



LINAKS MICROELECTRONICS LIMITED

REGD.OFF: 12.6 KM, BARABANKI ROAD, CHINHAT, LUCKNOW-226019
WORKS: NEAR SAFEDABAD RLY CROSSING, BARABANKI RD,
SAFEDABAD 225003
Tel: +91-8948549763, Email: mshekhar888@gmail.com
GSTIN: 09AAACL5625R1ZX, CIN L32101UP1986PLC007841

September 05, 2024

**The General Manager
Corporate Relationship Department,
BSE Limited
P. J. Tower, Dalal Street,
Fort, Mumbai – 400001**

Script Code: 517463

**Sub: Submission of Annual Report for the financial year ended on 31st March, 2025
pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure
Requirements) Regulations, 2015.**

Dear Sir,

We hereby submit Annual Report for the financial year ended on 31st March, 2025 pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for your perusal.

Kindly consider the same and take the compliance on record.

Thanking you.

Yours faithfully,

For Linaks Micro Electronics Limited

Sd/-

Shashi Shekhar Mishra

Director

DIN: 06880735

2024 – 2025

40TH ANNUAL REPORT

LINAKS MICRO ELECTRONICS LIMITED

MANAGEMENT:	Mr. Shashi Shekhar Mishra	Director
	Ms. Urvashi Mishra	Director
	MS. Ishu Mishra	Director
BANKERS:	Bank of Baroda State Bank of India	
STATUTORY AUDITORS:	M/s Akshay Vaish & Co, N1/127, Sector N1, Ashiyana, Kanpur Road, Lucknow, Uttar Pradesh – 226012 Akshay.cavaish@gmail.com	
INTERNAL AUDITORS:	M/s Saurabh Gaur & Co. 16/03, Nirmala Sadan, Sarojini Naidu Marg, Near Ghoda Hospital, Lucknow-226001	
SECRETARIAL AUDITORS:	M/s P.K. Mishra & Associates 13, Community Centre, East of Kailash, New Delhi – 110065	
REGISTERED OFFICE:	12.6 KM Barabanki Road Chinhat Lucknow, Uttar Pradesh – 227105	
BRANCH OFFICE:	7 th Floor, Eldeco Corporate Chambers – II Vibhuti Khand, Gomati Nagar Lucknow, Uttar Pradesh – 226010	
STOCK EXCHANGE:	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001	
REGISTRAR AND SHARE TRANSFER AGENT:	Beetal Financial & Computer Services Private Limited Beetal House, 3 rd Floor, 99 Madangir, Behind LSC, Near Dada Harsukhdas Mandir, New Delhi – 110062	
CIN:	L32101UP1986PLC007841	

NOTICE OF 40TH ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR 2025 – 2026

Notice is hereby given that the 40th Annual General Meeting of the Members of “Linaks Micro Electronics Limited” (hereinafter to be referred as “Company”) will be held on Tuesday, 30th September, 2025 at 03:00 P.M. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), at the registered office of the Company at 12.6 KM Barabanki Road Chinhath Lucknow, Uttar Pradesh – 227105, to transact the following business(es): -

Ordinary Business(es): -

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2025, including the Audited Balance Sheet as at March 31, 2025, the statement of Profit & Loss Account and Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon and in this regard to consider and if thought fit, to pass the following resolution as **Ordinary Resolution**:

“**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

2. To re – appoint Mrs. Urvasi Mishra (DIN: 09061576), who retires by rotation as a director and being eligible, offer herself for re – appointment and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Urvasi Mishra (DIN: 09061576) who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company.”

3. **To appoint M/s R S J B & Associates as the Statutory Auditors of the Company**

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 142 of the Companies Act, 2013 read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re – enactment(s), thereof, for the time being in force, if any, M/s R S J B & Associates, (FRN: 018712C) and having peer review certificate no. 018600 issued by Institute of Chartered Accountants of India at New Delhi be and is hereby appointed as the Statutory Auditors of the Company for a period of five years beginning from the conclusion of this Annual General Meeting and shall hold the office till the conclusion of the 45th Annual General Meeting of the Company to be held in Financial Year 2030 – 2031 on such remuneration as may be mutually agreed upon between the directors of the Company and the Auditors, plus reimbursement of goods and service tax, travelling and out of pocket expenses.”

Special Business(es): -

4. **To Change the Designation of Mr. Shashi Shekhar Mishra as the Managing Director of the Company**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or reenactment(s) thereof for the time being in force), subject to such consents and permission as may be necessary, approval of members be and is hereby accorded for the change in designation of Mr. Shashi Shekhar Mishra, DIN: 06880735, as the Managing Director of the Company from Director of the company for a period of 5 Years with effect from Tuesday, 30th September, 2025 on the remuneration and terms & conditions mentioned in the draft agreement placed before the members of the board.

RESOLVED FURTHER THAT any Director/Secretary of the Company be and is hereby authorized to do all such deeds, acts, things and matters as may be deemed necessary, incidental, proper or expedient thereto, and sign and file requisite documents and forms with the statutory authorities including Registrar of Companies, Kanpur, as may betake all necessary steps to give effect to the said resolution.”

5. To appoint Mr. Prakash Chandra Srivastava (DIN: 11145545) as a Non – Executive Independent Director of the Company:

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re – enactment(s) thereof, for the time being in force), and pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification(s) or amendment(s) thereof, for the time being in force, if any, subject to the Articles of Association of the Company, the consent of the members be and is hereby accorded to appoint Mr. Prakash Chandra Srivastava (DIN – 11145545) as a Non – Executive Independent Director of the Company not liable to retire by rotation w.e.f. Tuesday, 02nd September, 2025.

RESOLVED FURTHER THAT Mr. Prakash Chandra Srivastava (DIN: 02426343), be and is hereby appointed as a Non – Executive Independent Director of the Company to hold the office for a term of 5 (five)consecutive years till 01st September, 2030.

RESOLVED FURTHER THAT any of the Directors and/or Company Secretary of the Companybe and are hereby severally authorized to do all such acts, deeds, matter(s) and things including signing and filing of an intimation in e-form DIR-12 with the Registrar of Companies, Kanpur.”

6. To appoint Ms. Komilla Singh (DIN – 11162411) as a Non - Executive Independent Director of the Company

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re – enactment(s) thereof, for the time being in force), and pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification(s) or amendment(s) thereof, for the time being in force, if any, subject to the Articles of Association of the Company, the consent of the members be and is hereby accorded to appoint Ms. Komilla Singh (DIN – 11162411) as a Non – Executive Independent Director of the Company not liable to retire by rotation w.e.f. Tuesday, 02nd September, 2025.

RESOLVED FURTHER THAT Ms. Komilla Singh (DIN – 11162411, be and is hereby appointed as a Non – Executive Independent Director of the Company to hold the office for a term of 5 (five)consecutive years till 01st September, 2030.

RESOLVED FURTHER THAT any of the Directors and/or Company Secretary of the Companybe and are hereby severally authorized to do all such acts, deeds, matter(s) and things including signing and filing of an intimation in e-form DIR-12 with the Registrar of Companies, Kanpur.”

**By Order of the Board
For Linaks Micro Electronics Limited**

**Sd/-
Bhumika Mittal
Company Secretary cum Compliance Officer
M. No.: A63808**

Place: Lucknow
Date: 02/09/2025

NOTE(S):

1. The Ministry of Corporate Affairs (“MCA”) has, vide its General Circular dated September 19, 2024 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as “MCA Circulars”), permitted convening the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 (“Act”) read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the AGM of the Company is being held through VC / OAVM. The deemed venue of the AGM shall be the registered office of the Company.
2. In compliance with the aforesaid MCA Circulars and SEBI Circulars, owing to the difficulties involved in dispatching of physical copies of the Annual Report for the financial year 2024 – 2025 including financial statements (along with Board’s Report, Auditor’s Report and other documents required to be attached therewith), Notice of the 40th AGM along with the Annual Report for the financial year 2024 – 25 is being sent only through electronic mode to those shareholders whose email addresses are registered with the Company/ Depositories/ Registrar and Share Transfer Agent of the Company. Shareholders may note that this Notice along with Annual Report for the financial year 2024 – 2025 will also be available on the website of the Company at www.linaks.in, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.
3. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (“Act”), in respect of the Special Business(es) to be transacted at the AGM is annexed hereto.
4. Since, this AGM is being held through VC/OAVM pursuant to the MCA Circulars and SEBI Circulars, physical attendance of shareholders has been dispensed with. Accordingly, the facility for appointment of proxies by the shareholders will not be available for this AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice. The Route Map for the AGM is also not annexed with this AGM Notice.
5. The Company has appointed National Securities Depository Limited (NSDL) to provide VC/OAVM facility and e-voting facility for the Annual General Meeting.
6. **As per the provisions of Section 103 of the Act, shareholders attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum.**
7. Pursuant to Section 113 of the Act, Corporate Shareholders are required to send the scanned copy (in PDF or JPG format) of the certified Board Resolution/Authority Letter from its governing body, as the case may be, authorizing their representative(s) to attend this AGM through VC/ OAVM and vote on their behalf through remote e – voting or at the AGM, by email from their registered email addresses to the Scrutinizer through e-mail at pkmishra59@yahoo.com.
8. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 24, 2025 to Tuesday, September 30, 2025 (both days inclusive).
9. Members who are holding shares in physical forms are requested to notify changes in their respective address or Bank details to the Company or to the Registrar and Share Transfer Agent of the Company at the address listed at the top of the Annual Report always quoting Folio Number. In respect of holding in electronic form, members are requested to notify any change in address or Bank detail to their respective depository participant.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding securities in the electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to Beetal Financial & Computer Services (P) Limited or to the Company.

11. Details as per Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SS-2 in respect of the Directors seeking appointment/ re- appointment at the Annual General Meeting, forms an integral part of the Notice.
12. Relevant documents referred to in the accompanying Notice and explanatory statement shall be available for inspection by the Members on the website of the Company, www.linaks.in up to the date of AGM.
13. **Procedure for obtaining the Annual Report, AGM Notice and e-voting instructions by the shareholders whose email addresses are not registered with the depositories or with RTA on physical folios:**

Members who have not registered their email addresses and in consequence the Annual Report including Notice of AGM and e-voting instructions could not be served, may get their email address and mobile number registered with the Company's Registrar and Share Transfer Agent namely, Beetal Financial & Computer Services (P) Limited, 3rd Floor, Beetal House, 99, behind Local Shopping Centre, Madangir Village, Madangir, New Delhi, Delhi 110062 ("RTA") by sending their request letters, signed by the shareholders along with self- attested copies of PAN card and address proof to register their email ids. Shareholders are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, shareholder may write to linakspcb@yahoo.com.
14. In order to communicate the important and relevant information and event to the members, including quarterly results in cost efficient manner, the members are requested to register their email addresses with the Registrar & Share Transfer Agents (RTA) in case of shares held in physical form and with their respective Depository Participants (DP) in case of demat holdings.
15. Member may also note that the Notice of the 40th AGM and the Annual Report 2024 – 25 will be available on the Company's website www.linaks.in.
16. The Register of Director, Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 will be made available electronically for inspection by members of the Company.
17. The Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available electronically for inspection by the members at the AGM.

Voting through electronic means:

18. Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and 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, the Company has provided a facility to its members to cast their votes on resolutions as set forth in the Notice convening the 40th Annual General Meeting to be held on Tuesday, 30th Day of September, 2025 at 03:00 P.M., electronically through the e-voting service provided by NSDL. Resolution(s) passed by the Members through e-voting is/ are deemed to have been passed as if they have been passed at the Annual General Meeting. The e-voting facility will commence from 09:00 A.M. (IST) on Saturday, 27th Day of September, 2025 and end at 05:00 P.M. (IST) on Monday, 29th Day of September, 2025. The e- voting module shall be disabled by NSDL for voting thereafter. During this period, the members holding shares either in physical form or in dematerialized form, as on the cut-off date for e-voting i.e. Tuesday, 23rd Day of September, 2025 may cast their votes electronically.
19. Those Members, who will be present in the AGM through VC/ OAVM facility and have not cast 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 during the AGM.
20. Mr. Pawan Kumar Mishra, Practicing Company Secretary (Membership No. FCS-4305) of M/s P.K. Mishra & Associates, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the voting and remote e- voting process in a fair and transparent manner.
21. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.

22. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
23. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
24. The Scrutinizer shall, immediately after the votes cast during the AGM, unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
25. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.linaks.in and on the website of NSDL <https://www.evoting.nsdl.com>. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.

26. Voting through electronic means:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC/ OAVM.
2. 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 AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. 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.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.linaks.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

The instructions for members for remote E-Voting and Joining General Meeting are as under:

The remote e-voting period begins on September 27, 2025 at 9:00 A.M. and ends on September 29, 2025 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 23, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 23, 2025.

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

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

Individual Shareholders holding securities in demat mode with CDSL	<p>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="803 646 1265 934" data-label="Image"> </div> <p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication,</p>

	wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use ForgetUser ID and Forget Password option available at abovementioned website.

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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

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

5. Password details for shareholders other than Individual shareholders are given below:

- 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.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- 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.**

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. 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 "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. 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 pkmishra59@yahoo.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other

than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

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: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Aman Goyal at evoting@nsdl.co.in

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 linakspcb@yahoo.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to linakspcb@yahoo.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE 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 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 by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu.

The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for 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.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at linakspcb@yahoo.com. The same will be replied by the company suitably.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting.

**By Order of the Board
For Linaks Micro Electronics Limited**

**Sd/-
Bhumika Mittal
Company Secretary cum Compliance Officer
M. No.: A63808**

Place: Lucknow
Date: 02/09/2025

DETAILS OF DIRECTORS RETIRING BY ROTATION / SEEKING APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING

Particulars	Urvashi Mishra	Mr. Prakash Chandra Srivastava	Ms. Komilla Singh
Age	35 Years	65 Years	35 Years
Qualification	Graduation	Diploma in Civil Engineering	Masters of Business administration
Experience (including expertise in specific functional area) / Brief Resume	Experience of about 5 years in Business Administration	Experience of about 35 years in Construction of Road works, Buildings and Bridges.	Experience of about 10 years in the field of sales, specialized in performing and handling sales and marketing teams
Terms and Conditions of Appointment/ Reappointment	Please refer to the Explanatory Statement forming a part of this Notice	Please refer to the Explanatory Statement forming a part of this Notice	Please refer to the Explanatory Statement forming a part of this Notice
Remuneration last drawn (including sitting fees, if any)/proposed to be paid	Nil	Nil	Nil
Date of first appointment on the Board	15-02-2025	02-09-2025	02-09-2025
Shareholding in the Company as on March 31, 2025	Nil	Nil	Nil
Relationship with other Directors/ Key Managerial Personnel	Spouse of Mr. Shashi Shekhar Mishra	No Relationship with any of the Directors/ Key Managerial Personnel	No Relationship with any of the Directors/ Key Managerial Personnel
Number of meetings of the Board attended during the year	Nil	Nil	Nil
Directorship held in other Companies	<ol style="list-style-type: none"> 1. Evanka Foundation 2. Terra Rex & Evanka Buildcon Private Limited 3. Shavi Infrabuild Private Limited 4. Evanka Sportz City Private Limited 5. Evanka Construction India Private Limited 6. Evanka Realtors Private Limited 	Nil	Nil

Chairmanship(s)/ Membership(s) of Committees of other Companies as on 31st March, 2025	Nil	Nil	Nil
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(Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS – 2 on General Meeting)

**By Order of the Board
For Linaks Micro Electronics Limited**

**Sd/-
Bhumika Mittal
Company Secretary cum Compliance Officer
M. No.: A63808**

Place: Lucknow
Date: 02/09/2025

EX PLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SEBI (LODR) REGULATIONS, 2015

Item No. 04

In accordance with Section 196, 197, 203 and Schedule V of the Companies Act, 2013 read with the prescribed rules of the Companies Rules, 2014 of the Companies Act, 2013, the Board has upon the recommendation of the Nomination & Remuneration Committee, approve change in Designation of Mr. Shashi Shekhar Mishra from Director to the Managing Director of the Company. The Nomination and Remuneration Committee (NRC) has reviewed the qualifications, experience, and performance of Mr. Shashi Shekhar Mishra, and has recommended this change in designation to the Managing Director.

The company has received the consent in writing from Mr. Shashi Shekhar Mishra, in form DIR – 2 pursuant to the Rule 8 of the Companies (Appointment & Qualifications of Directors) Rules 2014.

The director shall follow the code of conduct of the company and perform the duties as prescribed by the directors from time to time subject to the provisions of section 166 of the Companies Act, 2013.

Terms of Appointment:

The designation change will take effect from September 30, 2025, for a period of five years. The key terms of his remuneration include:

Salary: Salary and Remuneration shall be payable to the Managing Director within the limit prescribed under various provisions of the Companies Act, 2013 read with rules and Schedules made thereunder.

Perquisites: The Managing Director will be entitled to various perquisites and allowances as per the Company's Policy.

Additionally, in the event of any financial losses or inadequacies, the overall compensation will align with the limits specified in Schedule V of the Companies Act, ensuring compliance with regulatory requirements.

The Board of Directors retains the authority to revise the terms and conditions of Mr. Shashi Shekhar Mishra's appointment, including remuneration, within the limits set forth in the Companies Act. This flexibility allows the Company to adapt to changing business circumstances and to reward performance adequately.

The Board commends the Resolution for approval by the Members by way of a Special Resolution. None of the Directors or Key Managerial Personnel (KMP) or their relatives except Mr. Shashi Shekhar Mishra (being appointee), Mrs. Urvashi Mishra and Ms. Ishu Mishra (being relative to the appointee) are in any way concerned or interested in the said resolution.

Item No. 05

Appointment of Mr. Prakash Chandra Srivastava (DIN: 11145545)

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have decided to appoint Mr. Prakash Chandra Srivastava (DIN: 11145545) as a Non – Executive Independent Director of the Company to hold office for a period of five consecutive years up to September 01, 2030, not liable to retire by rotation, subject to the consent by the Members of the Company at the ensuing Annual General Meeting ("AGM").

The Company has also received a declaration from Mr. Prakash Chandra Srivastava confirming that he meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Mr. Prakash Chandra Srivastava is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Director of the Company.

In the opinion of the Board, Mr. Prakash Chandra Srivastava fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

A copy of the draft letter of appointment for Independent Directors, setting out the terms and conditions for appointment of Independent Directors is available for inspection by the Members at the Registered Office of the Company during business hours on any working day and is available on the website of the Company.

Mr. Prakash Chandra Srivastava is not related to any other Director and Key Managerial Personnel and their relatives, except Mr. Prakash Chandra Srivastava and his relatives, are in anyway, concerned or interested in the said resolution.

The resolution as set out in Item No. 05 of this Notice accordingly commended for your approval.

Item No. 06

Appointment of Ms. Komilla Singh (DIN: 11162411)

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have decided to appoint Ms. Komilla Singh (DIN: 11162411) as a Non-Executive Independent Director of the Company to hold office for a period of five consecutive years up to September 01, 2030, not liable to retire by rotation, subject to the consent by the Members of the Company at the ensuing Annual General Meeting ("AGM").

The Company has also received a declaration from Ms. Komilla Singh confirming that she meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Ms. Komilla Singh is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as Director of the Company.

In the opinion of the Board, Ms. Komilla Singh fulfils the conditions for her appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

A copy of the draft letter of appointment for Independent Directors, setting out the terms and conditions for appointment of Independent Directors is available for inspection by the Members at the Registered Office of the Company during business hours on any working day and is available on the website of the Company.

Ms. Komilla Singh is not related to any other Director and Key Managerial Personnel and their relatives, except Ms. Komilla Singh and his relatives, are in anyway, concerned or interested in the said resolution.

The resolution as set out in Item No. 06 of this Notice accordingly commended for your approval.

**By Order of the Board
For Linaks Micro Electronics Limited**

**Sd/-
Bhumika Mittal
Company Secretary cum Compliance Officer
M. No.: A63808**

Place: Lucknow
Date: 02/09/2025

DIRECTORS' REPORT TO THE MEMBERS

Your directors are presenting the 40th Annual Report on the business and operations of the Company along with the Audited Financial Statements for the financial year ended on 31st March, 2025.

Financial Results and Performance of the Company

The summarized working results for the financial year ended on 31st March, 2025 as compared with the previous year are as under: -

(In Rupees)		
Particulars	2024 – 2025	2023 – 2024
Net Sales & Other Income	4,57,200.00	18,04,500.00
Profit/(Loss) before depreciation and Tax	(12,38,565.27)	(5,168.55)
Less: Depreciation	10,72,482.00	13,60,952.79
Profit/(Loss) before Tax	(23,11,047.27)	(1,366,121.34)
Less:		
a) Current Income Tax	0.00	0.00
b) Short and Excess provision for Income Tax	0.00	0.00
Profit/(Loss) after Tax	(23,11,047.27)	(1,366,121.34)

State of Company's Affairs

The Company's plans for new activities are progressing gradually and management is hopeful that it will gain momentum in the current financial year. The Management is striving to add new activities in other related areas of Business and Directors hope for some progress in these fields in the current year.

Web Link of Annual Return

The Company is having website i.e. www.linaks.in and Annual Return of Company has been disseminated on such website. Link of the same is given below: www.linaks.in.

Dividend

The Directors do not recommend any dividend since the Company has not earned any distributable profit during the financial year under review.

Change in nature of business

There has been no change in the nature of business of the Company during the financial year under review since the Company is still trying to finalize and add new business activities.

Share Capital

The Authorised Share Capital of the Company as on 31st March, 2025 was Rs. 9,00,00,000/- (Rupees Nine Crores Only) divided into 5,00,00,000 (Five Crore) Equity Shares of Re. 1/- (Rupee One Only) each and 40,00,000 (Forty Lakh) Optionally Convertible Preference Shares of Rs. 10/- (Rupees Ten Only) each.

The paid-up Equity Share Capital as on 31st March, 2025 was Rs. 4,95,35,300/- (Rupees Four Crores Ninety-Five Lakhs Thirty-Five Thousand Only) divided into 1,73,35,300 (One Crore Seventy-Three Thousand Thirty-Five Thousand Three Hundred) Equity Shares of face value of Re. 1/- (Rupee One Only) each and 32,20,000 (Thirty-Two Lakh Twenty Thousand) Optionally Convertible Preference Shares of Rs. 10/- (Rupees Ten Only) each.

During the year under review, the Company has not issued any shares. The Company has neither issued shares with differential voting rights nor employee stock options or sweat equity shares and doesnot have any scheme to fund its employees to purchase the shares of the Company.

Directors

In accordance with the provisions of section 152 of the Companies Act, 2013 and the Articles of Association of the Company, there are 3 directors on the Board of the Company.

Mrs. Urvashi Mishra (DIN: 09061576), Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting of the Company and being eligible, offers herself for re – appointment. Our directors recommend her re-appointment as Director on the Board at the ensuing Annual General Meeting.

None of the Directors are disqualified under Section 164(2) of the Companies Act, 2013.

Further, the Board has recommended:

1. The change in designation of Mr. Shashi Shekhar Mishra (DIN: 06880735) from Executive Director to Managing Director of the Company subject to the approval of Members in the upcoming Annual General Meeting of the Company with effect from September 30, 2025 for a term of five years.
2. The appointment of following directors as the Non-Executive Independent Directors on the Board of the Company subject to the approval of Members in the upcoming Annual General Meeting w.e.f. September 02, 2025 for a term of five years:
 - Mr. Prakash Chandra Srivastava (DIN: 11145545)
 - Ms. Komilla Singh (DIN: 11162411)

Key Managerial Personnel

As on 31st March, 2025, Mr. Girish Chandra Jha, Chief Financial Officer is the Key Managerial Personnel of the Company in terms of the provisions of Section 203 of the Companies Act, 2013.

Further, The Company has appointed Ms. Bhumika Mittal as the Company Secretary cum Compliance Officer of the Company w.e.f. 06th August, 2025 and Mr. Amit Agrawal as the Chief Financial Officer of the Company w.e.f. 06th August, 2025.

Change in Directors and Key Managerial Personnel

Following directors were appointed on the Board of the Company during the previous financial year 2024 – 2025, pursuant to the NCLT Order dated: 04th July, 2024:

1. Mr. Shashi Shekhar Mishra (DIN: 06880735) w.e.f. 18.07.2025
2. Ms. Urvashi Mishra (DIN: 09061576) w.e.f. 15.02.2025
3. Ms. Ishu Mishra (DIN: 09461542) w.e.f. 14.02.2025

Further, the Board has recommended the appointment of Mr. Prakash Chandra Srivastava (DIN: 11145545) and Ms. Komilla Singh (DIN: 11162411) as the Non – Executive Independent Directors subject to the approval of members in the ensuing Annual General Meeting of the Company.

Moreover, The Company has appointed Ms. Bhumika Mittal as the Company Secretary cum Compliance Officer of the Company and Mr. Amit Agrawal as the Chief Financial Officer of the Company w.e.f. 06th August, 2025.

Statutory Auditors

At the 37th Annual General Meeting held in the year 2022 - 2023, M/s S. R. Gupta & Co. (Firm Registration Number: 001939C), Chartered Accountants, were appointed by the shareholders to hold office as Statutory Auditors from the

conclusion of the 37th Annual General Meeting till the conclusion of the 37th Annual General Meeting of the Company, subject to ratification of their appointment at every subsequent Annual General Meeting.

The provisions relating to ratification of appointment of Statutory Auditors has been done away with effect from 7th May, 2018 by the Companies (Amendment) Act, 2017. Hence, no resolution is to be put up for ratification.

The Company was in IBC since 2022, and the NCLT passed the order on July 04, 2024 for revival of the entity and handover of the affairs of the Company to the new management, the casual vacancy occurred in the position of the Statutory Auditors of the Company.

For the Financial Year 2024 – 2025, the casual vacancy of the Auditor has been filled by M/s Akshay Vaish & Co. with effect from 30th May, 2025 by the approval of the Board of Directors of the Company at their meeting held on 30th May, 2025 to conduct the statutory audit for the Financial Year 2024 – 2025 and such auditor shall be liable to hold the office till the date of upcoming Annual General Meeting.

Further, The Board has recommended the appointment of M/s. R S J B & Associates (Firm Registration Number: 018712C), a peer reviewed auditor for the term of five consecutive years commencing from the conclusion of this Annual General Meeting till the conclusion of the 45th Annual General Meeting to be held in the financial year 2030 – 2031 at their Board Meeting held on September 02, 2025 subject to the approval of members at the ensuing Annual General Meeting.

Secretarial Auditor

The Board of Directors of the Company has appointed M/s. Divya Matah and Associates, as the Secretarial Auditors of the Company for the Financial Year 2022 – 2023.

Further, the Company has been revived from IBC and the management has appointed M/s. P.K. Mishra and Associates, Peer Reviewed Practicing Company Secretary (Firm Registration Number: S2016DE382600), to conduct the Secretarial Audit for the financial year 2024 – 2025. Mr. Pawan Kumar Mishra, Practicing Company Secretary has furnished his Audit Report in e-form MR – 3 for the year ending 31st March, 2025 and the same has been annexed with this Report and marked as **Annexure ‘A’**.

In compliance with Section 204 of the Companies Act, 2013, the Board at its meeting held on September 02, 2025 and based on recommendation of the Audit Committee, has appointed M/s. P. K. Mishra & Associates, Practicing Company Secretaries, a peer reviewed firm (Firm Registration No. S2016DE382600) as a Secretarial Auditors of the Company the financial year 2025 - 2026.

The Secretarial Audit Report contains following qualification, reservation, or adverse remark:

- a) *The Company has not appointed the Internal Auditor to conduct the Internal audit of the functions and activities of the Company and therefore not complied with the provisions of the Section 138 of the Companies Act, 2013. However, the Company has appointed M/s Saurabh Gaur & Co, (Firm Registration No.011255C) as Internal Auditors of the company w.e.f. 06.08.2025.*
- b) *The Company had not appointed the Company Secretary during the Audit Period from 01.09.2024 to 31.03.2025 i.e. after resignation of CS Priya Gupta on 31.08.2024 and therefore not complied with the provisions of Section 203 (1) of the Companies Act, 2013 read with Rule 8A of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. However, the Company has appointed Ms. Bhumika Mittal, Company Secretary bearing Membership No. A63808 as the Company Secretary cum Compliance Officer in full time employment of the Company w.e.f. 06.08.2025.*
- c) *The Company has not complied with applicable provisions of the Listing regulations.*
- d) *The Audit Committee was not constituted in compliance with the provisions of Regulation 18 (1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*

- e) *The Nomination and Remuneration Committee was not constituted in compliance with the provisions of Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*
- f) *The Securities of the Company are listed on BSE Limited since 13.09.1994. However, the trading in the securities of the Company is suspended on BSE Limited due to Penal reasons, non-payment of Annual listing fees dues and procedural reason.*
- g) *The Company has not prepared and filed the Annual Report for the financial 2023-24 with BSE Limited and ROC.*
- h) *The Company had not hold its Annual General Meeting during the Financial Year 2023-24.*
- i) *The Company not complied with the provisions of Regulation 33 (1) (c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding non-submission of quarterly Financial Results for the quarter ended on 30.09.2024 and 31.12.2024 with BSE.*
- j) *The Company not complied with the provisions of Regulation 33 (3) (d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding submission of Audit Financial Results for the financial year ended on 31.03.2025 on 25.06.2025 with BSE i.e. delayed submission.*
- k) *The Company has also not complied with the provisions of Regulation 33 (1) (d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the results submitted with BSE is not certified by Peer Reviewed of ICAI.*
- l) *The Company has not held the minimum number of board meetings required during the review period as per Section 173 of the Companies Act, 2013 and 2.1 of the Secretarial Standard issued by the Institute of Company Secretaries of India.*
- m) *The Company has not closed the trading window for the quarter ended on 30.09.2024 and 31.12.2024 under the regulations set by the Securities and Exchange Board of India (SEBI) (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations), specifically under Clause 4 of Schedule B read with Regulation 9. This rule prevents designated persons and their immediate relatives from trading company securities when the company possesses material, non-public information, such as financial results, to curb insider trading.*
- n) *The Company has not maintained proper functional website which is in contravention of the provisions of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the period under review.*

Subsidiaries, Associates and Joint Venture Company

The Company does not have any Subsidiary, Associate or Joint Venture Company.

Corporate Governance

Your Company has followed good corporate governance practices since its inception and in accordance with the code of Corporate Governance. The compliance with the corporate governance provisions as specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para – C, D and E of Schedule V is not applicable on the Company, and therefore, disclosures as required under para – C, D and E of Schedule V is not given for the financial year 2024 – 2025.

A certificate of Practicing Company Secretary regarding non – applicability of regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para – C, D and E of Schedule V is hereby enclosed and forms part of this report as **Annexure ‘B’**.

Management Discussion and Analysis Report

The Management's Discussion and Analysis Report in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached as **Annexure - 'C'** and forms part of this report.

Vigil Mechanism/Whistle Blower Policy

The Company has formulated a Whistle Blower Policy to establish a vigil mechanism for Directors, Employees and other Stakeholders of the Company to report concerns about illegal or unethical practices, Unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy. The whistle Blower Policy is available on Company's website i.e. www.linaks.in.

Listing

The securities of the Company are listed on BSE Limited. The listing fees have been paid to BSE.

Sexual Harassment Policy

The Company has a policy on prohibition, prevention and redressal of Sexual Harassment of Women at work place and matter connected therewith or incidental thereto covering all the aspects as contained under "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" including constitution of Internal Complaints Committee. The Company has not received any complaint during the financial year under review.

Particulars of Employees and Ratio of Remuneration:

Details of the ratio of the remuneration of each director to the median employee's remuneration and other details as required pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 cannot be worked out as the process of recruitment of staff has not yet completed.

As required pursuant to Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company did not have any employee drawing a remuneration of Rs. 60.00 lacs p.a., if employed throughout the year or Rs.5.00 lacs p.m., if employed for a part of the said year under review. Moreover, there was no employee, employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

Disclosure

a) Extract of Annual Return

Pursuant to Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013, the annual return of the Company for the year ended 31st March, 2025 has been placed on the website of the Company at <https://linaks.in/>.

Pursuant to MCA Notification dated 05th March, 2021, Extract of the Annual Return in **Form No. MGT – 9** is not required to be attached with the Board's report.

b) Composition of Board and its committee and Number of Meeting held Composition of Board of Directors:

The composition of Board of Directors as on the date of this report is as follows:

S. No.	Name of Director	DIN	Date of Appointment on Current Designation	Designation	Category
1.	Mr. Shashi Shekhar Mishra	06880735	18/07/2024	Director	Promoter
2.	Mrs. Urvashi Mishra	09061576	15/02/2025	Director	Promoter
3.	Ms. Ishu Mishra	09461542	14/02/2025	Director	Promoter

Board Meeting and Attendance of Directors

During the year, only one (01) Board Meeting held on i.e. August 12, 2024 was held as the Company came out of IBC pursuant to NCLT Order dated July 04, 2024 and the Insolvency Professional handed over the affairs of the Company to the new Management of the Company and supported in filing the forms of their appointment. The Board being unaware of the compliances did not conduct the Board Meetings.

Board Committees

Audit Committee:

Since, Board was not aware of the compliances, therefore, no Audit Committee was formed during the previous financial year. Hence, no meetings have taken place.

Further, the Board conducted the meeting on 01st April, 2025 and formed the Audit Committee. Following are the members in the Audit Committee w.e.f. 01st April, 2025.

Name of Members	Designation
Mr. Shashi Shekhar Mishra	Chairman
Mrs. Urvashi Mishra	Member
Ms. Ishu Mishra	Member

Stakeholders Relationship Committee:

Since, Board was not aware of the compliances, therefore, no Stakeholder's Relationship committee was formed during the previous financial year. Hence, no meetings have taken place.

Further, the Board conducted the meeting on 01st April, 2025 and formed the Stakeholder's Relationship Committee. Following are the members in the Stakeholder's Relationship Committee w.e.f. 01st April, 2025.

Name of Members	Designation
Mr. Shashi Shekhar Mishra	Chairman
Mrs. Urvashi Mishra	Member
Ms. Ishu Mishra	Member

The Committee, inter alia, looks into investor complaints and also reviews the performance of Registrar to the Issue and Share Transfer Agent of the Company and suggests measures for overall improvement.

The Company has delegated share transfer powers to the Registrar and Share Transfer Agent, **Beetal Financial and Computer Services (P) Limited**, Beetal House, 3rd Floor, 99 Madangir, Behind LSC, Near Dada Harsukhdas Mandir, New Delhi – 110062.

The RTA meets every fortnight to resolve the share transfer matters.

During the year, no complaints were received from the investors. All transfers/transmissions received during the financial year were processed by the Registrar and Share Transfer Agent and no transfers/transmissions were pending.

Nomination & Remuneration Committee:

Since, Board was not aware of the compliances, therefore, no Nomination and Remuneration Committee was formed during the previous financial year. Hence, no meetings have taken place.

Further, the Board conducted the meeting on 01st April, 2025 and formed the Nomination and Remuneration Committee. Following are the members in the Audit Committee w.e.f. 01st April, 2025.

Name of Members	Designation
-----------------	-------------

Mr. Shashi Shekhar Mishra	Chairman
Mrs. Urvashi Mishra	Member
Ms. Ishu Mishra	Member

c) Directors' Responsibility Statement

Pursuant to Section 134 (5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm:

- a) that in preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanations relating to material departures;
- b) that the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year and of the Profit or Loss of the Company for the Financial Year ended 31st March, 2025;
- c) that the directors have 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.
- d) and for preventing and detecting fraud and other irregularities;
- e) that the annual accounts have been prepared on a 'going concern' basis.
- f) that proper internal financial controls were in place and that financial controls were adequate and were operating effectively.
- g) that the Directors had advised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

d) Statement on Independent Directors' Declaration

The Company has received necessary declarations from all Independent Directors of the Company as required under section 149(7) of the Companies Act, 2013 that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, the Board has appointed subject to the recommendation of Nomination and Remuneration Committee, Mr. Prakash Chandra Srivastava and Ms. Komilla Singh were appointed as a Non – Executive Independent Directors in the company during the financial year 2025 – 2026 in their Board Meeting held on September 02, 2025 subject to the approval of the shareholders in the ensuing Annual General Meeting with immediate effect for a consecutive term of 5 years.

e) Nomination and Remuneration Policy

The Board, on the recommendation of the Nomination & Remuneration Committee of the Company, has framed and adopted a Policy Namely Nomination and Remuneration Policy to deal with matters of appointment and remuneration of Directors, Key Managerial Personnel, Senior Management and other Employees of the Company. The said policy focuses on the following aspects: -

- a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate quality Directors required to run the Company successfully;
- b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- c) Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its Goals.

Nomination and Remuneration Policy is placed at the website of the Company at www.linaks.in.

f) Corporate Social Responsibility (CSR)

The provisions relating to CSR is not applicable to the Company as the Company does not meet the criteria prescribed under section 135 of the Companies Act, 2013 read with rules made thereunder.

g) Explanations or Comments by the Board on every Qualification, Reservation or Adverse Remark or Disclaimer made by the Statutory Auditor in their report

The Statutory Auditors have not given any Qualification, Reservation or made any adverse remarks or disclaimer in their Audit Report including reporting of fraud under section 143 of the Companies Act, 2013. The observations of the Statutory Auditors in their report, read together with the notes on Accounts, are self – explanatory, and therefore, in the opinion of the Directors, do not call for any further explanation.

h) Explanations or Comments by the Board on every Qualification, Reservation or Adverse Remark or Disclaimer made by the Company Secretary in Practice in his Secretarial Audit Report

Management submits that pursuant to the Hon'ble NCLT Order dated July 04, 2024, the Management of the Company was changed and the new management was not aware of the compliance and due to inadvertence, the above reported non-compliances by the secretarial auditor were not addressed by the Company.

The management assures that all necessary measures will be taken to ensure future compliance.

i) Particulars of Loans, Guarantees, Security and Investments under Section 186 of the Companies Act, 2013

The Company has neither given any Guarantee nor provided any Security in Connection with a Loan, directly or indirectly, to any person or other body corporate under Section 186 of the Companies Act, 2013 during the financial year ended 31st March 2025. The Company has also not made any investments by way of subscription, purchase or otherwise, in the securities of any other body corporate during the financial year ended 31st March 2025. The details of outstanding inter corporate loan as on 31st March, 2025 has been disclosed in the financial statements for the financial year ended on 31st March, 2025.

j) Related Party Transactions

The Company has not carried out any related party transactions falling within the purview of Section 188 read with the Companies (Meetings of Board and its Powers) Amendment Rules, 2014 during the financial year under review, and therefore, the particulars of Contracts or Arrangements with Related Parties referred to in Section 188(1) in Form AOC – 2 is not applicable to the Company.

The Company has followed the guidelines of Accounting Standards notified under the Companies (Accounting Standard) Rule 2006 in preparation of its financial statements.

None of the Directors have any pecuniary relationships of transactions viz-a-viz the Company. The Company has not entered into any transaction of material nature with Promoters, the Directors or the Management or Relatives etc. that may have any potential conflict with the interest of the Company. The related party transactions are duly disclosed in the Notes to the Accounts.

k) Transfer to Reserve

The Company has not transferred any amount to reserve during the financial year under review.

l) Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements related and the date of the report.

There have not been any material changes and commitments occurred, between the end of the financial year of the Company i.e. 31st March, 2025 and the date of this report affecting financial position of the Company.

m) Conservation of energy and technology absorption and foreign exchange earnings and outgo:

With respect to conservation of energy, technology absorption and foreign exchange earnings and outgo pursuant to Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, for the financial year ended March 31, 2025 are attached as **Annexure 'D'** and form an integral part of this Report.

n) Risk Management Policy

In today's economic environment, Risk Management is very important part of the business. The main aim of risk management is to identify, monitor and take precautionary measures in respect of the events that may pose risks for the business. Your Company recognizes risk management as an integral component of good corporate governance. The Company has developed and adopted a risk management policy.

o) Annual Evaluation of Board Performance and Performance of its Committees and of Directors

Pursuant to the provisions of the Companies Act 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual evaluation of its own performance, performance of the Directors as well as the evaluation of its committees.

The Nomination and Remuneration Committee has defined the evaluation criteria, procedure and time schedule for the performance evaluation process for the Board, its Committees and Directors.

p) Separate Meeting of the Independent Directors

There were no Independent Directors, therefore, there is no question of meeting of the Independent Directors.

q) Public Deposits:

During the period under review, the Company has not accepted or invited any deposits from the public.

r) Significant and Material orders passed by the regulators or Courts or Tribunals

The National Company Law Tribunal, New Delhi Bench, Court VI, I.A. 22/2024 in C.P. No. IB – 638/ND/2020, Under Section 30(6) and 31 of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016, passed the order

1. approving the Resolution Plan along with the addendums to the Resolution Plan submitted by consortium of Lala Jugal Kishore Jewellers, M/s Evanka Construction India Private Limited, M/s Smoothway Realtors LLP and M/s LJK Construction India Private Limited (Successful Resolution Applicant) as approved by the Committee of Creditors ('CoC') in its 10th CoC Meeting held on 09.09.2023 with 100% voting shares.
2. The Resolution Professional shall forward all records relating to the Corporate Insolvency Resolution Process of the Corporate Debtors and the Resolution Plan to IBBI to be recorded at its database in terms of Section 31(3)(b) of the Code. The Resolution Professional is further directed to handover all the records, premises, properties of the Corporate Debtors to the Successful Resolution Applicant to ensure a smooth implementation of the resolution plan.
3. the resolution plan shall not be construed as waiver to any statutory obligations/liabilities arising out of the approved resolution plan and the same shall be dealt in accordance with the appropriate authorities concerned as per relevant laws.

s) Adequacy of Internal Financial Control

The Internal Audit Department of the Company had carried out internal audit during the financial year under review. The said Audit was carried out with the objective to identify system deficiencies in the process(s) of the organization and to ensure operational effectiveness in all the processes within the organization to ensure that effective internal control exist at all levels of the organization. Further in case any deficiency (ies)/ weakness (es) is observed, the same is brought to the notice of the Management so that corrective actions are taken on time.

t) Disclosures with respect to demat suspense account/ unclaimed suspense account:

The Company does not require to open demat suspense account/unclaimed suspense account.

u) Compliance with Secretarial Standards:

The Company has complied with the provisions of Secretarial Standards during the financial year 2024 – 2025.

v) Maintenance of Cost records:

The Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 in respect of Company.

w) The details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year.

Against the proceedings pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016), The National Company Law Tribunal, New Delhi Bench, Court VI, I.A. 22/2024 in C.P. No. IB – 638/ND/2020, Under Section 30(6) and 31 of the Insolvency and Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016, passed the order dated July 04, 2024

1. approving the Resolution Plan along with the addendums to the Resolution Plan submitted by consortium of Lala Jugal Kishore Jewellers, M/s Evanka Construction India Private Limited, M/s Smoothway Realtors LLP and M/s LJK Construction India Private Limited (Successful Resolution Applicant) as approved by the Committee of Creditors ('CoC') in its 10th CoC Meeting held on 09.09.2023 with 100% voting shares.
 2. The Resolution Professional shall forward all records relating to the Corporate Insolvency Resolution Process of the Corporate Debtors and the Resolution Plan to IBBI to be recorded at its database in terms of Section 31(3)(b) of the Code. The Resolution Professional is further directed to handover all the records, premises, properties of the Corporate Debtors to the Successful Resolution Applicant to ensure a smooth implementation of the resolution plan.
 3. the resolution plan shall not be construed as waiver to any statutory obligations/liabilities arising out of the approved resolution plan and the same shall be dealt in accordance with the appropriate authorities concerned as per relevant laws.
 4. Pursuant to NCLT Order dated July 04, 2024 the new management took over the charge of affairs of the Company. However, the shares of the company have not yet been transferred in the name of new management/promoter in accordance with the order passed by Hon'ble NCLT New Delhi Bench.
- x) The details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof. Not Applicable**

Acknowledgements:

The Board places on record its appreciation for the continued co-operation and support extended to the Company by customers, vendors, Stock Exchange, SEBI, bankers, auditors, legal advisors, consultants business associates, state government, local bodies and all the employees with whose help, co-operation and hard work the Company is able to achieve the results.

The Board deeply acknowledges the trust and confidence placed by the customers of the Company and all its shareholders.

**By Order of the Board
For Linaks Micro Electronics Limited**

Sd/-
Bhumika Mittal
Company Secretary cum Compliance Officer
M. No.: A63808

Place: Lucknow
Date: 02/09/2025

Form No. MR 3

Secretarial Audit Report for the financial year ended 31ST March, 2025

(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule no.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
Linaks Micro Electronics Limited
(CIN: L32101UP1986PLC007841)
12.6 KM, Barabanki Road, Chinhat,
Lucknow-227105

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

- a. Maintenance of secretarial records is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit;
- b. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records. I believe that the process and practices, I followed, provide a reasonable basis for my opinion;
- c. I have not verified the correctness and appropriateness of financial records and books of accounts of the company;
- d. Wherever required, I have obtained the management representation about the compliance of law, rules and regulations and happening of events etc.
- e. The compliance of the provisions of the Corporate and other applicable laws, rules and regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.
- f. 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.

Based on my verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company, and also the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has during the audit period covering for the financial year ended on 31st March, 2025, generally complied with the statutory provisions listed hereunder and also that the company has not properly complied for proper composition of Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2025 according to the provisions of:

- (i) The Companies Act, 2013 ("the Act") and the rules made there under;

- (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 there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") to the extent applicable to the Company: -
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not applicable to the Company during the audit period);**
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not applicable to the Company during the audit period);**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(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; **(Not applicable to the company during the audit period)**
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the company during the audit period)**
 - (h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; **(Not applicable to the company during the audit period)**
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations");
 - (j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and circulars/guidelines issued thereunder; and
- vi) Other laws applicable specifically to the Company:

The management has identified and confirmed the following laws as specifically applicable to the Company: -

1. The Air (Prevention and Control of Pollution) Act, 1981;
2. The Environment (Protection) Act, 1986;
3. The Water (Prevention and Control of Pollution) Act, 1974;
4. Factories Act, 1948;
5. Industrial Disputes Act, 1947;
6. The Payment of Wages Act, 1936;
7. Maternity Benefit Act, 1961;
8. The Minimum Wages Act, 1948;

9. Employees' State Insurance Act, 1948;
10. The Employees' Provident Funds and Miscellaneous Provisions Act, 1952;
11. The Payment of Bonus Act, 1965;
12. The Payment of Gratuity Act, 1982;
13. The Industrial Employment (Standin Order) Act, 1946
14. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India and notified by the Central Government under Section 118 (10) of the Companies Act, 2013 and mandatorily applicable.
- (ii) The Listing Agreement(s) entered into by the company with BSE Limited ("BSE").

During the audit period under review, the company has not complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. made thereunder.

I further report that:

- The Board of Directors of the Company is not duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director **which is in contravention of the provisions of Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. There were changes in the composition of the Board of Directors of the Company that took place pursuant to Hon'ble NCLT Order dated July 04, 2024 during the period under review.**
- Adequate notices were given to all directors to schedule the Board / Committee meetings, agenda and detailed notes on agenda items were sent generally 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 and Committees of the Board, as the case may be.

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

I further report that the Company has a developer's agreement with M/s Clarion Township Pvt. Ltd. Under which the company stood as guarantor and has mortgage its land to Canara Bank (erstwhile know as Syndicate Bank). M/s. Clarion Town Ship Pvt. Ltd., is the principal borrower and the company M/S. Linaks Microelectronics Ltd, is a guarantor and its land is mortgaged with the bank. As per judgment vide case no CP (IB)-410/(IND)/2020 dated 22.04.2022 by NCLT, New Delhi outstanding is Rs. 16,50,00,000/- (Rs sixteen crore and Fifty Lac) principal and an interest thereon for Rs. 9,07, 98,566/= (Rs. Nine Crore Seven Lac Ninety-Eight Thousand Five Hundred Sixty-Six) till 31.12.2019. *An Insolvency Resolution Professional (IRP) is appointed under insolvency & Bankruptcy Code, 2016.*

During the financial year 2024-25, the Company was undergoing CRIP and in terms of Section 17 of Insolvency and Bankruptcy Code, 2016, the management of the affairs of the company shall vest in the erstwhile Resolution Professional. The powers of the Board of Directors stand suspended and be exercised by the erstwhile Resolution Professional.

Thereafter, Hon'ble NCLT Order dated July 04, 2024, pursuant to Para 7.2.2 of the Resolution Plan, Regulation 38(2)(b) the management and control of the business of corporate debtor during its term. On approval of the resolution plan by Adjudicating Authority under Section 31(3) of Insolvency and Bankruptcy Code, 2016, the power of the Board of

Directors shall be vested in Resolution Applicant and he shall be entitled to change members of the Board of Directors. The new management has taken charge of the Company since 18.07.2024.

I report that:

- a) The Company has not appointed the Internal Auditor to conduct the Internal audit of the functions and activities of the Company and therefore not complied with the provisions of the Section 138 of the Companies Act, 2013. However, the Company has appointed M/s Saurabh Gaur & Co, (Firm Registration No.011255C) as Internal Auditors of the company w.e.f. 06.08.2025.*
- b) The Company had not appointed the Company Secretary during the Audit Period from 01.09.2024 to 31.03.2025 i.e. after resignation of CS Priya Gupta on 31.08.2024 and therefore not complied with the provisions of Section 203 (1) of the Companies Act, 2013 read with Rule 8A of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. However, the Company has appointed Ms. Bhumiika Mittal, Company Secretary bearing Membership No. A63808 as the Company Secretary cum Compliance Officer in full time employment of the Company w.e.f. 06.08.2025.*
- c) The Company has not complied with applicable provisions of the Listing regulations.*
- d) The Audit Committee was not constituted in compliance with the provisions of Regulation 18 (1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*
- e) The Nomination and Remuneration Committee was not constituted in compliance with the provisions of Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*
- f) The Securities of the Company are listed on BSE Limited since 13.09.1994. However, the trading in the securities of the Company had been suspended on BSE Limited due to Penal reasons, non-payment of Annual listing fees dues and procedural reason.*
- g) The Company has not prepared and filed the Annual Report for the financial 2023-24 with BSE Limited and ROC.*
- h) The Company had not hold its Annual General Meeting during the Financial Year 2023-24.*
- i) The Company not complied with the provisions of Regulation 33 (1) (c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding non-submission of quarterly Financial Results for the quarter ended on 30.09.2024 and 31.12.2024 with BSE.*
- j) The Company has not complied with the provisions of Regulation 33 (3) (d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding submission of Audit Financial Results for the financial year ended on 31.03.2025 on 25.06.2025 with BSE Limited i.e. delayed submission.*
- k) The Company has also not complied with the provisions of Regulation 33 (1) (d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the results submitted with BSE is not certified by Peer Review of ICAI.*
- l) The Company has not held the minimum number of board meetings required during the review period as per Section 173 of the Companies Act, 2013 and 2.1 of the Secretarial Standard issued by the Institute of Company Secretaries of India.*
- m) The Company has not closed the trading window for the quarter ended on 30.09.2024 and 31.12.2024 under the regulations set by the Securities and Exchange Board of India (SEBI) (Prohibition of Insider Trading) Regulations, 2015 (PIT Regulations), specifically under Clause 4 of Schedule B read with Regulation 9. This rule prevents designated persons and their immediate relatives from trading company securities when the company possesses material, non-public information, such as financial results, to curb insider trading.*

- n) The Company has not maintained proper functional website which is in contravention of the provisions of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.***

I further report that during the audit period, there were no specific events occurred which had major bearing on Company's affairs in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards, etc.:

For P.K. Mishra & Associates
Company Secretaries
FRNo S2016DE382600
Peer Review Cert. No.: 2656/2022

Pawan Kumar Mishra
Proprietor
FCS-4305 CP No. 16222
UDIN No: F004305G001139329

Date:02.09.2025
Place: New Delhi

ANNEXURE 'B'

Secretarial Auditor Certificate on Non – Applicability of Corporate Governance Provisions

To,

The Members,

Linaks Micro Electronics Limited

12.6 KM Barabanki Road Chinat

Lucknow, Uttar Pradesh – 227105

Subject: - Non-Applicability of the compliance with the corporate governance provisions as specified in regulation 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation of regulation 46 and Para – C, D and E of Schedule V of SEBI Listing Obligations and Disclosure Requirements Regulations 2015 for the financial year ended on 31st March, 2025.

Dear Sir,

I, CS Pawan Kumar Mishra, proprietor of P. K. Mishra & Associates, Practicing Company Secretary, hereby certify that the provisions of Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 15(2)(a) of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to “**Linaks Micro Electronics Limited**” (the Company).

Furthermore, paid-up equity share capital of the Company does not exceed Rs. 10.00 Crores and Net worth does not exceed Rs. 25.00 Crores during the 3 (three) previous financial years as shown below:

Sr. No.	Financial Year (F.Y.)	Paid-up Equity Share Capital (Rupees in Crores)	Net worth (Rupees in Crores)
1	F.Y. 2022-23	1.73 Cr	(20.75) Cr
2	F.Y. 2023-24	1.73 Cr	(20.89) Cr
3	F.Y. 2024-25	1.73 Cr	(21.12) Cr

Therefore, in view of the above, it is not mandatory for the Company to comply with the provisions of Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Regulation 15 (2) (a) of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For **P.K. Mishra & Associates**

Company Secretaries

Firm's Registration No. S2016DE382600

Peer Review Certificate No.: 2656/2022

Sd/-

Pawan Kumar Mishra

Proprietor

Membership No. FCS-4305

CP No. 16222

Date: 05.08.2025

Place: New Delhi

UDIN: F004305G000936258

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure & Development:

PCB industry consists of a handful of medium sized units and a number of small-scale units which are mostly independent i.e. they are not part of any large conglomerate excepting a couple of units.

The units were historically promoted by technocrat entrepreneurs who in the old days received bank finance easily to promote industrial growth. Most of these units were set up in mid 80's and some of them have ceased to operate.

The survivors are those, which from time to time have been investing in technology and capacity. Initially the units were manufacturing simple single sided and double-sided PCBs, but now there are units like AT&S who are making PCBs with 24 layers, buried vias, 4 mil line and spaces, etc. In the area of single sided PCBs we have some units that are now manufacturing flexible circuits.

Still on the whole industry is small because the actual demand for PCBs for manufacturing various types of Electronic equipment is still not very large in India, largely due to screw-driver-kit-assembly nature of the Indian equipment industry.

Opportunities & Threats:

The industry has a domestic market, which initially was driven by telecommunication, but thanks to the lopsided custom tariff structure telecom manufacturing has shallowed out resulting in steep decline in PCB demand. Although the telecom infrastructure has grown by leaps and bounds but the downstream electronic component demand has not seen any growth since all fresh demand for equipment has been met largely through imports. Thus, now the domestic requirement is dependent on diverse segments like automation, control, instrumentation, metering and automotive. Automotive electronics, though a massive growth engine, can be volatile as it is subject to global business swings in this connected world of automotive business with only a handful of players. The gradual easing of custom duties is happening on account of India being a signatory to ITA. But this threat is also an opportunity because it applies to the developed countries too who are still levying duty on Indian imports.

In fact India with a low cost technical manpower enjoys tremendous advantage as an export-manufacturing base and especially to the high cost developed countries of Europe and the US. The industry and moreover Linaks should leverage this advantage. The company is already working towards it as they have a clutch of regular and reliable customers in Europe and they are also in the process of developing new ones in Eastern Europe and Americas.

Risks and Concerns:

Apart from ongoing impact of COVID-19 pandemic and fall out of case against the Company by NCLT major risk the industry faces is of over dependence on one market segment and the industry in India, Linaks included has faced this prospect because many a times their fortunes have fluctuated with those of the telecommunication sector. Then there is always the overriding concern of fast technological obsolescence, which entails constant drain on resources at times impeding ones capability to service one's customers.

Overview:

On the whole the industry has a lot of promise provided one is able to keep up with the demands of the market place.

Financial performance:

The financial performance is directly related to the company's ability to remain competitive.

Resource & Liquidity:

Resource position would remain comfortable if the company is able to trade profitably and liquidity is the direct function of the above.

The company has not been able to meet its financial goals because due to extraneous circumstances it went into losses and the rehabilitation package drawn under BIFR has also been buffeted by the uncertainty of the market place.

Outlook:

The outlook is positive as market-wise we do not see any major impediment in re-establishing ourselves. Our initial feelers in the PCB market and also to our old customers has met with encouraging results.

Internal Control System:

Your Company's management continuously reviews the internal control system and procedures to ensure orderly and efficient conduct of business. Your Company adheres to its written corporate policies with respect to all transactions, financial reporting and budgeting to ensure that all assets are safeguarded and protected against loss from unauthorised use or disposition, and that transactions are authorised, recorded and reported correctly.

The Company regularly conducts internal audits either through external or internal resources to monitor the effectiveness of internal control in the organisation.

Audits are finalised and conducted based on internal risk assessment. Significant findings are brought to the notice of the Audit Committee of the Board and corrective measures recommended for implementation. Reports of the internal auditor are also regularly reviewed by the Management and corrective action initiated to strengthen the controls and enhance the effectiveness of the existing systems.

Human Resources:

The Company gives full and fair consideration to all employees with regard to their particular aptitudes and abilities. Training, career development and promotion are, as far as practicable, considered for all employees according to their skills and abilities. The Company consistently seeks to recruit, develop and employ throughout the organisation suitably qualified, capable and experienced people, irrespective of race, religion or sex. All decisions relating to employment practices are objective, free from bias and based solely upon work criteria and individual merit.

Our development, performance and rewards system is linked to organisation performance. The Company strives to provide excellent staff welfare measures to promote employee satisfaction and thereby attract and retain efficient manpower. Training needs are regularly identified and imparted with the help of both internal trainers and external professional faculties of repute. We have built team driven organisation where all employees work together to create our future.

Cautionary Statement:

The statement made in this Report describing the Company's projections, expectations and estimations may be a forward – looking statement within the meaning of applicable securities laws and regulations. These statements are based on certain assumptions and expectations of future events. Actual results may differ from those expressed or implied in this Report due to the influence of external and internal factors, which are beyond the control of the Company.

**By Order of the Board
For Linaks Micro Electronics Limited**

**Sd/-
Bhumika Mittal
Company Secretary cum Compliance Officer
M. No.: A63808**

Place: Lucknow
Date: 02/09/2025

ANNEXURE 'D'**(A) Conservation of Energy:****(i) The Steps taken or impact on conservation of energy**

The Company has ceased to carry out manufacturing activity; nevertheless, the Company has taken measures to reduce energy consumption and has installed energy efficient equipment wherever possible.

(ii) The Steps taken by the Company for utilizing alternate source of energy

Not Applicable

(iii) The capital investment on energy conservation equipment's

Nil

(B) Technology Absorption:

1. The efforts made towards technology absorption the benefits derived like product improvement, cost reduction : No new technology has been absorbed as the Company has ceased to carry out manufacturing activity
2. product development, import substitution : Nil
3. In case of Imported Technology (imported during the last three years reckoned from the beginning of the financial year)
 - a. the details of technology Imported : Nil
 - b. Year of Import : NA
 - c. Whether the technology been fully absorbed : NA
 - d. If not fully absorbed, areas where absorption has not taken place, and the reasons there of : NA
 - e. The expenditure incurred on Research and Development : Nil

(C) Foreign Exchange earnings and outgo:

The details of foreign exchange earnings and outgo of the company are as under:

(Rupees in thousand)

	Year 2024 – 25	Year 2023 – 24
Foreign Exchange earnings	NIL	NIL
Foreign Exchange Outflow	NIL	NIL

INDEPENDENT AUDITORS' REPORT

To,
The Members of LINAKS MICRO ELECTRONICS LIMITED
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **LINAKS MICRO ELECTRONICS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2025 and the Statement of Profit and Loss, Statement of Changes in Equity and Statement of Cash Flows for the year then ended and notes to the financial statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true & fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rule, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025 and financial result as per Statement of Profit & Loss, Changes in Equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAS) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of 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.

Responsibility of Management for Standalone Financial Statements

The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the Ind AS and other 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 provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

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

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAS will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are

considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAS, we exercise professional judgment and maintain professional skepticism throughout the audit to the extent as applicable.

We also:

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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone 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 standalone financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" 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, 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, Statement of changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative 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 Akshay Vaish & Co.
Chartered Accountant
FRM: 037345C

Sd/-
CA Akshay Vaish
Proprietor
M. No.:477838
UDIN: 25477838BOPAF15977

Place: Lucknow
Date: 25-June-2025

"Annexure A" to the Independent Auditors' Report: CARO, 2020

Referred to in first paragraph under the heading '**Report on Other Legal & Regulatory Requirements**' of our Report of even date to the financial statements of **LINAKS MicrO ELECTRONICS LIMITED** for the year ended March 31, 2025.

- (i) (a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
- (B) The company has maintained proper records showing full particulars of intangible assets.
- (b) These Property, Plant and Equipment have been physically verified by the Management at reasonable intervals and no material discrepancies noticed on verification.
- (c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) are disclosed in financial statement.
- (d) Based upon the audit procedures performed and the information and explanations given by the Management the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) Based upon the audit procedures performed and the information and explanations given by the Management no proceedings are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made there under.
- (ii) During the year company has not sanctioned any working capital limits from any banks or financial institutions on the basis of security of current assets.
- (iii) (iii) Based upon the audit procedures performed and the information and explanations given by the Management during the year, the Company has not made any investments +F-provided any guarantee or security or granted any secured or unsecured loans or advance to companies, firms, Limited Liability Partnerships or any other parties.
- (iv) According to the information and explanation given to us and as per scrutiny of accounts done by us, it was affirmed that the company does not have any grant of loan, making investment and providing guarantee and security as per the provision of section 185 and 186 of the Companies Act, 2013.
- (v) The company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- (vi) As informed to us, the maintenance of cost records has not been specified by the central government under sub section (1) of section 148 of the Act, in the respect of the activities carried on by the company.
- (vii) (a) According to the information and explanations given to us and on the basis of examination of books of accounts and records, the company have been generally regular in depositing undisputed statutory Dues including Income Tax, Goods and Service Tax, Duty of custom, cess and other statutory dues with the appropriate authorities though there has been a delay in few cases. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2025 for a period of more than six months from the date on when they become payable.
- (b) According to the information and explanations given to us, there are no dues of Income Tax and Goods and Service Tax Outstanding on account of any dispute.
- (viii) According to the explanation given to us all transaction recorded during the year have been which disclosed as income during the year for as per tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) (a) The company is not declared as wilful defaulter by any bank or financial institution or other lender.

- (b) During the year, no term loans applied by the company.
- (c) During the year no short-term funds raised by the company.
- (d) During the year company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates, or joint ventures.
- (e) The company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures, or associate companies.
- (x) (a) The company has not raised any money during the year by way of initial public offer or further public offer (including debt instruments).
- (b) Based upon the audit procedures performed, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially, or optionally convertible) during the year:
- (xi) (a) Based upon the audit Procedure performed and the information and explanation given by the Management, we report that no fraud by the company or on the company has been noticed or reported during the period.
- (b) In our opinion no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (b) As per explanation given to us by the Management the auditor has not received any whistle-blower complaints during the year by the company;
- (xii) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order is not applicable to the Company.
- (xiii) The Company has not entered into any transactions with related parties during the year. Accordingly, compliance with section 177 and 188 of the Companies Act, 2013 and related disclosures in the Notes forming part of the financial statements are not applicable.
- (xiv) According to section 138(1) of the Companies Act, 2013 company fall under the category for appointment of an internal auditor. However the Company had not appointed the Internal Auditor for FY 2024-25.
- (xv) Based upon the audit procedures performed and the information and explanations given by the Management, the Company has not entered any non-cash transactions with directors or persons connected with them. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- (xvi) (a) In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.
- (b) In our opinion, the company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;
- (c) One the basis of scrutiny of accounts, we observed that the company is not a Core Investment Company (CIC) as defined in the regulations made by the RBI;
- (xvii) According to information and explanation given to us company has incurred cash losses in the financial year and in the immediately preceding financial year;
- (xviii) Based upon the Audit procedure and scrutiny of accounts, we state that on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, auditor's knowledge of the Board of Directors and management plans, we conclude that no material uncertainty exists as on the date of the audit report that company is capable of meeting

its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date;

(xix) The provision of Section 135 is not applicable to company.

(xx) On the basis of scrutiny of accounts, we have not mentioned any qualified or adverse remarks in the Companies (Auditor's Report) Order (CARO) reports of the companies which is included in the consolidated financial statements:

For Akshay Vaish & Co.
Chartered Accountant
FRM: 037345C

Sd/-
CA Akshay Vaish
Proprietor
M. No.:477838
UDIN: 25477838BOPAF15977

Place: Lucknow
Date: 25-June-2025

"Annexure B" to the Independent Auditors' Report

Referred to in paragraph "f" under 'Report on Other Legal & Regulatory Requirements' of our Report of even date to the financial statements of **LINAKS MICRO ELECTRONICS LIMITED** for the year ended March 31, 2025

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 **LINAKS MICRO ELECTRONICS LIMITED** ("the Company") as of March 31, 2025 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 Board of Directors and 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. 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 respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") 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 was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of Management and Directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of

any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Company is in the process of implementing, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting is gradually operating as at March 31, 2025, 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 as applicable.

For Akshay Vaish & Co.
Chartered Accountant
FRM: 037345C

Sd/-
CA Akshay Vaish
Proprietor
M. No.:477838
UDIN: 25477838BOPAF15977

Place: Lucknow
Date: 25-June-2025

LINAKS MICRO ELECTRONICS LIMITED

CIN- L32101UP1986PLC007841

12.6 KM BARABANKI ROAD CHINAT LUCKNOW, UTTAR PRADESH, Uttar Pradesh, India, 227105

Balance Sheet as at 31st March 2025

Particulars	Sch. No.	Figures as at the end of current reporting period-31.03.2025	Figures as at the end of previous reporting period-31.03.2024
II.ASSETS			
<u>(1) Non-Current Assets</u>			
<i>(a) Property, Plant and Equipment and Intangible assets</i>	1		
(i) Gross Block		2,82,89,094.33	2,96,50,047.53
(ii) Depreciation		10,72,482.00	13,60,952.79
(iii) Net Block		2,72,16,612.33	2,82,89,094.74
(b) Non-Current Investments	2	0.00	0.00
(c) Deferred Tax Assets (net)		0.00	0.00
(d) Long term loans and advances	3	0.00	0.00
(e) Other non-current assets	4	0.00	0.00
<u>(2) Current Assets</u>			
(a) Current investments	5	0.00	0.00
(b) Inventories	6	25,36,812.58	25,36,812.58
(c) Trade receivables	7	1,89,209.00	1,45,676.00
(d) Cash and cash equivalents	8	1,97,036.09	1,30,806.59
(e) Short-term loans and advances	9	6,21,172.75	6,31,771.52
(f) Other current assets		0.00	0.00
Total Assets		3,07,60,842.75	3,17,34,161.43
I. EQUITY AND LIABILITIES			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	10	4,95,35,300.00	4,95,35,300.00
(b) Reserves and Surplus	11	-26,07,22,127.95	-25,84,11,080.68
(c) Money received against Share Warrants		0.00	0.00
<u>(2) Share Application money pending allotment</u>		0.00	0.00
<u>(3) Non-Current Liabilities</u>			
(a) Long-Term Borrowings	12	23,88,30,442.97	23,88,30,443.38
(b) Deferred Tax Liabilities (Net)		0.00	0.00
(c) Other Long Term Liabilities		0.00	0.00
(d) Long Term Provisions		0.00	0.00
<u>(4) Current Liabilities</u>			
(a) Short-Term Borrowings	13	0.00	0.00
(b) Trade Payables	14	16,42,613.00	6,06,652.00
(c) Other Current Liabilities	15	8,08,683.98	6,16,400.98
(d) Short-Term Provisions	16	6,65,930.75	5,56,445.75
Total Equity & Liabilities		3,07,60,842.75	3,17,34,161.43

Notes To Accounts 25 0.00 -0.00
Schedules referred to above and notes attached there to form an integral part of Balance Sheet
This is the Balance Sheet referred to in our Report of even date.

For & On Behalf of
For Akshay Vaish & Co.
Chartered Accountant

For & On Behalf of the Board Of Directors of
LINAKS MICRO ELECTRONICS LIMITED
CIN- L32101UP1986PLC007841

Sd/-
Akshay Vaish
Proprietor (M. No: 477838)
UDIN: 25477838DOPAFI5977
Date: 25/06/2025
Place: Lucknow

Sd/-
Shashi Shekhar Mishra
Chairperson cum Director
DIN: 06880735

Sd/-
Urvashi Mishra
Director
DIN: 09061576

Profit & Loss Statement for the year ended on 31st March 2025

Sr. No	Particulars	Sch. No.	Figures as at the end of current reporting period-31.03.2025	Figures as at the end of previous reporting period-31.03.2024
I	Total Income	17	0.00	0.00
II	Other Income	18	4,57,200.00	18,04,500.00
III	III. Total Revenue (I +II)		4,57,200.00	18,04,500.00
IV	<u>Expenses:</u>			
	Cost of materials consumed	19	0.00	0.00
	Changes in inventories	20	0.00	0.00
	Employee Benefit Expense	21	3,69,308.00	5,95,547.00
	Financial Costs	22	0.00	0.00
	Depreciation and Amortization Expense	23	10,72,482.00	13,60,952.79
	Other Administrative Expenses	24	13,26,457.27	12,14,121.55
	Total Expenses (IV)		27,68,247.27	31,70,621.34
V	Profit before exceptional and extraordinary items and tax	(III - IV)	-23,11,047.27	-13,66,121.34
VI	Exceptional Items		0.00	0.00
VII	Profit before extraordinary items and tax (V - VI)		-23,11,047.27	-13,66,121.34
VIII	Extraordinary Items		0.00	0.00
IX	Profit before tax (VII - VIII)		-23,11,047.27	-13,66,121.34
X	<u>Tax expense:</u>			
	(1) Current tax		0.00	0.00
	(2) Deferred tax		0.00	0.00
XI	Profit(Loss) from the period from continuing operations	(IX-X)	-23,11,047.27	-13,66,121.34

XII	Profit/(Loss) from discontinuing operations		0.00	0.00
XIII	Tax expense of discounting operations		0.00	0.00
XIV	Profit/(Loss) from Discontinuing operations (XII - XIII)		0.00	0.00
XV	Profit/(Loss) for the period (XI + XIV)		-23,11,047.27	-13,66,121.34
XVI	Earning per equity share:			
	(1) Basic		-0.72	-0.04
	(2) Diluted		-0.72	-0.04

*Schedules referred to above and notes attached there to form an integral part of Profit & Loss Statement
This is the Profit & Loss Statement referred to in our Report of even date.*

For & On Behalf of
FOR Akshay Vaish & Co.
Chartered Accountant

For & On Behalf of the Board Of Directors of
LINAKS MICRO ELECTRONICS LIMITED
CIN- L32101UP1986PLC007841

Sd/-
Akshay Vaish
Proprietor (M. No: 477838)
UDIN: 25477838DOPAF15977
Date: 25/06/2025
Place: Lucknow

Sd/-
Shashi Shekhar Mishra
Chairperson cum Director
DIN: 06880735

Sd/-
Urvashi Mishra
Director
DIN: 09061576

Statement of changes in equity for the year ended 31 March 2024

(All amounts are in Indian Rupees, unless otherwise stated)

A. Equity share capital	Amount		
Balance as at 1 April 2023	1,73,35,300.00		
Share issued during the year	-		
Balance as at 31 March 2024	1,73,35,300.00		
Balance as at 1 April 2024	1,73,35,300.00		
Share issued during the year	-		
Balance as at 31 March 2025	1,73,35,300.00		
B. Other equity			
	Reserves and Surplus	Other comprehensive income	
	Retained earnings	Remeasurement of defined benfit plan (net of tax)	Total
Balance as at 1 April 2023	(25,70,44,959.34)	-	(25,70,44,959.34)
Impact due to the transition to Ind AS	-	-	-
Restated Balance as at 1 April 2023	(25,70,44,959.34)	-	(25,70,44,959.34)
Profit for the year	(13,66,121.34)	-	(13,66,121.34)
Other comprehensive loss, (net of tax)	-	-	-
Balance as at 31 March 2024	(25,84,11,080.68)	-	(25,84,11,080.68)

Balance as at 1 April 2024	(25,84,11,080.68)	-	(25,84,11,080.68)
Profit for the year	(23,11,047.27)	-	(23,11,047.27)
Other comprehensive loss, (net of tax)	-	-	-
Balance as at 31 March 2025	(26,07,22,127.95)	-	(26,07,22,127.95)

The accompanying notes referred to above form an integral part of the financial statements.

As per our report of even date attached

For & On Behalf of
For Akshay Vaish & Co.
Chartered Accountant

For & On Behalf of the Board Of Directors of
LINAKS MICRO ELECTRONICS LIMITED
CIN- L32101UP1986PLC007841

Sd/-
Akshay Vaish
Proprietor (M. No: 477838)
UDIN: 25477838DOPAFI5977
Date: 25/06/2025
Place: Lucknow

Sd/-
Shashi Shekhar Mishra
Chairperson cum Director
DIN: 06880735

Sd/-
Urvashi Mishra
Director
DIN: 09061576

Statement of Cash Flows for the year ended 31 March 2025

(All amounts are in Hundreds of Indian Rupees, unless otherwise stated)

	For the year ended 31 March 2025	For the year ended 31 March 2024
A. Cash flow from operating activities		
Profit before tax	(23,11,047.27)	(13,66,121.34)
Adjustments for:		
Depreciation	10,72,482.00	13,60,952.79
Operating income before working capital changes	(12,38,565.27)	(5,168.55)
Adjustment for change in working capital:		
Decrease/ (increase) in other current assets	10,598.77	(74,860.00)
Decrease/ (increase) in Trade receivables	(43,533.00)	-
Decrease in trade payables	10,35,961.00	31,766.00
(Decrease)/ increase in other liabilities	3,01,768.00	80,687.00
(Decrease)/ increase in other current liabilities	-	-
(Decrease)/ increase in Current tax assets	-	-
Cash generated from/ (used in) operations	66,229.50	32,424.45
Income tax paid	-	-
Net cash generated from/(used in) operating activities (A)	66,229.50	32,424.45
B. Cash flow from investing activities		
Purchase of investments	-	-
Purchase of property, plant and equipment	-	-
Net cash used in investing activities	-	-
C. Cash flow from financing activities		
Proceeds from borrowings taken	-	41,000.00
Net cash used in financing activities	-	41,000.00

Net increase/(decrease) in cash and cash equivalents	66,229.50	73,424.45
Cash and cash equivalents at the beginning of the year	1,30,806.59	57,382.14
Cash and cash equivalents at the end of the year	1,97,036.09	1,30,806.59

1 Reconciliation of cash and cash equivalents with the Balance Sheet:

Cash and cash equivalents includes:	-	-
Cash in hand	143.94	143.94
Balances with banks		
- in current accounts	1,96,892.15	1,30,662.65
Cash and cash equivalents (refer note)	1,97,036.09	1,30,806.59

2 The Statement of Cash Flows has been prepared under the 'Indirect Method' set out in Ind AS 7 'Statement of Cash Flows'.

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

**For & On Behalf of
FOR Akshay Vaish & Co.
Chartered Accountant**

**For & On Behalf of the Board Of Directors of
LINA KS MICRO ELECTRONICS LIMITED
CIN- L32101UP1986PLC007841**

**Sd/-
Akshay Vaish
Proprietor (M. No: 477838)
UDIN: 25477838DOPAFI5977
Date: 25/06/2025
Place: Lucknow**

**Sd/-
Shashi Shekhar Mishra
Chairperson cum Director
DIN: 06880735**

**Sd/-
Urvashi Mishra
Director
DIN: 09061576**

Schedules Forming Integral Part of the Balance Sheet as at 31st March 2025

Schedule: II Reserve & Surplus

Sr. No	Particulars	31.03.2025	31.03.2024
1	Capital Reserve	3,10,49,000.00	3,10,49,000.00
2	Securities Premium reserve	1,92,77,077.32	1,92,77,077.32
3	Other Reserve		
4	<u>Surplus (Profit & Loss Account)</u>		
	Balance brought forward from previous year	(30,87,37,158.00_	(30,73,71,036.66)
	Less: Tax on Regular Assessment Paid	0.00	0.00
	Add: Profit/(Loss) for the period	(23,11,047.27)	(13,66,121.34)
	Total in `	(26,07,22,127.95)	(25,84,11,080.68)

Schedule: 12 Other Long Term Borrowings

Sr. No	Particular	31.03.2025	31.03.2024
1	<u>Term Loan</u>		
	- From Bank	0.00	0.00
	- From Other Parties	0.00	0.00
2	Loans From Director	0.00	0.00
3	Loans From Friends & Relatives	0.00	0.00
4	Advances		
	a) Rohtas Projects Ltd.	23,31,91,240.00	23,31,91,240.00
	b) Andes Town Planners (P)	22,50,000.00	22,50,000.00
	c) Others-A K Singh Director	33,89,203.37	33,89,203.38
	Total in `	23,88,30,443.37	23,88,30,443.38

Schedule: 13 Short Term Borrowings

Sr. No	Particular	31.03.2025	31.03.2024
1	<u>Loan Repayable on Demand</u>		
	- From Bank	0.00	0.00
	- From Other Parties	0.00	0.00
2	Loans & Advances From Related Parties	0.00	0.00
3	Deposits	0.00	0.00
4	Other loans and advances (specify nature)	0.00	0.00
	Total in `	0.00	0.00

Details of Short-term borrowings guaranteed by some of the directors or others

	31.03.2025	31.03.2024
Loans Repayable on Demand from Banks	0.00	0.00

Notes:- Nature of Security (Secured or Unsecured)

13.1 Current Maturities of Long term borrowings

Sr. No	Particular	31.03.2025	31.03.2024
1			
2			
	Total in `	0.00	0.00

Schedule: 14 Trades Payable due for payment

--	--	--

Sr. No	Particular	31.03.2025	31.03.2024
	<u>Outstanding for following periods from due date of payment</u>		
1	Less than 1 year	16,42,613.00	6,06,652.00
2	1-2 years	0.00	0.00
3	2-3 years	0.00	0.00
4	More than 3 years	0.00	0.00
	Total in `	16,42,613.00	6,06,652.00

Schedule: 15 Other Current Liabilities

Sr. No	Particular	31.03.2025	31.03.2024
1	Current maturities of finance lease obligations	0.00	0.00
2	Interest accrued but not due on borrowings	0.00	0.00
3	Interest accrued and due on borrowings	0.00	0.00
4	Income received in advance	0.00	0.00
5	Unpaid dividends	0.00	0.00
6	<u>Other payables</u>	0.00	0.00
	TDS Payable	8,846.00	16,563.00
	Security Deposit	6,50,000.00	4,50,000.00
	Advance from Amit Kumar Singh	1,49,837.98	1,49,837.98
	Professional fees payable	0.00	0.00
	Remuneration Payable	0.00	0.00
	Other Payable	0.00	0.00
	Total in `	8,08,683.98	6,16,400.98

Schedule: 16 Short Term Provisions

Sr. No	Particular	31.03.2025	31.03.2024
1	Short Term Provisions	55,095.75	69,950.75
2	Salary & Reimbursements	6,04,318.00	4,10,369.00
	P F Payable	0.00	4,175.00
	ESI Payable	6,517.00	6,517.00
	GST Payable	0.00	65,434.00
	Total in `	6,65,930.75	5,56,445.75

Schedules Forming Integral Part of the Balance Sheet as at 31st March 2025

Schedule: 2 Non Current Investment

Sr. No	Particulars	31.03.2025	31.03.2024
1	Investment in Property	0.00	0.00
2	Investment in Partnership Firm	0.00	0.00
3	Other	0.00	0.00

	- Gold	0.00	0.00
	- Fixed Deposit with Banks	0.00	0.00
	Total in `	0.00	0.00

Schedule: 3 Long Term Loans and Advances

Sr. No	Particulars	31.03.2025	31.03.2024
I)	<u>Capital Assets</u>		
	a) Secured, Considered Good :	0.00	0.00
	b) Unsecured, Considered Good :	0.00	0.00
	c) Doubtful	0.00	0.00
II)	<u>Loans & Advances to related parties</u>	0.00	0.00
	LJK CONSTRUCTION INDIA PRIVATE LIMITED	0.00	0.00
III)	<u>Other Loans & Advances</u>	0.00	0.00
	Total in `	0.00	0.00

Schedule: 4 Other Non Current Assets

Sr. No	Particulars	31.03.2025	31.03.2024
1	Long Term Trade Recievables		
a)	Undisputed Trade receivables – considered good		
	Less than 6 months	0.00	0.00
	6 months -1 year	0.00	0.00
	1-2 years	0.00	0.00
	2-3 years	0.00	0.00
	More than 3 years	0.00	0.00
	Total in `	0.00	0.00
b)	Undisputed Trade Receivables – considered doubtful		
	Less than 6 months	0.00	0.00
	6 months -1 year	0.00	0.00
	1-2 years	0.00	0.00
	2-3 years	0.00	0.00
	More than 3 years	0.00	0.00
	Total in `	0.00	0.00
c)	Disputed Trade Receivables considered good		
	Less than 6 months	0.00	0.00
	6 months -1 year	0.00	0.00
	1-2 years	0.00	0.00
	2-3 years	0.00	0.00
	More than 3 years	0.00	0.00
	Total in `	0.00	0.00

d)	Disputed Trade Receivables considered doubtful		
	Less than 6 months	0.00	0.00
	6 months -1 year	0.00	0.00
	1-2 years	0.00	0.00
	2-3 years	0.00	0.00
	More than 3 years	0.00	0.00
	Total in `	0.00	0.00
2	<u>Security Deposit</u>		
a)	Secured, Considered Good :	0.00	0.00
	Earnest Money Deposit	0.00	0.00
	Other Deposit	0.00	0.00
b)	Unsecured, Considered Good :	0.00	0.00
c)	Doubtful	0.00	0.00
3	<u>Loans & Advances</u>		
a)	Due from Directors or other officers of the company	0.00	0.00
b)	Due by firms in which any director is a partner	0.00	0.00
c)	Due by private companies in which any director is a director or member	0.00	0.00
d)	Other Advances	0.00	0.00
	Total in `	0.00	0.00

Schedule: 5 Current Investment

Sr. No	Particulars	31.03.2025	31.03.2024
1	Investment in Equity	0.00	0.00
2	Investment in Preference Shares	0.00	0.00
3	Investment in Govt Securities	0.00	0.00
4	Investment in debentures & Bonds	0.00	0.00
5	Investment in Mutual Fund	0.00	0.00
	Total in `	0.00	0.00

Schedule: 6 Inventories

Sr. No	Particulars	31.03.2025	31.03.2024
1	Raw Materials and components (Valued at Landed cost)	3,15,700.00	3,15,700.00
2	Work-in-progress (Valued at Input plus cost of conversion charges)		0.00
3	Finished goods (Valued at Cost or net realisable value)		0.00
4	Stock-in-trade		0.00
5	Stores and spares		0.00
6	Loose Tools		0.00
7	Others (Specify nature) Land (valued at cost)	22,21,112.58	22,21,112.58
	Total in `	25,36,812.58	25,36,812.58

Schedule: 7 Trade Receivables

Sr. No	Particulars	31.03.2025	31.03.2024
1	<u>Outstanding for more than six months</u>		
a)	Undisputed Trade receivables – considered good		
	Less than 6 months	0.00	0.00
	More than 6 months	1,89,209.00	1,45,676.00
	Less: Provision for Doubtful Debts	0.00	0.00
	Total in `	1,89,209.00	1,45,676.00
b)	Undisputed Trade Receivables – considered doubtful		
	Less than 6 months	0.00	0.00
	6 months -1 year	0.00	0.00
	1-2 years	0.00	0.00
	2-3 years	0.00	0.00
	More than 3 years	0.00	0.00
	Total in `	0.00	0.00
c)	Disputed Trade Receivables considered good		
	Less than 6 months	0.00	0.00
	6 months -1 year	0.00	0.00
	1-2 years	0.00	0.00
	2-3 years	0.00	0.00
	More than 3 years	0.00	0.00
	Total in `	0.00	0.00
d)	Disputed Trade Receivables considered doubtful		
	Less than 6 months	0.00	0.00
	6 months -1 year	0.00	0.00
	1-2 years	0.00	0.00
	2-3 years	0.00	0.00
	More than 3 years	0.00	0.00
	Total in `	0.00	0.00
2	<u>Others</u>		
	a) Secured, Considered Good :	0.00	0.00
	b) Unsecured, Considered Good :	0.00	0.00
	c) Doubtful	0.00	0.00
	Total in `	0.00	0.00
	Total in `	1,89,209.00	1,45,676.00

Schedule: 8 Cash & Cash Equivalent

Sr. No	Particulars	31.03.2025	31.03.2024
1	<u>Cash-in-Hand</u>		

2	Cash Balance	143.94	143.94
	Sub Total (A)	143.94	143.94
	<u>Bank Balance</u>		
	Bank	1,96,892.15	1,30,662.65
	Sub Total (B)	1,96,892.15	1,30,662.65
	Total [A + B]	1,97,036.09	1,30,806.59

Schedule:9 Short Terms Loans and Advances

Sr. No	Particulars	31.03.2025	31.03.2024
1	Loans & Advances		
	a) Secured, Considered Good :	0.00	0.00
	b) Unsecured, Considered Good :	0.00	0.00
	c) Doubtful	0.00	0.00
2	Others		
	a) Security Deposits	1,62,241.00	1,62,241.00
	b) PLA Advance	0.00	0.00
	c) Storers and Spares	2,77,170.52	2,77,170.52
	d) Vat On Capital goods		0.00
	e) Loans & Advances	5,000.00	5,000.00
	f) Pre Paid Expenses	2,608.00	2,608.00
	g) GST	1,27,592.23	4,752.00
	h) TDS	45,000.00	1,80,000.00
	i) Imprest	1,561.00	0.00
	Total in `	6,21,172.75	6,31,771.52

Schedules Forming Integral Part of the Balance Sheet as at 31st March 2025

Schedule: 1 Property, Plant and Equipment

Sr. No.	Particulars	Rate	Gross Block				Depreciation				Net Block	
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2025	WDV as on 31.03.2024
I	<u>Tangible Assets</u>											
	Building	3.17%	4,45,93,986.44	0.00	0.00	4,45,93,986.44	2,15,41,700.80	7,30,757.00	0.00	2,22,72,457.80	2,23,21,529.00	2,30,52,285.64
	Plant and Equipment	6.33%	13,91,05,769.60	0.00	0.00	13,91,05,769.60	13,41,25,957.28	3,15,222.00	0.00	13,44,41,179.28	46,64,590.32	49,79,812.32
	Furniture and Fixtures	9.50%	14,75,194.76	0.00	0.00	14,75,194.76	13,98,148.42	7,319.00	0.00	14,05,467.42	69,727.34	77,046.34
	Office Equipments	6.33%	38,32,988.62	0.00	0.00	38,32,988.62	36,83,793.74	9,444.00	0.00	36,93,237.74	1,39,750.88	1,49,194.88
	Computer	31.67%	2,31,523.00	0.00	0.00	2,31,523.00	2,00,767.85	9,740.00	0.00	2,10,507.85	21,015.15	30,755.15
	SUB TOTAL (A)		18,92,39,462.42	0.00	0.00	18,92,39,462.42	16,09,50,368.09	10,72,482.00	0.00	16,20,22,850.09	2,72,16,612.69	2,82,89,094.33
II	<u>Intangible Assets</u>											
			0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
			0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	SUB TOTAL (B)		0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
III	<u>Capital Work-in-Progress</u>											
			0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	SUB TOTAL (C)		0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
IV	<u>Intangible Assets Under Development</u>											
			0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	SUB TOTAL (D)		0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total [A + B + C + D] (Current Year)		18,92,39,462.42	0.00	0.00	18,92,39,462.42	16,09,50,368.09	10,72,482.00	0.00	16,20,22,850.00	2,72,16,612.69	2,82,89,094.33
	(Previous Year)		18,92,39,462.42	0.00	0.00	18,92,39,462.42	15,95,89,415.29	13,60,952.79	0.00	16,09,50,368.08	2,82,89,094.34	2,96,50,047.13

Schedules Forming Part of the Profit & Loss Accounts as at 31st March 2025

Schedule : 17 Total Income

Sr. No	Particulars	31.03.2025	31.03.2024
1	Gross Receipts (credit)	0.00	0.00
2	Gross Receipts(cash)	0.00	0.00
	Total in `	0.00	0.00

Schedule : 18 Other Income

Sr. No	Particulars	31.03.2025	31.03.2024
1	Rent	4,50,000.00	18,00,000.00
2	Interest Income	0.00	0.00
3	Misc Income	7,200.00	4,500.00
	Total in `	4,57,200.00	18,04,500.00

Schedule : 19 Cost of Material Consumed

Sr. No	Particulars	31.03.2025	31.03.2024
a)	<u>PURCHASES</u>		
1	Purchases (Credit)	0.00	0.00
2	Purchases (Cash)	0.00	0.00
	Sub-total (a)	0.00	0.00
b)	<u>DIRECT/PRODUCTIONS EXPENSES</u>		
	Freight & Cartage	0.00	0.00
	Sub-total (b)	0.00	0.00
	Total in `	0.00	0.00

Schedule : 20 Change in Inventories

Sr. No	Particulars	31.03.2025	31.03.2024
1	Opening Stock	3,15,700.00	3,15,700.00
2	Closing Stock	3,15,700.00	3,15,700.00
	Total in `	0.00	0.00

Schedule : 21 Employment Benefit Expenses

Sr. No	Particulars	31.03.2025	31.03.2024
1	Employer Contribution FPF	5,000.00	15,000.00
2	Employer Contribution ESIC	0.00	0.00
3	Employer Contribution PF	2,200.00	6,600.00
4	Salary and Wages	3,62,108.00	5,73,947.00
5	Staff Welfare		
	Total in `	3,69,308.00	5,95,547.00

Schedule :22 Financial Cost

Sr. No	Particulars	31.03.2025	31.03.2024
1	Interest on Cash Credit Facility	0.00	0.00
2	Interest	0.00	0.00
	Total in `	0.00	0.00

Schedule : 23 Depreciation & Amortised Cost

Sr. No	Particulars	31.03.2025	31.03.2024
1	Depreciation	10,72,482.00	13,60,952.79
2	Preliminary Expenses W/O	0.00	0.00
	Total in `	10,72,482.00	13,60,952.79

Schedule : 24 Other Administrative Expenses

Sr. No	Particulars	31.03.2025	31.03.2024
1	Audit Fees	30,000.00	30,000.00
2	Bank Charges	4,554.68	1,037.79
3	Rent	0.00	0.00
4	Legal Expenses	9,400.00	0.00
5	Packing expenses	0.00	13,042.00
6	Licence Fee	0.00	15,000.00
7	Mise Expenses	0.00	12,236.65
8	Watch & Wards	1,58,400.00	3,16,800.00
9	Professional charges	6,48,458.55	1,45,405.11
10	Sebi & share Depository Exp	0.00	3,25,000.00
11	Rent Factory	77,220.00	3,43,200.00
12	Round Off	1.29	0.00
13	Internal Audifees	0.00	10,000.00
14	Electric Expenses	70,538.00	0.00
15	Filling Charges	0.00	2,400.00
16	BSE Fees	3,25,000.00	0.00
17	Administrative Expenses	2,300.00	0.00
18	Printing and Stationery	584.75	0.00
	Total in `	13,26,457.27	12,14,121.55

Intangible assets under development					
	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	0.00	0.00	0.00	0.00	0.00
Projects temporarily suspended	0.00	0.00	0.00	0.00	0.00

<u>Overdue Intangible assets under development</u>					
	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project 1	0.00	0.00	0.00	0.00	0.00
Project 2	0.00	0.00	0.00	0.00	0.00

RATIOS

<u>S. No.</u>	<u>Ratios</u>	31.03.2025	31.03.2024
a)	Current Ratio,	1.1370	1.9360
b)	Debt-Equity Ratio,	(0.9941)	(0.9981)
c)	Return on Equity Ratio,	0.0095	0.0057
d)	Net capital turnover ratio,	(0.0019)	(0.0075)
e)	Net profit ratio,	-505.48	-75.71
f)	Return on Capital employed,	1.09%	0.65%
g)	Return on investment	-8.36%	-4.56%
h)	DSCR	0.00	0.00
i)	ISCR	0.00	0.00

Notes to Account and significant Accounting Policies As on 31st March 2025

1. Significant accounting policies:

- a) Fixed Assets are carried at cost less depreciation.
- b) Depreciation on assets has been provided at rates prescribed in the Companies Act, 2013.
- c) Financial Statements have been prepared under the Accrual Method of accounting with the generally accepted accounting principals.

2. Notes to Accounts:

- a) In the opinion of the Directors, Current Assets, Loans and Advances are approximately of the value stated above if realized in the ordinary course of business.
- b) Opening Balance have been taken from the previous year's Balance Sheet.
- c) We have relied on the internal control procedures and checks, during the course of our audit, which were implemented by the management of the firm.
- d) We have relied on the statement of the assessee in the respect of non-violation of provisions of section 40A(3) read with rules.
- e) Debit/Credit balances as outstanding in the personal accounts of parties and bank accounts are subject to confirmation form respective parties and banks.
- f) Earnest Money deposits, Security Money deposits with/from parties are subject to confirmation.
- g) We have relied on the statement of the assessee in respect of non violation of provisions of section 269SS/269T of the Income Tax act, 1961.
- h) We have relied on the statement of the assessee that the provisions of Chapter XVII-B regarding deduction of tax at source and regarding the payment thereof to the credit of the Central Government have been complied with.

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- i) The previous year figures have been regrouped and/or rearranged wherever found necessary.
 - j) The Provision for all known liabilities has been provided adequately.
 - l) We have relied upon the representation made by the Directors that the Co and the directors are not liable for wealth Tax nither they have provided the relevant documents for calculation of Wealth Tax.
 - m) We have relied upon the representation made by the Directors that there is no Demand or Refund outstanding under any Act other than Income Tax Act.