



NOTICE OF 38TH ANNUAL GENERAL MEETING

Dear MITCON Members,

I am pleased to invite you to the 38th Annual General Meeting of MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED (the “Company”) will be held through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) on Monday, 28th September, 2020 at 12:00 Noon (the “AGM”) in accordance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 20/2020, 14/2020 and 17/2020 dated 5th May, 2020, 8th April, 2020 and 13th April, 2020 respectively.

As a shareholder you are entitled to attend, speak and vote at the AGM. Here, it gives you the opportunity to vote on various company matters, by attending AGM through VC/OAVM.

As per Section 108 of the Companies Act 2013, read with the related Rules and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice before or during the Meeting. The instructions for e-voting are enclosed herewith AGM Notice

The formal notice of AGM (the “AGM Notice”) is set out in subsequent pages of this document and explanatory notes on the business to be considered are set out on further pages. In addition to the usual items of business, your Board of Directors is seeking shareholder approval on the matter of electing successor to the position of Managing Director.

Your Board of Directors believes that the proposals described in this document are in the best interests of the Company and its shareholders as a whole. The Directors intend to do so in respect of their own shareholdings. On behalf of the Board of Directors, I would like to thank you for your continued support and look forward to meeting you at the Annual General Meeting.

Yours faithfully,

Sd/-

Ankita Agarwal

Company Secretary



NOTICE is hereby given that the Thirty-Eighth Annual General Meeting of the Members of MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED will be held through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) on Monday, the 28th September, 2020 at 12:00 Noon (the “AGM”) to transact the following business:

A. Ordinary Business:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statement as on 31st March, 2020 and the Reports of the Board of Directors and the Auditors thereon.
2. To declare a final dividend on equity shares for the financial year ended 31st March, 2020.
3. To appoint a Director in place of Mr. Anand Chalwade (DIN: 02008372), who retires by rotation and being eligible, offers himself for re-appointment.
4. Ratification of appointment of Auditors

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

“RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, the Company hereby ratifies the appointment of M/s J. Singh and Associates, Chartered Accountants, Mumbai (Firm Registration No. 110266W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Forty Second (42nd) AGM to be held in 2024 to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.

B. Special Business:

5. Appointment of Mrs. Archana Lakhe as an Independent Woman Director

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for



the time being in force) read with Schedule IV to the Companies Act, 2013, Mrs. Archana Lakhe (holding DIN 07079209), who was appointed as an Additional Director of the Company by the Board of Directors with effect from February 5, 2020 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing along with requisite deposit from a member under the provisions of Section 160 of the Companies Act, 2013, proposing her candidature for the office of a Director, be and is hereby appointed as Non-Executive Independent Woman Director of the Company to hold office for a period of Five (5) consecutive years commencing from February 5, 2020 and ending on February 5, 2025.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Archana Lakhe be paid such fees and remuneration as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time”.

By Order of the Board of Directors

For MITCON Consultancy & Engineering Services Limited

Sd/-

Ankita Agarwal

Company Secretary

M. No: A49634

Date: 29th August, 2020

Place: Pune

**Regd. Office: Kubera Chambers, Shivajinagar,
Pune - 411005**

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, permitted the holding of the Annual General Meeting (“AGM”) through VC/ OAVM, without physical presence of the members at common venue. In compliance of SEBI LODR, 2015 and MCA Circulars the AGM of the Company is being held through VC/OAVM. The detailed procedure for participating in the meeting through VC/OAVM is enumerated hereto.
2. In terms of the aforesaid Circulars, the businesses set out in the Notice will be transacted by the members only through remote e-voting or through the e-voting system provided during the meeting while participating through VC facility.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. Corporate Members, Banks, Financial Institutions, Societies, Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) intending to send their authorized representative(s) are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/Authorization, attested specimen signature of the duly authorized signatory (ies) etc., authorising its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address at scrutinisers@mmjc.in and to the company at cs@mitconindia.com with a copy marked to evoting@nsdl.co.in.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. Members can attend and participate in the Annual General Meeting through VC/OACM only.

6. The Company has announced that the Register of Members and Share Transfer Books of the Company shall be closed from 23rd September, 2020 to 28th September, 2020 (both days inclusive).
7. Final Dividend on Equity Shares as recommended by the Board of Directors for the Financial Year 2019-20, if approved at the meeting, will be payable to those eligible members whose name appeared:
 - i. As Members in the Register of Members of the Company as on 25th September, 2020 in respect of shares held in Physical Form, after giving effect to all valid share transfers in physical form lodged with the Company or its Registrar & Transfer Agents (R&TA) on or before 25th September, 2020.
8. Members holding shares in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Registrar and Transfer Agents, M/s. Link Intime India Private Limited for consolidation into a single folio. Members holding shares in Dematerialized form are also requested to consolidate their shareholding.
9. Non-Resident Indian Members are requested to inform Registrar and Transfer Agents, immediately of:
 - a) Change in their residential status on return to India for permanent settlement.
 - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code, MICR No. and address of the bank, if not furnished earlier, to enable Corporation to remit dividend to the said Bank Account directly.
10. As a measure for Green Initiative and in compliance of the provision of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Company has sent Annual Reports in Electronic Mode to the Members who have registered their E-mail IDs either with the Registrar and Transfer Agents or with their respective Depositories. Members willing to procure the physical copies of the documents/ Annual Reports may make a specific request quoting their Folio No /Client ID & DP ID to the Company at cs@mitconindia.com or to RTA at pune@linkintime.co.in.
11. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service

(NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, M/s Link Intime India Private Limited (Link Intime) to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Link Intime or to the Company.

12. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
13. Members seeking any information with regard to the Accounts, are requested to write to the Company at cs@mitconindia.com at least seven (7) days prior to the date of the meeting, so as to enable the Management to keep the information ready at the meeting.
14. Members may note that the Notice of the 38th Annual General Meeting and the Annual Report for 2019-20 will also be available on the Company's website www.mitconindia.com for their download.
15. The documents referred to in the notice of the AGM are available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to cs@mitconindia.com by 25th September, 2020.
16. Details of Directors seeking appointment/ re-appointment at the 38th Annual General Meeting in pursuance of the provisions of the Companies Act, 2013 and Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are given as an Annexure to the Notice. Requisite declarations have been received from the Director for his/ her appointment/ re-appointment.
17. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General

Meeting by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Annual General Meeting (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL).

18. The members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again
19. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cutoff date, i.e. 19th September, 2020.
20. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the notice and holding shares as on the cutoff date, i.e. 28th August, 2020, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or at cs@mitconindia.com or at pune@linkintime.co.in. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
21. Makarand M. Joshi & Company, Company Secretaries has been appointed as the Scrutinizer for providing facility to the Members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
22. The Scrutinizer shall submit, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Company Secretary. The Company Secretary shall declare the results of the voting forthwith.
23. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company i.e. www.mitconindia.com and on the website of NSDL immediately after the declaration of result by the Company Secretary. The results shall also be immediately submitted to the National Stock Exchange of India Limited (NSE), Mumbai.



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

25. The address of Registrar and Transfer Agents of the Company is as follows:

M/s LINK INTIME INDIA PRIVATE LIMITED

Unit: MITCON Consultancy & Engineering Services Limited

Block No. 202, 2nd Floor, Akshay Complex, Near Ganesh Temple, Off. Dhole Patil Road, Pune 411 001

Contact No.: (020) 26160084

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

The remote e-voting period begins on 24th September, 2020 at 09:00 a.m. and ends on 27th September, 2020 at 05:00 p.m. The remote e-voting module shall be disabled by NSDL for voting thereafter.

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: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

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

Details on Step 1 is mentioned below:

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 ‘Shareholders’ section.***
- 3. A new screen will open. You will have to enter your User ID, your Password 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 :***

<i>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</i>	<i>Your User ID is:</i>
<i>a) For Members who hold shares in demat account with NSDL.</i>	<i>8 Character DP ID followed by 8 Digit Client ID</i> <i>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.</i>

<p><i>b) For Members who hold shares in demat account with CDSL.</i></p>	<p>16 Digit Beneficiary ID</p> <p><i>For example if your Beneficiary ID is 12***** then your user ID is 12*****</i></p>
<p><i>c) For Members holding shares in Physical Form.</i></p>	<p>EVEN Number followed by Folio Number registered with the company</p> <p><i>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</i></p>

5. Your password details are given below:

- a) *If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.*
- b) *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.*
- c) *How to retrieve your 'initial password'?*
 - (i) *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'.*
 - (ii) *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:*
 - a) *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.*
 - b) *Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.*
 - c) *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.*
 - d) *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.*

Details on Step 2 is given below:

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

1. *After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.*
2. *After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.*
3. *Select “EVEN” of company for which you wish to cast your vote.*
4. *Now you are ready for e-Voting as the Voting page opens.*
5. *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.*
6. *Upon confirmation, the message “Vote cast successfully” will be displayed.*
7. *You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.*
8. *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 scrutinisers@mmjc.in 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.: 1800-222-990 or send a request to (Name of NSDL Official) at evoting.nsdl.com

Process for those shareholders whose email ids are not registered with the depositories 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 cs@mitconindia.com.

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 cs@mitconindia.com.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE ANNUAL GENERAL MEETING (AGM) ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote

e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

- 3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.*
- 4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.*

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE ANNUAL GENERAL MEETING (AGM) THROUGH VC/OAVM ARE AS UNDER:

- 1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.*
- 2. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis.*
- 3. Members are encouraged to join the Meeting through Laptops for better experience.*
- 4. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.*
- 5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.*
- 6. Shareholders who would like to express their views/have questions may send their questions seven (7) days in advance mentioning their name demat account number/folio number, email id, mobile number at cs@mitconindia.com. The same will be replied by the company suitably.*

**EXPLANATORY STATEMENT IN PURSUANCE OF SECTION 102 OF THE COMPANIES
ACT, 2013**

Statement with respect to items under Special business covered in the Notice of Meeting are given below:

ITEM NO. 5

Pursuant to the provision of Section 149(1) of the Companies Act, 2013, the Company is required to appoint Woman Director on its Board. The Company is further required to appoint Independent Directors on Board of the Company, pursuant to the provisions of Section 149(4) of the Companies Act, 2013.

In compliance of the above, the Board of Directors appointed Mrs. Archana Lakhe (DIN: 07079209) as an Independent Woman Director on the Board. The Board confirmed appointment of Mrs. Archana Lakhe (DIN-07079209) as an Additional Director w.e.f. 5th February, 2020 pursuant to Section 161 of the Companies Act, 2013.

Pursuant of Section 161 of the Companies Act, 2013, Mrs. Archana Lakhe (DIN-07079209) will hold office up to the date of the ensuing AGM. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member along with the requisite deposit proposing her Candidature for the office of Independent Director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

In the opinion of the Board of Directors, Mrs. Archana Lakhe (DIN: 07079209), the Non-Executive Independent Woman Director proposed to be appointed, fulfils the conditions specified in the Act and the Rules made thereunder.

The resolution seeks the approval of Members for the appointment of Mrs. Archana Lakhe (DIN: 07079209) as a Non-Executive Independent Woman Director of the Company for the period of consecutive five (5) years from February 5, 2020 to February 5, 2025 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. She is not liable to retire by rotation.

No Director, Key Managerial Personnel or their relatives, except Mrs. Archana Lakhe (DIN: 07079209), to whom the resolution relates, is interested or concerned, financially or



otherwise in the resolution.

The Board recommends the resolution set forth in Item No. 5 of the accompanying Notice for approval of the Members.

**By Order of the Board of Directors
For MITCON Consultancy & Engineering Services Limited**

Sd/-

Ankita Agarwal

Company Secretary

M. No: A49634

Date: 29th August, 2020

Place: Pune

ANNEXURE TO THE NOTICE

PROFILE OF DIRECTORS BEING APPOINTED / RE-APPOINTED

Details of Directors seeking appointment/ re appointment at the 38th Annual General Meeting in pursuance of provisions of the Companies Act, 2013 and Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- **To appoint a Director in place of Mr. Anand Chalwade (DIN: 02008372), who retires by rotation and being eligible, offers himself for re-appointment.**

SR. NO.	PARTICULARS	DETAILS OF DIRECTOR
1.	Name of the Director	Mr. Anand Chalwade
2.	Date of Birth	16 th April, 1973
3.	Nationality	Indian
4.	Date of appointment on the Board	19 th September, 2018
5.	Qualification	B.E. in Chemical Engineering from University of Bombay and Master's Degree in Financial Management

- **Appointment of Mrs. Archana Lakhe as an Independent Woman Director**

SR. NO.	PARTICULARS	DETAILS OF DIRECTOR
1.	Name of the Director	Mrs. Archana Lakhe
2.	Date of Birth	30 th May, 1964
3.	Nationality	Indian
4.	Date of appointment on the Board	05 th February, 2020
5.	Qualification	M.Com. and Practicing Company Secretary

38th
ANNUAL REPORT
2019-2020

of



Registered Office :

Kubera Chambers, Shivajinagar,
Pune - 411 005. Maharashtra (India)
Tel. : 91-020-2553 4322, 2553 3309.
Fax : 91-020-2553 3206
E-mail : mitconmail@gmail.com
CIN : L74140PN1982PLC026933

BOARD OF DIRECTORS

Dr. Pradeep Bavadekar	Managing Director
Mr. Ajay Agarwal	Non-Executive, Non-Independent Director
Mr. Anand Chawade	Non-Executive, Non-Independent Director
Mrs. Archana Lakhe	Non-Executive, Woman Independent Director
Mr. Sanjay Phadke	Non-Executive, Independent Director

KEY MANAGERIAL PERSONNEL

- **CHIEF FINANCIAL OFFICER**
Mr. Ram Mapari
- **COMPANY SECRETARY & COMPLIANCE OFFICER**
Ms. Ankita Agarwal

Bankers

Bank of Baroda
Bank of Maharashtra
ICICI Bank Ltd.
HDFC Bank Ltd.
State Bank of India
IDBI Bank
Yes Bank
Axis Bank
Kotak Mahindra Bank
Canara Bank

STATUTORY AUDITORS

M/s J. Singh & Associates, Chartered Accountants

INTERNAL AUDITORS

M/s Galgali and Associates, Chartered Accountants

Registered Office

Kubera Chambers, Shivajinagar, Pune – 411005, Maharashtra (India)
Tel: 020 – 2553 4322, 2553 3309 Fax: 020 – 2553 3206
CIN: L74140PN1982PLC026933
Email: cs@mitconindia.com
Website: www.mitconindia.com

38th ANNUAL REPORT

2019-2020

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DIRECTORS' REPORT

Dear Members,

Your Directors take pleasure in presenting the 38th Annual Report on the business and operations of your Company along with the Audited Standalone and Consolidated Financial Statement for the year ended 31st March, 2020.

1. COMPANY'S PERFORMANCE :

During the year under review, the Company has achieved a gross turnover of INR 4,271.97 Lakhs in comparison to previous year's turnover which amounted to INR 6,331.01 Lakhs which represents a decrease of 32.52% over the previous year. Key aspects of Consolidated and Standalone Financial Performance of your Company for the current financial year 2019-20 along with the previous financial year 2018-19 are tabulated below:

2. FINANCIAL HIGHLIGHTS :

(INR in Lakhs)

Particulars	CONSOLIDATED		STANDALONE	
	As on 31.03.2020	As on 31.03.2019	As on 31.03.2020	As on 31.03.2019
Revenue from Operations	6,087.61	3,573.63	3,620.26	5,835.02
Other Income	289.57	410.21	651.71	495.99
Total	6,377.18	3,983.84	4,271.97	6,331.01
Profit before Depreciation & Amortization	858.71	423.48	724.42	551.60
Depreciation & Amortization	577.87	236.43	169.38	185.85
Exceptional Items	-	16.31	-	16.05
Extraordinary items	-	-	-	-
Profit Before Tax	280.84	203.36	555.04	381.80
Tax Expenses:				
1) Current Tax	150.00	113.00	150.00	113.00
2) Deferred Tax (Net)	(86.57)	(24.37)	19.49	(11.98)
3) Excess provision for Taxations for earlier years	(20.56)	(32.63)	(20.56)	(32.63)
Profit After Tax	237.97	147.36	406.11	313.41
(before adjustment for minority interest)				
Add: Share of Loss of minority interest transferred	26.99	0.50	-	-
Add: Share of profit transferred to minority	(72.80)	-	-	-
Profit After Tax	192.16	147.86	-	-
Less: Share in Loss of Associates				

1) MITCON Insolvency Professional Services Pvt. Ltd.	0.47	(2.88)	-	-
2) Krishna Windfarms Developers Pvt Ltd.(upto19.02.19)	-	(134.30)	-	-
Profit / (Loss) for the Year	191.69	10.68	406.11	313.41

3. DIVIDEND AND RESERVES :

Dividend

The Directors recommend for your consideration a final dividend of @ 2% i.e. INR. 0.20/- per Equity Shares of INR 10/- for the Financial Year 2019-20.

Transfer to Reserves

During the year under review, no amount was transferred to General Reserves.

4. DIRECTORS :

- Pursuant to Article 99 of the Articles of Association of the Company Mr. Anand Chalwade (DIN: 02008372) who retires by rotation and being eligible, offers himself for re-appointment.
Your Board recommends re-appointment of Mr. Anand Chalwade (DIN: 02008372) at the ensuing Annual General Meeting.
- Mrs. Archana Lakhe (DIN: 07079209) was re-appointed as Additional Director in the Capacity of Independent Woman Director of the Company subject to approval of shareholders, for a period of five (5) years commencing from February 5, 2020 and ending on February 5, 2025.
- The tenure of Mr. J. P. Dange (DIN: 01569430), Independent Director has expired on 26th March, 2020 and he is no more associated with the company..
- Pursuant to Section 161 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including its statutory modification or re-enactment thereof), Mr. Ashok Agarwal (DIN: 05275349) was appointed as Additional Director on the Board of the Company with effect from 09th October, 2019. However, he resigned from the post of Additional Director w.e.f. 07th April, 2020.
- Notice of Disclosure of General Interest pursuant to Section 184 (1) of the Companies Act, 2013 disclosing interest in other bodies corporate/ firms and declaration under Section 164 (2) of the Companies Act, 2013 were received from all the Directors of the Company and none of the Director is disqualified.
- 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.

5. BOARD EVALUATION:

Pursuant to the provisions of the Companies Act, 2013, the Board Members evaluated the performance of Executive, Non-Executive, Independent and Non-Independent Directors based on their participation in the Board Meetings and Committee Meetings and also as per criteria laid down in policy for evaluation of performance of Board Members.

Independent Directors also evaluated the performance of the Non-Independent Directors in their separate meeting held on 24th May, 2019.

6. MEETINGS OF THE BOARD

During the financial year 2019-20, Six (6) Board Meetings were convened on 24.05.2019, 13.06.2019, 10.09.2019, 09.10.2019, 13.11.2019, 24.12.2019.

The attendance of the Board Members at the said meetings are as under:

Sr. No.	Name of the Board Member	Attendance Record of the Board Members					
		24.05.2019	13.06.2019	10.09.2019	09.10.2019	13.11.2019	24.12.2019
1	Dr. Pradeep Bavadekar	Yes	Yes	Yes	No	Yes	Yes
2	Mr. J. P. Dange	Yes	No	Yes	Yes	Yes	Yes
3	Mr. Anand Chalwade	Yes	Yes	Yes	Yes	Yes	Yes
4	Mr. Sanjay Phadke	Yes	No	Yes	Yes	No	No
5	Mr. Ajay Agarwal	Yes	Yes	Yes	No	Yes	No
6	Mrs. Archana Lakhe	Yes	Yes	Yes	Yes	Yes	Yes
7	Mr. Ashok Agarwal	-	-	-	No	No	No

7. COMMITTEES OF THE BOARD

i. Audit Committee

As on 31st March 2020, the Committee comprised of the following:

Name of the member	Category
Mr. Anand Chalwade (Member)	Non-Executive-Non- Independent Director
Mr. Sanjay Phadke (Member)	Non-Executive-Independent Director
Mrs. Archana Lakhe (Member)	Non-Executive-Independent Woman Director

The audit committee meetings are usually attended by the Managing Director, Chief Financial Officer, the representatives of Statutory Auditors and Internal Auditors as and when necessary. The Company Secretary acts as a Secretary of the Committee.

The previous Annual General Meeting of the Company was held on 13.07.2019, which was attended by Mr. Jagannath Dange, Mrs. Archana Lakhe and Anand Chalwade as members of the Audit Committee.

The dates on which the Audit Committee Meetings were held and the attendance of the Members at the said meetings are as under:

Sr. No.	Name of the Committee Member	Attendance Record of the Committee Members					
		24.05.2019	13.06.2019	10.09.2019	09.10.2019	13.11.2019	24.12.2019
1.	Mr. J.P. Dange (Chairperson)	Yes	No	Yes	Yes	Yes	Yes
2.	Mr. Anand Chalwade (Member)	Yes	Yes	Yes	Yes	Yes	Yes
3.	Mr. Sanjay Phadke (Member)	Yes	No	Yes	Yes	No	No
4.	Mrs. Archana Lakhe (Member)	Yes	Yes	Yes	Yes	Yes	Yes

ii. Nomination and Remuneration Committee

As on 31st March 2020, the Committee comprised of the following

Name of the member	Category
Mrs. Archana Lakhe (Chairperson)	Non-Executive-Independent Woman Director
Dr. Pradeep Bavadekar (Member)	Managing Director
Mr. Anand Chalwade (Member)	Non-Executive Director
Mr. Sanjay Phadke (Member)	Non-Executive-Independent Director

The previous Annual General Meeting of the Company was held on 13.07.2019 which was attended by Mrs. Archana Lakhe and Mr. Jagannath Dange as Members of the Nomination and Remuneration Committee.

The dates on which the Nomination and Remuneration Committee Meetings were held and the attendance of the Members at the said meetings are as under:

Sr. No.	Name of the Committee Member	Attendance Record of the Committee Members		
		24.05.2019	10.09.2018	09.10.2019
1.	Mrs. Archana Lakhe (Chairperson)	Yes	Yes	Yes
2.	Mr. J.P. Dange (Member)	Yes	Yes	Yes
3.	Mr. Sanjay Phadke (Member)	Yes	Yes	Yes
4.	Dr. Pradeep Bavadekar (Member)	-	-	-
5.	Mr. Anand Chalwade (Member)	-	-	-

iii. Corporate Social Responsibility (CSR) Committee

As on 31st March 2020, the Committee comprised of the following:

Name of the member	Category
Mr. Sanjay Phadke (Chairperson)	Non-Executive-Independent Director
Mrs. Archana Lakhe (Member)	Non-Executive-Independent Woman Director
Mr. Ajay Agarwal (Member)	Non-Executive-Non- Independent Director
Dr. Pradeep Bavadekar (Member)	Member; Managing Director

Sr. No.	Name of the Committee Member	Attendance Record of the Committee Members
		24.05.2019
1.	Mr. Pradeep Bavadekar	Yes
2.	Mrs. Archana Lakhe	Yes
3.	Mr. Sanjay Phadke	Yes
4.	Mr. Ajay Agarwal	Yes

During the year, the Committee meeting was held on 24.05.2019 which was attended by Mr. Sanjay Phadke, Mrs. Archana Lakhe Mr. Ajay Agarwal and Dr. Pradeep Bavadekar, as Members of the Committee.

iv. Stakeholders Relationship Committee :

As on 31st March 2020, the Committee comprised of the following:

Name of the member	Category
Mrs. Archana Lakhe (Chairperson)	Non-Executive-Independent Woman Director
Dr. Pradeep Bavadekar (Member)	Member; Managing Director

During the year, the Committee meeting was held on 24.05.2019 which was attended by Mrs. Archana Lakhe and Dr. Pradeep Bavadekar, as Members of the Committee.

8. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place policy for Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Board of Directors of the Company has also constituted an Internal Complaint Committee in this regard to redress complaints. During the year under review, there were no complaints received pursuant to the aforesaid Act.

9. KEY MANAGERIAL PERSONNEL (KMP):

During the year under review, the following persons were Key Managerial Personnel:

Sr. No.	Name of the Person	Designation
1.	Dr. Pradeep Bavadekar	Managing Director
2.	Mr. Ram Mapari	Chief Financial Officer
3.	Ms. Ankita Agarwal	Company Secretary

10. POLICIES OF THE COMPANY :

The Board ensured that all the below mentioned company policies are in line with the changes in legislation. The revised policies have been hosted on the official website of the Company (www.mitconindia.com).

11. AUDITORS :

• STATUTORY AUDITOR :

The appointment of the Statutory Auditors of the Company M/s J. Singh & Associates, Chartered Accountants, Mumbai shall be required to be ratified at the ensuing Annual General Meeting for the Financial Year 2020-21.

M/s J. Singh & Associates, Chartered Accountants, Mumbai is an independent audit firm and none of your Directors, KMP's are related or interested in it, directly or indirectly.

AUDITORS REMARK

The comments of the Auditors read together with the Notes to Accounts are self-explanatory and do not call for further explanation.

• INTERNAL AUDITOR

M/s Galgali and Associates, Pune are appointed as an Internal Auditors of the Company for the Financial Year 2020-21.

• TAX AUDITOR

M/s Shahane & Co., Chartered Accountants, Pune are appointed as Tax Auditors of the Company for the Financial Year 2020-21 in terms of section 44AB of the Income Tax Act, 1961.

• **SECRETARIAL AUDITOR**

In terms of the provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s SVD & Associates, a firm of Company Secretaries in Practice was appointed to undertake secretarial audit of the Company for the year ended 31st March, 2020

Secretarial Audit report in prescribed Form No. MR 3 is enclosed as **Annexure 'A'** to this report.

Compliance with Secretarial Standards :

The Company has complied with all the provisions of Secretarial Standards on Board Meetings and General Meetings issued by the Institute of Company Secretaries of India and approved by the Central Government.

There is no remark from the secretarial auditor for the year under review.

12. SHARE CAPITAL :

There has been increase in paid up share capital of the Company.

Following is the share capital structure of the Company.

Authorized share capital of the Company is INR 25, 00 00 000 (Rupees Twenty Five Crores) divided into 2, 50, 00,000 Equity Shares of INR 10/- each.

Paid up share capital of the company is INR 13, 42, 15,260 /-(Rupees Thirteen Crore Forty Two Lakhs Fifteen Thousand Two Hundred and Sixty Only) divided into 1, 34, 21,526 Equity shares of INR 10/- Each.

13. DEPOSITS :

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

14. CORPORATE GOVERNANCE

The provisions of Corporate Governance as stipulated by Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements), 2015 are not applicable to the Company.

15. EXTRACT OF ANNUAL RETURN :

In compliance with provisions of Sections 134(3) (a) and 92(3) of the Act read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return as on March 31, 2020, in prescribed Form No. MGT – 9 is available on the website of the Company at www.mitconindia.com.

16. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In accordance with the provisions of the Companies Act, 2013 and Regulations 34 of SEBI (Listing Obligations and Disclosure Requirements), 2015, the Management Discussion and Analysis Report as **Annexure 'B'** is attached hereto and forms an integral part of this report.

Discussion on state of Company's affairs has been covered as part of the Management Discussion and Analysis and also under section highlights of important assignment.

17. CORPORATE SOCIAL RESPONSIBILITY

The brief outline of the Corporate Social Responsibility (CSR) Policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in **Annexure 'C'**.

18. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The provisions relating to disclosure of details regarding Energy Consumption, both total and per unit of production and technology absorption are not applicable as the Company is engaged in the business of providing consultancy services and conducting training programmes.

Your Company carries out its operations in an environmental friendly manner and is on the look-out for different ways & means to reduce the consumption of energy in its operations.

19. FOREIGN EXCHANGE EARNINGS & OUTGO

An amount of INR 134.13 Lakhs (US\$ 1, 77,106, SAR 36,724.46 and EUR 2,526.70) were received during the year on account of Professional fees and reimbursement of expenses. (Previous Year INR153.12 Lakhs (US\$ 2, 14,537 and EUR 13,881.81)

Expenditure in Foreign Currency during the year was INR 42.55 Lakhs (US \$ 53,260.31, SAR 15,995, Thai Baht 1,045 and Vietnam \$ 23,007,925) (Previous Year 28.55 Lakhs (US \$ 3471.47, UGX 593750.02 and SAR 5425.33). During the year Company has imported Solar Panels for its EPC Contract Rs.40, 720,517/- (US \$549,013)

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

In compliance with provisions of Section 134(3) (g) of the Act, particulars of loans, guarantees, investments and securities given under Section 186 of the Act are given in the notes to the Financial Statements forming part of this Annual Report.

21. PARTICULARS OF EMPLOYEES :

During the year under review none of the employee of the Company was in receipt of remuneration of more than Rs.60 Lakhs per annum or INR 5 Lakhs per month if employed for part of the year except Managing Director. As on 31st March, 2020 the Company has 194 employees.

22. PARTICULARS OF RELATED PARTY TRANSACTIONS

During the year, no transaction with related parties was in conflict with the interests of the Company. All transactions entered into by the Company with related parties during the financial year were in the ordinary course of business and on an arm's length pricing basis. The Company did not enter into any transaction with its Key Managerial Personnel. Statements of transactions with related parties are periodically placed before the Audit Committee and are approved. Material related party transactions were entered into by the Company only with its subsidiaries. As stipulated by Section 134(3) (h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014, particulars of Related Party Transactions are given in Form No. AOC – 2 as **Annexure 'D'** to this Report. In compliance with Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the policy on dealing with Related Party Transactions as approved by the Board has been hosted on the Company's website www.mitconindia.com.

23. RISK MANAGEMENT

The Board of Directors of the Company has delegated the responsibility to frame, implement and monitor the risk management plan for the Company to the Audit Committee. The committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The Company has in place a Risk Management Policy which defines roles and responsibilities at various levels and has a structured approach for handling risk. The same policy has been hosted on the Company's website www.mitconindia.com

The development and implementation of risk management policy has been covered in the Management Discussion and Analysis, which forms part of this report.

24. MATERIAL CHANGES AND COMMITMENTS, IF ANY AFFECTING FINANCIAL POSITION OF THE COMPANY

The Company has five (5) wholly owned subsidiaries as on March 31, 2020. Further to inform there is one (1) associate and two (2) subsidiary companies and company does not have any joint venture companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act").

Pursuant to the first proviso to Section 129(3) of the Companies Act, 2013 ('Act') and Rules 5 and 8(1) of the Companies (Accounts) Rules, 2014, salient features of the financial statement, performance and financial position of each subsidiary and joint venture are given in Form No. AOC - 1 as **Annexure 'E'** to this Report.

There has been no material change in the nature of the business of the subsidiaries.

Further, pursuant to the provisions of Section 136 of the Act, the financial statement of the Company, consolidated financial statement along with relevant documents and separate audited financial statement in respect of subsidiaries are forming part of this Annual Report.

Details of Holding, Subsidiary, Associate and Joint venture have been mentioned in extract of Annual Return MGT 9

25. CHANGE IN THE NATURE OF BUSINESS

During the year under review, there has been no change in the nature of business of the Company.

26. INTERNAL FINANCIAL CONTROL

Details in respect of adequacy of internal financial controls with reference to the Financial Statement are stated in Management Discussion and Analysis Report which forms an integral part of this Report.

27. VIGIL MECHANISM /WHISTLE BLOWER

The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees to report concerns about unethical behavior. No person has been denied access to the Chairman of the Audit Committee. The said policy has been uploaded on the website of the Company.

28. RESPONSIBILITY STATEMENT :

In compliance with the provisions of Section 134(3) (c) read with Section 134(5) of the Act, your Directors confirm:

- In preparation of Standalone and Consolidated Financial Statement, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- We had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of state of affairs of the Company at the end of the financial year and of the Profit of the Company for that period.
- We had taken proper and sufficient care 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.
- We have prepared the Standalone and Consolidated Financial Statement on a going concern basis.
- Internal Financial Controls as laid down were adequate and were operating effectively.
- A proper system has been devised to ensure compliance with the provisions of all applicable laws

and that such systems were adequate and operating effectively.

29. SIGNIFICANT AND MATERIAL ORDERS

There are no significant and material orders passed by the Regulators, Court, Tribunals impacting the company's going concern status and operations in future.

30. ACKNOWLEDGEMENTS

Your Directors commend all employees of the Company for their continued dedication, commitment, hard work and significant contributions. They also wish to express their deep gratitude to various departments of the Central and State Governments, Banks, Financial Institutions, Business Associates, Customers, Distributors, Suppliers, Vendors, Investors, Analysts, Medical Professionals and Members for their whole-hearted support and cooperation.

ON BEHALF OF THE BOARD OF DIRECTORS

For MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED

sd/-

Mr. Anand Chalwade

Director

(DIN: 02008372)

sd/-

Dr. Pradeep Bavadekar

Managing Director

(DIN: 00879747)

Place : Pune

Date : 29th July, 2020

ANNEXURE 'A' FORM NO. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020

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

To,
The Members
Mitcon Consultancy & Engineering Services Limited
Kubera Chambers, Shivaji Nagar,
Pune-411005

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Mitcon Consultancy & Engineering Services 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 our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2020 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 financial year ended on March 31, 2020 according to the provisions of:

- (i) The Companies Act, 2013, as amended from time to time (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (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
(Not applicable to the Company during the Audit Period);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during the Audit Period);
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period);

- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2016(Not applicable to the Company during the Audit Period); and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the Audit Period);
- (vi) We further report that, following are the other laws, as informed and certified by the Management of the Company, which are specifically applicable to the Company based on their sector / industry are:
- a. Trade Mark Act 1999 and the Rules made thereunder.
- We have also examined compliance with the applicable clauses and regulations of the following:
- (i) Secretarial Standards issued by 'The Institute of Company Secretaries of India'.
 - (ii) The Listing Agreement entered into by the Company with Stock Exchange(s) pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

The Company has noted the cessation of the term of an independent director in the meeting of Nomination and Remuneration committee held after the date of cessation and has subsequently intimated the Stock Exchange under regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.

We further report that,

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period 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.

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

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

We further report that during the audit period -

1. The Board of Directors of the Company at its meeting held on June 13, 2019 approved acquisition of 51% stake of M/s Shrikhande Consultants Private Limited ("SCPL"), an unlisted company carrying on the business of providing Consulting Engineering services and Project Management Consultancy services, for consideration other than cash to the shareholders of SCPL selling their shares (hereinafter called as the "Sellers"), by issue of equity shares of the Company aggregating up to Rs. 68,719,352/- (Rupees Six Crore Eighty-seven Lacs Nineteen Thousand Three Hundred and Fifty-two Only) on a proportionate basis, in proportion to the shares held by them in SCPL (hereinafter called as the "Acquisition Transaction").
2. The Board of Directors of the Company at its meeting held on June 13, 2019, approved and recommended to the members the proposal to offer, issue and allot up to 1,321,526 (Thirteen Lacs

Twenty-one Thousand Five Hundred and Twenty-six) Equity Shares of face value INR 10 (Rupees Ten Only) each at a premium of INR 42 (Rupees Forty-two Only) each aggregating up to INR 68,719,352/- (Rupees Six Crore Eighty-seven Lacs Nineteen Thousand Three Hundred and Fifty-two Only) to the Sellers by way of preferential allotment on a private placement basis under non-promoter category for payment of consideration for the Acquisition transaction (hereinafter called as the “preferential issue of shares for payment of consideration”).

3. The members vide special resolution passed at 37th Annual General Meeting held on July 13, 2019, accorded its consent to the preferential issue of shares for payment of consideration for the Acquisition transaction.
4. The Company has adopted new set of Articles of Association as per the provisions of Companies Act, 2013 as recommended by the Board of directors at its meeting dated May 24, 2019 and approved by the members vide special resolution passed at 37th Annual General Meeting held on July 13, 2019.
5. The Allotment committee of the Board, on August 8, 2019, allotted 1,321,526 (Thirteen Lacs Twenty One Thousand Five Hundred and Twenty Six) Equity Shares of face value INR 10 (Rupees Ten Only) each at a premium of INR 42 (Rupees Forty-two Only) each to the Sellers as part of the Acquisition transaction. The shares allotted were listed on the National Stock Exchange Emerge on August 29, 2019 and admitted to dealings on the exchange from August 30, 2019.
6. SCPL, on completion of the Acquisition transaction, has become a subsidiary of the Company w.e.f. August 8, 2019.

For SVD & Associates
Company Secretaries

sd/-
Sridhar G. Mudaliar
Partner
FCS No: 6156
C P No: 2664
UDIN: F006156B000519042

Place : Pune

Date : July 29, 2020

Note : This report is to be read with letter of even date by the Secretarial Auditors, which is annexed as Annexure A and forms an integral part of this report.

‘ANNEXURE A’

To,
The Members
Mitcon Consultancy & Engineering Services Limited
Kubera Chambers, Shivaji Nagar,
Pune-411005

Our Secretarial Audit Report of even date is to be read along with this letter.

Management’s Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor’s Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We believe that audit evidence and information obtained from the Company’s management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management’s representation about the compliance of laws, rules and regulations and happening of events, etc.
5. We have also relied on the documents and evidences provided on email to us, in view of the prevailing pandemic situation of COVID -19.

Disclaimer

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For SVD & Associates
Company Secretaries

sd/-

Sridhar G. Mudaliar
Partner

FCS No: 6156

C P No: 2664

UDIN: F006156B000519042

Place: Pune

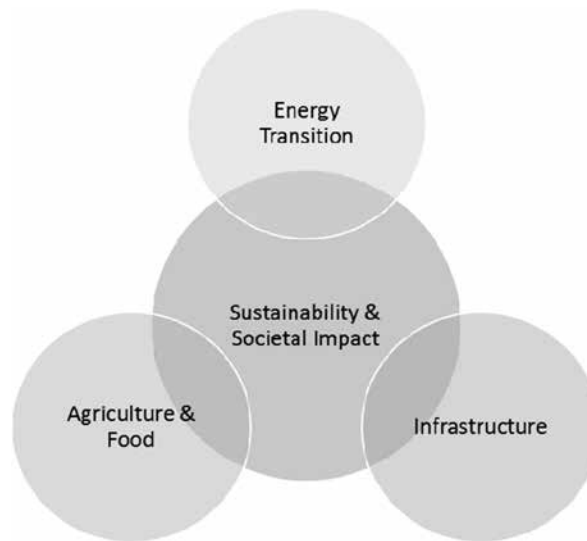
Date : July 29, 2020

ANNEXURE 'B'

Management Analysis and Discussion Report

Overview FY2020

The financial year 2020 ended with pandemic interrupted last quarter, while our operations were impacted, we worked with our clients to complete on-going assignments with requisite operational safety norms. Through FY2020, we continued to streamline our business and organisation to achieve strategic theme of being an “approachable expertise” in –



During the year, we were associated with landmark projects playing out strategic themes, such as –

- a) Integrated our acquisition of infrastructure consulting firm M/s Shrikhande Consultants Private Limited (having expertise in design, project management, technical audits of various infrastructure segments such as roads, bridges, railways, irrigation etc)
- b) Energy transition for a cement manufacturer with solar energy constituting more 50% of its requirement, we will continue our efforts during current year to make it 75-80% green cement;
- c) Energy transition for a paper manufacturer with solar energy constituting more 20% of its requirement, we will continue our efforts during current year to make it 50%;
- d) Detailed Project Report for solar project with storage and micro-grid for an African country;
- e) Bio-mining and remediation of seven million tonnes municipal waste dump site (possibly the world's largest bio-mining);
- f) Helped municipal corporations in improving its Swachh Bharat Mission ranking by several notches;
- g) Formulated national energy conservation policy (for six energy intensive industries) for a middle east country;
- h) Continued our leadership in capacity building programmes in solar programme run by National Institute of Solar Energy
- i) Entrenched our practise in agriculture and food through assignments involving Integrated Food Parks, Cold Storages and Agro based clusters
- j) Techno legal environmental services for Pune metro project

- k) Agri-bio Technology Business Incubator successfully supported –
 - i. an innovative product called Roll Slicer in the field of food processing industry.
 - ii. egg incubator useful for small and marginal farmers.
 - iii. our agri-biotech team collaborated with institutes of repute on products like biodegradable paper, bioplastic production by using agricultural waste materials like water hyacinth, rice stubble and banana peel.

With continued strengthening of balance sheet, cash flows and ongoing focus on capital efficiency, we are confident that we will continue to grow our energy transition (renewable energy and energy as service) and agri-infra portfolio.

Financial Overview

During the financial year revenue from the operation has declined as compared to the previous year mainly due to decline in Revenue from project. However due to operational efficiency profit of the Company has increased on standalone basis.

During the year Company acquired 51% stakes of M/s. Shrikhande Consultants Pvt Ltd., Mumbai thereby the spectrum of consultancy activities has been increased manifold and new business vertical has been emerged. The company will be benefited in long run in terms of revenue from consultancy business activities and profitability. During the year company has made efforts to replace high cost Term Loan of its subsidiary which has helped to reduce the finance cost. This has helped to improve the profitability on consolidated basis.

Risk Management

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to the Company. The Company's future growth is linked with general economic conditions prevailing in the market. Management has taken appropriate measures for identification of risk elements

COVID-19 is an unforeseen risk faced by all the industries of the Country, Company has been impacted due to Covid-19, Management has taken necessary steps for resuming operations of the Company with safety of its employees and abiding by Government Directives.

Outlook for 2021 and beyond

We will have decadal or generational impact at the core of our plans and actions in pursuing our strategic themes of -

- a. assist governments, regulators, businesses and society at large in energy transition to cleaner and competitive energy reaching to bottom of pyramid;
- b. revitalise agri-food ecosystem through technology and infrastructure initiatives making it climate resilient, economically sustainable and inclusive
- c. assist urban administration in planning and designing of next generation infrastructure capable of delivering society's dream of cleaner, convenient and healthy habitats

We strive to build best in class social impact investment theme/vehicle through strong financial and resiliency metrics. To deliver "approachable expertise" we continue our efforts to be a simpler and streamlined organisation with collaboration as underlying principle.

We intend to build on strategic theme of energy transition, agri & food, infrastructure with sustainability and societal impact at its core. We will acquire and build our capabilities in –

- a) Smart mobility
- b) Energy Storage
- c) Intelligent Grids
- d) Next-generation Infrastructure
- e) Tech-enabled Agriculture (holistic and harmonious with climate)

MITCON'S BUSINESS WINGS

RENEWABLE ENERGY & INFRA DEPARTMENT

During the financial year, the Division completed 13 assignments/projects across consulting and EPC segment. Bouquet of services ranged from capacity design, building capability, producing bankable TEVs, DPRs, PMC and EPC. Geographies catered include India, Democratic Republic of Congo (DRC), Tanzania and Vietnam.

The Division continues to focus on commercial and industrial solar segment under captive open access/ net metering routes. The Division has successfully delivered projects for Clients with targeted return on capital.

Highlights for the year include :

1. Commissioned a 5.5 MW Captive Soar project. This project helped in cutting carbon dioxide emission by 3500 tons per year besides rural employment generation of 6 persons in a remote village of Sangola, district Solapur.
2. EXIM Bank engaged us to design a solar project with battery storage system to supply uninterrupted power to 11 villages during 4 hours after sunset. A plant size of 35 MW was designed to serve non-grid connected population in DRC with green power.
3. Won 3 Government bids valuing about Rs.40 Crores.
4. 3 MW of solar plant was delivered at Shri Keshav Cements in Koppal district of Karnataka state.
5. Designed a 4MW roof top project maintaining aesthetics of curved profile at EON IT Park for Panchshil Realty, Pune.
6. Empanelled with IREDA as LIE, NTPC as EPC Contractor & EXIM bank as design consultant.

Valuable Clients served this year are :

1. M/s Pudumjee Paper Products Ltd, Chinchwad
2. M/s Atria Solar Power, Bangalore
3. M/s Sterling & Wilson, Mumbai
4. M/s Vardhaman Fabrics. Gurugram
5. M/s Leap Green energy, Chennai
6. M/s Panchil Realty, Pune

ENVIRONMENT MANAGEMENT AND ENGINEERING DIVISION :

Since 1997, Environment Management and Engineering (EME) Division has carved out a niche' for itself in offering some of the best services to its clients. The EME division has earned an experience of 22 + years in the segment, by catering to 700+ clients in 3350+ projects with its wide range of services.

The division is equipped with state-of-the-art facilities at strategic location, technically qualified in-house human resource and the well accredited laboratory. The division has constantly worked for its client's requirement through in-depth knowledge of prevailing as well as emerging tools and techniques though consultancy and analytical services. Accredited by quality council of India (QCI)- NABET and NABL, MITCON is well acclaimed for its expert consultancy services.

During this financial year division has served 300 plus clients, which includes Maharashtra Metro Rail Corporation Limited, Cummins India Pvt. Ltd., Volkswagen India Pvt. Ltd, Tata Auto Comp, TCS, Kalyani Groups of Companies, Bridgestone, Carraro India, Bajaj Auto Ltd, Spaco Technologies, Praj India Ltd, Elantas Beck, Chandigarh Housing Board, Municipal Corporation of Greater Mumbai, CIDCO, Navi Mumbai, Pune Municipal Corporation, Water Resource Division , Govt. of Maharashtra; PWD, Maharashtra , K. Raheja, H. P. State Industrial Development Corporation Ltd, Nagar Nigam, Jaipur, Mangalam Organics Limited, Nalco, Champion Dai-Ichi India, Panchshil Realty & Developers Pvt. Ltd. Wipro Limited, Gera Developers, Fujitsu Consulting India Pvt. Ltd. etc.

The Division also served sectors like River valley & Irrigation projects, Sugar Industry, Distilleries, Thermal power plants, Synthetic organic chemicals, Common Municipal Solid Waste, Ports, harbors & dredging, Building and construction, Townships and Area development projects, Highways, Pulp & paper industry, Metallurgical industries, etc.

Some of the key assignments completed and ongoing :

- Techno legal environmental consultancy, EIA, EMP, Pune Metro Project by Maharashtra Metro Rail Corporation Ltd., Pune
- Environmental Clearance for State Highway Projects in Dist. Solapur , Maharashtra
- EIA and Wildlife Clearance for Gunjawani Irrigation Project, Pune
- EIA and EC for Nardave Irrigation Project, Sindhudurg
- Environmental monitoring and analysis for TATA group, Carraro India Ltd, Bridgestone India, Volkswagen India Pvt. Ltd etc.
- Handling Asia's one of the biggest land recovery /reclamation (Bio- Mining) project at Mulund as PMC, Municipal Corporation of Greater Mumbai
- Handling MSW C&T independent Engineer project, Jaipur (1600 TPD).

ENTREPRENEURSHIP & VOCATIONAL TRAINING DIVISION AND MITCON TECHNOLOGY BUSINESS INCUBATION CENTRE

During the financial year, Division –

- Trained more than 19,000 participants under various sponsored and non-sponsored training programs in Maharashtra, Goa, Chhattisgarh and Madhya Pradesh.
- Trained more than 200 nos. of participants in biotechnology and healthcare sector.

Number of projects and clients served during the year include :

Department / Sponsored Agency	Project / Training Programme
Dept. of Industries, Govt. of Maharashtra through District Industries Centres	Special Component Plan (SCP)
Dept. of Science & Technology (DST), Govt. of India through Entrepreneurship Development Institute of India (EDII), Ahmedabad	Entrepreneurship Awareness Camp (EAC)
	Entrepreneurship Development Programme (EDP)
	Entrepreneurship Development Programme (WEDP)
	Technology based Entrepreneurship Development Programme (TEDP)
	Faculty Development Programme (FDP)
National Institute of Solar Energy (NISE), Gurgaon, Haryana	Suryamitra Skill Development Programme
ACG Cares Foundation, Mumbai	Skill Development Programmes
RPG Foundation, Mumbai	Skill Development Programmes

Research & Development: Working on innovative products like biodegradable paper, bioplastic production by using agricultural waste materials like water hyacinth, rice stubble and banana peel.

MITCON TBI supported for development of an innovative product called Roll Slicer in the field of food processing industry.

MITCON TBI also supported the development of another innovative product called Egg Incubator useful for small and marginal farmers.

This division has been Recognised by Department of Scientific & Industrial Research (DSIR) as SIRO (Scientific & Industrial Research Organization) for its laboratory. We have been Empaneled with Dept. of Industries , Govt. of Maharashtra and Empaneled with National Institute of Solar Energy (NISE), Govt. of India. Entrepreneurship & Vocational Training (EVT) Division has pioneered Entrepreneurship Development movement in Maharashtra by facilitating large number of potential as well as existing entrepreneurs through consultancy, training, counseling and information dissemination.

The Division has conducted several micro enterprise development programmes, skill development programmes under CSR particularly in rural areas. Apart from in-house pool of facilitators and consultants, the Division closely works with developmental agencies, management experts, technology-providing institutions, financial institutions and NGOs engaged in micro credit micro enterprise activities.

The Division is also empaneled by National Institute of Solar Energy (NISE) for conducting Suryamitra Skill Development Programmes across India.

MITCON TBI (Biotechnology) has been established in 2002, funded by Department of Science & Technology, Govt. of India. We nurture innovating ideas in the field of agriculture, biotechnology, pharmaceutical and healthcare sectors. MITCON TBI provides services like technical assistance, market survey, product development, seed funding, marketing assistance and innovation management to upcoming entrepreneurs. We have supported around 25 innovative ideas in various fields for commercialization. MITCON TBI is also providing training programs in the field of biotechnology, food processing and healthcare sector.

POWER & ENERGY CONSERVATION DIVISION :

During the FY 2019-20, this Division:

- a. Completed 125 assignments & serviced 125 clients (75 Green Power and 50 Energy Conservation).
- b. Spectrum of services covered under Green Power included sectors like sugar, cogeneration & captive power, distillery/ ethanol, independent biomass power & decentralized renewable / fossil fuel based power. The services covered under energy conservation include a large no of industry sectors including secondary steel , glass, paper, ceramic, mining , chemical, pharmaceutical, textile, hotels & hospitals, Pharmaceutical , etc.
- c. Geographies covered include the major States (Maharashtra, Karnataka, UP, Gujarat, HP, Rajasthan, Tamil Nadu, West Bengal, Odisha, etc.). We also served international clients from Saudi Arabia, Nepal & Comoros.

The major accomplishments by this Division during the FY 2019-20, included following:

Green Power :

- a. TEV study for PRESPL Biomass Linkage Mechanism upscaling business & securing USD 5 Million support from SBI NEEV fund
- b. Several assignments like biomass / fuel / feed stock assessment studies, DPRs, TEV study reports, appraisal reports, technical due diligence studies & loan/MNRE capital subsidy syndication were completed.
- c. Specific Engineering services for sugar plants, distillery/ ethanol plants & incineration boiler-based cogeneration power plants, were completed during this FY.

Energy Conservation :

- a. Successful completion 20 M&V audits & 5C&V audits under BEE PAT cycle, for various sectors
- b. Successful completion of major international assignment for Saudi Energy Efficiency Centre (SEEC), Kingdom of Saudi Arabia, covering 60 walk through energy audits, 6 detailed energy audits, 6 sector reports & 6 dissemination workshops for 6 identified industrial sectors, under the New Sector Initiative of SEEC.

- c. Upgraded as Grade III ESCO company by the Bureau of Energy Efficiency (BEE), Government of India, for the period 2020-2022.

The Green Power Division provides concept to commissioning services for decentralized renewable & fossil fuel-based cogeneration/captive power projects, sugar plants & distillery/ethanol plants. The services include a bouquet of pre-investment & engineering services at the micro or unit levels, as well as related macro assignments & training/capacity building programs.

The Energy Conservation section of the Division provides wide range of services for improving energy efficiency, including energy audits (mandatory, monitoring & verification & check & verification audits), electrical safety audits, as well as implementation assistance.

The major clients serviced by this Division during this FY included the following:

Green Power :

- a. Punjab Renewable Energy Services Pvt Ltd
- b. G P Global Energy Pvt Ltd
- c. C & C Energy Pvt Ltd
- d. HPCL Bio Fuels Limited
- e. Magadh Sugar & Energy Limited
- f. Manas Agro Industries & Infrastructure Ltd
- g. Continental India Limited
- h. Parag Milk Foods Limited
- i. SBI/National Fertilizers Limited
- j. Bilagi Sugar Mills Limited
- k. Davanagere Sugar Co Limited
- l. S Nijalingappa Sugar Institute
- m. Dalvakot Distilleries Limited
- n. Siddapur Distilleries Limited
- o. Dwarikesh Sugar Industries Limited
- p. L H Sugar Factories Limited
- q. Indushankar Chini Mills Limited, Nepal

Energy Conservation

- a) Saudi Energy Efficiency Centre(SEEC), Saudi Arabia
L.S.Mills, Thenni, Tamil Nadu
- b) Maharashtra Energy Development Agency
 - a. Pandurang SSKL
 - b. Shree Doodhganga Krishnan SSKN
 - c. Zydus Pharma/ Cadila (Baddi & Sikkim)
 - d. Shyam Group of Industries
 - e. Energy Efficiency Services Limited
 - f. Delhi Electricity Regulatory Commission
 - g. Bureau of Energy Efficiency (BEE), Gol
 - h. Torrent Pharmaceuticals Limited
 - i. Electrotherm India Limited
 - j. Bank of BarodaOP Jindal Institute of Cancer & Cardiac Research
 - k. Shree Rama Newsprint's Limited

During FY2021, the Division intends to introduce OPEX services for existing sugar/cogeneration power & distillery projects, engineering services for METRO lines & other sectors, ESCO & ISO 50,001 services, pre investment & engineering services for electric vehicle infrastructure projects, etc. Further, the Division will extend its presence Chennai and Bengaluru for energy audit business.

BUSINESS ADVISORY SERVICES

Business Advisory Services comprises of majority of three business departments – Market Research & Business Consulting, Agri Infra & Food Consulting and Textiles, Cluster-Infra Projects.

During the financial year, 38 projects have been handled in various industry sectors & sub-sectors broadly categorized under Manufacturing, Technology, Healthcare, Textile, Agriculture, Logistic & Industrial Park and Industrial & Agro Cluster Development.

Our team has worked with various international agencies across North America, South Asia, Africa & Middle East, in assisting their member companies to set up the facility in Indian Market.

BANKING & FINANCIAL ADVISORY SERVICES

The Division has been serving techno financial consultancy needs of Banks, Financial Institutions, Govt. organizations & Large Corporates. The division provides pan India services, and has been providing technical and financial consultancy mainly to majority of public, private and co-operative sector banks, majority of whom have empaneled us as techno financial consultants. The Division provides following services:

- a. Techno Economic feasibility study (TEFR)
- b. Detailed project report (DPR)
- c. Techno Economic Viability (TEV) Study for green field project, expansion of project, debt restructure / resolution plans.
- d. Lenders' Independent Engineer's (LIE) Services
- e. Cost vetting of projects
- f. Traffic Study for highway projects
- g. Monitoring agency for Specialized monitoring as per IBA
- h. Financial Appraisals.
- i. Technical / financial due diligence
- j. Debt Syndication

We are active in the following industry verticals:

- a. Engineering.
- b. Automobiles and auto ancillaries
- c. Electronics & Electrical
- d. Steel, non-ferrous metals
- e. Chemicals, Plastic & Rubber.
- f. Paper & Paper Products
- g. Textiles, Health care including Hospital as well as Pharma, Agri Business & Biotechnology
- h. Food Processing, Dairy & Animal Husbandry, Horticulture
- i. Service Sector - Hospital, Hotels, Transportation, Education complexes, etc.
- j. Infrastructure – Roads, CGD networks, ports, airport, logistic parks, warehouses, telecom network, Real estate etc.

ANNEXURE 'C'

ANNUAL REPORT ON CSR ACTIVITIES

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.

The CSR Policy focuses on addressing critical social, environmental and economic needs of the marginalized/underprivileged sections of the society. Through this policy, we align our CSR strategy with MITCON's vision and goals. We adopt an approach that integrates the solutions to these problems into the strategies of the company to benefit the communities at large and create social and environmental impact.

The Company undertakes its CSR activities in the following broad areas:

- 1) Promoting education including special education
- 2) Promoting preventive health care and sanitation and making available safe drinking water
- 3) Eradicating hunger, poverty and malnutrition
- 4) Promoting education, gender equality and empowering women
- 5) Ensuring Environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water
- 6) Measures for the benefit of armed forces veterans, war widows and their dependents
- 7) Rural Development Projects

2. Composition of the CSR Committee

As on 31st March 2020, the CSR Committee comprised of the following

Name of the member	Category
Mr. Sanjay Phadke	Chairperson; Non-Executive, Independent Director
Dr. Pradeep Bavadekar	Member; Managing Director
Ms. Archana Lakhe	Member; Non-Executive, Independent Woman Director
Mr. Ajay Agarwal	Member; Non-Executive Director, Non-Independent Director

The terms of reference of the CSR Committee is as follows:

- (a) To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company as specified in Schedule VII of the Companies Act, 2013;
- (b) To recommend the amount of expenditure to be incurred on the activities referred to in clause (a);
- (c) To monitor the Corporate Social Responsibility Policy of the company from time to time.
- (d) To prepare a transparent monitoring mechanism for ensuring implementation of the projects/ Programmes/activities proposed to be undertaken by the Company.

3. Average net profit of the company for last three financial years

INR 43,122,133 /-

4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above)

INR 8,62,443/-

5. Details of CSR spent during the financial year

a) Total amount to be spent for the financial year: INR 8,62,443 /-

b) Amount unspent, if any: NIL

c) Manner in which the amount spent during the financial year:

The amount of CSR was contribution to the Prime Minister's National Relief Fund to combat COVID 19.

6. The reasons for not spending the two percent of the average net profit of the last three financial years or any part thereof: NIL

7. This is to confirm that during the Financial Year 2019-20, the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

sd/-

Dr. Pradeep Bavadekar
Managing Director
DIN: 00879747

sd/-

Mr. Sanjay Phadke
Chairperson of CSR Committee
DIN: 07111186

Place : Pune

Date : 29th July, 2020

ANNEXURE 'D'

FORM NO. AOC -2

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

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

Details of contracts or arrangements or transactions not at arm's length basis.

Name(s) of the related party and nature of relationship	Nature of contracts/arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date of approval by the Board	Amount paid as advances, if any:	Date on which the resolution was passed in general meeting as required under first proviso to Section 188
MITCON Sun Power Limited (Wholly owned Subsidiary)	Leave and License agreement	As per Leave and License agreement – Value of Transaction : Rs. 1,20,000/-	To execute a Leave and License Agreement for allowing the use of Company's premises at Kuber Chambers, Shivajinagar, Pune - 411005	19/09/2018	Nil	NA
MITCON Solar Alliance Limited (Subsidiary)	Leave and License agreement	As per Leave and License agreement – Value of Transaction : Rs. 1,20,000/-	To execute a Leave and License Agreement for allowing the use of Company's premises at Kuber Chambers, Shivajinagar, Pune - 411005	19/09/2018	Nil	NA
MITCON Forum For Social Development (Wholly owned Subsidiary)	Leave and License agreement	As per Leave and License agreement – Value of Transaction : Rs. 80,000/-	To execute a Leave and License Agreement for allowing the use of Company's premises at Kuber Chambers, Shivajinagar, Pune - 411005	19/09/2018	Nil	NA

MITCON Advisory Services Private Limited (Wholly owned Subsidiary)	Leave and License agreement	As per Leave and License agreement – Value of Transaction : Rs. 12,800/-	To execute a Leave and License Agreement for allowing the use of Company's premises at Kuber Chambers, Shivajinagar, Pune - 411005	19/09/2018	Nil	NA
MITCON Insolvency Professional Services Private Limited (Wholly owned Subsidiary)	Leave and License agreement	As per Leave and License agreement – Value of Transaction : Rs. 99,600/-	To execute a Leave and License Agreement for allowing the use of Company's premises at Kuber Chambers, Shivajinagar, Pune - 411005	19/09/2018	Nil	NA
MITCON TRUSTEE-SHIP SERVICES LIMITED (Wholly owned Subsidiary)	Leave and License agreement	As per Leave and License agreement – Value of Transaction : Rs. 1,80,000/-	To execute a Leave and License Agreement for allowing the use of Company's premises at Kuber Chambers, Shivajinagar, Pune - 411005	19/09/2018	Nil	NA
Krishna Windfarms Developers Private Limited (Wholly owned Subsidiary)	Leave and License agreement	As per Leave and License agreement – Value of Transaction : Rs. 1,80,000/-	To execute a Leave and License Agreement for allowing the use of Company's premises at Kuber Chambers, Shivajinagar, Pune - 411005	19/09/2018	Nil	NA

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

Please refer Note 32 of the Standalone Financial Statements of the Company.

ON BEHALF OF THE BOARD OF DIRECTORS

For MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED

sd/-

Mr. Anand Chalwade
Director
(DIN: 02008372)

sd/-

Dr. Pradeep Bavadekar
Managing Director
(DIN: 00879747)

Place : Pune

Date : 29th July, 2020

ANNEXURE 'E'

FORM NO. AOC 1

**Statement containing salient features of the Financial Statement of Subsidiaries/
Associate Companies/Joint Ventures**

**(Pursuant to First Proviso to Sub-Section (3) of Section 129 read with Rule 5 of
Companies (Accounts) Rules, 2014)**

Part "A": Subsidiaries

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

PARTICULARS	DETAILS OF SUBSIDIARIES						
Sr. No.	1	2	3	4	5	6	7
Name of the subsidiary	Krishna Windfarms Developers Private Limited	MITCON Sun Power Limited	MITCON Trusteeship Services Limited	MITCON Advisory Services Private Limited	MITCON Forum For Social Development	MITCON Solar Alliance Limited	Shrikhande Consultants Private Limited
The date since when subsidiary was acquired	20.02.2019	24.04.2018	22.11.2018	20.09.2018	10.07.2018	15.05.2018	08-08-2019
Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	01 st April To 31 st March	01 st April To 31 st March	01 st April To 31 st March	01 st April To 31 st March	01 st April To 31 st March	01 st April To 31 st March	8 th August to 31 st March
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Share capital	120,000,490	1,00,000	103,000,000	1,00,000	1,00,000	45,100,000	5,000,000
Reserves and surplus	(85,553,423)	(4,944,783)	131,657	(227,329)	--	34,711,861	116,506,106
Total assets	651,915,191	116,658,122	104,879,802	209,292	--	327,403,067	255,824,934
Total Liabilities	651,915,191	116,658,122	104,879,802	209,292	--	327,403,067	255,824,934

Investments	Nil	106,187,944	Nil	Nil	--	500,000	19,435,616
Turnover	76,753,264	1,004,480	6,122,355	Nil	--	37,815,400	174,591,211
Profit before taxation	(31,967,635)	(4,679,800)	264,853	(130,671)	--	(12,013,155)	8,000,855
Provision for taxation	7,132,727	27,663	(7,668)	33,374	--	3,105,151	(3,051,331)
Profit after taxation	(24,834,908)	(4,652,137)	257,185	(97,297)	--	(8,908,004)	4,949,524
Proposed Dividend	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Extent of shareholding (in percentage)	100%	100%	100%	100%	100%	73.28%	51%

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations – NIL
- Names of subsidiaries which have been liquidated or sold during the year – Not Applicable
- Name of the Associate which ceased to be Associate during the year – Not Applicable

PART “B”

Associates and Joint Ventures

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

Companies and Joint Ventures

Name of Associates/Joint Ventures	Mitcon Insolvency Professional Services Private Limited
1. Latest audited Balance Sheet Date	31.03.2020
2. Date on which the Associate or Joint Venture was associated or acquired	22.06.2018
3. Shares of Associate/Joint Ventures held by the company on the year end	
No.	4,900
Amount of Investment in Associates/Joint Venture	1,10,25,000/-
Extend of Holding %	49%
4. Description of how there is significant Influence	More than 20% holding
5. Reason why the associate/joint venture is not consolidated	Not Applicable
6. Networth attributable to Shareholding as per latest audited Balance Sheet	1,04,42,141
7. Profit / Loss for the year	(95,274)
i. Considered in Consolidation	(46,684)
ii. Not Considered in Consolidation	(48,590)

- Names of associates or joint ventures which are yet to commence operations.
- **Not Applicable**
- Names of associates or joint ventures which have been liquidated or sold during the year.
- **Not Applicable**

ON BEHALF OF THE BOARD OF DIRECTORS

For MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED

sd/-

Mr. Anand Chalwade
Director
 (DIN: 02008372)

sd/-

Dr. Pradeep Bavadekar
Managing Director
 (DIN: 00879747)

Place : Pune

Date : 29th July, 2020

J SINGH & ASSOCIATES

Chartered Accountants

505,506,507, Hub Town Viva, Off Western Express Highway, Near Shankarwadi Bus Stop, Andheri East,
Mumbai - 400060. Phone : 022 6699 4618 / 19 Email: ca_jsingh@rediffmail.com

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED

Report on the Audit of Standalone Financial Statements :

Opinion

- 1) We have audited the accompanying standalone financial statements of **MITCON Consultancy & Engineering Services Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2020, and the Statement of Profit and Loss and Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.
- 2) In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the act read with the Companies (Accounting Standards) Rules, 2015 as amended ("AS") and the accounting principles generally accepted in India , of the state of affairs of the Company as at March 31, 2020 , its profit and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matter

- 4) Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole , and in forming our opinion thereon ,and we do not provide a separate opinion on these matters.

The auditor determines that there are no Key Audit Matter during the year.

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

- 5) The other information comprises the information included in the Annual Report, but does not include the financial statements and our auditor's report thereon. The Annual Report is expected to be made available to us after the date of this auditor's report. Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

- 6) The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
- 7) In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
- 8) Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditors' Responsibilities for the Audit of the Standalone Financial Statements:

- 9) Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.
- 10) As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatements of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain

audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of the accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of the management's use of going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and the content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- 11) We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
 - 12) We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
 - 13) From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements:

- 14) As required by section 197(16) of the Act, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limit laid under section 197 read with schedule V to the act.
- 15) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure 'B' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

- 16) As required by section 143(3) of the Act, we report that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of written representations received from the directors as on 31st March, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020, from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the adequacy of 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 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 has disclosed the impact of pending litigations on its financial position vide Note in its standalone financial statements.
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For J Singh & Associates
Chartered Accountants
(Firm Reg. No: 110266W)

sd/-
(CA. S. P. Dixit)
(Partner)
(Membership No.: 041179)
UDIN:20041179AAAAAY3690

Place : Mumbai
Dated : 29th July, 2020.

ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT

The Annexure referred to in paragraph (l)(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date

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

We have audited the internal financial controls over financial reporting of MITCON Consultancy & Engineering Services Limited (“the Company”) as of 31st March, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial 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 of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were 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 auditors’ judgment, including the assessment of the risks of material misstatement of the standalone 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 standalone 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance

with authorisations of the 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 standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2020, based on the criteria for internal financial controls 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 J Singh & Associates
Chartered Accountants
(Firm Reg. No: 110266W)

sd/-
(CA. S. P. Dixit)
(Partner)
(Membership No.: 041179).
UDIN:20041179AAAAAY3690

Place : Mumbai
Dated : 29th July, 2020.

ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT

The Annexure referred to in paragraph (II) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

1

- a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified in a phased manner, over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - c) According to the information and explanations given to us and the records examined by us including registered title deeds, we report that, the title deeds, comprising all the immovable properties of the Company are held in the name of the Company.
2. The inventory have been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. No discrepancies were found during such verification.
 3. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to Firms, Limited Liability Partnerships or Other parties except to the three of its wholly owned Subsidiary Companies and a step down Subsidiary Company covered in the register maintained under section 189 of the Companies Act, 2013 in respect of which :
 - (a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company’s interest.
 - (b) The schedule of repayment of principal and payment of interest has been stipulated on demand and repayments or receipts of principal amounts and interest have been regular as per stipulations.
 - (c) The total amount due from these Companies were INR 25,94,99,525 and INR 2,62,17,163 on account of principal and interest respectively at the year end.
 4. In our opinion and according to information and explanations given to us, the Company has complied with provisions of Section 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
 5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit from the public in accordance with the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
 6. According to the information and explanations given to us ,the Central Government has specified maintenance of cost records under Sec.148 (1) of the Act, applicable in respect of wind power generation activity of the company and we are of the opinion that prima facie such accounts and records have been so made and maintained. We have not, however, made a detailed examination of the records with a view

to determine whether they were accurate or complete.

7. According to the information and explanations given to us and the records of the Company examined by us , in respect of statutory dues:

a) The Company has been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Goods and Service Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Goods and Service Tax, Cess and other material statutory dues in arrears as at 31st March, 2020 for a period of more than six months from the date they became payable.

b) There were no dues of income Tax, sales Tax, service Tax , duty of Customs and duty of excise or value added tax or goods and service Tax which have not been deposited as at 31st March, 2020 on account of any disputes .

8. According to the records of the Company examined by us and as per the information and explanations given to us, the Company has not defaulted during the year in repayment of loan or borrowing to a financial institution , Banks , Government or dues to debenture holders. The Company did not have any outstanding debentures during the year.

9. According to the information and explanations given to us , the term loans were applied for the purposes they were raised during the year. The Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year.

10. To the best of our knowledge and according to the information and explanations given to us and based on audit procedures performed , no fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the year nor we have been reported of such case by the management .

11. According to the information and explanations given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.

12. According to the information and explanations given to us, the Company is not a Nidhi Company as prescribed under section 406 of the Act. Accordingly, reporting under clause (xii) of the Order is not applicable to the Company.

13. To the best of our knowledge and according to the information and explanations given to us, all transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the Standalone financial statements as required by the applicable Accounting Standards.

14. According to information and explanations given to us , the Company has made preferential allotment of equity shares to the allottees of shares of a private company to make it a subsidiary company and complied with the requirements of section 42 of the Companies Act, 2013 and the amounts have been raised have been used for the purposes for which funds were raised.

15. To the best of our knowledge and according to the information and explanations given to us ,the Company has not entered into any non-cash transactions with directors or persons connected with him and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company during the year.
16. According to the information and explanations given to us ,the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 accordingly the provisions of Clause 3(xvi) of the Order are not applicable to the Company during the year.

For J Singh & Associates

Chartered Accountants

(Firm Reg. No: 110266W)

sd/-

(CA. S. P. Dixit)

(Partner)

(Membership No.: 041179)

UDIN:20041179AAAAAY3690

Place : Mumbai

Dated : 29th July, 2020.

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
CIN - L74140PN1982PLC026933
BALANCE SHEET AS AT 31st March, 2020

Particulars		Note No.	As at 31 st March, 2020 INR	As at 31 st March, 2019 INR
I	EQUITY AND LIABILITIES			
(1)	Shareholders' Funds			
	(a) Share Capital	2	134,215,260	121,000,000
	(b) Reserves and Surplus	3	904,969,217	824,029,730
			1,039,184,477	945,029,730
(2)	Non-Current Liabilities			
	(a) Long Term Borrowings	4	66,307,578	86,419,195
	(b) Deferred Tax Liabilities (Net)	5	13,190,503	11,241,526
	(c) Other Long Term Liabilities	6	11,107,858	13,992,242
	(d) Long Term Provisions	7	4,787,364	5,706,360
			95,393,303	117,359,323
(3)	Current Liabilities			
	(a) Trade Payables	8		
	i) Total outstanding dues of micro enterprises and small enterprises		1,070,801	1,209,067
	ii) Total outstanding dues of creditors other than micro enterprises and small enterprises			
	- to related party		60,134	7,464,368
	- to others		117,870,235	68,555,611
	(b) Other Current Liabilities	9	19,699,979	29,149,622
	(c) Short-Term Provisions	10	9,493,698	11,667,497
			148,194,847	118,046,165
	Total		1,282,772,627	1,180,435,218
II	ASSETS			
(1)	Non-Current Assets			
	(a) Property, Plant & Equipment			
	(i) Tangible Assets	11	182,266,806	194,993,991
	(ii) Intangible Assets	11	2,888,976	6,524,135
			185,155,782	201,518,126
	(b) Non-Current Investments	12	378,458,043	229,737,691
	(c) Long Term Loans and Advances	13	311,801,013	465,620,221
			690,259,056	695,357,912
(2)	Current Assets			
	(a) Inventory	14	59,467,704	--
	(b) Trade Receivables	15	157,856,835	120,994,833
	(c) Cash and Cash Equivalents	16	105,012,154	92,543,489
	(d) Short-Term Loans and Advances	17	84,975,024	69,988,828
	(e) Other Current Assets	18	46,072	32,030
			407,357,789	283,559,180
	Total		1,282,772,627	1,180,435,218

See Accompanying Notes (1 to 51) Forming Integral Part of The Financial Statements

In Terms of Our Report of Even Date

For J Singh & Associates

Chartered Accountants

Firm Reg No.110266W

Sd/-

S. P. Dixit

Partner

Mem. No.041179

UDIN:20041179AAAAAZ2277

For and on behalf of the Board

Sd/-

Anand Chalwade

Director

(DIN 02008372)

Sd/-

Ram Mapari

Chief Financial Officer

Date : 29th July, 2020

Place : Pune

Sd/-

Dr. Pradeep Bavadekar

Managing Director

(DIN 00879747)

Sd/-

Ankita Agarwal

Company Secretary

M No. A49634

Date : 29th July, 2020

Place : Pune

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
CIN - L74140PN1982PLC026933
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2020

Particulars		Note No.	For the year ended 31 st March, 2020 INR	For the year ended 31 st March, 2019 INR
I	Revenue from Operations	19	362,026,298	583,501,911
II	Other Income	20	65,170,890	49,599,171
III	Total Revenue (I + II)		427,197,188	633,101,082
IV	Expenses:			
	Operating Costs	21	144,679,354	357,361,118
	Employee Benefit Expense	22	121,646,216	122,761,256
	Finance Costs	23	11,273,153	5,200,373
	Depreciation and amortisation Expense	11	16,938,358	18,584,754
	Other Expenses	24	77,156,376	92,618,407
	Total Expenses		371,693,457	596,525,908
V	Profit Before exceptional and extraordinary items & Tax (III-IV)		55,503,731	36,575,174
VI	Extraordinary items		--	1,605,078
VII	Profit Before extraordinary items and Tax (V - VI)		55,503,731	38,180,252
VIII	Extraordinary items		--	--
VII	Profit Before Tax (VII - VIII)		55,503,731	38,180,252
VIII	Tax Expense:			
	(1) Current Tax	41	15,000,000	11,300,000
	(2) Deferred Tax (Net)	5	1,948,977	(1,198,144)
	(3) Excess provision for Taxation of Earlier years		(2,056,395)	(3,263,190)
			14,892,582	6,838,666
VII	Profit for the period (IX-X)		40,611,149	31,341,586
VIII	Earnings per equity share (Face value INR. 10/-)			
	Basic	34	3.13	2.59
	Diluted	34	3.13	2.58

See Accompanying Notes (1 to 51) Forming Integral Part of The Financial Statements

In Terms of Our Report of Even Dated

For J Singh & Associates

Chartered Accountants

Firm Reg No.110266W

For and on behalf of the Board

Sd/-

S. P. Dixit

Partner

Mem. No.041179

UDIN:20041179AAAAAZ2277

Sd/-

Anand Chawade

Director

(DIN 02008372)

Sd/-

Ram Mapari

Chief Financial Officer

Date : 29th July, 2020

Place : Pune

Sd/-

Dr. Pradeep Bavadekar

Managing Director

(DIN 00879747)

Sd/-

Ankita Agarwal

Company Secretary

M No. A49634

Date : 29th July, 2020

Place : Pune

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
CIN - L74140PN1982PLC026933
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

Particulars	Year ended 31 st March, 2020		Year ended 31 st March, 2019	
	INR	INR	INR	INR
A CASH FLOW FROM OPERATING ACTIVITIES				
Profit before tax:		55,503,731		38,180,252
Adjustments for:				
Depreciation & Amortisation	16,938,358		18,584,754	
Finance Costs	11,273,153		5,200,373	
Provision for diminution in value of investment	--		118,922	
Gain on sale of Investment	--		(1,724,000)	
Interest income	(33,315,530)		(35,964,522)	
Interest income from debentures	(7,896,577)		--	
Gain on Redemption of Mutual Funds	--		(1,923,605)	
		(13,000,596)		(15,708,078)
Operating profit before Working Capital changes		42,503,135		22,472,174
Adjustments for changes in Working capital :				
Long term Loans and advances	80,966,083		64,251,039	
Other non-current assets :				
Inventories	(59,467,704)		--	
Trade Receivables	(36,862,002)		34,354,422	
Short term Loans and advances	(4,617,740)		(573,827)	
Other current assets	(14,042)		(3,687)	
Other long term liabilities	(2,884,384)		12,138,139	
Long term Provisions	(918,996)		496,440	
Trade Payables	41,772,124		(3,237,273)	
Other current liabilities	(9,449,643)		(683,329)	
Short term Provisions	(2,173,799)	6,349,897	3,982,755	110,724,679
Cash generated from operations		48,853,032		133,196,853
Income taxes paid / (refund) [Net]		(23,312,061)		(22,482,260)
Net Cash flow from Operating Activities		25,540,971		110,714,593
B CASH FLOW FROM INVESTING ACTIVITIES				
Fixed Assets:				
Purchase of Fixed Assets	(1,188,010)		(6,459,807)	
Sale proceeds of Fixed Assets	23,432		17,860	
Investments:				
Purchase of Investment - Non Current	(80,001,000)		(170,697,490)	
Loan to subsidiaries and interest thereon	72,853,125		(200,481,647)	
Sale proceeds - Current Investment	7,896,577		7,923,605	
Sale proceeds - Non Current Investment	-		1,750,000	
Interest income	33,315,530		35,964,522	
Net Cash from / (used) in investing activities		32,899,654		(331,982,957)

C	CASH FLOW FROM FINANCING ACTIVITIES				
	Long Term Borrowings	(20,111,617)		86,419,195	
	Finance Cost	(11,273,153)		(5,200,373)	
	Dividend & Dividend Tax paid	(14,587,190)		(14,576,941)	
	Net Cash flow from/(used) in financing activities		(45,971,960)		66,641,881
D	NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS		12,468,665		(154,626,483)
	Cash and Cash Equivalents (Opening balance)		92,543,489		247,169,972
	Cash and Cash Equivalents (Closing balance)		105,012,154		92,543,489

Notes :

- Figures in brackets represent outflows of cash and cash equivalents.
- Cash and cash equivalents comprise of :

	As at 31st Mar, 2020 INR	As at 31st Mar, 2019 INR
Cash and cash equivalents		
Cash on hand	623,699	678,566
Cheques, drafts on hand	--	9,102,631
Balance with Bank		
Balances with banks (including deposits with less than 3 months maturity)	34,649,009	52,697,855
Other bank balances		
- Deposits with maturity of more than three months but less than 12 months	--	--
- Margin Money for Bank Guarantees / LC	67,646,854	29,112,930
- Earmarked balances	2,092,592	951,507
Total	105,012,154	92,543,489

See Accompanying Notes (1 to 51) Forming Integral Part of The Financial Statements

In Terms of Our Report of Even Dated

For J Singh & Associates

Chartered Accountants

Firm Reg No.110266W

For and on behalf of the Board

Sd/-

S. P. Dixit

Partner

Mem. No.041179

UDIN:20041179AAAAAZ2277

Date : 29th July, 2020

Place : Pune

Sd/-

Anand Chawade

Director

(DIN 02008372)

Sd/-

Ram Mapari

Chief Financial Officer

Date : 29th July, 2020

Place : Pune

Sd/-

Dr. Pradeep Bavadekar

Managing Director

(DIN 00879747)

Sd/-

Ankita Agarwal

Company Secretary

M No. A49634

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
CIN - L74140PN1982PLC026933
SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE FINANCIAL STATEMENTS
BRIEF PROFILE

Our Company was formed as a technical consultancy organisation in the year 1982 by various banks, financial institutions and state government development corporations and has gained proficiency in providing corporate solutions, consultancy and engineering services to various sectors like power generation, energy efficiency, renewable energy, climate change and environmental management. The Company is also undertakes EPC work of solar power projects. We are headquartered at Pune, Maharashtra and have presence across the country through our regional offices at Mumbai, New Delhi, Ahmedabad, Chennai, Bangalore, Amravati, Nanded and Nagpur. Our shareholders include nationalized banks, venture capital funds, financial institutions and state government development corporations. The equity shares of our Company were listed on NSE (EMERGE) in the year 2013.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES :
1.1 Basis of preparation of financial statements :

- a) These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention. The financial statements have been prepared to comply in all material respects with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules 2016 and the relevant provisions of the Companies Act, 2013.
- b) The Company follows mercantile system of accounting and recognises income and expenditure on accrual basis except for those items with significant uncertainties. The accounting policies applied are consistent with those used in the previous year.

1.2 Revenue Recognition :

- A Revenue from Consultancy / Project Services / Incubation / Environment Laboratory Services is recognised as per the terms of the specific contracts / work orders over time by measuring progress towards satisfaction of performance obligations for the services rendered.
- B Revenue from training programs is accounted as follows :
 - i) Fees from the participants are accounted based on percentage completion of tenure of training program.
 - ii) Revenue from Government sponsored training programs is recognized on completion of training program.
 - iii) Revenue from training activities conducted on behalf of Maharashtra Knowledge Corporation Limited (MKCL), being not reasonably determinable, is recognised on receipt basis (See note 36).
- C Revenue from Wind energy generation is recognised based on units generated. (Net of rebate)
- D Interest income is recognised on a time proportion basis.
- E Dividend income is recognised only when the company's right to receive the dividend is established.
- F Lease rented income is accounted on straight line basis over the lease terms.

1.3 Use of Estimates :

Estimates and assumptions used in the preparation of the financial statements are based on management's evaluation of the relevant facts and circumstances as of date of the Financial Statements, which may differ from the actual results at a subsequent date. Any revision to accounting estimates is recognized prospectively in current and future period.

1.4 Property, Plant & Equipment and Intangible Assets :

- i) The company has adopted Cost Model to measure the gross carrying amount of fixed assets.
- ii) Tangible Fixed assets are stated at cost of acquisition less accumulated depreciation. Cost includes the purchase price and all other attributable costs incurred for bringing the asset to its working condition for intended use.
- iii) Intangible assets are stated at the consideration paid for acquisition and customisation thereof less accumulated amortisation.
- iv) Assets under construction or pending installation not yet ready for intended use are classified as Capital Work in Progress(CWIP).
- v) Cost of Intangible Assets not ready for use before the balance sheet date is disclosed as Intangible Assets under Development.

1.5 Depreciation / Amortisation :

- i) Depreciation on tangible fixed assets has been provided on straight line method over the estimated useful life of the asset in the manner prescribed in Schedule II of the Companies Act, 2013, except in the case of Wind Turbine Generator which is depreciated over 20 years as per technical evaluation by manufacturer
- ii) Intangible asset being cost of Software capitalised is amortised over a period of three years.
- ii) Residual value for all tangible assets except freehold land is considered @1% of cost.

1.6 Impairment of Assets :

An asset is treated as impaired when the carrying cost of an asset exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior period is reversed if there has been a change in the estimate of the recoverable amount.

1.7 Government Grants and Subsidies :

Government grants in the nature of promoters' contribution are credited to Capital Grants under Reserves and Surplus and treated as a part of shareholders' funds. Utilisation thereof is as per covenants of grants received.

Such grants are reduced to the extent of utilisation thereof and depreciation charged and loss on sale or discard of fixed assets purchased there from.

Balance remaining in the Grant after completion of its intended purpose, is transferred to General Reserve. (Grant repayable on Demand shown as current liability)

1.8 Operating Lease :

Operating lease payments are recognized as an expense in the Statement of Profit and Loss and Operating lease receipts are recognized as an income in the Statement of Profit and Loss.

1.9 Investments :

- i) Long term investments are stated at cost. Provision for diminution in the value of long-term investment is made only if such decline is other than temporary.
- ii) Current investments are stated at lower of cost or market value. The determination of carrying amount of such investment is done on the basis of specific identification.

1.10 Retirement Benefits :

a) Short Term Employee Benefits :

All employee benefits payable within twelve months of rendering the service are classified as short term benefits. Such benefits include salaries, wages, bonus, short term compensated absences, awards, ex-gratia, performance pay etc. and the same are recognised in the period in which the employee renders the related service.

b) Employment Benefits :

i) Defined Contribution Plans:

The company has Defined Contribution Plans for post employment benefit in the form of Provident Fund / Pension Fund which are administered by the Regional Provident Fund Commissioner. Provident Fund / Pension Fund are classified as defined contribution plans as the company has no further obligation beyond making contributions. The company's contributions to defined contribution plans are charged to the Statement of Profit and Loss as and when incurred.

ii) Defined Benefit Plans:

a) Funded Plan:

The company has defined benefit plan for post employment benefit in the form of gratuity for the employees which are administered through Life Insurance Corporation of India. Liability for the said defined plan is provided on the basis of valuation as at the Balance Sheet date, carried out by an independent actuary. The actuarial method used for measuring the liability is the Projected Unit Credit Method.

b) Non Funded Plan:

The company has defined benefit plan for the employment benefit in the form of leave encashment for the employees. Liability for above defined benefit plan is provided on the basis of the valuation as at the Balance Sheet date carried out by an independent actuary. The actuarial method used for measuring the liability is the Projected Unit Credit Method.

- iii) The actuarial gains and losses arising during the year are recognized in the Statement of Profit and Loss for the year without resorting to any amortization.

1.11 Income Tax :

a) Current Taxation:

Provision for current tax is made on the basis of taxable profits computed for the current accounting period in accordance with provisions of the Income Tax Act, 1961.

Provision is made for income Tax annually, based on the tax liability computed after considering tax allowances and exemptions.

b) **Deferred Tax :**

Deferred tax is recognised, subject to consideration of prudence in respect of deferred tax assets, on timing difference, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized. Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantially enacted at the balance sheet date.

1.12 Earnings Per Share :

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

1.13 Foreign Currency Transaction :

a) **Initial Recognition:**

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

b) **Exchange Differences:**

Exchange differences arising on the settlement of foreign currency transactions are recognised as income or as expense in the year in which they arise.

1.14 Provisions, Contingent Liabilities and Contingent Assets :

Provisions are recognised for liabilities that can be measured only by using a substantial degree of estimation, if

- a) the Company has a present obligation as a result of a past event,
- b) a probable outflow of resources is expected to settle the obligation; and
- c) the amount of the obligation can be reliably estimated.

Reimbursement expected in respect of expenditure required to settle a provision is recognised only when it is virtually certain that the reimbursement will be received.

Contingent Liability is disclosed in case of

- a) a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligations;
- b) a present obligation arising from past events, when no reliable estimate is possible; and
- c) a possible obligation arising from past events where the probability of outflow of resources is not remote.

Contingent Assets are neither recognised , nor disclosed.

Provisions, contingent liabilities and contingent assets are reviewed at each Balance sheet date.

1.15 Segment Reporting :

The company identifies primary segments based on the dominant source, nature of risks, returns and the internal organization structure. The operating segments are the segments for which separate financial information is available and for which operating Profit/Loss amounts are evaluated regularly by the Management in deciding how to allocate resource and in assessing performance.

The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.

1.16 Cash Flow Statement :

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non cash nature and any deferrals of past or future cash receipts and payments. The cash flows from regular operating, investing and financing activities of the company are segregated.

1.17 Dividend

Dividend is recognised as liability in the period in which it is declared by the Company (usually when approved by shareholders in General Meeting) or paid and hence not recognised as liability.

1.18 Borrowing cost

Borrowing cost includes interest, amortisation of ancillary cost incurred in connection with the arrangement of borrowing and exchange differences arising from foreign currency borrowing to the extent they are regarded as an adjustment to the interest cost.

Borrowing cost, if any, 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 capitalised, if any. All other borrowing cost are expensed in the period in which they occurred.

1.19 The inventory of the project consumables are valued at cost.

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
NOTE 2 - SHARE CAPITAL

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Authorised: 25,000,000 Equity Shares of INR 10/- each.	250,000,000	250,000,000
Issued, Subscribed and Paid up: 13,421,526 (PY 12,00,000) Equity Shares of INR 10/- each fully paid .	134,215,260	121,000,000
Total	134,215,260	121,000,000

Notes:

a) Reconciliation of the no. of shares :

Particulars	As at 31 st March 2020		As at 31 st March 2019	
	No of shares	Amount	No of shares	Amount
No of fully paid Equity shares outstanding at the beginning of the year.	12,100,000	121,000,000	12,100,000	121,000,000
Add: Issued during the year *	1,321,526	13,215,260	--	--
No of Equity shares outstanding at the end of the year.	13,421,526	134,215,260	12,100,000	121,000,000

*** - Note**

During the year, the Company has issued and allotted 1,321,526 Equity Shares of the company having face value of INR 10/- each fully paid at a premium of INR 42/- each for consideration other than cash by way of preferential allotment to the shareholders of Shrikhande Consultants Pvt Ltd. Mumbai (SCPL). (Refer NOTE 43).

b Rights, preferences and restrictions attached to shares:

The company has one class of equity shares having a par value of INR 10/- per share. Each equity holder is entitled to one vote per share and have a right to receive dividend rank pari passu as recommended by Board of Directors subject to necessary approval from the shareholders in the ensuing Annual General Meeting. The company declares and pays dividend in Indian Rupees.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Number of fully paid Equity shares held by each shareholder holding more than 5% shares in the company are as follows:

Name of Shareholders	Number of Equity Shares as at 31 st March, 2020	Percentage held	" Number of Equity Shares as at 31 st March, 2019 "	Percentage held
1) SIDBI Trustee Company Limited A/c India Opportunities Ltd	1,638,000	12.20%	1,638,000	13.54%
2) ACAIPL Corporate Advisors (India) Private Limited	1,000,000	7.45%	1,000,000	8.26%
3) Beesley Consultancy Private Limited	925,068	6.89%	-	0%
4) Mukul Mahavir Prasad Agrawal	752,000	5.60%	752,000	6.2%

The Board of Directors at its meeting held on 29th July, 2020 have recommended a payment of final dividend of INR Paise 20 only (INR1/-) per equity share of the face value of INR 10/- each for the financial year ended 31st March, 2020 if approved.

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
NOTE 3 - RESERVES AND SURPLUS

Particulars	INR.	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Capital Grants :			
Capital Grant from :			
1) Ministry of Food Processing Industry, Govt. of India	--		3,810
For setting up Food Processing Training Centre			
Less : Depreciation fund for the year	--		3,810
Closing Balance		--	--
2) Grant received from MSME under ASPIRE			
Opening Balance	1,403,950		1,992,514
Less : Depreciation fund for the year	588,564		588,564
Closing Balance		815,386	1,403,950
Securities Premium :			
Opening Balance	173,557,818		
Add: Transferred during the year	55,504,092		
		229,061,910	173,557,818
General Reserve:			
Opening Balance		91,276,262	91,276,262
Surplus in Statement of Profit & Loss			
Opening Balance	557,791,700		541,027,055
Less: Dividends(see NOTE 42)	12,100,000		12,100,000
Less: Dividend distribution tax	2,487,190		2,476,941
Add: Profit for the year	40,611,149		31,341,586
Closing Balance		583,815,659	557,791,700
Total		904,969,217	824,029,730

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
NOTE 4 - LONG TERM BORROWINGS

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Term Loan : Secured		
a) Loan against property #		
A) from Banks	66,307,578	86,419,195
Total	66,307,578	86,419,195

# Term Loan - Nature of Security	Terms of Repayment
Loan against property from a Bank, Total balance outstanding of INR 69,160,146/- is secured by mortgage of office premises of the Company at Kubera Chambers, Shivajinagar, Pune.	1) Repayment of principle loan of INR 7 crore @ 9.50% p.a.- in 180 equated monthly installments starting from 5 th December, 2018, last installment due on 5 th November, 2033 . 2) Repayment of principle loan of INR 2 crore @ 10.55% /p.a. in 180 equated montly installment of INR221701/- starting from 5 th April 2019, partly repaid during the year and rescheduled last installment is due on 5 th June, 2020.

NOTE 5 - DEFERRED TAX

(i) Break up of Deferred Tax Liability as at year end :

Nature of timing difference	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Difference in Provision for Depreciation and Amortisation	15,899,568	15,554,617
Total	15,899,568	15,554,617

(ii) Break up of Deferred Tax Asset as at year end:

Nature of timing difference	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Provision for Leave encashment / gratuity / doubtful debts	2,709,065	4,313,091
Total	2,709,065	4,313,091

(iii) Deferred Tax Liability (net)	13,190,503	11,241,526
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MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
NOTE 6 - OTHER LONG TERM LIABILITIES

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Retention money from vendors	1,107,858	3,992,242
Security deposit (from a related party)	10,000,000	10,000,000
Total	11,107,858	13,992,242

NOTE 7 - LONG TERM PROVISIONS

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Provision for Leave Encashment , Gratuity and Super Annuation or Employee benefits expenses	4,787,364	5,706,360
Total	4,787,364	5,706,360

NOTE 8 - TRADE PAYABLES

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Trade Payables		
i) total outstanding dues to Micro Enterprises and Small enterprises	1,070,801	1,209,067
ii) total outstanding dues to creditors other than Micro Enterprises and Small enterprises		
To Related party	60,134	7,464,368
To Others	117,870,235	68,555,611
Total	119,001,170	77,229,046

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
NOTE 9 - OTHER CURRENT LIABILITIES

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Other Payables		
a) Advance from Customers	3,123,637	5,258,029
b) Grant repayable on demand - Technology Development Board	4,909,125	4,820,317
c) Current Maturities of other long term debts #	2,852,568	2,865,198
d) Interest on loan accrued but not due	599,631	607,506
e) Provident and other funds payable	1,561,990	1,439,556
f) ESIC Payable	35,167	61,356
g) TDS & GST Payable	2,723,633	11,273,281
h) Security Deposits	3,894,228	2,824,379
Total	19,699,979	29,149,622

- For particulars of security and terms of repayment see NOTE 4

NOTE 10 - SHORT-TERM PROVISIONS

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Provision for Leave Encashment	4,217,195	8,497,109
Provision for Gratuity	5,276,503	3,170,388
Total	9,493,698	11,667,497

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
NOTE 11 - PROPERTY, PLANT AND EQUIPMENT

Particulars	TANGIBLE ASSETS											
	Land - Freehold	Improve-ment toLe-asehold Properties	Building #	Energy Audit Equip-ments	Furniture & Fixture	Vehicle	Office Equipment	Environ-ment & BT Equipments	Computer & Printers	Electrical Installa-tions & Equip-ments	Wind Power Project	Total
COST												
As at April 1, 2018	200,000	12,084,654	173,101,958	13,578,302	36,559,114	6,502,423	31,390,097	12,796,638	40,164,159	13,151,657	41,982,900	381,521,902
Additions	-	-	2,838,710	67,386	543,050	59,979	167,327	-	443,334	-	-	4,119,786
Disposals / adjustments	-	-	-	-	26,301	-	468,112	-	1,935,266	-	-	2,429,679
Balance as at March 31, 2019	200,000	12,084,654	175,940,668	13,645,688	37,085,863	6,562,402	31,089,312	12,796,638	38,672,227	13,151,657	41,982,900	383,212,009
As at April 1, 2019	200,000	12,084,654	175,940,668	13,645,688	37,085,863	6,562,402	31,089,312	12,796,638	38,672,227	13,151,657	41,982,900	383,212,009
Additions	-	-	-	7,000	8,700	-	149,165	157,300	249,522	-	-	571,687
Disposals / adjustments	-	-	-	-	-	-	231,713	-	1,178,359	-	-	1,410,072
Balance as at March 31, 2020	200,000	12,084,654	175,940,668	13,652,688	37,094,563	6,562,402	31,006,764	12,953,938	37,743,390	13,151,657	41,982,900	382,373,624
ACCUMULATED DEPRECIATION AND IMPAIRMENT												
As at April 1, 2018	-	6,712,524	16,758,251	12,500,248	23,347,044	4,855,746	27,281,442	9,657,092	38,017,725	8,320,654	30,495,600	177,946,326
Depreciation Charge for the year	-	819,624	2,875,515	404,685	2,901,293	614,881	1,711,726	1,237,647	1,382,898	1,020,974	1,136,750	14,105,993
Disposals / adjustments	-	-	-	-	26,301	-	450,282	-	1,935,266	-	-	2,411,849
Balance as at March 31, 2019	-	7,532,148	19,633,766	12,904,933	26,222,036	5,470,627	28,542,886	10,894,739	37,465,357	9,341,628	31,632,350	189,640,470
Depreciation Charge for the year	-	524,010	3,424,514	353,545	2,783,702	610,371	1,575,051	539,759	780,083	959,091	1,136,750	12,686,876
Disposals / adjustments	-	-	-	-	-	-	208,280	-	1,178,360	-	-	1,386,640
Balance as at March 31, 2020	-	8,056,158	23,058,280	13,258,478	29,005,738	6,080,998	29,909,657	11,434,498	37,067,080	10,300,719	32,769,100	200,940,706
NET CARRYING VALUE at March 31, 2020	200,000	4,028,496	152,882,388	394,210	8,088,825	481,404	1,097,107	1,519,440	676,310	2,850,938	9,213,800	181,432,918
NET CARRYING VALUE at March 31, 2019	200,000	4,552,506	156,306,902	740,755	10,863,827	1,091,775	2,546,426	1,901,899	1,206,870	3,810,029	10,350,550	193,571,539

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
NOTE 11 - PROPERTY, PLANT AND EQUIPMENT

Particulars	Grant Assets					Total of Tan- gible & Grant Assets	INTANGIBLE ASSETS		Total of Tangible & Intangible Assets
	Office Equipment	Furniture & Fixture	Computer & Printers	Electrical Installa- tions & Equipments	Total		Computer Softwares		
COST									
As at April 1, 2018	7,616,638	1,021,551	432,000	867,660	9,937,849	391,459,751	55,105,151	446,564,902	
Additions	--	--	--	--	--	4,119,786	2,400,000	6,519,786	
Disposals / adjustments	117,700	--	--	--	117,700	2,547,379	--	2,547,379	
Balance as at March 31, 2019	7,498,938	1,021,551	432,000	867,660	9,820,149	393,032,158	57,505,151	450,537,309	
As at April 1, 2019	7,498,938	1,021,551	432,000	867,660	9,820,149	393,032,158	57,505,151	450,537,309	
Additions	--	--	--	--	--	571,687	616,323	1,188,010	
Disposals / adjustments	--	--	--	--	--	1,410,072	--	1,410,072	
Balance as at March 31, 2020	7,498,938	1,021,551	432,000	867,660	9,820,149	392,193,773	58,121,474	450,315,247	
ACCUMULATED DEPRECIATION AND IMPAIRMENT									
As at April 1, 2018	5,619,614	1,011,009	432,000	860,370	7,922,993	185,869,319	46,502,255	232,371,574	
Depreciation Charge for the year	587,895	2,622	--	1,857	592,374	14,698,367	4,478,761	19,177,128	
Disposals / adjustments	117,670	--	--	--	117,670	2,529,519	--	2,529,519	
Balance as at March 31, 2019	6,089,839	1,013,631	432,000	862,227	8,397,697	198,038,167	50,981,016	249,019,183	
Depreciation Charge for the year	585,593	1,738	--	1,233	588,564	13,275,440	4,251,482	17,526,922	
Disposals / adjustments	--	--	--	--	--	1,386,640	--	1,386,640	
Balance as at March 31, 2020	6,675,432	1,015,369	432,000	863,460	8,986,261	209,926,967	55,232,498	265,159,465	
NET CARRYING VALUE at March 31, 2020	823,506	6,182	--	4,200	833,888	182,266,806	2,888,976	185,155,782	
NET CARRYING VALUE at March 31, 2019	1,409,099	7,920	--	5,433	1,422,452	194,993,991	6,524,135	201,518,126	

- Includes Nagpur office premises having WDV INR 10,740,940/-, which has been mortgaged in favour of a Bank for non fund based limit of INR 200,000,000/-

- Includes office premises at Kubera Chambers Shivajinagar Pune having WDV as on 31st March, 2020, INR 13,264,767/-, which has been mortgaged on in favour of a Bank for loan of INR 90,000,000/- obtained against property

- Includes leasehold office premises of INR 2,804,374/-

- Out of above, depreciation and amortisation of INR 16,938,358/- has been charged against Profit and balance INR 588,564/- has been reduced from respective Grants

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
NOTE 12 - NON CURRENT INVESTMENTS

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Investments (At Cost)		
Investment in Subsidiaries - (Trade, Unquoted, at cost, Fully paid)		
A) In Equity Instruments:		
a) Current Year NIL (5,100) Equity shares of MITCON Multiskills Ltd. of INR 10/- each	--	18,923
Less : Provision for Dimunition in value of investment	--	(18,923)
b) 12,000,049 (12,000,049) Equity shares of Kishna Windfarms Developers Private Limited (KWDPL) of INR 10/- each#	120,388,690	120,388,690
c)10,000 (10,000) Equity shares of MITCON Sun Power Limited of INR 10/- each	100,000	100,000
d) 10,000 (10,000) Equity shares of MITCON Forum for Social Development of INR 10/- each(refer NOTE 40)	1	1
e) 10,000 (10,000) Equity shares of MITCON Advisory Services Limited of INR 10/- each	100,000	100,000
f) 10,300,000 (2,300,000)Equity shares of MITCON Trusteeship Services Private Limited of INR 10/- each.	103,000,000	23,000,000
g) 1,321,526 (Nil) Equity shares of Shrikhande Consultants Private Limited (at premium of INR 42/- per share)of INR 10/- each refer NOTE 43	68,719,352	--
B) In debentures		
10.50% 75,00,000 (75,00,000) Compulsarily Fully Convertible Debentures of Krishna Windfarms Developers Private Limited of INR 10/- each ##	75,000,000	75,000,000
C) Investment in Associates - (Trade, Unquoted, Fully paid)		
In Equity Instruments:		
a) 4,900 (4,900) Equity shares of MITCON Insolvency Professional Services Private Limited of INR 10/- each (invested at the premium of INR 2250/- per share)	11,074,000	11,074,000
D) Other Investments :		
Non-trade, Unquoted.		
a) In Government Securities -		
National Savings Certificates	75,000	75,000
b) In others		
40 (Nil) Equity shares of The Greater Bombay Coop. Bank Limited of INR 25/- each fully paid up.	1,000	--
Total	378,458,043	229,737,691

Aggregate amount of unquoted investments INR 378,458,043/- (INR 229,737,691/-)

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
NOTE 13 - LONG TERM LOANS AND ADVANCES

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Unsecured, Considered Good		
Share Application money to Subsidiary	--	80,000,000
Security Deposits	25,711,637	25,631,637
Prepaid Expenses	3,248	28,118
Loans to Incubatee	369,440	1,390,653
Loans to subsidiaries		
Krishna Windfarms Developers Private Limited	143,449,525	148,149,525
MITCON Sun Power Limited	116,000,000	9,600,000
MITCON Solar Alliance Limited	--	170,917,327
MITCON Advisory Services Private Limited	50,000	--
Interest on loans to subsidiaries		
Krishna Windfarms Developers Private Limited	21,269,856	24,650,634
MITCON Sun Power Limited	4,839,224	376,136
MITCON Trusteeship Services Private Limited	104,425	--
MITCON Solar Alliance Limited	--	4,876,191
MITCON Advisory Services Private Limited	3,658	--
Total	311,801,013	465,620,221

NOTE 14 - INVENTORY

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Inventory of Project consumables	59,467,704	--
Total	59,467,704	--

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
NOTE 15 - TRADE RECEIVABLES

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Outstanding for a period exceeding six months from the date they are due for payment:		
Unsecured considered good #	39,171,931	38,900,083
Unsecured considered doubtful	1,272,873	2,320,928
Less : Provision for Doubtful Debts	(1,272,873)	(2,320,928)
	39,171,931	38,900,083
Others - Unsecured considered good ##	118,684,904	82,094,750
Total	157,856,835	120,994,833

- Includes INR 300,640/- (7,910,859/-) receivable from related parties.

- Includes INR 1,953,810/- (599,589/-) receivable from related parties.

NOTE 16 - CASH AND CASH EQUIVALENTS

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Cash and Cash Equivalents		
(a) Cash on Hand	623,699	678,566
(b) Cheques, Drafts on Hand	--	9,102,631
(c) Balances with Bank		
Balances with banks (including deposits with less than 3 months maturity)	34,649,009	52,697,855
Other Bank Balances		
Margin Money for Bank Guarantees / LC #	67,646,854	29,112,930
Earmarked Balances (in respect of TDB Grant)	2,092,592	951,507
Total	105,012,154	92,543,489

- Includes Deposit of INR 23,703,888/- (INR 12,500,000/-) on which charge has been created and pledged in favour of a Bank for non fund based limit of INR 200,000,000/- (INR 50,000,000/-) and INR 43,942,966/- are margin money for issuing Letter of Credit (LC).

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
NOTE 17 - SHORT TERM LOANS AND ADVANCES

Particulars	As at 31st March 2020 INR	As at 31st March 2019 INR
Unsecured, Considered Good Prepaid Expenses	4,572,870	4,731,511
Advance to Others	894,101	3,417,642
Security Deposits	17,948,651	10,015,970
Travel Advances to Staff	629,312	1,262,071
Income Tax net of Provisions	59,930,090	49,561,634
Loans to Incubatee	1,000,000	1,000,000
Total	84,975,024	69,988,828

NOTE 18 - OTHER CURRENT ASSETS

Particulars	As at 31st March 2020 INR	As at 31st March 2019 INR
Interest Accrued on Investment	46,072	32,030
Total	46,072	32,030

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
NOTE 19 - REVENUE FROM OPERATIONS

Particulars	For the year ended 31 st March, 2020 INR	For the year ended 31 st March, 2019 INR
Sale of Services	358,457,648	579,808,902
Other Operating Revenues	3,568,650	3,693,009
Total	362,026,298	583,501,911

Details of Sale of Services :	For the year ended 31 st March, 2020 INR	For the year ended 31 st March, 2019 INR
Consultancy Fees	141,503,936	176,175,927
Project services	42,520,000	260,924,042
Vocational Training	139,329,555	115,288,963
IT Courses	13,017,112	13,770,376
Laboratories	22,087,045	13,649,594
Total	358,457,648	579,808,902
Details of Other Operating Revenue :		
Income from Wind Power Generation (Net of rebate)	3,568,650	3,693,009
Total	3,568,650	3,693,009

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
NOTE 20 - OTHER INCOME

Particulars	For the year ended 31 st March, 2020 INR	For the year ended 31 st March, 2019 INR
Interest Income from		
- Bank Deposits	1,734,040	5,657,346
- Inter corporate Loan to related parties	31,530,081	26,260,419
- Other	51,409	120,043
- Interest on Debentures from a subsidiary	7,896,577	3,926,714
Lease Rental Income	7,380,330	3,565,016
Sundry Provisions and Credit Balances no longer required, written back	15,522,082	6,710,063
Recovery of Bad Debts	770,348	602,426
Gain on redemption of MF investments	--	1,923,605
Other non-Operating Income	286,023	833,539
Total	65,170,890	49,599,171

NOTE 21 - OPERATING COSTS

Particulars	For the year ended 31 st March, 2020 INR	For the year ended 31 st March, 2019 INR
Expenses on IT, VTP Training Activities	95,976,195	80,287,610
Professional Fees	45,915,101	47,145,771
Project Costs	2,788,058	229,927,737
Total	144,679,354	357,361,118

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
NOTE 22 - EMPLOYEE BENEFIT EXPENSE

Particulars	For the year ended 31st March, 2020 INR	For the year ended 31st March, 2019 INR
Salaries and Wages	104,219,019	104,350,396
Contribution to Provident and Other Funds	9,829,612	9,478,260
Contribution to Gratuity & Leave encashment	4,614,623	5,911,216
Staff Welfare Expenses	2,982,962	3,021,384
Total	121,646,216	122,761,256

NOTE 23 - FINANCE COSTS

Particulars	For the year ended 31st March, 2020 INR	For the year ended 31st March, 2019 INR
Interest Expense	9,019,330	3,788,749
Bank charges and Commission	2,253,823	1,411,624
Total	11,273,153	5,200,373

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
NOTE 24 - OTHER EXPENSES

Particulars	For the year ended 31 st March, 2020 INR	For the year ended 31 st March, 2019 INR
Power and Fuel	5,696,633	5,907,515
Office Rent	6,223,753	5,967,333
Repairs and Maintenance -		
- Buildings	1,443,691	1,412,628
- Office & Other Equipment	3,154,939	3,477,733
- Others	1,734,802	810,685
Insurance	1,303,557	1,531,106
Rates & Taxes	499,538	563,402
Auditor's Remuneration		
Statutory Audit	1,062,000	600,000
Certification	24,500	29,750
Administrative and General Expenses		
Travelling Expenses	17,986,012	21,876,726
Printing, Stationery and computer consumable	8,904,414	9,539,746
Advertisement	2,120,934	3,142,645
Security Expenses	2,163,177	2,118,331
Telephone, Mobile Expenses	1,964,503	2,440,598
Business Promotion Expenses	2,162,403	1,834,248
Registration and Legal Fees	791,987	1,812,309
Postage , Fax and Courier	1,165,070	1,413,480
Books & Periodicals Subscriptions and Membership Fees	2,096,655	691,292
Housekeeping	975,680	997,892
Laboratory Consumables	152,545	520,689
Directors Sitting Fees	680,000	480,000
Expenditure towards Corporate Social Responsibility (CSR) activities	--	2,394,245
Provision for Doubtful Debts	1,272,873	2,320,928
Bad Debts written off	10,412,561	17,375,259
Donations	5,000	30,000
General Expenses	3,159,149	3,329,867
Total	77,156,376	92,618,407

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
25 Utilisation of Incubatee Grant

- a. Technology Development Board (TDB), Govt. of India has approved scheme 'Seed Support System for Start-ups in Incubators' for providing financial assistance as seed support for start-ups in the MITCON incubator as growth oriented initiative between the TDB and MITCON. The scheme is to make available early stage financial assistance as seed support for start-up units located at the MITCON incubator for further development and pre-commercialization of technologies. Accordingly MITCON has received grant of INR 4,000,000/- from TDB during the year ended 31st March, 2012. Term Loan disbursed and outstanding to incubatees aggregating to INR 1,369,440/- outstanding as on 31st March, 2020 is classified as current / non current assets. Refund to TDB / Disbursement against this grant has been deducted from Grant received. Grant remaining unutilised aggregating to INR 4,909,125/- being repayable on demand is classified under current liability.
- b. Interest received on deployment of unutilised grant amount and interest received on loans disbursed to incubatee, is credited to grant (net of taxes).

26 Contingent liability not provided for

Particulars	Year ended	
	31 st March, 2020 INR	31 st March, 2019 INR
a) Guarantees given by bankers on behalf of the Company		
- To Customers	59,117,971	31,720,191
b) Corporate Guarantee issued by the Company on behalf of Krishna Windfarms Developers Private Limited (KWDPL) for loan availed by KWDPL from L & T Infrastructure Finance Company Limited.	--	420,000,000
c) Corporate Guarantee issued by the Company on behalf of Krishna Windfarms Developers Private Limited (KWDPL) for loan availed by KWDPL from a Bank.	420,000,000	--
d) Financial Guarantee issued by the Company on behalf of Krishna Windfarms Developers Private Limited (KWDPL) to maintain Debt Service Reserve Account (DSRA) for loan availed from a Bank.	14,518,911	--
e) Corporate Guarantee issued by Company on behalf of MITCON Solar Alliance Ltd.(MSAL) to a Bank for Term loan availed by MSAL.	150,000,000	--
f) Corporate Guarantee issued by Company to a Bank, for overdraft / non fund base limit availed by subsidiary , Shrikhande Consultants Pvt Ltd. (SCPL)	150,000,000	--
g) An ex-employee has filed a claim before First Labour Court, Pune. The company has filed written statement for dismissal of the claim.	--	164,000

h) Claims against the company not acknowledged as debt
 - Arbitration petition in respect of money claim is pending before Arbitration Tribunal. The company has made counter claims against the claimant before the said Tribunal. Arbitration gave its award partial against the company, Company preferred to challenge the same in District Court, Pune, pending proceedings, the liability (if any) is not ascertainable

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27 Payments to Auditors - (Net of GST)

	Year ended	
	31 st March, 2020	31 st March, 2019
	INR	INR
For Audit	1,062,000	600,000
For Certification	24,500	29,750
Total	1,086,500	629,750

28 a Value of Imported and indigenous raw material & components consumed

	Year ended			
	31 st March, 2020		31 st March, 2019	
	% of total consumption	Amount	% of total consumption	Amount
Imported	72.87%	40,720,517	63.73%	106,686,773
Indigenous	27.13%	15,163,099	36.27%	60,728,463
Total	100%	55,883,616	100%	167,415,236

29 Expenditure and earnings in foreign currencies

Expenditure in foreign currency	Year ended	
	31 st March, 2020	31 st March, 2019
	INR	INR
CIF Value of import	40,720,517	--
Consulting Fees	3,883,275	2,046,084
Travelling expenses	371,364	427,452
Software Licence fees	--	381,710
Total	44,975,156	2,855,246

Earning in foreign currency	Year ended	
	31 st March, 2020 INR	31 st March, 2019 INR
Professional fees	13,412,656	15,311,807
Total	13,412,656	15,311,807

- 30** Micro, Small and Medium Enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro, Small and Medium Enterprises, which are outstanding for more than the stipulated period are given below:

	Particulars	31 st March, 2020	31 st March, 2019
a	Dues remaining unpaid as at		
	Principal	1,070,801	1,209,067
	Interest on the above	--	--
b	Amount of payment made to supplier beyond the appointed day during the year		
	Principal paid beyond the appointed date	--	--
	Interest paid in terms of Section 16 of the Act	--	--
c	Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	--	--
d	Amount of interest accrued and remaining unpaid as at	--	--
e	Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises	--	--

- Based on the documents / information available with the Company, there were no acknowledged dues to suppliers covered under The Micro, Small and Medium Enterprises Development Act 2006 (MSMED Act).

31 Disclosure pursuant to Accounting Standard (AS 15) - Revised 2005 "Employee Benefits"

a) Defined contribution plans:

The company has recognized the following amounts in the Statement of Profit & Loss for the year :

- i) Contribution to employees provident fund INR 6,780,047/- (INR 6,221,138/-)
- ii) Contribution to employees family pension Fund INR.2,158,226/- (INR2,155,092/-)

b) Defined benefit plans - Gratuity

The company makes annual contribution to the Life Insurance Corporation of India, a funded defined benefit plan for qualifying employees. The scheme provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service or part there of in excess of 6 month. Vesting occurs only upon completion of 5 years of service except in case of death or permanent disability. The present value of defined benefit obligation and the related current service cost are measured using the Projected Unit Credit Method with actuarial valuation being carried out at the balance sheet date.

i) Reconciliation of opening and closing balances of the Present Value of the defined benefit obligation:	Year ended	
	31st March, 2020	31st March, 2019
	INR	INR
Present Value of defined benefit obligation at the beginning of the year	24,386,227	21,721,635
Interest cost	1,722,419	1,548,924
Current service cost	2,806,111	2,731,924
past service cost	--	--
Actuarial losses / (gains)	322,233	2,111,011
Benefits paid	(3,445,626)	(3,727,267)
Present value of defined benefit obligation at the close of the year	25,791,364	24,386,227

ii) Changes in the fair value of Plan Assets and the reconciliation thereof:	Year ended	
	31st March, 2020	31st March, 2019
	INR	INR
Fair value of plan assets at the beginning of the year	21,215,839	23,340,845
Add :expected return on plan assets	1,578,956	1,683,022
Add / (less) : actuarial (losses) / gains	(45,193)	(82,035)
Add : contributions by employer	1,500,000	200,000
Less: benefits paid	(3,445,626)	(3,727,267)
Less: mortality charges and taxes	(289,115)	(198,726)
Fair value of plan assets at the close of the year	20,514,861	21,215,839
Actual Return on Plan Assets	1,533,763	1,600,987

iii) Amount recognized in the Balance Sheet:	Year ended	
	31st March, 2020	31st March, 2019
	INR	INR
Present Value of Obligation as at the end of year	25,791,364	24,386,227
Fair Value of Plan Assets as at the end of year	20,514,861	21,215,839
Funded Status	(5,276,503)	(3,170,388)
Current Liability	5,276,503	3,170,388
Non - Current Liability	20,514,861	21,215,839
Unrecognised Actuarial (gains) / losses	--	--
Net Asset / (Liability)	(5,276,503)	(3,170,388)

Fair value of plan assets, in excess of present value of obligations, being adjustable against future contributions is recognised in the books of account.

iv) Amounts recognised in the Statement of Profit and Loss are as follows:	Year ended	
	31 st March, 2020	31 st March, 2019
	INR	INR
Current service cost	2,806,111	2,731,924
Past Service Cost	--	--
Interest cost	1,722,419	1,548,924
Expected return on plan assets	(1,578,956)	(1,683,022)
Curtailment cost / (Credit)	--	--
Settlement Cost / (Credit)	--	--
Net Actuarial (Gain) / Loss recognised in the year	367,426	2,193,046
Expenses Recognised in the Statement of Profit & Loss at the end of year	3,317,000	4,790,872

v) Amount for the current period :	Year ended	
	31 st March, 2020	31 st March, 2019
	INR	INR
Present value of obligation	25,791,364	24,386,227
Plan assets	20,514,861	21,215,839
Surplus / (Deficit)	(5,276,503)	(3,170,388)

vi) Broad categories of Plan Assets as a percentage of total assets as at	Year ended	
	31 st March, 2020	31 st March, 2019
	%	%
Insurer managed funds	100%	100%
Total	100%	100%

vii) Actuarial Assumptions :	Year ended	
	31 st March, 2020	31 st March, 2019
	%	%
Discount rate	6.70%	7.60%
Rate of increase in Compensation levels	9.50%	9.50%
Rate of return on plan assets	7.80%	7.80%
Expected Average remaining working lives of employees (years)	7.75	7.82

- c) The company provides for accumulation of compensated absences by its employees. The employees can carry forward a portion of the unutilised compensated absences and utilise it in future periods to receive cash in lieu thereof as per company policy. The company records an

obligation for compensated absences in the period in which the employee renders the service that increases this entitlement. The total liability recorded by the company towards this benefit as at 31 March, 2020 is INR 9,904,559/- (INR 14,203,469/-).

- 32** The Company has entered into operating lease arrangements for office space. Lease arrangements provide for cancellation by either of the parties and also contain a clause for renewal of the lease agreement. Lease payments and receipts on cancellable operating lease arrangements debited / credited to Statement of Profit and Loss are as under.

	Year ended	
	31st March, 2020	31st March, 2019
	INR	INR
Cancellable leases		
Lease payments debited to the Statement of Profit and Loss		
Lease rent for office	6,223,753	5,907,815
Lease receipts credited to the Statement of Profit and Loss		
Lease rent for office	7,380,330	3,565,016

- 33** Related Party Disclosures Under Accounting Standard 18 - "Related Party Disclosures", have been identified on the basis of representation made by the Management and taken on record by the Board of Directors and relied upon by the auditors. Disclosures of transactions with Related Parties are as under :

a) Related Parties

Subsidiary of Company

Krishna Windfarms Developers Private Limited (KWDPL) Wholly owned

MITCON Sun Power Limited (MSPL) wholly owned

MITCON Forum for Social Development (MFSD) wholly owned

MITCON Trusteeship Services Limited (MTSPL) wholly owned

MITCON Advisory Services Private Limited (MVAPL) wholly owned

Shrikhande Consultanats Private Limited (SCPL)

Subsidiary of MSPL

MITCON Solar Alliance Limited (MSAL)

Associate :

MITCON Insolvency Professional Services Private Limited (MIPSPL)

Related Party where control exists:

Mitcon Foundation (Charitable Trust) (Common Managing Director and Managing Trustee)

Key Management personnel :

Dr. Pradeep Bavadekar, Managing Director, Mr Ram Mapari, Chief Financial Officer, Mrs. Ankita Agarwal, Company Secretary.

b) Transactions with Related Parties :

Sr. No.	Nature of transactions / Name of Related Party	2019-20 INR	2018-19 INR
I	Subsidiary		
	MITCON Forum for Social Development (MFSD)		
	Contribution to Equity (10,000 shares of INR 10/- each)	--	1
	Rent income (net of GST)	120,000	80,000
	Income	7,423,268	--
	Training expenses - contract	21,288,356	9,591,101
	MITCON Trusteeship Services Limited (MTSPL)		
	Contribution to Equity (2,300,000 shares of INR 10/- each)	--	23,000,000
	Share Application Money paid	--	80,000,000
	Rent income (net of GST)	170,740	--
	Interest Charged on Inter Corporate Loan	116,029	--
	Expenses incurred (net of GST)	2,403,483	203,655
	MITCON Advisory Services Pvt Ltd. (Previously known as MITCON Valuers and Advisors Private Limited)		
	Contribution to Equity (10,000 shares of INR 10/- each)	--	100,000
	Rent income (net of GST)	20,000	60,000
	Interest Charged on Inter Corporate Loan	3,658	--
	Expenses incurred (net of GST)	11,463	162,100
	Krishna Windfarms Developers Private Limited (KWDPL)		
	Income from Project Services	--	8,497,064
	Rent income (net of GST)	180,000	180,000
	Inter Corporate Loan disbursed	--	--
	Interest Charged on Inter Corporate Loan & Debentures	23,116,009	24,351,212
	Corporate Guarantees issued to financial institution for loan availed by KWDPL.	--	420,000,000
	Corporate Guarantees issued to a Bank for loan availed by KWDPL.	420,000,000	--
	IFinancial Guarantee issued by the Company to maintain Debt Service Reserve Account (DSRA) on behalf of Krishna Windfarms Developers Pvt Ltd. (KWDPL) for loan availed by KWDPL from a Bank .	14,518,911	--
	Contribution to Rights Equity Issue (49 shares of INR 10/- each)	--	490

	Conversion of existing loan into debentures (10.50% Compulsarily Convertible Debentures - 75,00,000 debentures of INR 10/- each)	--	75,000,000
	MITCON Solar Alliance Limited (MSAL)		
	Income from Project Services	1,000,000	231,700,980
	Rent income (net of GST)	120,000	100,000
	Inter Corporate Loan disbursed	--	270,917,327
	Corporate Guarantees issued to a Bank for loan availed by MSAL.	150,000,000	--
	Interest Charged on Inter Corporate Loan	11,231,973	5,417,992
	Expenses incurred (net of GST)	1,843,806	--
	MITCON Sun Power Limited (MSPL)		
	Contribution to Equity (10,000 shares of INR 10/- each)	--	100,000
	Inter Corporate Loan disbursed	--	9,600,000
	Interest Charged on Inter Corporate Loan	4,958,989	417,929
	Rent income (net of GST)	120,000	110,000
	Expenses incurred (net of GST)	452,522	33,234
	Shrikhande Consultants Pvt Ltd		
	Corporate Guarantees issued to a Bank , for overdraft / non fund base limit	150,000,000	--
	Service Charges (net of GST)	25,000	--
II	Associates :		
	MITCON Megaskill Centers Private Limited (MMCPL)		
	Reimbursement of expenses received (net of taxes)	--	1,055,656
	MITCON Insolvency Professional Services Private Limited (MIPSPL)		
	Contribution to Equity (4,900 shares of INR 10/- each including premium of INR 11,025,000/-)	--	11,074,000
	Receipt of Security Deposit	--	10,000,000
	Consultancy fees	519,052	--
	Rent income (net of GST)	105,000	105,000
	Reimbursement of expenses received (net of taxes)	--	321,803
III	Related Party where significant influence exists:		
	MITCON Foundation		
	Training fees received (net of Taxes)	1,676,701	3,000,000
	Project Consultancy fees	5,536,875	--

IV	Remuneration to Director Mr. Anand Chawade, professional fees (net of GST)	2,000,000	--
V	Key Management Personnel (KMP) Dr. Pradeep Bavadekar A) Remuneration # Salary Contribution to Provident Fund Super Annuation Fund and others B) Dividend	7,380,000 770,400 963,000 560,000	7,140,000 737,295 921,618 560,000
VI	Outstanding as on 31st March		
a	Accounts Receivable Krishna Windfarms Developers Private Limited. Towards Project Services Towards Inter Corporate Loan Towards Interest Charged on Inter Corporate Loan Towards Rent	- 143,449,525 21,269,856 53,100	7,910,859 148,149,525 24,650,634 -
	MITCON Trusteeship Services Limited (MTSPL) Towards Expenses	678,732	203,655
	MITCON Advisors Services Private Limited (MVAPL) Towards Expenses	155,500	232,900
	MITCON Sun Power Limited (MSPL) Towards Inter Corporate Loan disbursed Towards Interest Charged on Inter Corporate Loan Towards Rent Towards Expenses	1,160,000,000 4,839,224 94,400 --	9,600,000 376,136 129,800 33,234
	MITCON Insolvency Professional Services Private Limited (MIPSPL) Towards Expenses /fees	612,482	472,462
	MITCON Solar Alliance Limited Towards Inter Corporate Loan disbursed Towards Interest Charged on Inter Corporate Loan Towards Rent	-- 11,800	170,917,327 4,876,191 --
	Shrikhande Consultants Pvt Ltd Towards Service Charges	29,500	--
	MITCON Forum for Social Development Towards Rent	11,800	--

b	Accounts Payable		
	Dr. Pradeep Bavadekar - Remuneration Payable	367,942	352,050
	MITCON Forum for Social Development (MFSD)		
	Towards Training Activities	4,080,379	7,464,368
	MITCON Insolvency Professional Services Private Limited (MIPSPL)		
	Towards Security Deposit	10,000,000	10,000,000
c	Investment in Debentures		
	Krishna Windfarms Developers Private Limited.		
	10.50% Compulsarily Convertible Debentures	75,000,000	75,000,000
d	Guarantees to Subsidiary		
	Krishna Windfarms Developers Private Limited.		
	Corporate Guarantees issued to a bank for loan availed by KWDPL from a Bank	420,000,000	--
	Financial Guarantee issued by the Company to maintain Debt Service Reserve Account (DSRA) on behalf of Krishna Windfarms Developers Pvt Ltd. (KWDPL) for loan availed by KWDPL from a Bank .	14,518,911	--
	Corporate Guarantees issued to a financial institution for loan availed by KWDPL from financial institution.	--	420,000,000
	Shrikhande Consultants Pvt Ltd		
	Corporate Guarantees issued to a Bank, for overdraft / non fund base limit and office premises of Ahmedabd has been pledged with a Bank having WDV INR 22,572,495/- of the said limit	150,000,000	--
	MITCON Solar Alliance Ltd. (MSAL)		
	Corporate Guarantees issued to a Bank for loan availed by MSAL.	150,000,000	--

As the liabilities for gratuity and leave encashment are provided on actuarial basis for the Company as a whole, the amounts pertaining to the KMP are not included above.

- 34** In accordance with the Accounting Standard (AS -20) on "Earnings Per Share", computation of basic and diluted earnings per share is as under:

Particulars		Year ended	
		31 st March, 2020 INR	31 st March, 2019 INR
A	<u>Earnings for the year</u>		
A.1	Net profit as per statement of profit and loss	40,611,149	31,341,586
A.2	Net adjusted loss for Diluted Earnings Per Share from operations	40,611,149	31,341,586
B	<u>Weighted average number of equity shares for Earnings Per Share computation</u>		
B.1	Number of shares at the beginning of the year (nos)	12,100,000	12,100,000
B.2	Number of shares allotted during the year (nos)	1,321,526	--
B.3	Weighted Average Equity Shares allotted during the year	854,466	--
B.4	Number of Potential Equity Shares (nos) (Refer Note 39 (iv))		1,628,077
B.5	Weighted average Potential Equity Shares	--	35,684
	<u>Weighted average number of equity shares for</u>		
B.5	(a) Basic Earnings Per Share (B1 + B3) (nos)	12,954,466	12,100,000
B.6	(b) diluted Earnings Per Share (B1 + B3 + B5) (nos)	12,954,466	12,135,684
C	<u>Earnings per share</u>		
C.1	i) Basic (A1 / B5)	3.13	2.59
C.2	ii) Diluted (A1 / B6)	3.13	2.58
D	face value per share	10	10

- 35** Balances of trade receivables and trade payables are subject to reconciliation and confirmation by respective parties.

36 Tuition fees received from MKCL

MITCON is a Training provider to Maharashtra Knowledge Corporation Limited (MKCL) for their MS-CIT and other courses. Fees of these training courses are directly collected by MKCL. On completion of these training programmes Tuition fees are shared by MKCL with the Company as per the Terms of Agreement. However as the Company's share of fees is not independently determinable by the Company prior to actual receipt thereof, these are accounted for on receipt basis.

37	Commitments:	Year ended	
		31st March, 2020	31st March, 2019
		INR	INR
	Estimated amount of contracts remaining to be executed and not provided for in these accounts (net of advance) in respect of purchase of :		
	Tangible Fixed assets	--	487,550
	Intangible Fixed assets	2,592,000	2,592,000

38 Segment Reporting

Based on the guiding principle given in the Accounting Standard-17 "Segment Reporting" issued by the Institute of Chartered Accountants of India, the company's Primary Segments are.

1. Consultancy and Training
2. Project Services
3. Wind Power Generation

The above business segments have been identified considering :

- a. The nature of the products/ operation
- b. The related risks and returns
- c. The internal financial reporting systems of the organization.

Segment revenue, results, assets and liabilities have been accounted for on the basis of their relationship to the operating activities of the segment and amounts allocated on a reasonable basis.

Particulars	For the year ended 31 st March, 2020 INR	For the year ended 31 st March, 2019 INR
Segment Revenue		
Consultancy and Training	315,937,648	318,884,860
Project Services	42,520,000	260,924,042
Wind Power Generation	3,568,650	3,693,009
Revenue from Operations	362,026,298	583,501,911
Segment Results :		
Profit(+)/Loss(-) before tax and interest from each segment		
Consultancy and Training	(37,955,364)	(26,408,320)
Project Services	38,660,920	19,171,263
Wind Power Generation	900,438	1,018,511
Total Segment Result	1,605,994	(6,218,546)
Unallocable income net of unallocable expenditure	31,855,360	13,634,649
Interest Income	33,315,530	35,964,522
Total	66,776,884	43,380,625
Less: Finance Cost	11,273,153	5,200,373
Total Profit Before Tax	55,503,731	38,180,252
Less Provision for Tax		
Current Tax	15,000,000	11,300,000
Deferred Tax	1,948,977	(1,198,144)
Excess provision for Taxation of Earlier years	(2,056,395)	(3,263,190)
Profit After Tax	40,611,149	31,341,586
Total carrying amount of segment assets		
Consultancy and Training	1,204,169,523	813,580,132
Project Services	69,389,304	356,504,536
Wind Power Generation	9,213,800	10,350,550
Total Segment assets	1,282,772,627	1,180,435,218
Total carrying amount of segment liabilities		
Consultancy and Training	201,441,709	232,441,349
Project Services	42,146,441	2,964,138
Wind Power Generation	--	--
Total Segment liabilities	243,588,150	235,405,487
Depreciation & Amortisation		
Consultancy and Training	15,801,608	17,448,004
Project Services	--	--
Wind Power Generation	1,136,750	1,136,750
Total Depreciation & Amortisation	16,938,358	18,584,754

Note: Windpower generation business is subject to Seasonal variations in winds, hence the results for the year are not necessarily comparable with the results of the previous years performance.

- i "KWDPL has during the year has refinanced Term Loan facility of INR 420,000,000 from a Bank and repaid its Term Loan of a financial institution. As security against this loan, the company has - (a) issued Corporate Guarantee of INR 420,000,000 in favour of a Bank ."
- ii The company has given intercorporate loan to MITCON Sun Power Limited (MSPL) during the year amounting to INR.106,400,000/- (INR 9,600,000/-) cumulative INR 116,000,000/- are outstanding and interest outstanding thereon is INR 4,839,224/-
- iii MITCON Solar Alliance Ltd (MSAL) during the year availed Term Loan of INR 150,000,000/- from a Bank and repaid the intercorporate loan of the Company. The Company issued Corporate Guarantee for the said loan INR INR 150,000,000/-.

The solar power projects of KWDPL, MSAL and MSPL are fully operational as on balance sheet date. Subsidiary KWDPL has refinanced its Term Loan of INR 420,000,000/- from a Bank and also MSAL has obtained loan from a Bank and replaced existing Lenders, got benefit of reduced finance cost to improve profitability. Based on certain estimates like future business plans, growth prospects ,the management is of the opinion that above stated inter corporate loans, interest on inter corporate loans and trade receivable are good and recoverable and investments in debenture and equity of the subsidiaries does not require any reduction in value of investment.

- 40 Para 5 of the Memorandum of Association of MITCON Forum for Social Development (MFSD) prohibits payment or transfer of profit to the member by way of dividend, bonus or otherwise. Para 10 of the Memorandum of Association of MFSD prohibits distribution of remaining assets of the company on winding up or dissolution to the members. As the company will not recover any amount from the investment made in MFSD in future, company has written down the value of investment in MFSD to INR 1/-
- 41 Provision for current tax is made on the basis of taxable profits computed for the current accounting period in accordance with provisions of the Income Tax Act, 1961. The company has estimated its income tax liabilities according to the Tax Laws. Management makes interpretation in terms of application of tax laws and rules to determine the possible outcome of tax provisions taken. Provision is made for income Tax annually, based on the tax liability computed after considering tax allowances and exemptions.
- 42 The Board of Directors have proposed final dividend of INR paise 20 only per equity share (2%) of INR 10 each for the financial year 2019-20 (INR 1/- per Equity Share)
- 43 During the year the Company has acquired 25,500 Equity shares of INR 10/- each fully paid of Shrikhande Consultants Private Limited (SCPL) for a consideration of INR 6,87,19,352 from the allottees against the swap of issue and allotment of 13,21,526 Equity shares of INR 10/-each fully paid at a premium of INR 42/-per share of the Company to the shareholders of Shrikhande Consultants Private Limited on proportionate ,preferential allotment and for consideration other than cash basis pursuant to Share Purchase and Subscription Agreement entered with the Company dated 21st February ,2019 duly approved vide special resolution passed in the General Meeting held on 23rd March 2019 with

prescribed conditions. Consequently on allotment of such shares being 51% stake of SCPL, SCPL has become the subsidiary of the Company with effect from 08/08/2019.

44 Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible in to known amounts of cash that are subject to a insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

45 Corporate Social Responsibility (CSR) expenditure

As per section 135 of the Companies Act, 2013, amount required to be spent by the Company during the year ended March 31, 2020 is INR 862,443/- computed at 2% of its average net profit for the immediately preceding three financial years, on CSR. The CSR funds remained unspent during the year ended March 31, 2020.

46 Intangible assets

Intangible assets purchased are measured at cost as of the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any. Intangible assets consist of rights under licensing agreement and software licences which are amortised over licence period which equates the economic useful life ranging between 2-5 years on a straight-line basis over the period of its economic useful life.

47 In the opinion of the Board, current assets / Loans and advances have valued for realisation in the ordinary course of business at least equal to the amount at which they are stated.

48 Current / Non-Current Classification

Any asset or liability is classified as current if it satisfies any of the following conditions:

- 1) the asset/liability is expected to be realized/settled in the Company's normal operating cycle;
- 2) the asset is intended for sale or consumption;
- 3) the asset/liability is held primarily for the purpose of trading;
- 4) the asset/liability is expected to be realized/settled within twelve months after the reporting period;
- 5) the asset is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date;
- 6) in the case of a liability, the Company does not have an unconditional right to defer settlement have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

For the purpose of current/non-current classification of assets and liabilities, the Company has ascertained its normal operating cycle as twelve months. This is based on the nature of services and the time between the acquisition of assets or inventories for processing and their realization in cash and cash equivalents.

49 Investment in subsidiary and associate Companies

The Company has elected to recognize its investments in subsidiary and associate companies at cost.

- 50 "The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of property, plant and equipment, Investments, Inventories, receivables and other current assets. Based on the above assessment the Company is of the view that carrying amounts of trade receivables are expected to be realizable. The Company has made detailed assessment of its liquidity position for the next one year .However, uncertainty caused in consultancy business by the current situation has resulted in delays in confirmation of customer orders and in executing the orders in hand and an increase in lead times in sourcing new business. The training segment has been affected due to this pandemic and shall continue for next 2-3 quarters.

Management believes that it has taken into account all the possible impact of known events arising from COVID 19 pandemic in the preparation of the standalone financial results. However, the impact assessment of COVID 19 is a continuing process given the uncertainties associated with its nature and duration. The company will continue to monitor any material changes to future economic conditions."

- 51 Previous year figures are given in the brackets.Previous years figures have been re-grouped , reclassified and re-arranged wherever considered necessary to make them comparable with current year's figures.

Signatures to the Notes 1 to 51, forming part of the Financial Statements.

For and on behalf of the Board

Sd/-
Anand Chawade
 Director
 (DIN: 02008372)

Sd/-
Dr. Pradeep Bavadekar
 Managing Director
 (DIN 00879747)

Sd/-
Ram Mapari
 Chief Financial Officer

Sd/-
Ankita Agarwal
 Company Secretary
 M No. A49634

Date : 29th July, 2020

Place : Pune



J SINGH & ASSOCIATES

Chartered Accountants

505,506,507, Hub Town Viva, Off Western Express Highway, Near Shankarwadi Bus Stop, Andheri East,
Mumbai - 400060. Phone : 022 6699 4618 / 19 Email: ca_jsingh@rediffmail.com

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED

Report on the Audit of the Consolidated Financial Statements of a Group

Opinion

We have audited the accompanying consolidated financial statements of **MITCON Consultancy & Engineering Services Limited** (hereinafter referred to as "the Holding Company") its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its Associates comprising of the Consolidated Balance Sheet as at March 31, 2020 , the Consolidated Statement of Profit and Loss , the Consolidated Cash Flow Statement for the year then ended, notes to the Consolidated Financial Statements and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of other auditors on separate financial statements of the subsidiaries and associates referred to in the Other Matters section below, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 (the 'Act') in the manner so required and give a true and fair view in conformity with the accounting standards prescribed under section 133 of the Act , as amended and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31st, 2020 , of consolidated profit, and its consolidated cash flows for the year ended on that date .

Basis for Opinion

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its Associates in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the rules made thereunder , and we have fulfilled our other ethical responsibilities in accordance with these requirements and ICAI's code of ethics . We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the Consolidated Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The auditor determines that there are no key audit matter during the year.

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

The Parent's Board of Directors is responsible for the preparation of the other information. The other information comprises the Board's Report , Corporate Governance Report , including Annexures to Board's Report, but does not include the Consolidated Financial Statements and our auditor's report thereon. These reports are expected to be made available to us after the date of our auditor's report.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information included in the above reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and determine the actions under the applicable laws and regulations.

Responsibilities of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to preparation and presentation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group and its Associates in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associates ; for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

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

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

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

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional

skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements , whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements , including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates to express an opinion on the Consolidated Financial Statements.

We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements , which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

We did not audit the financial statements of the 5 subsidiaries whose financial statements reflect total assets of INR 14568.90 lacks total revenue of INR 2575.17 lakhs and net cash outflows amounting to INR 56.43 lakhs for the year ended on that date, as considered in the Consolidated Financial Statements. The Consolidated Financial Statements also include the Group's share of net loss of INR 214.41 lakhs for the year ended March 31, 2020 in respect of an associate company whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the Consolidated Financial Statements insofar as it relates to the amounts and disclosures included in respect of the 5 subsidiaries and an associate company and our report in terms of sub-sections (3) of Section 143 of the Act insofar as it relates to the aforesaid 5 subsidiaries and an associate company, is based solely on the reports of the other auditors.

Our opinion on the Consolidated Financial Statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, based on the comments in the auditors' reports of the Holding company, subsidiary companies, an associate company incorporated in India, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of other auditors on separate financial statements of 5 subsidiaries and an associate company incorporated in India, referred in the Other Matters paragraph above we report, to the extent applicable, that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
- (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2020 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its subsidiary companies and an associate company incorporated in India, none of the directors of the Group companies and its an associate company incorporated in India is disqualified as on 31st March, 2020 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 and the operating effectiveness of such controls, refer to our separate Report in “Annexure A”, which is based on the auditors’ reports of the Holding company, subsidiary companies and an associate company incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.
- (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 Holding Company to its directors during the year is in accordance with the provisions of and limit laid down under section 197 read with schedule V 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 Auditor’s) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Consolidated Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group and its associates.
 - ii. The Group and its associates did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. There were no amounts required to be transferred to the Investor Education and Protection Fund by the Company.

For **J Singh & Associates**
Chartered Accountants
(Firm Regn. No: 110266W)

sd/-
S. P. Dixit
(Partner)
(Membership No.: 041179).
UDIN : 20041179AAAAAY3690

Place : Mumbai

Dated : 29th July, 2020.

ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT

The Annexure referred to in paragraph (I)(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

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

In conjunction with our audit of the Consolidated Financial Statements of the Group as of and for the year ended 31st March, 2020, we have audited the internal financial controls over financial reporting of **MITCON Consultancy & Engineering Services Limited** (“the Company” or “the Holding Company”), its subsidiary companies and its an associate company, which are companies incorporated in India, as of that date.

Management’s Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its Subsidiary companies and its an associate company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 of the Holding Company, its subsidiary companies and its an associate company which are incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were 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 auditors’ judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies and an associate company, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Holding company, its subsidiary companies and its an associate company, which are companies incorporated in India.

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 standalone 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of the 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 standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us and based on the reports of the other auditors referred to in Other matters, 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, 2020, based on the criteria for internal financial controls 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.

Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to 5 subsidiary companies and 1 associate companies, which are companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India. Our opinion is not modified in respect of the above matters.

For **J Singh & Associates**
Chartered Accountants
(Firm Regn. No: 110266W)

sd/-
S. P. Dixit
(Partner)
(Membership No.: 041179).
UDIN : 20041179AAAAAY3690

Place : Mumbai
Dated : 29th July, 2020.


MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
CIN - L74140PN1982PLC026933
CONSOLIDATED BALANCE SHEET AS AT 31st March, 2020

Particulars		Note No.	As at 31 st March, 2020 INR	As at 31 st March, 2019 INR
I	EQUITY AND LIABILITIES			
(1)	Shareholders' Funds			
	(a) Share Capital	2	134,215,260	121,000,000
	(b) Reserves and Surplus	3	808,504,982	749,038,063
			942,720,242	870,038,063
(2)	Minority Interest		80,854,530	- -
(3)	Non-Current Liabilities			
	(a) Long Term Borrowings	4	619,293,579	439,756,176
	(b) Deferred Tax Liabilities (Net)	5	13,771,587	11,241,526
	(c) Other Long Term Liabilities	6	11,107,858	13,992,242
	(d) Long Term Provisions	7	4,919,830	5,739,719
			649,092,854	470,729,663
(4)	Current Liabilities			
	(a) Trade Payables	8		
	i) Total outstanding dues to Micro Enterprises and Small enterprises		1,074,581	1,209,067
	ii) Total outstanding dues to creditors other than Micro Enterprises and Small enterprises		139,023,860	78,149,873
	(b) Other Current Liabilities	9	100,530,369	71,117,121
	(c) Short-Term Provisions	10	9,493,699	11,667,497
			250,122,509	162,143,558
	Total		1,922,790,135	1,502,911,284
II	ASSETS			
(1)	Non-Current Assets			
	(a) Property, Plant & Equipment			
	(i) Tangible Assets	11	979,665,975	1,017,682,937
	(ii) Intangible Assets	11	30,557,944	35,378,398
	(iii) Goodwill on Consolidation		50,396,325	36,083,819
	(iv) Capital work in progress		--	499,730
			1,060,620,244	1,089,644,884
	(b) Deferred Tax Assets (Net)	12	27,012,658	16,450,412
	(c) Non-Current Investments	13	53,859,438	10,861,084
	(d) Long Term Loans and Advances	14	103,942,530	37,748,258
			184,814,626	65,059,754
(2)	Current Assets			
	(a) Inventory	15	66,617,257	--
	(b) Trade Receivables	16	369,360,614	168,366,045
	(c) Cash and Bank Balances	17	115,929,535	109,104,279
	(d) Short-Term Loans and Advances	18	123,931,177	70,568,341
	(e) Other Current Assets	19	1,516,682	167,981
			677,355,265	348,206,646
	Total		1,922,790,135	1,502,911,284

See Accompanying Notes (1 To 44) Forming Integral Part of The Financial Statements

In terms of our report attached

For J Singh & Associates

Chartered Accountants

Firm Reg No.110266W

Sd/-

S. P. Dixit

Partner

Mem. No.041179
UDIN:20041179AAABA2785
For and on behalf of the Board

Sd/-

Anand Chalwade

Director

(DIN 02008372)

Sd/-

Ram Mapari

Chief Financial Officer

Date : 29th July, 2020
Place : Pune

Sd/-

Dr. Pradeep Bavadekar

Managing Director

(DIN 00879747)

Sd/-

Ankita Agarwal

Company Secretary

M No. A49634
Date : 29th July, 2020
Place : Pune

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
CIN - L74140PN1982PLC026933
CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st March, 2020

Particulars	Note No.	For the year ended 31 st March, 2020 INR	For the year ended 31 st March, 2019 INR
Revenue from Operations	20	608,761,459	357,362,659
Other Income	21	28,957,114	41,021,374
Total Revenue		637,718,573	398,384,033
Expenses:			
Operating Costs	22	200,956,994	132,690,756
Employee Benefit Expense	23	161,195,185	123,798,395
Finance Costs	24	81,430,085	3,978,997
Depreciation Expense	11	57,787,286	23,643,000
Other Expenses	25	108,264,817	95,568,146
Total Expenses		609,634,367	379,679,294
Profit Before exceptional and extraordinary items & Tax		28,084,206	18,704,739
Exceptional items (Refer Note 42)		--	1,631,078
Profit Before Tax		28,084,206	20,335,817
Tax Expense:			
(1) Current Tax		15,000,000	11,300,000
(2) Deferred Tax (Net)		(8,657,322)	(2,437,238)
(3) Excess provision for Taxation of Earlier years		(2,056,395)	(3,263,190)
		4,286,283	5,599,572
Profit after tax for the year (before adjustment for minority interest)		23,797,923	14,736,245
Add : Share of Loss of minority interest transferred (Refer Note 1.2(d))		2,698,834	49,990
Less : Share of Profit Transferred to Minority		(7,280,120)	-
Profit after tax (after adjustment for minority interest)		19,216,637	14,786,235
Less : Share in Loss of Associates /subsidiary MITCON Insolvency Professional Services Private Limited		(46,684)	(287,917)
Krishna Windfarms Developers Pvt. Ltd		--	(13,430,041)
Profit / (Loss) for the year		19,169,953	1,068,277
Earnings per equity share (Face value INR. 10/-)			
Basic	33	1.48	0.09
Diluted	33	1.48	0.09

See Accompanying Notes (1 To 44) Forming Integral Part of The Financial Statements

In terms of our report attached

For J Singh & Associates

Chartered Accountants

Firm Reg No.110266W

Sd/-

S. P. Dixit

Partner

Mem. No.041179
UDIN:20041179AABA2785
Date : 29th July, 2020
Place : Pune
For and on behalf of the Board

Sd/-

Anand Chalwade

Director

(DIN 02008372)

Sd/-

Ram Mapari

Chief Financial Officer

Date : 29th July, 2020
Place : Pune

Sd/-

Dr. Pradeep Bavadekar

Managing Director

(DIN 00879747)

Sd/-

Ankita Agarwal

Company Secretary

M No. A49634

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

Particulars	Year ended 31 st March, 2020		Year ended 31 st March, 2019	
	INR	INR	INR	INR
A CASH FLOW FROM OPERATING ACTIVITIES				
Profit before tax:		28,084,206		20,335,817
Adjustments for:				
Depreciation & Amortisation	57,787,286		23,643,000	
Finance Costs	81,430,085		3,978,997	
Diminution in Value of Investment	--		99,999	
Gain on Sale of Investment	--		(1,750,000)	
Interest income	(4,674,879)		(27,685,584)	
Gain on redemption of Mutual fund	--	134,542,492	(1,923,605)	(3,637,193)
Operating profit before Working Capital changes		162,626,698		16,698,624
Adjustments for changes in Working capital :				
Long term Loans and advances	(66,194,272)		56,992,751	
Inventory	(66,617,257)		--	
Trade Receivables	(200,994,569)		(13,016,790)	
Short term Loans and advances	(7,853,843)		(4,554,107)	
Other current assets	(1,348,701)		(139,638)	
Other long term liabilities	(2,884,384)		12,138,139	
Long term Provisions	(819,889)		529,799	
Trade Payables	60,739,501		(1,117,681)	
Other current liabilities	29,413,248		41,284,170	
Short term Provisions	(2,173,799)	(258,733,965)	3,982,755	96,099,398
Cash generated from operations		(96,107,267)		112,798,022
Income taxes paid / (refund) / [NET]		(57,827,460)		(37,732,373)
Net Cash flow from Operating Activities		(153,934,727)		75,065,649
B CASH FLOW FROM INVESTING ACTIVITIES				
<u>Fixed Assets :</u>				
Purchase of Fixed Assets	(9,181,240)		(317,798,070)	
Purchase of Fixed Assets through Acquisition of stake in Subsidiaries	(11,743,996)		(578,769,452)	
Capital WIP	499,730		(499,730)	
Sale proceeds of Fixed Assets	--		--	
<u>Investments :</u>				
Purchase of Investment - Non Current	(47,626,324)		(24,604,041)	
Sale proceeds / Conversion of investment	12,375,462		13,544,965	
Sale proceeds - Mutual Funds	--		7,923,605	
Loan to Associate and interest thereon	--		238,088,166	
Interest income	4,674,879		27,685,584	
Net Cash from \ (used) in investing activities		(51,001,489)		(634,428,973)

C	CASH FLOW FROM FINANCING ACTIVITIES				
	Issue of Shares (including share premium)	68,719,352		--	
	Minority Interest on acquisition of SCPL	59,553,364		49,990	
	Long Term Borrowings	179,537,403		439,756,176	
	Finance Cost	(81,430,085)		(3,978,997)	
	Dividend & tax on Dividend paid	(14,618,562)		(14,576,941)	
	Net Cash flow from/(used) in financing activities		211,761,472		421,250,228
D	NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS		6,825,256		(138,113,096)
	Cash and Cash Equivalents (Opening balance)		109,104,279		247,217,375
	Cash and Cash Equivalents (Closing balance)		115,929,535		109,104,279

Notes :

Figures in brackets represent outflows of cash and cash equivalents.

	As at 31st Mar, 2020 INR	As at 31st Mar, 2019 INR
Cash and cash equivalents		
Cash on hand	675,111	678,566
Cheques, drafts on hand	--	9,103,121
Balance with Bank		
Balances with banks (including deposits with less than 3 months maturity)	45,514,978	69,258,155
Other bank balances		
- Deposits with maturity of more than three months but less than 12 months	--	--
- Margin Money for Bank Guarantees	67,646,854	29,112,930
- Earmarked balances	2,092,592	951,507
Total	115,929,535	109,104,279

See Accompanying Notes (1 To 44) Forming Integral Part of The Financial Statements

In terms of our report attached

For J Singh & Associates

Chartered Accountants

Firm Reg No.110266W

Sd/-

S. P. Dixit

Partner

Mem. No.041179

UDIN:20041179AAABA2785

Date : 29th July, 2020

Place : Pune

For and on behalf of the Board

Sd/-

Anand Chaiwade

Director

(DIN 02008372)

Sd/-

Ram Mapari

Chief Financial Officer

Date : 29th July, 2020

Place : Pune

Sd/-

Dr. Pradeep Bavadekar

Managing Director

(DIN 00879747)

Sd/-

Ankita Agarwal

Company Secretary

M No. A49634

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE FINANCIAL STATEMENTS

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

- These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention. The financial statements have been prepared to comply in all material respects with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules 2016 and the relevant provisions of the Companies Act, 2013.
- The financial statements are prepared under the historical cost convention, on an accrual basis of accounting and recognises income and expenditure on accrual basis except for those items with significant uncertainties. The accounting policies applied are consistent with those used in the previous year. The financial statements comprises the financial statement of the Company and its subsidiaries (the Company and its subsidiaries together referred to as "the Group") and its associate.

1.2 Principles of Consolidation

Group Companies included for Consolidation -

List of subsidiaries included in consolidation and the parent company's shareholding are as under :

Sr. No.	Name	Country of Incorporation	% Holding*	Immediate Parent Company	Year of Financial Statements
1	MITCON SUN POWER LIMITED (MSPL)	India	100%	MITCON Consultancy and Engineering Services Limited	1 st April 2019 to 31 st March 2020
2	"KRISHNA WINDFARMS DEVELOPERS PRIVATE LIMITED (KWDPL) (Refer note 39(i))"	India	100%	MITCON Consultancy and Engineering Services Limited	1 st April 2019 to 31 st March 2020
3	MITCON TRUSTEESHIP SERVICES LIMITED (MTSPL)	India	100%	MITCON Consultancy and Engineering Services Limited	1 st April 2019 to 31 st March 2020
4	MITCON ADVISORY SERVICES PVT. LIMITED. (Previously known as MITCON Valuers and Advisors Pvt Ltd.)	India	100%	MITCON Consultancy and Engineering Services Limited	1 st April 2019 to 31 st March 2020
5	MITCON SOLAR ALLIANCE LIMITED (MSAL)	India	73.28%	Mitcon Sun Power Limited	1 st April 2019 to 31 st March 2020
6	Shrikhande Consultants Pvt Ltd	India	51%	MITCON Consultancy and Engineering Services Limited	8 th August 2019 to 31 st March 2020

* including holding through subsidiary companies.

The Associate companies considered in the Consolidated financial statement are -

Sr. No.	Name	Country of Incorporation	% Holding*	Immediate Parent Company	Year of Financial Statements
1	MITCON INSOLVENCY PROFESSIONAL SERVICES PRIVATE LIMITED (Previously Versatile Insolvency Professional Services Private Limited)	India	49%	MITCON Consultancy and Engineering Services Limited	1 st April 2019 to 31 st March 2020

The consolidated financial statements have been prepared on the following basis.

- The financial statements of the Company have been combined on line - by - line basis by adding together the book value of like items of asstes , liabilities, income and expenses of the Subsidiary Companies after fully eliminating intra-group balances, intra-group transactions and unrealised profit or loss as per Accounting Standard (AS-21) - Consolidated Financial Statements issued by The Institute of Chartered Accountants of India.
- The goodwill on consolidation is recognised in the consolidated financial statements. It represents the excess of cost of acquisition / carrying value of investment in Consolidated financial statements, at each point of time of making the investment in the subsidiary over Group's share in the net worth of a subsidiary and an associate as per Accounting Standard (AS) 21 "Consolidated Financial Statements". For this purpose, the Group's share of net worth is determined on the basis of the latest financial statements, prior to the acquisition, after making necessary adjustments for material events between the date of such financial statements and the date of respective acquisition. Goodwill arising on consolidation is not amortised but tested for impairment.
- The Consolidated Financial Statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible in the same manner, as the Company's Financial Statements.
- Minority Interest in the net Income and net Assets of the Consolidated Financial Statements is computed and shown separately. As per Para 26 of AS - 21 'Consolidated Financial Statements', the excess loss, and any further losses applicable to the minority, are adjusted against the majority interest except to the extent that the minority has a binding obligation to, and is able to, make good the losses. If the subsidiary subsequently reports profits, all such profits are allocated to the majority interest until the minority's share of losses previously absorbed by the majority has been recovered.
- Investment in associate company has been accounted for under the Equity method as per Accounting Standard (AS) 23 - Accounting for Investments in Associates in Consolidated Financial Statements issued by the Institute of Chartered Accountants of India.

f) Group Company not included for Consolidation -

Sr. No.	Name	Country of Incorporation	% Holding*	Immediate Parent Company	Year of Financial Statements
1	MITCON FORUM FOR SOCIAL DEVELOPMENT (MFSD)	India	100%	MITCON Consultancy and Engineering Services Limited	1 st April 2019 to 31 st March 2020

Mitcon Forum for Social Development (MFSD), a Section 8 Company being wholly owned subsidiary, has been excluded from consolidation pursuant to Section 129 and Section 133 of the Companies Act 2013 read with Accounting Standard (AS) 21 "Consolidated Financial Statements" Para 11 which states that a subsidiary should be excluded from consolidation when it operates under severe long-term restrictions which significantly impair its ability to transfer funds to the parent.

Para 5 of the Memorandum of Association of MFSD prohibits payment or transfer of profit to the member by way of dividend, bonus or otherwise. Para 10 of the Memorandum of Association of MFSD prohibits distribution of remaining assets of the company on winding up or dissolution to the members.

1.3 Revenue Recognition

- A Revenue from Consultancy / Project Services / Incubation / Environment Laboratory Services is recognised as per the terms of the specific contracts / work orders.
- B Revenue from training programs is accounted as follows :
 - i) Fees from the participants are accounted based on percentage completion of tenure of training program
 - ii) Revenue from Government sponsored training programs is recognized on completion of training program
 - iii) Revenue from training activities conducted on behalf of Maharashtra Knowledge Corporation Limited (MKCL), being not reasonably determinable, is recognised on receipt basis (refer note 35)
- C Revenue from Wind energy generation & Solar power generation is recognised based on units generated and / or utilized by the customers. (Net of rebate)
- D Revenue from annual fees for trusteeship services and servicing fees are recognised, on a straight line basis, over the period when services are performed.
- E Interest income is recognised on a time proportion basis.
- F Dividend income is recognised only when the company's right to receive the dividend is established.

1.4 Use of Estimates

Estimates and assumptions used in the preparation of the financial statements are based on management's evaluation of the relevant facts and circumstances as of date of the Financial Statements, which may differ from the actual results at a subsequent date. Any revision to accounting estimates is recognized prospectively in current and future period.

1.5 Property, Plant & Equipment and Intangible Assets

- i) The company has adopted Cost Model to measure the gross carrying amount of fixed assets.
- ii) Tangible Fixed assets are stated at cost of acquisition less accumulated depreciation. Cost includes the purchase price and all other attributable costs incurred for bringing the asset to its working condition for intended use.
- iii) Intangible assets are stated at the consideration paid for acquisition and customisation thereof less accumulated amortisation. Grid Connectivity rights acquired by the group, the

value of which is not expected to diminish in the foreseeable future are capitalized and recorded in the balance sheet at cost of acquisition.

- iv) Cost of fixed assets not ready for use before the balance sheet date is disclosed as Capital Work in Progress
- v) Cost of Intangible Assets not ready for use before the balance sheet date is disclosed as Intangible Assets under Development.

1.6 Depreciation / Amortisation

- a Depreciation on tangible fixed assets has been provided on straight line method over the estimated useful life of the asset in the manner prescribed in Schedule II of the Companies Act, 2013, except
 - Wind Turbine Generator which is depreciated over 20 years as per technical evaluation by manufacturer
 - Solar generation plant which is depreciated over 25 years as per technical evaluation carried out by the management from expert and relied by the management
 - Non-carpeted roads are depreciated over 2 years as per management estimate
- b Intangible asset
 - Being cost of Software capitalised is amortised over a period of three years.
 - Useful life of Grid Connectivity Rights are determined based on the life of the underlying tangible asset being Solar Power Plant and the perpetual rights secured by the group for use of Grid Connectivity facility. Based on the above, these Rights are amortised on straight-line method over the useful life of the solar power plant being estimated at 25 years.
- c Residual value for all tangible assets except freehold land is considered @1% of cost except in case of non-carpeted road where it is considered @ 0.025% of cost

1.7 Impairment of Assets

An asset is treated as impaired when the carrying cost of an asset exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior period is reversed if there has been a change in the estimate of the recoverable amount. Goodwill arising on consolidation is not amortised but tested for impairment annually.

1.8 Government Grants

- a Government grants in the nature of promoters' contribution are credited to Capital Grants under Reserves and Surplus and treated as a part of shareholders' funds. Utilisation thereof is as per covenants of grants received.

Such grants are reduced to the extent of utilisation thereof and depreciation charged and loss on sale or discard of fixed assets purchased there from.

Balance remaining in the Grant after completion of its intended purpose, is transferred to General Reserve.
- b Government Grants related to Specific Fixed Assets are recognised when there is reasonable assurance that -
 - (i) the company will comply with the conditions attached to them, and

- (ii) the grant / subsidy will be received. Such Grants are considered as a part of the total outlay of acquisition of the asset and accordingly, the same is reduced from value of the asset in accordance with para 8.3 of the Accounting Standard - 12 "Accounting for Government Grants

1.9 Operating Lease

Operating lease payments are recognized as an expense in the Statement of Profit and Loss and Operating lease receipts are recognized as an income in the Statement of Profit and Loss.

1.10 Investments

- i) Long term investments are stated at cost. Provision for diminution in the value of long-term investment is made only if such decline is other than temporary.
- ii) Current investments are stated at lower of cost or market value. The determination of carrying amount of such investment is done on the basis of specific identification.

1.11 Retirement Benefits

- a) Short Term Employee Benefits:

All employee benefits payable within twelve months of rendering the service are classified as short term benefits. Such benefits include salaries, wages, bonus, short term compensated absences, awards, ex-gratia, performance pay etc. and the same are recognised in the period in which the employee renders the related service.

- b) Employment Benefits:

- i) Defined Contribution Plans:

The company has Defined Contribution Plans for post employment benefit in the form of Provident Fund / Pension Fund which are administered by the Regional Provident Fund Commissioner. Provident Fund / Pension Fund are classified as defined contribution plans as the company has no further obligation beyond making contributions. The company's contributions to defined contribution plans are charged to the Statement of Profit and Loss as and when incurred.

- ii) Defined Benefit Plans:

- a) Funded Plan:

The company has defined benefit plan for post employment benefit in the form of gratuity for the employees which are administered through Life Insurance Corporation of India. Liability for the said defined plan is provided on the basis of valuation as at the Balance Sheet date, carried out by an independent actuary. The actuarial method used for measuring the liability is the Projected Unit Credit Method.

- b) Non Funded Plan:

The company has defined benefit plan for the employment benefit in the form of leave encashment for the employees. Liability for above defined benefit plan is provided on the basis of the valuation as at the Balance Sheet date carried out by an independent actuary. The actuarial method used for measuring the liability is the Projected Unit Credit Method.

- iii) The actuarial gains and losses arising during the year are recognized in the Statement of Profit and Loss for the year without resorting to any amortization.

1.12 Income Tax

a) Current Taxation:

Provision for current tax is made on the basis of taxable profits computed for the current accounting period in accordance with provisions of the Income Tax Act, 1961.

Provision is made for income Tax annually, based on the tax liability computed after considering tax allowances and exemptions.

b) Deferred Tax

Deferred tax is recognised, subject to consideration of prudence in respect of deferred tax assets, on timing difference, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. On consideration of prudence, deferred tax asset is recognised only in respect of accumulated depreciation allowable for tax.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized. Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantially enacted at the balance sheet date.

1.13 Earnings Per Share

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

1.14 Foreign Currency Transaction

i) Initial Recognition :

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

ii) Exchange Differences :

Exchange differences arising on the settlement of foreign currency transactions are recognised as income or as expense in the year in which they arise.

1.15 Provisions, Contingent Liabilities and Contingent Assets :

Provisions are recognised for liabilities that can be measured only by using a substantial degree of estimation, if

- a) the Company has a present obligation as a result of a past event,
- b) a probable outflow of resources is expected to settle the obligation; and
- c) the amount of the obligation can be reliably estimated.

Reimbursement expected in respect of expenditure required to settle a provision is recognised only when it is virtually certain that the reimbursement will be received.

Contingent Liability is disclosed in case of

- a) a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligations;

- b) a present obligation arising from past events, when no reliable estimate is possible; and
- c) a possible obligation arising from past events where the probability of outflow of resources is not remote.

Contingent Assets are neither recognised , nor disclosed.

Provisions, contingent liabilities and contingent assets are reviewed at each Balance sheet date.

1.16 Segment Reporting

The company identifies primary segments based on the dominant source, nature of risks, returns and the internal organization structure. The operating segments are the segments for which separate financial information is available and for which operating Profit/Loss amounts are evaluated regularly by the Management in deciding how to allocate resource and in assessing performance.

The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.

1.17 Cash Flow Statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non cash nature and any deferrals of past or future cash receipts and payments. The cash flows from regular operating, investing and financing activities of the company are segregated.

1.18 Dividend

Dividend is recognised as liability in the period in which it is declared by the Company (usually when approved by shareholders in General Meeting) or paid.

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS
NOTE 2 - SHARE CAPITAL

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Authorised: 25,000,000 Equity Shares of INR 10/- each.	250,000,000	250,000,000
Issued, Subscribed and Paid up: 13,421,526 (P.Y. 1,2100,000) Equity Shares of INR 10/- each fully paid.	134,215,260	121,000,000
Total	134,215,260	121,000,000

Notes:

a) Reconciliation of the no. of shares :

Particulars	As at 31 st March 2020		As at 31 st March 2019	
	No of shares	Amount	No of shares	Amount
No of Equity shares outstanding at the beginning of the year (Face Value of INR 10/-)	12,100,000	121,000,000	12,100,000	121,000,000
Add: Issued during the year	1,321,526	13,215,260	--	--
No of Equity shares outstanding at the end of the year (Face value of INR 10/-)	13,421,526	134,215,260	12,100,000	121,000,000

b) Rights, preferences and restrictions attached to shares :

The company has one class of equity shares having a par value of INR 10/- per share. Each equity holder is entitled to one vote per share and have a right to receive dividend as recommended by Board of Directors subject to necessary approval from the shareholders.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Number of Equity shares held by each shareholder holding more than 5% shares in the company are as follows:

Particulars	Number of shares as at 31 st March, 2020 of INR10/- each	% of shares held	Number of shares as at 31 st March, 2019 of INR 10/- each	% of shares held
1) SIDBI Trustee Company Limited A/c India Opportunities Ltd	1,638,000	12.20%	1,638,000	13.54%
2) ACAIPL Corporate Advisors India Pvt Ltd.	1,000,000	7.45%	1,000,000	8.26%
3) Beesley Consultancy Private Limited	925,068	6.89%	--	--
4) Mukul Mahavir Prasad Agrawal	752,000	5.60%	752,000	6.21%
5) Ashok Kumar Agrawal	--	0%	6,56,000	5.42%

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS
NOTE 3 - RESERVES AND SURPLUS

Particulars	INR.	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Capital Grants :			
1) Grant received from MSME under ASPIRE scheme (For Upgradation of Technical Business Incubator)			
Opening Balance	1,403,950		1,992,514
Less : Depreciation for the year	588,564		588,564
Closing Balance		815,386	1,403,950
Securities Premium :			
As per last Balance Sheet	173,557,818		173,557,818
Add: received during the year	55,504,092		
		229,061,910	
General Reserve:			
Opening Balance	91,276,262		91,276,262
Closing Balance		91,276,262	
Surplus in Statement of Profit & Loss			
Opening Balance	482,800,033		496,308,697
Less: Dividend INR 1 per share	12,100,000		12,100,000
Less: Dividend distribution tax	2,487,190		2,476,941
Add: Adjustment due to Change in Life of Assets Sch II	100,680		
Less: Adjustment for interest received for earlier year	132,052		
Add: Profit / (Loss) for the year	19,169,953		1,068,277
Closing Balance		487,351,424	482,800,033
Total		808,504,982	749,038,063

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS
NOTE 4 - LONG TERM BORROWINGS

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
SECURED - FROM OTHER		
TERM LOAN #		
- from Banks	544,821,501	86,419,195
- from Financial Institution	19,921,446	353,336,981
- from Others	54,550,632	-
Total	619,293,579	439,756,176

# Term Loan - Nature of Security	Terms of Repayment
Loan against property from a Bank, Total balance outstanding of INR 69,160,146/- is secured by hypothecation of office premises of the Company at Kubera Chambers, Shivajinagar, Pune. Total outstanding from a Bank of INR 872,411/- is secured by hypothecation of movable asset located in Mumbai	1) Repayment of principle loan of INR 7 crore @ 9.50% p.a.- in 180 monthly installments starting from 5 th December, 2018, last installment due on 5 th November, 2033. 2) Repayment of principle loan of INR 2 crore @ 10.55% p.a.- partly repaid during the year, last installment due on 6 th June, 2020. 3) Repayment of principle loan of INR 0.35 crore @ 8.49% p.a. - in 60 monthly instalments starting from June, 2017. last instalment due on May, 2022
Term loan from a Bank was availed during the year. Balance outstanding amounting to INR 37,41,33,381/- & INR 16,105/- (PY- NIL) secured by hypothecation by way of first and exclusive charge all present and future book debts and plant & machinery. Further, equitable mortgage by way of first and exclusive charge over Property at Village Mohari, Tal. Jamkhed, District Ahmednagar, Maharashtra.	"Repayment in 120 monthly instalments starting from 7 th February 2020 last instalment due on 7 th January 2030. Rate of interest 9.25% p.a
Term loan from a Bank - Balance outstanding amounting to INR 143,176,986/- as on March, 31 2020 (PY - Nil) secured by hypothecation of tariff receivable from M/s Pudumjee Papers Product Ltd. to be credited to the account with the bank and Corporate Guarantee of INR 150,000,000/- given by the Ultimate holding company i.e. M/s MITCON Consultancy & Engineering Services Limited. Further, hypothecation by way of charge on entire project of 4.90 MV AC Solar Photovoltaic Power Project at village Sonalwadi, Taluka Sangola, District Solapur, Maharashtra along with Building structure and non-carpeted road, Plant & Machinery, Furniture & Fixtures, Electrical installations & Equipment, Grid Connectivity Rights (both present and future) owned and belonging to the Company.	Repayment in 84 monthly instalments starting from 31 st October, 2019 (date) last instalment due in August, 2026. Rate of interest 11% p.a
Total Outstanding Loan from a financial institution is INR 19,921,446 is secured against Hypothecation of Office premises located in Mumbai	Repayment in 120 monthly instalments starting from June, 2018 (date) last instalment due in May, 2028. Rate of interest 9.75% p.a
Loan from Others is secured against Book debts and Corporate Guarantee given by Holding Company. In addition these loans are secured by personal guarantees by Directors of Shrikhande Consultants Pvt. Ltd.	--

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS
NOTE 5 - Deferred Tax Liability (Net)
(i) Break up of Deferred Tax Liability as at year end :

Nature of timing difference	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Provision for Depreciation	16,480,652	15,554,617
Total	16,480,652	15,554,617

(ii) Break up of Deferred Tax Asset as at year end:

Nature of timing difference	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Provision for Leave Encashment / Gratuity / Doubtful Debts	--	4,313,091
Carried forward losses as per Income Tax Act	2,709,065	--
Total	2,709,065	4,313,091
(iii) Net Deferred Tax Liability	13,771,587	11,241,526

NOTE 6 - OTHER LONG TERM LIABILITIES

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Retention money from vendor	1,107,858	3,992,242
Security deposit (from related party)	10,000,000	10,000,000
Total	11,107,858	13,992,242

NOTE 7 - LONG TERM PROVISIONS

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Provision for Gratuity	91,427	31,875
Provision for Leave Encashment	4,828,403	5,707,844
Total	4,919,830	5,739,719

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS
NOTE 8 - TRADE PAYABLES

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Trade Payables		
i) Total outstanding dues to Micro Enterprises and Small enterprises	1,074,581	1,209,067
ii) total outstanding dues to creditors other than Micro Enterprises and Small enterprises		
- to related party	60,134	7,464,368
- to others	138,963,726	70,685,505
Total	140,098,441	79,358,940

NOTE 9 - OTHER CURRENT LIABILITIES

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Other Payables		
Advance from Customers	3,123,637	5,258,029
Current Maturities of other long term loans #	65,452,791	16,305,198
Grant repayable on demand - Technology Development Board	4,909,125	4,820,317
Interest on loan accrued but not due	5,429,409	607,506
Provident Fund Contribution Employee & Employer	2,710,623	1,647,553
ESIC Payable	42,385	61,356
TDS, ST & GST Payable (Net)	5,925,251	13,496,458
Security Deposits	8,798,350	2,824,379
Other Liabilities	4,138,798	26,096,325
Total	100,530,369	71,117,121

NOTE 10 - SHORT-TERM PROVISIONS

Particulars	As at 31st March 2020 INR	As at 31st March 2019 INR
Provision for Leave Encashment	4,217,195	8,497,109
Provision for Gratuity	5,276,503	3,170,388
Total	9,493,698	11,667,497

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
Note 11 - PROPERTY, PLANT AND EQUIPMENT

Particulars	TANGIBLE ASSETS												Total
	Land - Freehold	Improvement to Leasehold Properties	Building #	Roads - Non Carpeted	Furniture & Fixture	Plant & Machinery	Vehicle	Office Equipment	Environment & BT Equipments	Computer & Printers	Electrical Installations & Equipments	Wind Power Project	
COST													
As at April 1, 2018	200,000	12,084,654	173,101,958	13,578,302	36,569,114	--	6,562,402	31,390,097	12,796,638	40,164,159	13,151,657	41,982,900	381,581,881
Additions through acquisition of stake	49,175,540	--	7,187,807	24,720,618	15,000	552,856,646	--	301,933	--	--	495,670	--	634,753,214
Additions during the year ##	12,482,670	--	9,088,465	6,928,762	574,010	255,033,329	--	207,954	--	443,334	1,729,546	--	286,488,070
Disposals / adjustments	--	--	--	--	26,301	33,506,260	--	468,112	--	1,935,266	--	--	35,935,939
Balance as at March 31, 2019	61,858,210	12,084,654	189,378,230	45,227,682	37,131,823	774,383,715	6,562,402	31,431,872	12,796,638	38,672,227	15,376,873	41,982,900	1,266,887,226
As at April 1, 2019	61,858,210	12,084,654	189,378,230	45,227,682	37,131,823	774,383,715	6,562,402	31,431,872	12,796,638	38,672,227	15,376,873	41,982,900	1,266,887,226
Additions through acquisition of stake	--	--	8,778,957	--	3,842,489	3,023,594	5,765,794	1,411,722	--	6,853,045	--	--	29,675,601
Additions during the year ##	--	--	--	7,000	106,750	7,050,540	73,211	149,165	157,300	809,869	211,082	--	8,564,917
Disposals / adjustments	--	--	--	--	--	5,838,369	--	345,763	--	1,178,359	--	--	7,362,491
Balance as at March 31, 2020	61,858,210	12,084,654	198,157,187	45,234,682	41,081,062	778,619,480	12,401,407	32,646,996	12,953,938	45,156,782	15,587,955	41,982,900	1,297,765,253
ACCUMULATED DEPRECIATION AND IMPAIRMENT													
As at April 1, 2018	--	6,712,524	16,758,251	12,500,248	23,347,044	--	4,855,746	27,281,442	9,657,092	38,017,725	8,320,654	30,495,600	177,946,326
Additions through acquisition of stake	--	--	1,733,424	21,842,087	2,478	32,341,751	--	50,326	--	--	59,253	--	56,029,319
Depreciation Charge for the year	--	819,624	3,068,531	1,904,189	2,901,802	3,237,580	614,881	1,718,284	1,237,647	1,382,898	1,040,759	1,136,750	19,062,945
Disposals / adjustments	--	--	--	--	26,301	--	--	450,282	--	1,935,266	--	--	2,411,849
Balance as at March 31, 2019	--	7,532,148	21,560,206	36,246,524	26,225,023	35,579,331	5,470,627	28,598,770	10,894,739	37,465,357	9,420,666	31,632,350	250,626,741
Additions through acquisition of stake	--	--	2,342,960	--	3,422,971	2,732,453	2,567,972	1,008,452	--	5,856,797	--	--	17,931,605
Depreciation Charge for the year	--	524,010	5,381,302	5,071,250	2,790,585	32,053,604	933,528	1,682,974	539,759	1,052,482	1,184,285	1,136,750	52,350,509
Disposals / adjustments	--	--	--	--	--	488,369	--	208,280	--	1,279,040	--	--	1,975,689
Balance as at March 31, 2020	--	8,056,158	29,284,468	41,317,774	32,438,579	69,877,019	8,972,127	31,082,916	11,434,498	43,095,596	10,604,931	32,769,100	318,933,166
NET BLOCK at March 31, 2020	61,858,210	4,028,496	168,872,719	3,916,908	8,642,483	708,742,461	3,429,280	1,564,080	1,519,440	2,061,186	4,983,024	9,213,800	978,832,087
NET BLOCK at March 31, 2019	61,858,210	4,552,506	167,818,024	8,981,158	10,906,800	738,804,384	1,091,775	2,832,102	1,901,899	1,206,870	5,956,207	10,350,550	1,016,260,465

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
NOTE 11 - PROPERTY, PLANT AND EQUIPMENT

Particulars	TANGIBLE ASSETS					Total of Tangible & Grant As- sets	INTANGIBLE ASSETS		Total of Intangible Assets	Total of Tangible, Grant & Intangible Assets
	Office Equip- ment	Furniture & Fixture	Computer & Printers	Electrical Installa- tions & Equip- ments	Total		Com- puter Soft- wares	Grid Con- nectivity Rights		
COST										
As at April 1, 2018	7,616,638	1,021,551	432,000	867,660	9,937,849	55,105,151	-	55,105,151	446,624,881	
Additions through acquisition of stake	-	-	-	-	-	87,320	-	87,320	634,840,534	
Additions during the year ##	-	-	-	-	-	2,400,000	28,910,000	31,310,000	317,798,070	
Disposals / adjustments	117,700	-	-	-	117,700	-	-	-	36,053,639	
Balance as at March 31, 2019	7,498,938	1,021,551	432,000	867,660	9,820,149	57,592,471	28,910,000	55,192,471	1,363,209,846	
As at April 1, 2019	7,498,938	1,021,551	432,000	867,660	9,820,149	57,592,471	28,910,000	86,502,471	1,363,209,846	
Additions through acquisition of stake	-	-	-	-	-	-	-	-	29,675,601	
Additions during the year ##	-	-	-	-	-	616,323	-	616,323	9,181,240	
Disposals / adjustments	-	-	-	-	-	-	-	-	7,362,491	
Balance as at March 31, 2020	7,498,938	1,021,551	432,000	867,660	9,820,149	58,208,794	28,910,000	87,118,794	1,394,704,196	
ACCUMULATED DEPRECIATION AND IMPAIRMENT										
As at April 1, 2018	5,619,614	1,011,009	432,000	860,370	7,922,993	46,502,255	-	46,502,255	232,371,574	
Additions through acquisition of stake	-	-	-	-	-	41,763	-	41,763	56,071,082	
Depreciation Charge for the year	587,895	2,622	-	1,857	592,374	4,481,840	98,215	4,580,055	24,235,374	
Disposals / adjustments	117,670	-	-	-	117,670	-	-	-	2,529,519	
Balance as at March 31, 2019	6,089,839	1,013,631	432,000	862,227	8,397,697	51,025,858	98,215	51,124,073	310,148,511	
Additions through acquisition of stake	-	-	-	-	-	-	-	-	17,931,605	
Depreciation Charge for the year	585,593	1,738	-	1,233	588,564	4,280,377	1,156,400	5,436,777	58,375,850	
Disposals / adjustments	-	-	-	-	-	-	-	-	1,975,689	
Balance as at March 31, 2020	6,675,432	1,015,369	432,000	863,460	8,986,261	55,306,235	1,254,615	56,560,850	384,480,277	
NET BLOCK at March 31, 2020	823,506	6,182	-	4,200	833,888	2,902,559	27,655,385	30,557,944	1,010,223,919	
NET BLOCK at March 31, 2019	1,409,099	7,920	-	5,433	1,422,452	6,566,613	28,811,785	4,068,398	1,053,061,335	

- Includes Nagpur office premises having WDV INR 10,740,940/-, which has been mortgaged in favour of Bank of Baroda, Shivajinagar branch, Pune for non fund based limit of INR 200,000,000/-
- Includes office premises at Kubera Chambers Shivajinagar Pune having WDV as on 31st March, 2019, INR 13,264,767/-, which has been mortgaged on in favour of ICICI Bank Limited, Shivajinagar branch, Pune for loan of INR 90,000,000/- obtained against property
- Includes Ahmedabad office premises having WDV INR 22,572,495/-, which has been mortgaged in favour of HDFC Bank, Pune for OD/Non Fund based limit of INR 150,000,000/- of subsidiary company M/s. Shrikhande Consultants Pvt Ltd., Mumbai.
- Includes leasehold office premises of INR 2,804,374/-
- Out of above, depreciation of INR 12,686,876/- has been charged against Profit and balance INR 588,564/- has been reduced from respective Grants

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS
NOTE 12 - DEFERRED TAX ASSET (NET)

(i) Break up of Deferred Tax Liability as at year end :

Nature of timing difference	As at 31st March 2020 INR	As at 31st March 2019 INR
Provision for Depreciation	131,000,369	96,480,786
Total	131,000,369	96,480,786

(ii) Break up of Deferred Tax Asset as at year end :

Nature of timing difference	As at 31st March 2020 INR	As at 31st March 2019 INR
Carried forward losses as per Income Tax Act	158,013,027	112,931,198
Total	158,013,027	112,931,198

(iii) Net Deferred Tax Liability	27,012,658	16,450,412
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MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS
NOTE 13 - NON CURRENT INVESTMENTS

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Investment in Subsidiary and Associate - (Trade, Unquoted)		
Investments (At Cost)		
4,900 (PY 4,900) Fully paid up Equity shares of INR 10/- each of MITCON Insolvency Professional Services Private Limited including Goodwill of INR 56,22,750 (PY INR NIL) arising on acquisition of Associate .)	10,786,083	11,074,000
Less : Share in Loss	(46,684)	(287,917)
	10,739,399	10,786,083
10,000 (PY 10,000) Fully paid up Equity shares of INR 10/- each of MITCON Forum for Social Development (Refer Note 40)	1	1
Investment in Others - (Trade, unquoted)		
Investment in Equity - (Trade, Quoted)		
978,974 (PY- NIL) Equity Shares of INR 10/- each at premium of Rs.31/- each of Shri Keshav Cements & Infra Limited	40,137,934	--
Investment in Others - (Non Trade, Unquoted)		
Shares of Apna Sahakari Co-op	25,000	--
Shares of Maruti Arcade	250	--
Shares of Shanti Centre	250	--
Investment in India International Infrastructure and Shrikhande Consultants LLP	2,380,604	--
Non-trade, Unquoted		
Other Investments :		
In Government Securities -		
National Savings Certificates	75,000	75,000
others		
12,525 (PY Nil) Fully paid up Equity shares of INR 25/- each of Greater Mumbai Bank Ltd.	501,000	--
Total	53,859,438	10,861,084

Aggregate Value of unquoted investments INR 10,814,400/- (Previous Year INR 10,861,084)

Market Value of quoted investments INR 21,194,787/- (Previous Year INR Nil)

Management is of the opinion that the diminution in the value of investment in Shri Keshav Cements & Infra Limited is temporary. Accordingly, no provision for diminution in the value of long-term investment is made in the financial statements.

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS
NOTE 14 - LONG TERM LOANS AND ADVANCES

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Unsecured, Considered Good		
Capital Advances	1,000,000	-
Security Deposits	85,422,245	36,275,307
Prepaid Expenses / Gratuity Contribution	77,333	82,298
Loan to Incubatee	369,440	1,390,653
Unsecured, Considered Good	44,000	--
Deposit with others		
- Deposits with more than 12 months maturity	17,029,512	--
Total	103,942,530	37,748,258

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS
NOTE 15 - INVENTORY

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Inventory of Project Services/ Consultancy Services	66,617,257	--
Total	66,617,257	--

NOTE 16 -TRADE RECEIVABLES

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Others Outstanding for a period exceeding six months from the date they are due for payment:		
Unsecured considered good	80,429,392	69,135,194
Unsecured considered doubtful	1,272,873	2,320,928
Less: Provision for Doubtful Debts	(1,272,873)	(2,320,928)
	80,429,392	69,135,194
Others - Unsecured considered good	288,931,222	99,230,851
Total	369,360,614	168,366,045

NOTE 17 - CASH AND BANK BALANCES

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Cash and Cash Equivalents		
Cash on Hand	675,111	678,566
Cheques, Drafts on Hand	--	9,103,121
Balance with Bank		
Balances with banks (including deposits with less than 3 months maturity)	45,514,978	69,258,155
Other Bank Balances		
Margin Money for Bank Guarantees / LC #	67,646,854	29,112,930
Earmarked Balances (in respect of TDB Grant)	2,092,592	951,507
Total	115,929,535	109,104,279

- Includes Deposit of INR 28,669,058/- (PY INR 50,000,000/-) on which charge has been created in favour of Bank of Baroda, Shivajinagar branch, Pune for non fund based limit of INR 50,000,000/- (PY INR 200,000,000/-)

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS
NOTE 18 - SHORT TERM LOANS AND ADVANCES

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Unsecured, Considered Good		
Prepaid Expenses	5,432,758	5,113,801
Advance to Others	1,264,311	3,417,642
Security Deposits	17,958,651	10,015,970
Travel Advances to Staff	670,762	1,262,784
Income Tax paid less Provisions	95,109,422	49,600,429
Loan to Incubatee	1,000,000	1,000,000
GST Input Tax Credit	2,495,273	157,715
Total	123,931,177	70,568,341

NOTE 19 - OTHER CURRENT ASSETS

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Advance to Suppliers	3,101	27,951
Balance with revenue authority	1,367,509	
Rent Deposit	--	8,000
Interest Accrued on NSC	46,072	32,030
Membership fees refund receivable	100,000	100,000
Total	1,516,682	167,981

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS
NOTE 20- REVENUE FROM OPERATIONS

Particulars	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Sale of Services	489,619,665	339,608,858
Other Operating Revenues	119,141,794	17,753,801
Total	608,761,459	357,362,659

Details of Sale of Services :	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Consultancy Fees	267,107,580	176,175,927
Work In Progress - Consultancy services	6,558,373	--
Project Services	41,520,000	20,723,998
Income from Vocational Training	139,329,555	115,288,963
Income from IT Courses	13,017,112	13,770,376
Income from Laboratories	22,087,045	13,649,594
Total	489,619,665	339,608,858
Details of Other Operating Revenue :		
Income from Wind / solar Power Generation (Net of rebate)	119,141,794	17,753,801
Total	119,141,794	17,753,801

NOTE 21 - OTHER INCOME

Details of Other Income :	As at 31 st March 2020 INR	As at 31 st March 2019 INR
Interest Income on		
- Bank Deposits	2,600,954	5,678,716
- Loan to Related Parties	--	21,886,825
- Other	2,073,925	120,043
Sundry Provisions and Credit Balances no longer re- quired, written back	15,508,470	6,711,204
Recovery of Bad Debts	770,348	602,426
Rental Income	7,542,530	3,265,016
Gain on redemption of Mutual Fund investment	--	1,923,605
Other non-Operating Income	460,887	833,539
Total	28,957,114	41,021,374

NOTE 22- OPERATING COSTS

Particulars	For the year ended 31 st March, 2020 INR	For the year ended 31 st March, 2019 INR
Expenses on IT, VTP Training Activities	95,976,195	80,287,610
Professional fees	101,328,796	48,192,021
Project Cost	1,788,058	4,211,125
Electricity Expenses	1,863,945	
Total	200,956,994	132,690,756

NOTE 23 - EMPLOYEE BENEFIT EXPENSE

Particulars	For the year ended 31 st March, 2020 INR	For the year ended 31 st March, 2019 INR
Salaries and Wages	141,859,234	105,354,176
Contribution to Provident Fund	10,841,330	9,478,260
Contribution to Gratuity & Leave encashment	5,284,109	5,944,575
Staff Welfare Expenses	3,210,512	3,021,384
Total	161,195,185	123,798,395

NOTE 24 - FINANCE COSTS

Particulars	For the year ended 31 st March, 2020 INR	For the year ended 31 st March, 2019 INR
Interest Expense	70,814,260	2,564,359
Bank charges and Commission	10,615,825	1,414,638
Total	81,430,085	3,978,997

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED
NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS
NOTE 25 - OTHER EXPENSES

Particulars	For the year ended 31 st March, 2020 INR	For the year ended 31 st March, 2019 INR
Power and Fuel	5,739,956	6,135,008
Office Rent	9,348,553	6,083,273
Repairs and Maintenance -		
- Buildings	1,443,691	1,443,133
- Office & Other Equipment	8,973,796	3,477,733
- Others	1,188,692	1,923,850
Insurance	2,772,611	1,531,106
Rates & Taxes	1,118,391	563,402
Auditor's Remuneration		
Statutory Audit	1,570,226	811,847
Certification	27,650	29,750
Administrative and General Expenses		
Travelling Expenses	23,775,343	22,014,047
Printing, Stationery and computer consumable	10,087,903	9,563,696
Advertisement	2,120,934	3,142,645
Security Expenses	4,367,037	2,766,741
Telephone, Mobile Expenses	2,406,786	2,551,315
Business Promotion Expenses	2,456,591	1,834,248
Registration and Legal Fees	8,101,674	2,036,931
Postage , Fax and Courier	1,394,770	1,413,480
Books & Periodicals Subscriptions and Membership Fees	2,348,195	691,292
Housekeeping	975,680	997,892
Laboratory Consumables	23,842	520,689
Directors Sitting Fees	680,000	480,000
Expenditure towards Corporate Social Responsibility (CSR) activities	--	2,394,245
Provision for Doubtful Debts	1,272,873	2,320,928
Bad Debts written off	12,200,561	17,375,259
Donations	5,000	30,000
General Expenses	3,864,062	3,435,636
Total	108,264,817	95,568,146

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Notes on these Consolidated Financial Statements are intended to serve as means of informative disclosure and a guide to better understanding of the Consolidated position of the Companies. Recognising this purpose, the company has disclosed only such notes from the individual financial statements, which :

- a) are necessary for representing a true and fair view of the Consolidated Financial Statements
- b) the notes involving items, which are considered to be material.

26. UTILISATION OF INCUBATEE GRANT

- a) Technology Development Board (TDB), Govt. of India has approved scheme 'Seed Support System for Start-ups in Incubators' for providing financial assistance as seed support for start-ups in the MITCON incubator as growth oriented initiative between the TDB and MITCON. The scheme is to make available early stage financial assistance as seed support for start-up units located at the MITCON incubator for further development and pre-commercialization of technologies. Accordingly MITCON has received grant of INR 4,000,000/- from TDB during the year ended 31st March, 2012. Term Loan disbursed and outstanding to incubatees aggregating to INR 1,369,440/- outstanding as on 31st March, 2020 is classified as current / non current assets. Refund to TDB / Disbursement against this grant has been deducted from Grant received. Grant remaining unutilised aggregating to INR 4,909,124/- being repayable on demand is classified under current liability.

- b) Interest received on deployment of unutilised grant amount and interest received on loans disbursed to incubatee, is credited to grant (net of taxes).

C Nature of government grant recognised in Property, plant & Equipment of Krishna Windfarms Developers Pvt Ltd, (KWDPL)

Government of India through Ministry of New and Renewable Energy (MNRE) has notified guidelines to provides for implementing the projects through Viability Gap Funding (VGF) support to the solar power developer in order to minimise the impact of tariff on buying utilities who enter into the power sale agreement with SECI for purchase of power. SECI has been designated by Govt. of India as the nodal agency for implementation of MNRE scheme for developing grid connected solar power capacity through VGF mode. Accordingly company is eligible for INR 53,500,000 as VGF support. During the year company has received INR 53,50,000/- (Previous year INR 26,750,000/-) out of eligible VGF grant on successful commissioning of the project. The balance 40% amount of the grant shall be received in four equal instalments provided project meets the generation requirement as specified in power purchase agreement. As the grant is related to specific fixed asset i.e. Solar Power Plant, it is shown as a deduction from the net book value of the said asset as under -

Particulars	Year ended 31 st March, 2020	Year ended 31 st March, 2019
	INR	INR
Deduction from gross value of the asset	5,838,369	28,225,947
Deduction from accumulated depreciation of the asset	488,369	1,475,947
Net deduction from the book value of the asset	5,350,000	26,750,000

27. CONTINGENT LIABILITY NOT PROVIDED FOR

Particulars	Year ended 31 st March, 2020 INR	Year ended 31 st March, 2019 INR
a) Guarantees given by bankers on behalf of the Company		
- To Customers of MITCON (MCESL)	44,599,060	31,720,191
- To Customers of SCPL	51,582,576	--
b) Corporate Guarantees issued by the Holding Company on behalf of Krishna Windfarms Developers Private Limited (KWDPL) for loan availed by KWDPL from L & T Infrastructure Finance Company Limited	--	420,000,000
c) Corporate Guarantees issued by the Holding Company on behalf of Krishna Windfarms Developers Private Limited (KWDPL) for loan availed by KWDPL from HDFC Bank Ltd	420,000,000	-
d) Financial Guarantee issued by the Holding Company on behalf of Krishna Windfarms Developers Private Limited (KWDPL) to maintain Debt Service Reserve Account (DSRA) for loan availed by KWDPL from HDFC Bank Ltd .	14,518,911	-
f) The Krishna Windfarms Developers Pvt Ltd. (KWDPL) has received capital grant of INR 32,100,000/- as Viability Gap Funding (VGF) (out of total receivable of INR 53,500,000/-) from Solar Energy Corporation of India (SECI) for 10MW solar power project . The said receipt of VGF grant is subject fulfilment of certain conditions in future as per PPA signed with SECI. In the event Company is unable to fulfil the terms and conditions in future, the grant received so far would become refundable.	32,100,000	26,750,000
g) Corporate Guarantees issued by Holding Company to The Greater Bombay Coop Bank Ltd for loan availed by MITCON Solar Alliance Limited (MSAL).	150,000,000	--
h) Corporate Guarantees issued by Holding Company to HDFC Bank Ltd., for overdraft / non fund base limit availed by Shrikhande Consultants Pvt Ltd. (SCPL)	150,000,000	--
i) An ex-employee has filed a claim before First Labour Court, Pune. The company has filed written statement for dismissal of the claim.	--	164,000

j) Claims against KWDPL not acknowledged as debt - Petition in respect of dispute arising out of Power purchase agreement dated 03.08.2016 between KWDPL & Solar Energy Corporation of India Ltd. (SECI) is pending for adjudication before Central Electricity Regulatory Commission, New Delhi (CERC).	3,05,20,853	30,337,856
k) Claims against the company not acknowledged as debt - Arbitration petition in respect of money claim is pending before Arbitration Tribunal. The company has made counter claims against the claimant before the said Tribunal. Arbitration gave its award partial against the company, Company preferred to challenge the same in District Court ,Pune ,pending proceedings, the liability (if any) is not ascertainable	--	--

28 Payments to Auditors - (Net of GST)

	Year ended	
	31 st March, 2020	31 st March, 2019
	INR	INR
For Audit	1,570,226	811,847
For Certification	27,650	29,750
Total	1,597,876	841,597

- 29 Micro, Small and Medium Enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro, Small and Medium Enterprises, which are outstanding for more than the stipulated period are given below :

	Particulars	31 March, 2020	31 March, 2019 #
a	Dues remaining unpaid as at Principal	1,074,581	1,209,067
	Interest on the above	--	-
b	Amount of payment made to supplier beyond the appointed day during the year Principal paid beyond the appointed date	-	-
	Interest paid in terms of Section 16 of the Act	-	-
c	Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	-	-
d	Amount of interest accrued and remaining unpaid as at	-	-
e	Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises	-	-

- Based on the documents / information available with the Company, there were no acknowledged dues to suppliers covered under The Micro, Small and Medium Enterprises Development Act 2006 (MSMED Act).

30 Disclosure pursuant to Accounting Standard (AS 15) - Revised 2005 "Employee Benefits"

a) Defined contribution plans:

The company has recognized the following amounts in the Statement of Profit & Loss for the year :

- i) Contribution to employees provident fund INR 8,442,681/- (P.Y. INR 6,221,138/-)
- ii) Contribution to employees family pension Fund INR. 2,807,851/- (P.Y. INR 2,155,092/-)

b) Defined benefit plans - Gratuity

The company makes annual contribution to the Life Insurance Corporation of India, a funded defined benefit plan for qualifying employees. The scheme provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service or part there of in excess of 6 month. Vesting occurs only upon completion of 5 years of service except in case of death or permanent disability. The present value of defined benefit obligation and the related current service cost are measured using the Projected Unit Credit Method with actuarial valuation being carried out at the balance sheet date.

i) Reconciliation of opening and closing balances of the present value of the defined benefit obligation:	Year ended	
	31st March, 2020	31st March, 2019
	INR	INR
Present Value of defined benefit obligation at the beginning of the year	24,386,227	21,721,635
Interest cost	1,722,419	1,548,924
Current service cost	2,833,250	2,731,924
past service cost	-	-
Actuarial losses / (gains)	463,628	2,111,011
Benefits paid	(3,445,626)	(3,727,267)
Present value of defined benefit obligation at the close of the year	25,959,898	24,386,227

ii) Changes in the fair value of Plan Assets and the reconciliation thereof:	Year ended	
	31st March, 2020	31st March, 2019
	INR	INR
Fair value of plan assets at the beginning of the year	21,215,839	23,340,845
Add :expected return on plan assets	1,578,956	1,683,022
Add / (less) : actuarial (losses) / gains	(45,193)	(82,035)
Add : contributions by employer	1,500,000	200,000
Less: benefits paid	(3,445,626)	(3,727,267)
Less: mortality charges and taxes	(289,115)	(198,726)
Fair value of plan assets at the close of the year	20,514,861	21,215,839
Actual Return on Plan Assets	1,533,763	1,600,987

iii) Amount recognized in the Balance Sheet:	Year ended	
	31 st March, 2020	31 st March, 2019
	INR	INR
Present Value of Obligation as at the end of year	25,959,898	24,386,227
Fair Value of Plan Assets as at the end of year	20,514,861	21,215,839
Funded Status	(5,445,037)	(3,170,388)
Current Liability	5,276,503	3,170,388
Non - Current Liability	20,606,288	21,215,839
Unrecognised Actuarial (gains) / losses	--	--
Net Asset / (Liability)	(5,445,037)	(3,170,388)

Fair value of plan assets , in excess of present value of obligations, being adjustable against future contributions is recognised in the books of account.

iv) Amounts recognised in the Statement of Profit and Loss are as follows:	Year ended	
	31 st March, 2020	31 st March, 2019
	INR	INR
Current service cost	2,897,538	2,731,924
Past Service Cost	27,139	--
Interest cost	1,722,419	1,548,924
Expected return on plan assets	(1,578,956)	(1,683,022)
Curtailment Cost / (Credit)	--	--
Settlement Cost / (Credit)	--	--
Net Actuarial (Gain) / Loss recognised in the period / year	417,394	2,193,046
Expenses Recognised in the Statement of Profit & Loss at the end of period / year	3,485,534	4,790,872

v) Amount for the current period :	Year ended	
	31 st March, 2020	31 st March, 2019
	INR	INR
Present value of obligation	25,959,898	24,386,227
Plan assets	20,514,861	21,215,839
Surplus / (Deficit)	(5,445,037)	(3,170,388)

vi) Broad categories of Plan Assets as a percentage of total assets as at	Year ended	
	31 st March, 2020	31 st March, 2019
Insurer managed funds	100%	100%
Total	100%	100%

vii) Actuarial Assumptions :	Year ended	
	31 st March, 2020	31 st March, 2019
Discount rate	6.70%	7.60%
Rate of increase in Compensation levels	9.50%	9.50%
Rate of return on plan assets	7.80%	7.80%
Expected Average remaining working lives of employees (years)	7.75	7.82

- c) The company provides for accumulation of compensated absences by its employees. The employees can carry forward a portion of the unutilised compensated absences and utilise it in future periods to receive cash in lieu thereof as per company policy. The company records an obligation for compensated absences in the period in which the employee renders the service that increases this entitlement. The total liability recorded by the company towards this benefit as at 31 March, 2020 is INR 9,992,995 /- (Previous Year INR 14,204,953/-).

- 31 The Company has entered into operating lease arrangements for office space. Lease arrangements provide for cancellation by either of the parties and also contain a clause for renewal of the lease agreement. Lease payments and receipts on cancellable operating lease arrangements debited / credited to Statement of Profit and Loss are as under.

	Year ended	
	31 st March, 2020 INR	31 st March, 2019 INR
Cancellable leases		
Lease payments debited to the Statement of Profit and Loss		
Lease rent for office	6,339,253	-
Lease receipts credited to the Statement of Profit and Loss		
Lease rent for office	7,380,330	-

32 Related Party Disclosures Under Accounting Standard 18 - “Related Party Disclosures”, have been identified on the basis of representation made by the Management and taken on record by the Board of Directors and relied upon by the auditors. Disclosures of transactions with Related Parties are as under:

a) **Related Parties**

Subsidiary : MITCON Forum for Social Development (MFSD)

Associate : MITCON Insolvency Professional Services Private Limited (MIPSPL)

Related Party where significant influence exists : Mitcon Foundation (Charitable Trust)
(Common Managing Director and Managing Trustee)

Key Management personnel : Dr. Pradeep Bavadekar, Managing Director

b) Transactions with Related Party:

Sr. No.	Nature of transactions / Name of Related Party	2019-20 INR	2018-19 INR
I	Subsidiary		
	MITCON Forum for Social Development (MFSD)		
	Contribution to Equity (10,000 shares of INR 10/- each)	--	1
	Rent income (net of GST)	120,000	80,000
	Training expenses	7,423,268	9,591,101
	MITCON Trusteeship Services Limited (MTSPL)		
	Contribution to Equity (2,300,000 shares of INR 10/- each)	--	23,000,000
	Share Application Money paid	--	80,000,000
	Rent income (net of GST)	170,740	--
	Interest Charged on Inter Corporate Loan	116,029	--
	Expenses incurred (net of GST)	2,403,483	203,655
	MITCON Advisory Services Private Limited (MVAPL)		
	Contribution to Equity (10,000 shares of INR 10/- each)		100,000
	Rent income (net of GST)	20,000	60,000
	Interest Charged on Inter Corporate Loan	3,658	
	Expenses incurred (net of GST)	11,463	162,100
	Krishna Windfarms Developers Private Limited (KWDPL)		
	Income from Project Services	--	8,497,064
	Rent income (net of GST)	180,000	180,000
	Inter Corporate Loan disbursed		--

	Interest Charged on Inter Corporate Loan & Debentures	23,116,009	24,351,212
	Corporate Guarantees issued to Financial Institution for loan availed.	--	420,000,000
	Corporate Guarantees issued to Bank for loan availed.	420,000,000	--
	Financial Guarantee issued by the Company to maintain Debt Service Reserve Account (DSRA) on behalf of the company for loan availed.	14,518,911	--
	Contribution to Rights Equity Issue (49 shares of INR 10/- each)	--	490
	Conversion of existing loan into debentures (10.50% Compulsarily Convertible Debentures - 75,00,000 debentures of INR 10/- each)	--	75,000,000
	MITCON Solar Alliance Limited (MSAL)		
	Income from Project Services	1,000,000	231,700,980
	Rent income (net of GST)	120,000	100,000
	Inter Corporate Loan disbursed	--	270,917,327
	Corporate Guarantees issued to The Bank for loan availed.	150,000,000	--
	Interest Charged on Inter Corporate Loan	11,231,973	5,417,992
	Expenses incurred (net of GST)	1,843,806	--
	MITCON Sun Power Limited (MSPL)		
	Contribution to Equity (10,000 shares of INR 10/- each)	--	100,000
	Inter Corporate Loan disbursed	--	9,600,000
	Interest Charged on Inter Corporate Loan	4,958,989	417,929
	Rent income (net of GST)	120,000	110,000
	Expenses incurred (net of GST)	452,522	33,234
	Shrikhande Consultants Pvt Ltd		
	Corporate Guarantees issued to the Bank for overdraft / non fund base limit	150,000,000	--
II	Associates:		
	MITCON Megaskill Centers Private Limited (MMCPL)		
	Reimbursement of expenses received (net of taxes)	--	1,055,656
	MITCON Insolvency Professional Services Private Limited (MIPSPL)		
	Contribution to Equity (4,900 shares of INR 10/- each including premium of INR 11,025,000/-)	--	11,074,000
	Receipt of Security Deposit	--	10,000,000
	Consultancy fees	519,052	--
	Rent income (net of GST)	105,000	105,000
	Reimbursement of expenses received (net of taxes)	--	321,803

III	Related Party where significant influence exists:		
	MITCON Foundation		
	Training fees received (net of Taxes)	1,676,701	3,000,000
	Project Consultancy fees	5,536,875	--
IV	Remuneration to Director		
	Mr. Anand Chalwade, professional fees (net of GST)	2,000,000	--
V	Key Management Personnel (KMP)		
	Dr. Pradeep Bavadekar		
	A) Remuneration #		
	Salary	7,380,000	7,140,000
	Contribution to Provident Fund	770,400	737,295
	Super Annuation Fund and others	963,000	921,618
	B) Dividend	560,000	560,000
VI	Outstanding as on 31st March 2020		
a	Accounts Receivable		
	Krishna Windfarms Developers Private Limited.		
	Towards Project Services	--	7,910,859
	Towards Inter Corporate Loan	143,449,525	148,149,525
	Towards Interest Charged on Inter Corporate Loan	21,269,856	24,650,634
	Towards Rent	53,100	--
	MITCON Trusteeship Services Limited (MTSPL)		
	Towards Expenses	678,732	203,655
	MITCON Advisory Services Private Limited (MVAPL)		
	Towards Expenses	155,500	232,900
	MITCON Sun Power Limited (MSPL)		
	Towards Inter Corporate Loan disbursed	1,160,000,000	9,600,000
	Towards Interest Charged on Inter Corporate Loan	4,839,224	376,136
	Towards Rent	94,400	129,800
	Towards Expenses	--	33,234
	MITCON Insolvency Professional Services Private Limited (MIPSPL)		
	Towards Expenses /fees	612,482	472,462
	MITCON Solar Alliance Limited		
	Towards Inter Corporate Loan disbursed	--	170,917,327
	Towards Interest Charged on Inter Corporate Loan		4,876,191
	Towards Rent	11,800	--

	Shrikhande Consultants Pvt Ltd Towards Service Charges	29,500	--
	MITCON Forum for Social Development Towards Rent	11,800	--
b	Accounts Payable Dr. Pradeep Bavadekar - Remuneration Payable	367,942	352,050
	MITCON Forum for Social Development (MFSD) Towards Training Activities	4,080,379	7,464,368
	MITCON Insolvency Professional Services Private Limited (MIPSPL) Towards Security Deposit	10,000,000	10,000,000
c	Investment in Debentures Krishna Windfarms Developers Private Limited. 10.50% Compulsarily Convertible Debentures	75,000,000	75,000,000
d	Guarantees to Subsidiary Krishna Windfarms Developers Private Limited. Corporate Guarantees issued to the bank for loan availed.	420,000,000	--
	Financial Guarantee issued by the Company to maintain Debt Service Reserve Account (DSRA) on behalf of Subsidiary for loan availed by subsidiary from the Bank.	14,518,911	--
	Corporate Guarantees issued to financial institution for loan availed by Subsidiary	--	420,000,000
	Shrikhande Consultants Pvt Ltd Corporate Guarantees issued to the bank, for overdraft / non fund base limit and office premises of Ahmedabad has been pledged with a bank having WDV INR 22,572,495/- for the said limit	150,000,000	--
	MITCON Solar Alliance Ltd. (MSAL) Corporate Guarantees issued to The Bank for loan availed by Subsidiary.	150,000,000	--

As the liabilities for gratuity and leave encashment are provided on actuarial basis for the Company as a whole, the amounts pertaining to the KMP are not included above.

- 33** In accordance with the Accounting Standard (AS -20) on “Earnings Per Share”, computation of basic and diluted earnings per share is as under:

Particulars		Year ended	
		31 st March, 2020 INR	31 st March, 2019 INR
A	<u>Earnings for the year</u>		
A.1	Net Profit / (loss) as per statement of profit and loss	19,169,953	1,068,277
B	<u>Weighted average number of equity shares for Earnings Per Share computation</u>		
B.1	Number of shares at the beginning of the year (nos)	12,100,000	12,100,000
B.2	Number of shares allotted during the year (nos)	1,321,526	--
B.3	Weighted Average Equity Shares allotted during the year	854,466	--
B.4	Number of Potential Equity Shares (nos) (Refer Note 39 (iv))	--	1,628,077
B.5	Weighted average Potential Equity Shares	--	35,684
	<u>Weighted average number of equity shares for</u>		
B.5	(a) Basic Earnings Per Share (B1 + B3) (nos)	12,954,466	12,100,000
B.6	(b) diluted Earnings Per Share (B1 + B3 + B5) (nos)	12,954,466	12,135,684
C	<u>Earnings per share</u>		
C.1	i) Basic (A1 / B5)	1.48	0.09
C.2	ii) Diluted (A1 / B6)	1.48	0.09
D	face value per share	10	10

- 34** Balances of trade receivables and trade payables are subject to reconciliation and confirmation by respective parties.

36 Tuition fees received from MKCL

MITCON is a Training provider to Maharashtra Knowledge Corporation Limited (MKCL) for their MS-CIT and other courses. Fees of these training courses are directly collected by MKCL. On completion of these training programmes Tuition fees are shared by MKCL with the Company as per the Terms of Agreement. However as the Company's share of fees is not independently determinable by the Company prior to actual receipt thereof, these are accounted for on receipt basis.

36. Commitments:

	Year ended	
	31 st March, 2020	31 st March, 2019
	INR	INR
Estimated amount of contracts remaining to be executed and not provided for in these accounts (net of advance) in respect of purchase of :		
Tangible Fixed assets	40,400,000	487,550
Intangible Fixed assets	2,592,000	2,592,000

37 Segment Reporting

Based on the guiding principle given in the Accounting Standard-17 “Segment Reporting” issued by the Institute of Chartered Accountants of India, the company’s Primary Segments are.

1. Consultancy and Training
2. Project Services
3. Wind / Solar Power Generation

The above business segments have been identified considering :

- a. The nature of the products/ operation
- b. The related risks and returns
- c. The internal financial reporting systems of the organization.

Segment revenue, results, assets and liabilities have been accounted for on the basis of their relationship to the operating activities of the segment and amounts allocated on a reasonable basis.

Particulars	For the year ended 31 st March, 2020 INR	For the year ended 31 st March, 2019 INR
Segment Revenue		
Consultancy and Training	448,099,665	341,483,861
Project Services	41,520,000	238,139,007
Wind / Solar Power Generation	119,141,794	4,139,370
Revenue from Operations	608,761,459	583,762,238
Segment Results :		
Profit(+)/Loss(-) before tax and interest from each segment		
Consultancy and Training	38,895,024	(26,016,089)
Project Services	35,872,862	33,619,637
Wind /Solar Power Generation	5,789,291	413,289
Total Segment Result	80,557,177	8,016,837
Unallocable income net of unallocable expenditure	24,282,235	10,710,575
Interest Income	4,674,879	29,155,335
Total	109,514,291	47,882,747
Less: Finance Cost	81,430,085	7,739,664
Total Profit Before Tax	28,084,206	40,143,083
Exceptional item	--	--
Extraordinary item	--	--
Profit After extraordinary / exceptional items	28,084,206	40,143,083
Less Provision for Tax		
Current Tax	15,000,000	9,100,000
Deferred Tax	(8,657,322)	(1,311,055)
Excess provision for Taxation of Earlier years	(2,056,395)	(214,676)
Profit After Tax	23,797,923	32,568,814
Total carrying amount of segment assets		
Consultancy and Training	814,360,661	752,011,012
Project Services	69,389,304	258,156,976
Wind /Solar Power Generation	1,039,040,170	11,487,300
Total Segment assets	1,922,790,135	1,021,655,288
Total carrying amount of segment liabilities		
Consultancy and Training	335,865,225	117,577,575
Project Services	42,146,442	19,920,432
Wind / Solar Power Generation	521,203,696	--
Total Segment liabilities	899,215,363	137,498,007
Depreciation & Amortisation		
Consultancy and Training	17,448,004	24,081,185
Project Services	--	--
Wind / Solar Power Generation	40,339,282	1,145,401
Total Depreciation & Amortisation	57,787,286	25,226,586

Note: Wind / Solar Power generation business is subject to Seasonal variations, hence the results for the period are not necessarily comparable with the results of the previous periods performance.

38.

- i During the year the Company has acquired 25,500 Equity shares of INR 10/- each fully paid of Shrikhande Consultants Private Limited (SCPL) for a consideration of INR 6,87,19,352 from the allottees against the swap of issue and allotment of 13,21,526 Equity shares of INR 10/-each fully paid at a premium of INR 42/-per share of the Company to the shareholders of Shrikhande Consultants Private Limited on preferential allotment and for consideration other than cash basis pursuant to Shareholder cum Share Subscription Agreement with the Company dated 21st February, 2019 duly approved vide special resolution passed in the General meeting dated 23rd March 2019 with prescribed conditions. Consequently on allotment of such shares being 51% stake, the SCPL has become the subsidiary of the Company with effect from 8th August 2019.
- ii During the year ended 31st March, 2020, MITCON Sun Power Ltd.,(MSPL) subsidiary company has acquired additional 33,00,000 equity shares of MITCON Solar Alliance Limited (MSAL), the subsidiary company of MSPL having face value Rs.10/- each at the premium of Rs.10/- each through right issue of equity shares. The % holding of the MSPL in MSAL is increased from 50.01% to 73.28% of the paid up share capital.
- iii During the year ended 31st March, 2020, MITCON Sun Power Ltd.,(MSPL) has invested in 9,78,974 equity shares of Shri Keshav Cements & Infra Limited (SKCIL) having face value Rs.10/- each at the premium of Rs.31/- each through right issue of equity shares renounced in favour of MSPL by shareholders of SKCIL.
- iv The company has given intercorporate loan to MITCON Sun Power Limited (MSPL) during the year ended 31st March, 2020 amounting to INR.106,400,000/- (Previous Year INR 9,600,000/) cumulative INR 116,000,000/- are outstanding and interest outstanding thereon is INR 4,839,224/-.
- v MITCON Solar Alliance Ltd (MSAL) during the year availed Term Loan of INR 150,000,000/- Crore from The Greater Bombay Co-op Bank Ltd., Mumbai and repaid the intercorporate loan of the Company. The Company issued Corporate Guarantee for the said loan INR 150,000,000/- Crore.

The solar power projects of KWDPL, MSAL and MSPL are fully operational as on balance sheet date. Subsidiary KWDPL has refinanced its Term Loan of INR 420,000,000/- from HDFC Bank Ltd and also MSAL has obtained loan from The Greater Bombay Coop. Bank Ltd., Mumbai and replaced existing lenders got benefit of reduced finance cost to improve profitability. Based on certain estimates like future business plans, growth prospects, the management is of the opinion that above stated inter corporate loans, interest on inter corporate loans and trade receivable are good and recoverable and investment in debenture and equity of the subsidiaries does not require any reduction in value of investment.

- vi During the year Company has issued Corporate Guarantees on behalf of Shrikhande Consultants Pvt Ltd.,(SCPL) to HDFC Bank Ltd., for overdraft / non fund base limit availed by SCPL and office premises of Ahmedabad has been pledged with HDFC Bank having WDV INR 22,572,495/- for the said limit.

- Vii During the year MITCON Solar Alliance Ltd (MSAL) availed Term Loan of INR 150,000,000/- Crore from The Greater Bombay Co-op Bank Ltd., Mumbai and repaid the intercorporate loan of the Company. The Company issued Corporate Guarantee for the said loan of INR INR 150,000,000/- Crore.

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- i MITCON VALUERS AND ADVISORS PRIVATE LIMITED in the Extraordinary General Meeting (EOGM) held on 16th April 2019 has changed its “Object Clause” from Valuation Advisory services to Capital Advisory Services and subsequently name of the company is changed as “MITCON Advisory Services Limited” w.e.f 9th May, 2019.
- ii During the year ,from 21st November 2019 MITCON Trusteeship Services Pvt Ltd subsidiary company converted from Private Ltd to Public Ltd. Company obtained SEBI registraion on 25th July 2019 to act as Debenture Trustee.
- iii The Income Tax Department has raised demand of Rs.11,23,70,331/- by making addition to the income of the subsidiary company M/s. Krishna Windfarms Developers Pvt Ltd. (KWDPL) in respect of FY 2016-17. KWDPL has filed appeal against the said demand with CIT Appeals Mumbai. Considering the facts of the case, the KWDPL is confident of favourable decision from Appellate Authority. Necessary entries in the books of account in respect of this demand will be passed on final disposal of appellate proceedings.

40 Para 5 of the Memorandum of Association of MITCON Forum for Social Development (MFSD) prohibits payment or transfer of profit to the member by way of dividend, bonus or otherwise. Para 10 of the Memorandum of Association of MFSD prohibits distribution of remaining assets of the company on winding up or dissolution to the members. As the company will not recover any amount of the investment made in MFSD in future, company has written down the value of investment in MFSD to INR 1/-

41 On September 20, 2019, the Government of India vide the Taxation Laws (Amendment) Ordinance 2019, inserted Section 115BAA in the Income Tax Act, 1961, which provides domestic companies an option to pay Income tax at reduced rate effective April 1, 2019 subject to certain conditions. Considering the impact of reduced tax rate and conditions to be fulfilled, the company has decided as on the date of financial statements not to opt the option to pay income tax at reduced rate and to continue with the existing option. Accordingly, the tax expenses for the year ended March 31, 2020 have been provided for at existing tax rate.

Accordingly, the tax expenses for the year ended March 31, 2020 have been provided for at existing tax rate in accordance with provisions of the Income Tax Act, 1961. The company has estimated its income tax liabilities according to the Tax Laws. Management makes interpretation in terms of application of tax laws and rules to determine the possible outcome of tax provisions taken. Provision is made for income Tax annually, based on the tax liability computed after considering tax allowances and exemptions.

42 The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of property, plant and equipment, Investments, Inventories, receivables and other current assets. Based on the above assessment the Company is of the view that carrying amounts of trade receivables are expected to be realizable. The Company has made detailed assessment of its

liquidity position for the next one year .However, some of the subsidiary companies has been affected due to COVID-19, subsidiary companies have made provisions wherever necessary.

Management believes that it has taken into account all the possible impact of known events arising from COVID 19 pandemic in the preparation of the standalone financial results. However, the impact assessment of COVID 19 is a continuing process given the uncertainties associated with its nature and duration. The company will continue to monitor any material changes to future economic conditions.

- 43** The Board of Directors have proposed final dividend of INR paise 20 only per equity share (2%) of INR 10 each for the financial year 2019-20 (P Y INR 1/- per Equity Share).
- 44** Previous years figures have been re-grouped , reclassified wherever necessary to make them comparable with current year's figures.

Signatures to the Notes 1 to 44, forming part of the Financial Statements.

For and on behalf of the Board

Sd/-
Anand Chalwade
 Director
 (DIN: 02008372)

Sd/-
Dr. Pradeep Bavadekar
 Managing Director
 (DIN 00879747)

Sd/-
Ram Mapari
 Chief Financial Officer

Sd/-
Ankita Agarwal
 Company Secretary
 M No. A49634

Date : 29th May, 2020

Place : Pune