be made under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been published below:

•Stakeholder Relationship Committee

The Stakeholder Relationship Committee of the Company is constituted in line with Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committee comprises of 3 Non-Executive Independent Directors.

The committee looks into the shareholders and investors grievances that are not settled at the level of Compliance Officer and helps to expedite the share transfers and related matters. The Committee periodically reviews the status of stakeholders' grievances and redressal of the same.

The Committee met once on 13/05/2021, 13/08/2021, 12/11/2021 and 12/02/2022.

The necessary quorum was present for all the meetings. The Chairman of the Committee was present at the last Annual General Meeting of the Company held on 30th September 2021.

The composition of the Committee during Financial Year 2021-22 and the details of meetings held and attended by the Directors are as under:

Following are the members of the Committee.

Noel Luizinho Quadros : Independent Director, Chairman

Ravindra Raghu Mesta : Independent Director, Member

Edgar Maximiano Do Rosario Cotta : Independent Director, Member

The role of the committee shall inter-alia include the following:

- (1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, general meetings etc.
- (2) Review of measures taken for effective exercise of voting rights by shareholders.
- (3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- (4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/ statutory notices by the shareholders of the Company.

MEETING OF INDEPENDENT DIRECTORS

A separate meeting of the independent directors ("Annual ID Meeting") was convened on 17/03/2022, which reviewed the performance of the Board (as a whole), the Non-Independent Directors and the Chairman. Post the Annual ID Meeting, the collective feedback of each of the Independent Directors was discussed by the Chairperson with the Board covering performance of the Board as a whole, performance of the Non-Independent Directors and performance of the Board Chairman. All Independent Directors have given declarations that they meet the criteria of independence as laid

down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and there is no change in their status of Independence. As required under Section 149(7) of the Companies Act, 2013.

DETAILS OF FAMILIARIZATION PROGRAMMED IMPARTED TO INDEPENDENT DIRECTORS FOR THE FINANCIAL YEAR 2021-2022

On appointment, the concerned Director is issued a Letter of appointment setting out in detail, the terms of appointment, duties, responsibilities and expected time commitments. Each newly appointed Independent Director is taken through an induction and familiarization program including the presentation and interactive session with the Committee Members and other Functional Heads on the Company's finance and other important aspects.

34. CORPORATE GOVERNANCE

Your Company always places a major thrust on managing its affairs with diligence, transparency, responsibility and accountability thereby upholding the important dictum that an Organization's corporate governance philosophy is directly linked to high performance. The Company understands and respects its fiduciary role and responsibility towards its stakeholders and society at large and strives to serve their interests, resulting in creation of value for all its stakeholders. In terms of Regulation 34 of SEBI (LODR) Regulations, furnishing of Corporate Governance Report is not applicable to the company.

35. OTHER DISCLOSURES

The Company does not have any Employees Stock Option Scheme in force and hence particulars are not furnished, as the same are not applicable. No proceedings against the Company is initiated or pending under the Insolvency and Bankruptcy Code, 2016. The details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof – Not Applicable.

36. POLICIES

The Company seeks to promote the highest levels of ethical standards in the normal business transactions guided by the value system. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandates formulation of certain policies for listed companies. The Policies are reviewed periodically by the Board and are updated based on the need and compliance as per the applicable laws and rules and as amended from time to time. The policies are available on the website of the Company.

37. COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS

Your Directors hereby confirm that the Company has complied with the necessary provisions of the revised Secretarial Standard 1 and Secretarial Standard 2 to the extent applicable to the Company.

38. ENHANCING SHAREHOLDER VALUE

Your Company firmly believes that its success, the marketplace and a good reputation are among the primary determinants of value to the shareholder. The organisational vision is founded on the principles of good governance and delivering leading-edge products backed with dependable after sales services. Following the vision your Company is committed to creating and maximising long-term value for shareholders.

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

The provisions of Section 135 of the Companies Act relating to Corporate Social Responsibility are not applicable as the Company is having Net worth less than rupees Five Hundred Crore, Turnover less than rupees One Thousand Crore and Net Profit less than rupees Five Crore.

40. ACKNOWLEDGEMENTS

Your Directors take this opportunity to express their sincere appreciation and gratitude for the continued cooperation extended by shareholders, employees, customers, banks, suppliers and other business associates.

	By order of the Board	
	For Misquita Engineering Limited	
	Sd/-	Sd/-
	Thomas Constance Avinash Misquita	Gail Lucia Misquita
	Managing Director	Wholetime Director
	DIN 00060846	DIN 00060932
Date: 07th September 2022		
Place: Mumbai		

ANNEXURE A TO THE DIRECTORS' REPORT

Information pursuant to the Companies (Accounts) Rules, 2014

(A) Conservation Of Energy

- i) The steps taken or impact on conservation of energy: NIL
- ii) The steps taken by the company for utilizing alternate sources of energy: NIL
- iii) The capital investment on energy conservation equipments: NIL

(B) Technology Absorption

- i) The efforts made towards technology absorption: NIL
- ii) The benefits derived like product improvement, cost reduction, product development or import substitution:
 - Better economy, reduction in emission & clean operation;
 - Optimum efficiency
- iii) In case of imported technology (imported during the last year reckoned from the beginning of the financial year): NIL
 - The details of technology imported: NIL
 - The year of import: NIL
 - Whether the technology fully absorbed: NIL
 - If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and: NIL
- iv) The expenditure incurred on Research and Development: NIL

Foreign Exchange earnings and outgo:

Total foreign exchange inflow: Nil

Total foreign exchange outflow: Nil

ANNEXURE B TO THE DIRECTORS' REPORT
FORM NO. AOC - 2

[Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]

Form for disclosure of particulars of contracts / arrangements entered into by MISQUITA ENGINEERING LIMITED with the related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms-length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis: Not Applicable

2. Details of material contracts or arrangement or transactions at arm's length basis:

Sr. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	Thomas Constance Avinash Misquita
2	Amount	Rs. 18.2002 Lakhs
3	Nature of contracts/arrangements/transaction	Remuneration
4	Duration of the contracts/arrangements/transaction	01-04-2021 to 31-03-2022
5	Salient terms of the contracts or arrangements or transaction including the value, if any	NA
6	Date of approval by the Board	19/05/2021
7	Amount paid as advances, if any	NA

Sr. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	Gail Lucia Misquita
2	Amount	Rs. 9.2002 Lakhs
3	Nature of contracts/arrangements/transaction	Admin Services
4	Duration of the contracts/arrangements/transaction	01-04-2021 To 31-03-2022
5	Salient terms of the contracts or arrangements or transaction including the value, if any	NA
6	Date of approval by the Board	19/05/2021
7	Amount paid as advances, if any	NA

Sr. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	Desiderio Misquita
2	Amount	Rs. 7.4002 Lakhs
3	Nature of contracts/arrangements/transaction	Admin Services
4	Duration of the contracts/arrangements/transaction	01-04-2021 To 31-03-2022
5	Salient terms of the contracts or arrangements or transaction including the value, if any	NA
6	Date of approval by the Board	19/05/2021
7	Amount paid as advances, if any	NA

ANNEXURE C TO THE DIRECTORS' REPORT

MEDIAN REMUNERATION

The information required under section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 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:

Name of the directors	Ratio to median remuneration
Non-executive directors	
Edgar Maximiano Do Rosario Cotta	-----
Ravindra Raghu Mesta	-----
Noel Luizinho Quadros	-----
Executive directors	
Thomas Constance Avinash Misquita	11.32
Gail Lucia Misquita	5.66
Desiderio Anthony Misquita	4.53

b. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% Increase in remuneration in the financial year
Thomas Constance Avinash Misquita	03.59
Gail Lucia Misquita	05.14
Desiderio Anthony Misquita	00.54
Pavan Kumar Gupta	100
Bhawini Lodha	100

c. The percentage increase in the median remuneration of employees in the financial year: 6%

d. The number of permanent employees on the rolls of Company: 10

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

The average annual increase was around 8%

Increase in the managerial remuneration for the year was 3.33%

f. Affirmation that the remuneration is as per the remuneration policy of the Company:

The Nomination and Remuneration Committee of the Company has affirmed at its meeting held on 30/11/2021 that the remuneration paid is as per the remuneration policy of the Company. The Policy is available on the Company's Website.

g. There are no employees drawing salary in excess of 120 Lakhs as stipulated under section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

ANNEXURE D TO THE DIRECTORS' REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2022

[Pursuant to regulation 24A of SEBI (LODR) 2015 and section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Misquita Engineering Ltd
182/1, Vaiginim Vaddo, Nachinol,
Aldona, North Goa, Goa – 403508.

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

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period ended on 31st March, 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, Forms and returns filed and other records maintained by The Company for the year ended on 31st March, 2022 to the extent applicable to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made there under to the extent applicable;
- 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;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) to the extent applicable to the Company: -
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; Not Applicable to the Company during the period under review; Not Applicable to the Company during the period under review;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; Not Applicable to the Company during the period under review;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; Not Applicable to the Company during the period under review;
 - (f) The Securities and Exchange Board of India (Registrars to and Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; Not Applicable to the Company during the period under review;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; Not Applicable to the Company during the period under review;

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; Not applicable to the Company during the Audit Period; and

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

a) Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India; and

b) Listing Agreements entered into by the Company with BSE Limited.

During the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards as mentioned above:

- *Some of the Intimations under the provisions of the Companies Act, 2013 have been filed after the lapse of statutory time period. However, necessary additional fees have been remitted for such delay.*

I further report that:

The Board of Directors of the Company is constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors except there was delay in appointment of Non-Executive Women Independent Director. The changes in the composition of Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

I further report that during the audit period:

- Mr. Thomas Constance Avinash Misquita (holding DIN: 00060846) was re-appointed as Managing Director of the Company.
- Ms. Gail Lucia Misquita (holding DIN: 00060932) was re-appointed as Whole Time Director of the Company.

**For, Brijesh Shah & Co.
Company Secretaries**

Ss/-

Mr. Brijesh Shah

COP: 23145

Mem No. 44476

PRC: 2494/2022

UDIN: A044476D000871093

Place: Mumbai

Date: 29.08.2022

ANNEXURE – A TO SECRETARIAL AUDIT REPORT

To,
The Members,
Misquita Engineering Ltd
182/1, Vaiginim Vaddo, Nachinol,
Aldona, North Goa, Goa – 403508.

Our Secretarial Audit Report dated 29th August, 2022 is to be read with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to make an audit report based on the secretarial records produced for our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. We have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.
5. Compliance with the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. This Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For, Brijesh Shah & Co.
Company Secretaries

Ss/-

Mr. Brijesh Shah

COP: 23145

Mem No. 44476

PRC: 2494/2022

UDIN: A044476D000871093

Place: Mumbai

Date: 29.08.2022

COMPLIANCE WITH THE CODE OF CONDUCT AND ETHICS

In accordance with Regulation 17(5)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and Senior Management Personnel of the Company have confirmed compliance with the Code of Business Conduct and Ethics for the financial year ended 31st March, 2022.

For Misquita Engineering Limited
Sd/-
Thomas Constance Avinash Misquita
Managing Director
DIN 00060846

CERTIFICATION BY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER

To,
The Board of Directors,
Misquita Engineering Limited
182/1 Vaiginim Vaddo
Nachinol Aldona
North Goa 403508

We, Thomas Constance Avinash Misquita, Managing Director, Desiderio Anthony Misquita Whole Time Director and Gail Lucia Misquita, Whole Time Director & CFO of the Company, hereby certify that for the financial year, ending 31st March, 2022;

(a) (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;

(ii) these statements present a true and fair view of the Company's affairs and are in compliance with current accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or proposed to be taken for rectifying these deficiencies.

(d) We have indicated to the Auditors and the Audit Committee:

(i) Significant changes, if any, in the internal control over financial reporting during the year. (ii) significant changes, if any, in accounting policies made during the year and that the same have been disclosed in the notes to the financial statements; and

(iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For MISQUITA ENGINEERING LIMITED

Sd/-
Thomas Misquita
Managing Director
DIN 00060846

Sd-
Desiderio Misquita
Wholetime Director
DIN 08956087

Sd/-
Gail Lucia Misquita
Wholetime Director & CFO
DIN 00060932

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015)

To
 The Members,
 Misquita Engineering Ltd.
 182/1, Vaiginim Vaddo, Nachinol,
 Aldona, North Goa, Goa – 403508.

I have examined the relevant registers records forms returns and disclosures received from the Directors of Misquita Engineering Ltd having CIN L74210GA1998PLC002537 and having registered office at 182/1, Vaiginim Vaddo, Nachinol, Aldona, North Goa, Goa – 403508, India. (hereinafter referred to as 'the Company') produced before me by the Company for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended 31st March 2022 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company	Date of Resignation
1	Thomas Constance Avinash Misquita	00060846	17/09/2004	-
2	Gail Lucia Misquita	00060932	29/08/2017	-
3	Desiderio Anthony Misquita	08956087	10/11/2020	-
4	Noel Luizinho Quadros	07794406	29/08/2017	-
5	Edgar Maximiano Do Rosario Cotta	00124357	25/06/2019	-
6	Ravindra Raghu Mesta	07794423	29/08/2017	-

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our 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.

Disclaimer: We have not been made available with details or clarification or Non-Applicability certificate, with respect to debarment or disqualification pursuant to any order from civil or criminal court and thus we are unable to conclude any opinion on attraction of disqualification by any such order which have not been presented before us for reporting.

For, BRIJESH SHAH & CO.
 Company Secretaries
 Sd/-
 Brijesh Shah
 Company Secretary
 ACS: 44476
 COP: 23145
 PRC: 2494/2022
 UDIN: A044476D000878045
 Date: 30/08/2022
 Place: Mumbai

ANNEXURE E TO THE DIRECTORS' REPORT

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY OVERVIEW:

The engineering sector is the largest of the industrial sectors in India. It accounts for 27% of the total factories in the industrial sectors and represents 63% of the overall foreign collaborations. India's engineering sector has witnessed a remarkable growth over the last few years driven by increased investment in infrastructure and industrial production. The engineering sector, being closely associated with the manufacturing and infrastructure sectors, is of strategic importance to India's economy.

India, on its quest to become a global superpower, has made significant strides towards developing its engineering sector. The Government has appointed the Engineering Export Promotion Council (EEPC) as the apex body in charge of promotion of engineering goods, products, and services from India. India exports transport equipment, capital goods, other machinery/equipment, and light engineering products such as castings, forgings, and fasteners to various countries of the world. The Indian semiconductor industry offers a high growth potential area as industries which source semiconductors as inputs are themselves witnessing high demand.

India became a permanent member of the Washington Accord (WA) in June 2014. The country is now a part of an exclusive group of 17 countries who are permanent signatories of the WA, an elite international agreement on engineering studies and mobility of engineers.

BUSINESS OVERVIEW:

Your Company was incorporated in the year 1998 under the name Misquita Engineering Private Limited under the provisions of Companies Act, 1956 later it converted into a public limited company. Your company is engaged in the manufacturing of the front-loading washers. The registered office and corporate office is situated at 182/1, Ghar Bhat, Vaiginim Vaddo, Nachinola, Bardez Goa-403 508, India.

Misquita Engineering Limited is the major component supplier and job worker to a manufacturer of washing machines in the Indian market for Front Loading washers. Our Company has consistently believed in supplying Zero Defect products and all manufacturing and operating systems in the company are geared up towards the goal and vision of Zero Defect=Zero Effect, Zero effect with respect to zero wastage of resources and utilization of all resources efficiently and effectively. This consistency has enabled our company to consistently supply components with Zero defect every time, on time without defaulting for a single instance in Delivery and Quality.

Misquita Engineering Limited is now planning to expand its production and building capacities for the same. Your Company has been qualified as a Strategic Supplier for supply of Machined parts to "Commscope USA."

Your Company believes that its consistency in five main areas of Quality, Delivery, Cost, Response and Customer satisfaction is its USP and strives to excel in these areas. Our Company looks at proposals to introduce Robot based loading and unloading systems on its machines as well as installing new advanced technology in metal cutting on its shop floor.

OUR COMPETITIVE STRENGTHS:



Experienced Management:

Our Promoters, Mr. Thomas C. Avinash Misquita and Ms. Gail L. Misquita bring their entrepreneurial vision and leadership having experience of more than 21 years which has been instrumental in growing and sustaining our business operations. They have been actively involved in the business with continued personal attention. We believe that our management teams have good knowledge of the processes and markets that assist in identifying opportunities.

Our Company is managed by a team of experienced personnel exclusively focused on different aspects of business and also growth oriented and has ability to manage growth in a rapidly changing business environment and delivery of high-quality materials at sustainable cost. There is a good communication system between all levels of management i.e from Top Level to Bottom Level. We believe that our management team's experience and their understanding of the business will enable us to continue to take advantage of both current and future market opportunities.

Growing Domestic Economy:

India is growing to a developed country from developing country now. The GDP rate of India is also higher as compared to the other countries. It forecasts more demand for our products and there will be a huge expansion of disposable incomes and our main products will have huge demand.

Quality Assurance and Standards:

Our Company, an ISO 9001:2015 certified company, believes in the quality in our manufacturing systems and process and products. We are committed to deliver the good quality components in the proper manner at all steps of the manufacturing chain from procurement materials to dispatch. The quality checks ensure that no defective products reach the customers and ensure reduced process rejection. Our dedicated internal quality control team ensures compliance with good manufacturing systems and practices.

Need of Clients and Locational Advantages:

We have a high level of knowledge about the needs of the customers, resulting from continuous two-way communication between our representatives and customers. We carefully cover the needs of each and every customer. We make them aware of all available options and provide them with competent advice enabling them to take an informed business decision. Our aim is to earn customers' trust and confidence through personal attention, passion for what we do and commitment to long lasting relationships.

Our manufacturing facility is presently situated at 182/1, Vaiginim Vaddo, Nachinalo, Bardez, Goa-403 508. It is well connected by road to all our customers.

Cordial Relationship with our Customers:

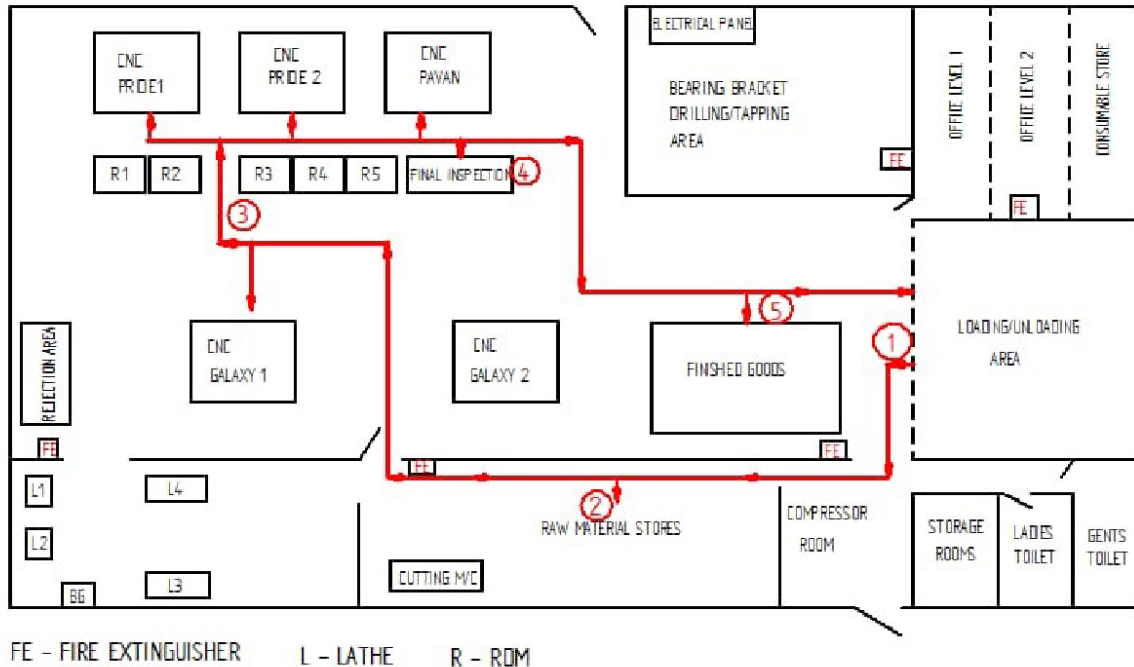
We have a cordial relationship with our suppliers for supply of materials, which we believe provides us with the competitive advantage of effective and timely sourcing of raw materials. We also believe effective sourcing of materials ensures timely delivery of our products to our customers, thereby enhancing the value provided to our customers.

Fully Integrated Manufacturing Facility:

We carry on all our manufacturing activities in-house and there is no substantial dependence on job-work or external manufacturing. Our manufacturing facility is mainly headed by Mr. Desiderio Misquita (3 years of experience in the same industry) and is a fully integrated and self-sufficient facility. All infrastructure facilities like water, fuel, power and human resources have posed no hurdles till date. All the equipment required for manufacturing the products are in place. We have one manufacturing facility located at 182/1, Vaiginim Vaddo, Nachinalo, Bardez, Goa-403 508.

PROCESS FLOW CHART:

PROCESS FLOW CHART



PRODUCT PORTFOLIO:



Ultra-Cast Iron Bearing Sleeve used in Front Loading washing machines of four different sizes, said to be the heart of every washing machine, is machined by us within 10 microns bore accuracy, 30 microns concentricity between both bearing bores and surface finish of 1.6uRa.



Old Model Bearing Sleeves, made of Cast Iron, now being supplied as spares in 2 variants of 40 lts and 34 lts used for Front Loading Washing Machines. Bore Tolerance is 30 microns.



Adjuster Bush made of Aluminium Alloy, 2 nos used in each 2 Ft Microwave Antenna.

	<p>Adjuster Boss made of Aluminium alloy used for 2 Ft Microwave Antennas, 1 no used per Antenna.</p>
	<p>Spacer of Aluminium Alloy 1 no used for each 2 Ft Micro wave Antenna.</p>
	<p>Washer assemblies used for Base Station Antennas, each antenna uses between 6 to 8 washer asslys. They are of 4 different models.</p>
	<p>Drive Screws, of different sizes made of stainless steel supplied for remote controlled movement of base station Antennas</p>
	<p>Booms used in Telecom Industry made of Aluminium Alloy of various lengths and diameters based on the frequency required, speciality if Diameter control in 20 microns, Circularity control in 15 microns and Perpendicularity control in 20 microns.</p>
	<p>ODE, DE Terminal Box, Bearing Cover and Adaptor made of Cast Iron, supplied for Flame retardant Motors used in Petrol pumps.</p>

OUR BUSINESS STRATEGIES:

Improving Operational Efficiencies:

Our Company makes continuous efforts to improve efficiencies to achieve cost reductions so that we can be competitive in the market. We believe that we can achieve the same by gaining economies of scale in our operations and continuous research and development. Our operating team including senior management adopts good practices in line with

industry standards across our trading facilities. We will continue to invest in increasing our operational efficiency throughout the organization. We are addressing the increase in operational output through continuous process improvement, quality check and technology development. Our employees are regularly motivated to increase efficiency with error free exercise.

Work with Existing Suppliers:

Instead of finding new suppliers, we support our existing suppliers. It helps us to save time in the procurement phase of the raw material.

Expand Geographical Reach:

Our Company seeks to expand and enhance our presence in our existing business segments by identifying markets where we can provide cost-effective and quality materials to prospective consumers. We seek to capitalize on our existing experience, establish contracts with suppliers and entering into the new products considering the local working conditions.

Strengthening our Company:

Our Company invests in developing and enhancing recognition of Our Company, through continuous efforts, communication and promotional initiatives such as participation in industry events, public relations and investor relations efforts. This will help us to maintain and improve our reach. We believe that our branding exercise will enhance the recall value and trust in the minds of our customers and will help in increasing demand for our products.

To build up a professional organization:

We believe in transparency, commitments and co-ordinations in our work, with our suppliers and customers. We have a blend of experiences and sufficient staff for taking care of our day-to-day operations. We also consult with external agencies on a case-to-case basis on technical and financial aspects of our business. We wish to make it sounder and stronger in time to come.

Training of our Employees:

Our Company believes that the successful implementation of our business and growth strategies depends on our employee's commitment to our vision. We also believe that to sustain our future growth, we need to continue to train and empower our employees. As we expand our business into other geographical regions, our ability to successfully train our existing and new employees will play a crucial role.

ESTIMATION OF THE FUTURE IMPACT OF COVID-19 ON THE OPERATIONS OF THE COMPANY:

With regard to Company's estimation of the future impact of Covid-19 pandemic on its Operation, Company is expecting some adverse impact on the Company's performance due to certain restrictions in labour availability and labour movement, shortage of raw material and disruption in supply chain but we expect further improvements as the situation is getting back to normalcy in the national and international markets. The company has been working at low capacity during the lockdown period; hence there has been corresponding loss in work and business during that period.

HUMAN RESOURCE:

We believe that our employees are key contributors to the success of our business. We focus on attracting and retaining the best possible talent. We in our company always take care of our employees with a feeling that they are part of a family. This attribute helps employees garner a sense of brotherhood with the management which ultimately produces exemplary results for the entire organization. Our manpower is a prudent mix of the experienced and youth which gives us the dual advantage of stability and growth. Our work processes and skilled, semi-skilled and unskilled resources together with our management team have enabled us to implement our growth plans.

Our Company believes that the human resources are a very important part of its strengths and hence ensures that all facilities like EPFO, ESIC, Annual/Performance Bonus, Leave

Entitlement, Gratuity and other facilities, uniforms, safety equipment is provided to all staff as applicable. Housing facility is available for outstation employees. Our Company maintains a strict policy of not employing any individual below the age of 18 years.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has robust internal controls systems (including Internal Financial Controls) that facilitates efficiency, reliability and completeness of accounting records and timely preparation of reliable financial and management information. The internal control system ensures compliance with all applicable laws and regulations, facilitates optimum utilization of resources and protects the Company's assets and investors' interests. The Company's well-defined organizational structure, documented policy guidelines, defined authority matrix and internal controls ensure efficiency of operations, compliance with internal policies and applicable laws and regulations as well as protection of resources. The Audit Committee of the Board regularly reviews significant audit findings of the Internal Audit system covering operational, financial and other areas.

RISK MANAGEMENT:

Risk Management is an ongoing process. Effective risk management is therefore critical to any organizational success. Globalization with increasing integration of markets, newer and more complex products and transactions and an increasingly stringent regulatory framework has exposed organizations to an integrated approach to risk management. Timely and effective risk management is of prime importance to our continued success. The sustainability of the business is derived from the following:

- Identification of the diverse risks faced by the Company.
- The evolution of appropriate systems and processes to measure and monitor them.
- Risk Management through appropriate mitigation strategies within the policy framework.
- Reporting these risk mitigation results to the appropriate managerial levels.

CAUTIONARY STATEMENT:

Statements in the Management Discussion & Analysis, describing the Company's objectives, projections and estimates are forward looking statements and progressive within the meaning of applicable laws & regulations. Actual results may vary from those expressed or implied. Important developments that could affect the Company's operations are significant changes in the political and economic environment in India, tax laws, exchange rate fluctuation and related factors.

INDEPENDENT AUDITORS' REPORT ON FINANCIAL STATEMENTS

TO THE MEMBERS OF
MISQUITA ENGINEERING LIMITED

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of Misquita Engineering Limited ('the Company'), which comprise the Balance Sheet as at 31st March 2022, the Statement of Profit and Loss and the statement of Cash Flows for the year then ended and a summary of significant accounting policies and other explanatory information.

OPINION

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31st March 2022, the profit and total income, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the financial statement in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). 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 (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

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 Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

Our objective is 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 on these financial statements.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by sub-section 3 of Section 143 of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with relevant rule issued thereunder.
 - (e) On the basis of the written representations received from the directors as on 31st March 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2022 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in **"ANNEXURE - A"**;
 - (g) with respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provisions of section 197 of the Act.
 - (h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us: -
 - i. The Company did not have any pending litigations in its financial statements.
 - ii. The Company did not have any long term contract including derivative contract which may lead to any foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2020 (" the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act,

we give in the “**ANNEXURE – B**” a statement on the matters specified in the Order, to the extent applicable.

For Gupta Agarwal & Associates
Chartered Accountants
Firm’s Registration No: 329001E

Jay Shanker Gupta
Partner
Membership No: 059535
Place: Kolkata
Date: May 30, 2022
UDIN: 22059535AJZNER6595

ANNEXURE – A

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 (“THE ACT”)

We have audited the internal financial controls over financial reporting of Misquita Engineering Limited (“the Company”) as of 31st March 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITORS’ RESPONSIBILITY

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures

selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to errors or frauds 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 31st March 2022, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Gupta Agarwal & Associates
Chartered Accountants
Firm's Registration No: 329001E

Jay Shanker Gupta
Partner
Membership No: 059535
Place: Kolkata
Date: May 30, 2022
UDIN: 22059535AJZNER6595

“Annexure B” to the Independent Auditor’s Report

Referred to in paragraph 2 under the heading ‘Report on Other Legal & Regulatory Requirement’ of report of even date to the standalone financial statements of the company for the year ended March 31, 2022; we report that:

1. PROPERTY, PLANT & EQUIPMENT AND INTANGIBLE ASSETS [Clause 3(i)]:

- (a) The company has maintained proper records showing full particulars, including quantitative details and situation of its Property, Plant and Equipment.
- (b) The company is maintaining proper records showing full particulars of intangible assets.
- (c) As explained to us, these Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
- (d) The title deeds of immovable properties are held in the name of the company.
- (e) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (f) No proceedings have been initiated or are pending against the company for holding any Benami property under the “Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder.

2. INVENTORY [Clause 3(ii)]

- a The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.
- b At any point of time of the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks or financial institutions on the basis of security of current assets; and hence this clause is not applicable.

3. LOAN GIVEN BY COMPANY [Clause 3(iii)]

The company has 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 during the year.

The company has provided loans or provided advances in the nature of loans to any other entity during the year.

The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates – NIL

The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates are as follows:

Amount during the year: 8.75 Lakhs

Outstanding as on 31.03.2022: Nil

The investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company’s interest;

In respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has not been stipulated.

If the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest- The schedule of repayment of principal and payment of interest has not been stipulated.

There is no loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties

The Company has granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment:

			(Rs. In Lakhs)
	All Parties	Promoters	Related Parties

		(Including Directors)	
Aggregate amount of loans/ advances in nature of loans- - Repayable on demand (A)	8.75	--	8.75
Aggregate amount of loans/ advances in nature of loans- - Agreement does not specify any terms or period of repayment (B)	Nil	Nil	Nil
Total (A+B)	8.75	-	8.75
Percentage of loans/ advances in nature of loans to the total loans	100 %	-	100 %

4. LOAN TO DIRECTORS AND INVESTMENT BY COMPANY [Clause 3(iv)]

In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.

5. DEPOSITS [Clause 3(v)]

According to the information and explanation given to us the company has not accepted deposits from the public during the financial year under audit. Accordingly, the paragraph 3(v) of the order is not applicable to the company and hence not commented upon.

6. COST RECORDS [Clause 3(vi)]

As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

7. STATUTORY DUES [Clause 3(vii)]

(a) The company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2022 for a period of more than six months from the date on when they become payable.

(b) According to the information and explanations given to us there are no dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax which have not been deposited on account of any dispute.

8. SURRENDERED OR DISCLOSED INCOME [Clause 3(viii)]

There are no such transactions which are not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

9. REPAYMENT DUES [Clause 3(ix)]

In our opinion and according to information and explanations given to us, the company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and government. The company has not issued any debentures.

The company is not a declared willful defaulter by any bank or financial institution or other lender.

The term loans were applied for the purpose for which the loans were obtained.

The funds raised on short term basis have not been utilized for long term purposes.

The Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

10. UTILISATION OF INITIAL AND FURTHER PUBLIC OFFER [Clause 3(x)]

The company has utilized the Proceeds of Rs. 403.92 Lacs from the Initial Public Offer (IPO) for its intended use i.e., for Payment of Security Deposit for renting of Office Space, Working Capital Requirements, Issue Expenses and General Corporate Purposes. Further, due to cancellation of the agreement for renting of Office Space, the IPO Proceeds invested therein upto the extent of Rs. 255 Lakhs were received back by the company which was re-invested towards Purchase of another Property by investing into its subsidiary, i.e. M/s. Sunview Nirman Private Limited.

The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

11. FRAUD AND WHISTLE-BLOWER COMPLAINTS [CLAUSE 3(xi)]

To the best of our knowledge and according to the information and explanations given to us, no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.

No report under sub-Section (12) of Section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government.

Whistle-blower complaints have not been received during the year by the Company.

12. NIDHI COMPANY [Clause 3(xii)]

In our opinion and according to information and explanations given to us, clause (xii) of para 3 to Companies (Auditor's Report) Order, 2020 w.r.t. Nidhi Company is not applicable to the company. Accordingly, the paragraph 3(xii) of the order is not applicable to the company and hence not commented upon.

13. RELATED PARTY TRANSACTION [Clause 3(xiii)]

In our opinion and according to information and explanations given to us all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.

14. INTERNAL AUDIT: [CLAUSE 3(xiv)]

The company has an internal audit system commensurate with the size and nature of its business. The reports of the Internal Auditors for the period under audit were considered by us.

15. NON CASH TRANSACTION [Clause 3(xv)]

In our opinion and according to information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the paragraph 3(xv) of the order is not applicable to the company and hence not commented upon.

16. REGISTER WITH RBI ACT, 1934 [Clause 3(xvi)]

The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the paragraph 3(xvi) of the order is not applicable to the company.

The Company has not conducted any Non-Banking Financial or Housing Finance activities during the year.

The Company is not a Core Investment Company (CIC) as defined under the Regulations by the Reserve Bank of India.

17. CASH LOSSES [Clause 3(xvii)]

The Company has not incurred cash losses in the Financial Year 2021-22 and in the immediately preceding financial year.

18. RESIGNATION OF STATUTORY AUDITORS [Clause 3(xviii)]

There has not been any resignation of the statutory auditors during the year.

19. MATERIAL UNCERTAINTY ON MEETING LIABILITIES [Clause 3(xix)]

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, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is 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.

20. TRANSFER TO FUND SPECIFIED UNDER SCHEDULE VII OF COMPANIES ACT, 2013 [Clause 3(xx)]

The provision relating to transfer to fund specified under schedule vii of the Companies Act, 2013 is not applicable to the company.

21. ADVERSE REMARKS IN CONSOLIDATED FINANCIAL STATEMENTS [Clause 3(xxi)]

There are no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements.

"Annexure B" to the Independent Auditor's Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of report of even date to the standalone financial statements of the company for the year ended March 31, 2022; we report that:

1. PROPERTY, PLANT & EQUIPMENT [Clause 3(i)]:

- (g) The company has maintained proper records showing full particulars, including quantitative details and situation of its Property, Plant and Equipment.
- (h) The company is maintaining proper records showing full particulars of intangible assets.
- (i) As explained to us, these Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
- (j) The title deeds of immovable properties are held in the name of the company.

2. INVENTORY [Clause 3(ii)]

- a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.
- b) During any point of time of the year the company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets.

3. LOAN GIVEN BY COMPANY [Clause 3(iii)]

The company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the paragraph 3(iii) of the order is not applicable to the company and hence not commented upon.

4. LOAN TO DIRECTORS AND INVESTMENT BY COMPANY [Clause 3(iv)]

In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.

5. DEPOSITS [Clause 3(v)]

According to the information and explanation given to us the company has not accepted deposits from the public during the financial year under audit. Accordingly, the paragraph 3(v) of the order is not applicable to the company and hence not commented upon.

6. COST RECORDS [Clause 3(vi)]

As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

7. STATUTORY DUES [Clause 3(vii)]

(a) The company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2022 for a period of more than six months from the date on when they become payable.

(b) According to the information and explanations given to us there are no dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax which have not been deposited on account of any dispute.

8. REPAYMENT DUES [Clause 3(viii)]

In our opinion and according to information and explanations given to us, the company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and government. The company has not issued any debentures.

9. UTILISATION OF INITIAL AND FURTHER PUBLIC OFFER [Clause 3(ix)]

In our opinion and according to information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the financial year 2021-22.

10. FRAUD AND WHISTLE-BLOWER COMPLAINTS [CLAUSE 3(x)]

To the best of our knowledge and according to the information and explanations given to us, no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.

11. APPROVAL OF MANAGERIAL REMUNERATION [Clause 3(xi)]:

In our opinion and according to the information and explanations given to us, managerial remuneration has been paid or provided by the company during the year in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

12. NIDHI COMPANY [Clause 3(xii)]

In our opinion and according to information and explanations given to us, clause (xii) of para 3 to Companies (Auditor's Report) Order, 2016 w.r.t. Nidhi Company is not applicable to the company. Accordingly, the paragraph 3(xii) of the order is not applicable to the company and hence not commented upon.

13. RELATED PARTY TRANSACTION [Clause 3(xiii)]

In our opinion and according to information and explanations given to us all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.

14. INTERNAL AUDIT: [CLAUSE 3(xiv)]

a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

b) We have considered the internal audit reports of the Company issued till date for the period under audit.

15. PRIVATE PLACEMENT AND PREFERENTIAL ISSUES [Clause 3(xv)]

The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the period under audit.

16. NON CASH TRANSACTION [Clause 3(xvi)]

In our opinion and according to information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the paragraph 3(xv) of the order is not applicable to the company and hence not commented upon.

17. CASH LOSS [Clause 3(xvii)]

The company has not incurred cash losses in the financial year and in the immediately preceding financial year.

18. RESIGNATION OF STATUTORY AUDITORS [Clause 3(xviii)]

There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

19. MATERIAL UNCERTAINTY ON MEETING LIABILITIES [Clause 3(xix)]

No material uncertainty exists as on the date of the audit report that the company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of 1 year from the balance sheet date.

20. TRANSFER TO FUND SPECIFIED UNDER SCHEDULE VII OF COMPANIES ACT, 2013 [Clause 3(xx)]

The provision relating to transfer to fund specified under schedule vii of the Companies Act, 2013 is not applicable to the company.

21. REGISTER WITH RBI ACT, 1934 [Clause 3(xxi)]

The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the paragraph 3(xvi) of the order is not applicable to the company.

**For Gupta Agarwal & Associates
Chartered Accountants
Firm's Registration No: 329001E**

**Jay Shanker Gupta
Partner
Membership No: 059535
Place: Kolkata
Date: May 30, 2022
UDIN: 22059535AJZNER6595**

Balance Sheet as at 31st March, 2022

	Particulars	Note No.	Amount (In lakhs)	
			As at 31st March, 2022	As at 31st March, 2021
I.	EQUITY AND LIABILITIES			
1.	Shareholders' Fund			
	(a) Share Capital	2	269.40	269.40
	(b) Reserves & Surplus	3	310.26	275.21
2.	Non Current Liabilities			
	(a) Long Term Borrowings	4	70.97	87.39
	(b) Other Non-Current Liabilities	5	4.50	-
	(c) Long Term Provisions	6	2.21	-
3.	Current Liabilities			
	(a) Short Term Borrowings	7	58.28	6.65
	(b) Trade Payables	8	206.88	140.91
	(c) Other Current Liabilities	9	7.79	22.64
	(d) Short Term Provisions	10	0.66	0.50
	TOTAL		930.94	802.70
II.	ASSETS			
1.	Non Current Assets			
	(a) Property, Plant & Equipment and Intangible Assets			
	(i) Tangible Assets	11	41.13	46.66
	(ii) Capital Work-in-Progress	11	143.46	130.57
	(b) Non Current Investments	12	171.79	199.75
	(c) Deferred Tax Assets (Net)	13	6.19	6.01
2.	Current Assets			
	(a) Current Investments	14	44.33	41.19
	(b) Inventories	15	286.56	199.92
	(c) Trade Receivables	16	223.89	149.70
	(d) Cash and Cash Equivalents	17	0.22	2.31
	(e) Short Term Loans and Advances	18	13.37	26.56
	(f) Other Current Assets	19	0.02	0.01
	TOTAL		930.94	802.70
Notes referred above form an integral of the Balance Sheet & Profit & Loss Account				
As per our report attached of even date			For and on behalf of Board	
For Gupta Agarwal & Associates				
Chartered Accountants				
FRN: 329001E				
		Thomas Constance Avinash Misquita	Desiderio Anthony Misquit	
		Managing Director	Wholetime Director	
Jay Shanker Gupta				
(Partner)				
Mem No: 059535				
Date : 30.05.2022			Gail Lucia Misquita	
Place : Kolkata			Chief Financial Officer	
			Payan Kumar Gupta	
			Company Secretary	

Profit and Loss Statement for the year ended 31st March 2022				
	Particulars	Note No.	Amount (In lakhs)	
			As at 31st March, 2022	As at 31st March, 2021
I.	Revenue from Operations	20	852.59	668.59
II.	Other Income	21	15.18	26.52
III.	Total Revenue		867.77	695.11
	Expenses :			
	Cost of Material Consumed	22	761.25	584.48
	Change in Inventories of Finished Goods	23	(58.23)	(22.54)
	Employee Benefits Expenses	24	52.81	53.72
	Finance Cost	25	13.09	16.00
	Depreciation & Amortisation Expenses	26	11.84	13.60
	Other Expenses	27	30.04	19.89
IV.	Total Expenses		810.79	665.15
V.	Profit before exceptional and extraordinary items and tax (III - IV)		56.98	29.96
VI.	Exceptional items		-	-
VII.	Profit before extraordinary items and tax (V - VI)		56.98	29.96
VIII.	Extraordinary items		-	-
IX.	Profit before tax (VII - VIII)		56.98	29.96
X.	Tax Expense			
	(1) Current Tax		14.77	7.57
	(2) Earlier Years Tax		-	-
	(3) Deferred tax		(0.18)	(0.45)
	(4) MAT Credit Entitlement		-	-
XI.	Profit / (Loss) for the Period (IX - X)		42.39	22.85
XII.	Earning per equity share	28		
	(1) Basic		1.57	0.85
	(2) Diluted		1.57	0.85
Notes referred above form an integral of the Balance Sheet & Profit & Loss Account				
As per our report attached of even date			For and on behalf of Board	
For Gupta Agarwal & Associates				
Chartered Accountants				
FRN: 329001E				
Thomas Constance Avinash Misquita			Desiderio Anthony Misquita	
Managing Director			Wholtime Director	
Jay Shanker Gupta				
(Partner)				
Mem No: 059535				
Date : 30.05.2022			Pavan Kumar Gupta	
Place : Kolkata			Chief Financial Officer	
			Company Secretary	

Cash Flow Statement for the year ended 31st March 2022

PARTICULARS		Amount (In lakhs)	
		FIGURES AS AT THE END OF 31ST MARCH, 2022	FIGURES AS AT THE END OF 31ST MARCH, 2021
A	Cash Flow from Operating Activities :		
	Net Profit/(Loss) before tax	56.98	29.96
	Adjustments for:		
	Finance Cost	13.09	16.00
	Depreciation	11.84	13.60
	Interest Income	(3.66)	(3.34)
	Rental Income	(2.88)	(10.01)
	Dividend Income	(0.26)	(0.45)
	Capital Gain	(8.19)	(6.23)
	Adjustment of Prior Period items	-	-
	Operating Profit before working capital changes	66.92	39.52
	Adjustments for:		
	(Increase) / Decrease in Current Investments	(3.14)	(2.45)
	(Increase) / Decrease in Inventories	(86.64)	(35.67)
	(Increase) / Decrease in Trade Receivable	(74.18)	(91.92)
	(Increase) / Decrease in Short Term Loans & Advances	1.96	(1.84)
	(Increase) / Decrease in Other Current Assets	(0.01)	1.82
	Increase / (Decrease) in Short Term Borrowings	51.63	(39.25)
	Increase / (Decrease) in Trade Payables	65.97	91.82
	Increase / (Decrease) in Other Current Liabilities	(14.85)	(11.34)
	Increase / (Decrease) in Provisions	0.16	(2.74)
	Net adjustments	(59.09)	(91.59)
	Operating Profit after working capital changes	7.83	(52.07)
	Less: Income Tax Paid	10.88	16.16
	Net Cash from/ (used in) Operating Activities (A)	(3.05)	(68.23)
B	Cash Flow from Investing Activities :		
	(Purchase) / Sale of Fixed Assets & W-I-P	(19.19)	(38.64)
	(Increase) / Decrease in Non-Current Investment	27.96	109.57
	Interest Income	3.66	3.34
	Dividend Income	0.26	0.45
	Capital Gain	8.19	6.23
	Rental Income	2.88	10.01
	Net Cash from/ (used in) Investing Activities (B)	23.76	90.96
C	Cash Flow from Financing Activities :		
	Increase / (Decrease) in Long Term Borrowings	(16.42)	(6.06)
	Increase / (Decrease) in Other Non-Current Liabilities	4.50	-
	Increase / (Decrease) in Long Term Provision	2.21	-
	Proceeds from Issue of shares	-	-
	Finance Cost paid	(13.09)	(16.00)
	Net Cash from/ (used in) Financing Activities (C)	(22.80)	(22.06)
	Net Increase/ (Decrease) in Cash & Cash Equivalents (A+B+C)	(2.09)	0.67
	Cash & Cash Equivalents as at the beginning of the year	2.31	1.64
	Cash & Cash Equivalents as at the end of the year	0.22	2.31
		0.00	(0.00)
As per our report attached of even date		For and on behalf of Board	
For Gupta Agarwal & Associates			
Chartered Accountants			
FRN: 329001E			
	Thomas Constance Avinash Misquita	Desiderio Anthony Misquit	
	Managing Director	Wholetime Director	
Jay Shanker Gupta			
(Partner)			
Mem No: 059535			
Date : 30.05.2022			
Place : Kolkata		Gail Lucia Misquita	Pavan Kumar Gupta
		Chief Financial Officer	Company Secretary

1. SIGNIFICANT ACCOUNTING POLICIES

(A) Corporate Information:

The Company was originally incorporated on March 24, 1998 vide Certificate of Incorporation bearing Registration Number 24-02537 issued by the Registrar of Companies, Goa, Daman & Diu. The company changed its name to MISQUITA ENGINEERING LIMITED with approval of Central Government and ROC dated October 18, 2017. During the F.Y. 2020-21 The Company made a public issue and is listed on BSE SME segment. The Company is engaged in supplying major component and job workers to manufacturing industries of front loading washing machines. Since inception the Company has shown an increasing trend in the revenues by endeavoring to reach consumers at large by providing quality products.

(B) Basis of Preparation:

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies have been consistently applied except where specifically stated in financial statements and notes to accounts of the non-conformity with the relevant Accounting Standard.

(C) Significant Accounting Policies:

(a) Use of Estimates:

The preparation of financial statements in conformity with Indian GAAP requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the end of the reporting period and the reported amounts of revenue and expenses during the reported period. Although these estimates are based on management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the Carrying amounts of Assets or Liabilities in future periods.

(b) Property, Plant and equipment:

Property, Plant and Equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment loss, if any. The cost of an asset comprises of its purchase price and any directly attributable cost of bringing the assets to working condition for its intended use. Expenditure on additions, improvements and renewals is capitalized and expenditure for maintenance and repairs is charged to the profit and loss account.

Depreciation is provided on Written Down value basis based on life assigned to each asset in accordance with Schedule II of the Act or as per life estimated by the Management.

(c) Revenue Recognition:

Revenue is recognized when it is earned and no significant uncertainty exists as to its realization or collection. Revenue from sale of goods or services are recognized on delivery of the products or services, when all significant contractual obligations have been satisfied, the property in the goods is transferred for price, significant risk and rewards of ownership are transferred to the customers and no effective ownership is retained.

In the financial statement, revenue from operation does not include Indirect taxes like sales tax and/or Goods & service tax.

(d) Investments:

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of Investments.

On disposal of investment, the difference between its carrying amount and net disposal proceeds are charged or credited to the statement of profit and loss.

(e) Inventories:

Inventory of Finished goods are valued at lower of cost and net realizable value. Cost is determined on FIFO basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

The company is in non-compliance of Accounting Standard – 2 – Valuation of Inventories, to the extent of provision of valuation of Inventory of Raw material and W-I-P at cost instead of valuation at lower of cost and net realizable value as the raw material is client specific i.e. ordered as per client requirement and is used as purchased, as such the data related to net realizable value of Raw material and W-I-P are not available to the company.. The effect of the non-compliance is not quantifiable hence It is not possible for us to quantify the financial effects for the same.

(f) Employee Benefits:

Retirement benefit in the form of provident fund is a defined contribution scheme. The contribution to the provident fund is charged to the statement of profit and loss for the year when an employee renders the related services.

(g) Taxation:

Tax expenses comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the Tax Authorities in accordance with the Income Tax Act'1961 enacted or substantively enacted at the reporting date.

Deferred Tax Assets or Deferred Tax Liability is recognized on timing difference being the difference between taxable incomes and accounting income. Deferred Tax Assets or Deferred Tax Liability is measured using the tax rates and tax laws that have been enacted or substantively enacted at the Balance Sheet date. Deferred Tax Assets arising from timing differences are recognized to the extent there is a reasonable certainty that the assets can be realized in future.

(h) Borrowing Cost:

Borrowing Cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial

period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

(i) Segment Reporting:

The Company is engaged in supplying major component and job workers to manufacturing industries of front loading washing machines. Considering the nature of Business and Financial Reporting of the Company, the Company is operating in only one Segment. Hence segment reporting is not applicable.

(j) Provisions and Contingent Liabilities:

A provision is recognized when the company has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

(k) Earnings per share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

NOTES FORMING PART OF FINANCIAL STATEMENTS

2. SHARE CAPITAL

Amount (In lakhs)

PARTICULARS	As at March	As at March
	31, 2022	31, 2021
(a) Authorised		
30,00,000/- Equity shares of Rs. 10 each	300.00	300.00
(b) Issued, Subscribed and Fully Paid up Capital		
26,94,000/- Equity shares of Rs. 10 each	269.40	269.40
Total	269.40	269.40

a. Reconciliation of Shares outstanding at the beginning and at the end of the Period

PAR T I C U L A R S	As at March	As at March
	31, 2022	31, 2021
Outstanding at the beginning of the period	26,94,000	26,94,000
Issued during the year through IPO	-	-
Bonus Issued during the year	-	-
Outstanding at the end of the Period	26,94,000	26,94,000

Note:

a. Terms/ rights attached to equity shares:-

- i. The company has only one class of Equity Shares having par value of Rs. 10.00 per share. Each holder of Equity shares was entitled to one vote per share.
- ii In the event of Liquidation of the company, the holders of equity shares shall be entitled to receive the remaining assets of the Company. The amount distributed will be in proportion to the number of equity shares held by the shareholders.

b. Details of Shareholders holding more than 5% shares in the company (In terms of No. of Shares Holding):

Particulars	As at March		As at March	
	31, 2021		31, 2021	
Name of Share Holder	No of Shares	% Holding	No of Shares	% Holding
Thomas Constance Avinash Misquita	12,77,900	47.44	12,77,900	47.44
Gail Lucia Misquita	3,00,000	11.14	3,00,000	11.14
Total	15,77,900	58.57	15,77,900	58.57

b. Disclosure of Shareholding of Promoters at March 31, 2022:

Promoters Name	Shares held by Promoters & Promoters Group				% Change during the year
			As at March 31, 2021		
Name of Share Holder	No of Shares	% Holding	No of Shares	% Holding	
Thomas Constance Avinash Misquita	12,77,900	47.44	12,77,900	47.44	-
Gail Lucia Misquita	3,00,000	11.14	3,00,000	11.14	-
Silvia I R Misquita	100	0.00	100	0.00	-
Desiderio Anthony Misquita	1,22,000	4.53	1,00,000	3.71	22%
Deanne Silvia Sybil Misquita	1,00,000	3.71	1,00,000	3.71	-
Delia Vianne Misquita	1,00,000	3.71	1,00,000	3.71	-
Denise Lilia Antonia Misquita	1,00,000	3.71	1,00,000	3.71	-
Total	20,00,000	74.24	19,78,000	73.42	

3. RESERVES AND SURPLUS

Particulars	Amount (In lakh)	
	As at March 31, 2022	As at March 31, 2021
A) Surplus in Profit and Loss account		
Opening Balance	188.87	166.33
Add: Profit/ (Loss) for the year	42.39	22.85
Add: Adjustment in relation to prior period items of Earlier years Taxes	(7.34)	(0.30)
Total (A)	223.92	188.87
B) Securities premium account		
Opening Balance	86.34	86.34
Add: Premium Received through IPO	-	-
Less: IPO Expenses	-	-
Total (B)	86.34	86.34
Total (A+B)	310.26	275.21

4. LONG TERM BORROWINGS

Particulars	As at March 31, 2022	As at March 31, 2021
Secured:		
Term Loans From Banks	71.58	93.83
Less : Amount of current maturities as disclosed under the head "Short term borrowings"	(0.61)	(6.45)
Unsecured:		
Loan From Directors	-	-
Total	70.97	87.39

Notes:-

1. Loan A/ c no. 621132017, is a secured loan under Fixed First Non Housing Loan Scheme, Sanctioned amount is Rs. 50,00,000/- , repayable in 180 monthly installments of Rs. 54,841/- each. This loan shall be secured by an extension of mortgage on the property financed by HDFC vide loan account no 621127761, 621132880 and 621137950.
2. Loan A/ c no. 621132880, is a secured loan under Fixed First Non Housing Loan Scheme, Sanctioned amount is Rs. 45,67,000/-, repayable in 180 monthly installments of Rs. 53,352/- each. This loan shall be secured by an extension of mortgage on the property financed by HDFC vide loan account no 621127761, 621132017 and 621137950.
3. Loan for Ignis car Loan, is a secured vehicle loan for purchase of 4 wheeler - New Nexa Ignis 1.2 , Sanctioned amount is Rs. 7,26,000/-, repayable in 60 monthly installments of Rs. 14,983/- each. This loan is secured by hypothecation of 4 wheeler - New Nexa Ignis 1.2 financed by Citizen Co-operative Bank.

5. OTHER NON-CURRENT LIABILITIES

Particulars	As at March 31, 2022	As at March 31, 2021
Security Deposit from future general insurance	4.50	-
Total	4.50	-

6. LONG TERM PROVISIONS

Particulars	Amount (In lakhs)	
	As at March 31, 2022	As at March 31, 2021
Provision for Gratuity	2.21	-
Total	2.21	-

7. SHORT TERM BORROWINGS

Particulars	As at March 31, 2022	As at March 31, 2021
Secured:		
Working Capital Loan from Bank (O/D)	57.58	-
Current Maturities of Long Term Debt	0.61	6.45
Unsecured:		
Loans Repayable on Demand		
From Credit Card	0.09	0.20
Total	58.28	6.65

Notes:-

- Cash Credit Working Capital Loan availed from HDFC Bank, sanctioned amount Rs. 1,00,00,000/- with rate of interest 9.6% p.a and secured with hypothecation of Plant & Machinery, Stock and Debtors Collateral & Personal Guarantee of Thomas Constance Avinash Misquita, Gail Lucia Misquita, Silvia Misquita & CGTMSE Guarantee.
- Overdraft facility availed from HDFC Bank, sanctioned amount Rs. 7,20,000/- with rate of interest 9.26% p.a and secured with lien on Fixed Deposit payable on demand.

8. TRADE PAYABLES

Particulars	As at March 31, 2022	As at March 31, 2021
Total Outstanding:		
From Micro, Small and Medium Enterprises	-	-
From Other Than Micro, Small and Medium Enterprises	206.88	140.91
Total	206.88	140.91

Ageing schedule of Trade payables

Particulars	<1 year	1-2 years	2-3 years	> 3 years	Total
As on 31.03.2022	148.12	0.54	-	58.22	206.88
As on 31.03.2021	139.33	0.58	-	1.00	140.91

Notes:-

- Trade Payables as on March 31, 2022 and March 31, 2021 has been taken as certified by the management of the company, balances are subjected to party confirmations
- Segregation of trade payables as due to MSME and Other than MSME are certified by management.

9. OTHER CURRENT LIABILITIES

Particulars	Amount (In lakh)	
	As at March 31, 2022	As at March 31, 2021
Other Payables		
Statutory Dues	2.38	2.46
GST Payables	-	14.18
Expenses Payable	5.41	6.01
Payable to share broker	-	0.00
Total	7.79	22.64

10. SHORT TERM PROVISIONS

Particulars	As at March 31, 2022	As at March 31, 2021
Short- Term Provisions		
Provision for Audit Fees	0.50	0.50
Provision for Income tax	0.00	-
Provision for Gratuity	0.16	-
Total	0.66	0.50

11. FIXED ASSETS

Particulars	As at March 31, 2022	As at March 31, 2021
Tangible Assets	41.13	46.66
Capital Work-in- Progress	143.46	130.57
Total	184.58	177.23

CWIP a) Ageing schedule of Capital Work in progress as on 31.03.2022

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress	12.88	37.84	34.34	58.39	143.46
Project Temporarily Suspended	-	-	-	-	-
Total	12.88	37.84	34.34	58.39	143.46

Amount

Projects which have exceeded their original timeline -

Projects which have exceeded their original budget -

Details of capital work-in progress whose completion is overdue as compared to its original plan as at 31st March, 2022

Particulars	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Under Process (A)	-	-	-	-	-
Temporarily Suspended (B)	-	-	-	-	-
Total	-	-	-	-	-

Details of capital work-in progress which has exceeded its cost compared to its original plan as at 31st March, 2022

There were no material projects which have exceeded their original plan cost as at 31st March, 2022.

CWIP a) Ageing schedule of Capital Work in progress as on 31.03.2021

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress	-	-	-	-	-
Project Temporarily Suspended	-	-	-	-	-
Total	-	-	-	-	-

Amount

Projects which have exceeded their original timeline -

Projects which have exceeded their original budget -

Details of capital-work-in progress whose completion is overdue as compared to its original plan as at 31st March, 2021

Particulars	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Under Process (A)	37.84	34.34	58.39	-	130.57
Temporarily Suspended (B)	-	-	-	-	-
Total	37.84	34.34	58.39	-	130.57

Details of capital-work-in progress which has exceeded its cost compared to its original plan as at 31st March, 2021

There were no material projects which have exceeded their original plan cost as at 31st March, 2021.

12. NON-CURRENT INVESTMENTS

PARTICULARS	Amount (In lakh)	
	As at March 31, 2022	As at March 31, 2021
Fixed Deposits with Bank	-	-
Investment in Property	127.95	127.95
Investment in Quoted Shares & Mutual Funds	43.84	71.81
Total	171.79	199.75

13. DEFERRED TAX ASSETS/LIABILITIES

Particulars	As at March 31, 2022	As at March 31, 2021
Opening Balance of (D TA) / D TL	6.01	5.56
Add: Prior Period Deferred Tax Adjustment	-	-
Add: Provision for the Year	0.18	0.45
Closing Balance of (D TA) / D TL	6.19	6.01

14. CURRENT INVESTMENTS

PARTICULARS	Amount (In lakh)	
	As at March 31, 2022	As at March 31, 2021
Fixed Deposits with Bank	44.33	41.19
Total	44.33	41.19

15. INVENTORIES

PARTICULARS	As at March 31, 2022	As at March 31, 2021
Finished Goods (Valued at lower of Cost or NRV unless ot	162.84	104.60
Raw Material (Valued at Cost unless otherwise stated)	6.60	5.87
Work In Process (Valued at Cost unless otherwise stated)	117.13	89.45
Total	286.56	199.92

Notes:-

1. Value of Inventories as on March 31, 2022 and 2021 have been taken as certified by the management of the company. The company valued its Raw material and W-I-P at cost as certified by the management of the company

16. TRADE RECEIVABLES

PARTICULARS	As at March 31, 2022	As at March 31, 2021
Unsecured, Considered good outstanding for a period less than six months		
From Directors / Promoters / Promoter Group / Associates / Others	223.03	149.70
Unsecured, Considered good outstanding for a period more than six months		
From Directors / Promoters / Promoter Group / Associates / Relatives of Directors / Group Companies. Others	0.86	-
Total	223.89	149.70

Ageing schedule of Trade Receivables

Particulars	<6 month	6 month-1 years	1-2 years	2-3 years	More than 3 years	Total
As on 31.03.2022	223.03	0.86	-	-	-	223.89
As on 31.03.2021	149.70	-	-	-	-	149.70

Notes:-

1. Trade Receivables as on March 31, 2022 and March 31, 2021 has been taken as certified by the management of the company. Balances of Trade Receivables are subjected to balance confirmations.

2. As per the view of the management of the company there is no doubtful debt and hence provision for doubtful debts have not been made.

17. CASH & CASH EQUIVALENTS
Amount (In lakh)

PARTICULARS	As at March 31, 2022	As at March 31, 2021
Cash in Hand (As Certified by Management)	0.16	0.06
Balances with Banks		
-In Cash Credit Accounts	-	2.09
-In Current Accounts	0.06	0.16
Total	0.22	2.31

18. SHORT TERM LOANS AND ADVANCES

PARTICULARS	As at March 31, 2022	As at March 31, 2021
Loans & Advances		
Sales Tax Security Deposits	-	0.03
Advance of Office Premises	2.72	3.72
Advanced to Sundry Creditors	-	1.78
Advance for Plot allotment	0.74	0.74
Advance for shares and securities	-	0.99
Security Deposit with BSE	1.93	1.93
Balances with Government Authorities		
Unsecured considered good		
Goods and Service Tax	1.83	-
Advance Tax (Net of Provision for Income Tax)	4.55	15.92
Tax Deducted at Source & Tax Collected at Source (Net of)	1.61	1.46
Total	13.37	26.56

19. OTHER CURRENT ASSETS

PARTICULARS	As at March 31, 2022	As at March 31, 2021
Labour Welfare	0.01	-
Gratuity Benefit	0.01	0.01
Accrued Rent	-	-
Total	0.02	0.01

20. REVENUE FROM OPERATIONS

PARTICULARS	For the year ending on 31.03.2022	For the year ending on 31.03.2021
Turnover from Sale of Product (Net of Taxes)		
Manufactured Products	852.59	668.59
Turnover from Sale of Services		
Job Work	-	-
Total	852.59	668.59

Note:-

1. Sales are accounted excluding sales tax / VAT/GST and other taxes and duties.

21. OTHER INCOME

PARTICULARS	Amount (In lakh)	
	For the year ending on 31.03.2022	For the year ending on 31.03.2021
Related and Recurring Income:		
Discount Received	0.09	0.11
Interest Income:-		
Interest on Bank Deposits	3.66	3.34
Other Non-Operating Income:		
Dividend Income	0.26	0.45
Long term Capital Gain	0.04	(11.86)
Short term Capital Gain	8.14	18.09
Rental Income	2.88	10.01
Balances Written off	-	0.58
Other Income	0.09	5.79
Total	15.18	26.52

22. COST OF MATERIAL CONSUMED

PARTICULARS	For the year ending on 31.03.2022	For the year ending on 31.03.2021
Opening Stock Of Raw Materials	5.87	4.96
Opening Stock Of Work In Progress	89.45	77.23
Purchases	753.49	568.78
Add :- Direct Expenses		
Consumables	17.20	17.42
Custom Duty	-	0.06
Job Work Charges	15.26	7.96
Electricity Charges	3.64	3.20
Freight Inward	0.05	0.19
Less :-		
Closing Stock Of Raw Materials	6.60	5.87
Closing Stock Of Work In Progress	117.13	89.45
Total	761.25	584.48

23. CHANGES IN INVENTORIES OF FINISHED GOODS

PARTICULARS	For the year ending on 31.03.2022	For the year ending on 31.03.2021
Opening Stock Of Finished Goods	104.60	82.06
Closing Stock Of Finished Goods	162.84	104.60
Changes In Inventories Of Finished Goods	(58.23)	(22.54)

24. EMPLOYEE BENEFIT EXPENSES

PARTICULARS	Amount (In lakh)	
	For the year ending on 31.03.2022	For the year ending on 31.03.2021
Directors Remuneration	27.40	32.93
Directors Sitting Fees	0.60	0.60
Salaries , Wages & Bonus	19.66	19.73
Staff Welfare Expenses	0.65	1.09
Provision for gratuity	2.54	(2.75)
Contribution to Fund	1.96	2.13
Total	52.81	53.72

25. FINANCE COSTS

PARTICULARS	Amount (In lakh)	
	For the year ending on 31.03.2022	For the year ending on 31.03.2021
Interest on Bank Loans	10.44	13.85
Bank Charges	1.52	0.97
CGTMSE Fees	1.13	1.18
Total	13.09	16.00

26. DEPRECIATION AND AMORTISATION EXPENSES

PARTICULARS	For the year ending on 31.03.2022	For the year ending on 31.03.2021
Depreciation	11.84	13.60
Total	11.84	13.60

27. OTHER EXPENSES

PARTICULARS	For the year ending on 31.03.2022	For the year ending on 31.03.2021
	Amount (In lakh)	
Audit Fees	0.50	0.50
Advertisement and Business Promotion Expenses	1.58	0.17
Conveyance Expenses	0.30	0.61
Demat Charges	1.52	1.66
Depository Expenses	0.03	0.84
Electricity Expenses	-	0.06
Freight Outward	6.36	4.29
Housekeeping Charges	0.07	0.06
Interest & Penalty on Income Tax & TDS & GST	0.05	0.10
Internet Expenses	-	0.01
Insurance Charges	1.44	1.21
Legal & Professional Charges	7.12	2.67
Market Research Services	0.26	0.05
Packing Expenses	0.08	0.04
Postage and Telephone Expenses	0.42	0.42
Printing & Stationery	0.41	0.28
Repairs & Maintenance	4.84	6.01
ROC Fees	0.07	0.12
RTA Fees	0.36	0.37
Sinking Fund Contribution	0.09	-
Trade Discount	2.23	-
Transportation Charges	0.00	0.01
Travelling Expenses	1.87	0.23
Water Charges	0.09	0.12
Other Expenses	0.33	0.05
Total	30.04	19.89

28. EARNING PER SHARE (EPS)

PARTICULARS	For the year ending on 31.03.2022	For the year ending on 31.03.2021
Details of Calculation of Basic and Diluted Earning Per		
Profit after tax as per Statement of Profit and Loss	42.39	22.85
Weighted average number of Equity Shares (Number in La	26.94	26.94
Add: Dilutive Potential Equity Shares	-	-
Number of Equity Shares for Dilutive EPS (Number in Lak	26.94	26.94
Nominal Value of Shares	10	10
Basic Earnings Per Share	1.57	0.85
Diluted Earnings Per Share	1.57	0.85

Note:-

1. The calculation of Earning Per Share (EPS) has been made in accordance with Accounting Standard - 20.

29. RELATED PARTIES TRANSACTIONS

PARTICULARS	Amount (In lakh)	
	For the year ending on 31.03.2022	For the year ending on 31.03.2021
REVENUE ITEMS		
Remuneration to Directors	34.80	40.29
Remuneration to Company Secretary	1.68	-
Directors' Sitting Fees	0.60	0.60
NON REVENUE ITEMS		
Loan Taken	0.20	0.20
Loan Repaid	0.20	0.20
Total	37.48	41.29

Year Wise RPT transactions bifurcated amongst name of related parties

PARTICULARS	For the year ending on 31.03.2022	For the year ending on 31.03.2021
Thomas Constance Avinash Misquita		
Remuneration	18.20	17.57
Loan Taken	0.20	0.20
Loan Repaid	0.20	0.20
Reimbursement of expenses related to offer for sale	-	-
Gail Lucia Misquita		
Remuneration	9.20	8.75
Silvia Misquita		
Remuneration	-	6.61
Desiderio Misquita		
Remuneration	7.40	7.36
Bonus	-	-
Noel Quadros		
Directors' Sitting Fees	0.20	0.20
Edgar Cotta		
Directors' Sitting Fees	0.20	0.20
Ravindra Mesta		
Directors' Sitting Fees	0.20	0.20
Bhawini Surana (Company Secretary)		
Remuneration	1.12	-
Pavan Kumar Gupta (Company Secretary)		
Remuneration	0.56	-

30 ACCOUNTING RATIOS

Name of the Ratio	Numerator	Denominator	F.Y. 2021-22	F.Y. 2020-21	% of Variance
Current Ratio (in times)	Current assets	Current liabilities	2.08	2.46	(15.51)
Debt-Equity Ratio (in times)	Total debt	Equity	0.22	0.17	29.14
Debt Service coverage ratio* (in times)	Earnings available for debt service	Total debt service	5.98	2.65	125.34
Return on equity (in %)	Net profit	Average shareholder equity	7.31	4.19	74.31
Inventory Turnover Ratio (in times)	Sales	Average Inventory	3.51	3.67	(4.54)
Trade receivable turnover ratio (in times)	Net sales	Average accounts receivables	4.56	6.44	(29.18)
Trade payables turnover ratio (in times)	Net purchases	Average trade payables	4.33	5.99	(27.63)
Net capital turnover ratio (in times)	Net sales	Working Capital	2.89	2.69	7.72
Net profit ratio (in %)	Net profit	Net sales	4.97	3.42	45.49
Return on capital employed (in %)	Earning before interest and tax	Capital employed	10.77	7.27	48.07
Return on investment (in %)	Income on investment	Value of Investment	6.94	8.32	(16.61)

Definitions:

- Earning for available for debt service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortisations + Interest + other adjustments like loss on sale of Fixed assets etc.
- Debt service = Interest & Lease Payments + Principal Repayments
- Average inventory = (Opening inventory balance + Closing inventory balance) / 2
- Net credit sales = Net credit sales consist of gross credit sales minus sales return
- Average trade receivables = (Opening trade receivables balance + Closing trade receivables balance) / 2
- Net credit purchases = Net credit purchases consist of gross credit purchases minus purchase return
- Average trade payables = (Opening trade payables balance + Closing trade payables balance) / 2
- Working capital = Current assets - Current liabilities
- Earning before interest and taxes = Profit before exceptional items and tax + Finance costs - Other Income
- Capital Employed = Shareholders' fund + Long-term debt

Explanation on Variances more than 25%

- Debt equity ratio increased by 29.14% in F.Y. 2021-22 as compared to F.Y. 2020-21 due to increase in short term borrowing for the year ended 31.03.2022
- Debt service coverage ratio increased by 125.34% in F.Y. 2021-22 as compared to F.Y. 2020-21 due to increase in EBIDT for the year ended 31.03.2022
- Return on Equity ratio increased by 74.31% in F.Y. 2021-22 as compared to F.Y. 2020-21 due to increase in surplus as company's PAT increased during the F.Y. 2021-22.
- Trade receivable turnover ratio decreased by 29.18% in F.Y. 2021-22 as compared to F.Y. 2020-21 due to increase in sales for the F.Y. 2021-22.
- Trade payable turnover ratio decreased by 27.63% in F.Y. 2021-22 as compared to F.Y. 2020-21 due to increase in trade payables during the F.Y. 2021-22.
- Net profit ratio increased by 45.49% in F.Y. 2021-22 as compared to F.Y. 2020-21 due to increase in Profit after tax during the F.Y. 2021-22.
- Return on capital employed ratio increased by 48.07% in F.Y. 2021-22 as compared to F.Y. 2020-21 due to increase in Profit after tax during the F.Y. 2021-22.

NOTE 31.

No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III:

- Crypto Currency or Virtual Currency
- Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder
- Registration of charges or satisfaction with Registrar of Companies
- Relating to borrowed funds
 - Wilful defaulter
 - Utilisation of borrowed funds & share premium
 - Borrowings obtained on the basis of security of current assets
 - Discrepancy in utilisation of borrowings
 - Current maturity of long term borrowings

NOTE 32 DISCLOSURE OF TRANSACTIONS WITH STRUCK OFF COMPANIES

The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.

For Gupta Agarwal & Associates

Chartered Accountants

FRN: 329001E

Jay Shanker Gupta

(Partner)

Mem No: 059535

For and on behalf of Board

Thomas Constance Avinash Misq **Desiderio Anthony Misquita**

Managing Director

Wholtime Director

Gail Lucia Misquita
Chief Financial Officer

Pavan Kumar Gupta
Company Secretary

Note 11: Property, Plant & Equipment and Intangible Assets										Amount (In lakhs)	
Block of Assets	Gross Block					Depreciation				Net Block	
	As on	Addition	Adjusted with	Deletion	As on	Opening	During the period	Adjustment	Closing	As on	As on
	01.04.2021	During the year	Retained Earnings	During the year	31.03.2022	01.04.2021		During the year	31.03.2022	31.03.2022	31.03.2021
TANGIBLE ASSETS											
Building	16.25	-	-	-	16.25	12.63	0.34	-	12.97	3.28	3.62
Furniture	0.72	-	-	-	0.72	0.72	0.00	-	0.72	0.00	0.01
Motor Car	62.35	-	-	-	62.35	47.96	4.49	-	52.46	9.89	14.38
Motor Bike	0.76	-	-	-	0.76	0.71	0.02	-	0.73	0.04	0.05
Office Equip	2.63	-	-	-	2.63	2.56	0.05	-	2.61	0.02	0.07
Computer	2.22	0.54	-	-	2.76	2.02	0.33	-	2.34	0.42	0.21
Ele. Installation	3.19	0.16	-	-	3.35	2.26	0.27	-	2.53	0.82	0.93
P & M	100.79	5.61	-	-	106.40	73.40	6.35	-	79.75	26.65	27.39
Total Tangible Assets	188.91	6.31	-	-	195.22	142.25	11.84	-	154.10	41.13	46.66
Grand Total	188.91	6.31	-	-	195.22	142.25	11.84	-	154.10	41.13	46.66

MISQUITA ENGINEERING LIMITED
CIN: L74210GA1998PLC002537

Registered Address: 182/1 Vaiginim Vaddo Nachinol Aldona North Goa 403508.
Tel: +91-22-40101293

Website: www.misquitaengg.com Email: info@misquitaengg.com

ATTENDANCE SLIP

TO BE COMPLETED AND HANDED OVER AT THE ENTRANCE OF THE MEETING

Name and Address of Shareholder	Folio No.
No. of Shares	Client ID

I hereby record my presence at the 24TH Annual General Meeting of the Company on Friday, the 30th day of September, 2022 at 4.30 pm at Dina Banquet Hall, Hotel Miramar, Near Kamat Kinara, Caranzalem Goa. 403002.

Signature of the Shareholder or Proxy

Email Address:

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report at the meeting.

ELECTRONIC VOTING PARTICULARS

Electronic Voting Event Number (EVEN)	User ID	Password

MISQUITA ENGINEERING LIMITED
CIN: L74210GA1998PLC002537

Registered Address: 182/1 Vaiginim Vaddo Nachinol Aldona North Goa 403508.
 Tel: +91-22-40101293

Website: www.misquitaengg.com Email: info@misquitaengg.com

PROXY FORM

Name of the Member(S):			
Registered Address:			
Email -id:			
Folio No. Client ID:		DP ID:	

I/We, being the member (s) of _____ shares of the above-named Company, hereby appoint

Name: _____
 Address: _____
 Email-id: _____
 Signature: _____ or failing him

Name: _____
 Address: _____
 Email-id: _____
 Signature: _____ or failing him

Name: _____
 Address: _____
 Email-id: _____
 Signature: _____ or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 24TH Annual General Meeting of the Company on Friday, the 30th day of September, 2022 at 4.30 pm at Dina Banquet Hall, Hotel Miramar, Near Kamat Kinara, Caranzalem Goa. 403002 and at any adjournment thereof in respect of such Resolutions as are indicated below:

Item No.	Resolutions	Optional	
		For	Against
	Ordinary Business		
1.	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2022 and the Profit and Loss Account for the year ended on that date together with the Schedules thereon, along with the Reports of the Directors and Auditors thereon		
2.	To re-appoint Mr. Desiderio Anthony Misquita (DIN: 08956087) who retires by rotation & being eligible offers himself for re-appointment as Director		
Special Business			
3.	Re-appointment of Mr. Noel Luizinho Quadros (DIN: 07794406) as an Independent Director		

Affix Revenue Stamp

Signed this..... day of.....2022

Signature of shareholder

Signature of Proxy holder(s)

Note:

(i) This form of proxy in order to be effective should be duly completed and deposited at the registered office of the company, not less than 48 hours before the commencement of the meeting.

(ii) For the resolutions, explanatory statements and notes, please refer to the notice of 24th Annual General Meeting.

(iii) It is Optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she thinks appropriate (iv) Please complete all details including details of member(s) in the above box before submission.

MISQUITA ENGINEERING LIMITED
CIN: L74210GA1998PLC002537

Registered Address: 182/1 Vaiginim Vaddo Nachinol Aldona North Goa 403508.
 Tel: +91-22-40101293

Website: www.misquitaengg.com Email: info@misquitaengg.com

ASSENT/ DISSENT FORM FOR VOTING ON AGM RESOLUTIONS

1.Name(s)& Registered Address of the sole / first named member	
2.Name(s) of the Joint-Holder(s):(if any)	
3. i)Registered Folio No: ii)DPID No & Client ID No. (Applicable to members holding shares Dematerialized form)	
4. Number of Shares(s) held	

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Annual General Meeting held on 30th September 2022, by conveying my/ our assent or dissent to the resolutions by placing tick (√) mark in the appropriate box below:

Item No.	Resolutions	Optional	
		For	Against
	Ordinary Business		
1.	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2022 and the Profit and Loss Account for the year ended on that date together with the Schedules thereon, along with the Reports of the Directors and Auditors thereon		
2	To re-appoint Mr. Desiderio Anthony Misquita (DIN: 08956087) who retires by rotation & being eligible offers himself for re-appointment as Director		
Special Business			
3	Re-appointment of Mr. Noel Luizinho Quadros (DIN: 07794406) as an Independent Director		

Place
Date

Signature of the Shareholder Authorized Representative

Notes:

- i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
- ii) Last date for receipt of Assent/ Dissent Form is 5.00 pm on 29th September 2022.
- iii) Please read the instructions printed overleaf carefully before exercising your vote.

General Instructions:

1. Shareholders have option to vote either through e-voting i.e. electronic means or to convey assent / dissent. If a shareholder has opted for physical Assent/Dissent Form, then he/she should not vote by e-voting advice versa. However, in case Shareholders cast their vote through physical assent/dissent form and e-voting, then vote cast through e-voting shall be considered as invalid.
2. The notice of Annual General Meeting is e-mailed to the members whose names appear on the Register of Members as on 02nd September 2022 and voting rights shall be reckoned on the paid-up value of the shares registered in the name of the shareholders as on 23rd September 2022.
3. Voting through physical assent/ dissent form cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization, as stated below.

Instructions for voting physically on Assent / Dissent Form:

1. A member desiring to exercise vote by Assent/Dissent should complete this Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e. 5.00 pm on 29th September 2022. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.

2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Share holder and in his absence, by the next named Shareholder.
3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.) the completed Assent/ Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.
4. The consent must be accorded by recording the assent in the column “FOR” or dissent in the column “AGAINST” by placing a tick mark (√) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.
5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
6. There will be one Assent/ Dissent Form for every folio / Client id irrespective of the number of joint holders.
7. A member may request for a duplicate Assent/ Dissent Form, if so required and the same duly completed should reach the Scrutinizer not later than the specified under instruction No.1 above.
8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent/ Dissent form except giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.
9. The Scrutinizers decision on the validity of the Assent/ Dissent Form will be final and binding. Incomplete, unsigned or incorrectly ticked Assent/ Dissent Forms will be rejected.

ROUTE MAP OF THE AGM VENUE

