

**27TH ANNUAL REPORT
2021-22**

**CIRCUIT SYSTEMS (INDIA) LIMITED
[CIN: U74140GJ1995PLC024524]**

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CIRCUIT SYSTEMS (INDIA) LIMITED
[CIN: U74140GJ1995PLC024524]

27TH ANNUAL REPORT 2021-22

BOARD OF DIRECTORS	:	Mr. Paresh N. Vasani Ms. Jasmine P. Vasani Mr. Jayesh H. Shah Mr. Suresh M. Poojara	Managing Director Director Independent Director Independent Director
MANAGEMENT TEAM	:	Ms. Preeti A. Chouksey Ms. Krupali H. Shah	Chief Financial Officer Company Secretary
REGISTERED OFFICE	:	Unit No.1001, 10 th Floor, “ONE42” South Tower, Nr. Ashok Vatika, Opp. Jayantilal Park BRTS, Ambli Bopal Road, Ahmedabad – 380058	
STATUTORY AUDITORS	:	M/s. Hemanshu Shah & Co. Chartered Accountants, Ahmedabad	
BANKERS	:	HDFC Bank Limited	
REGISTRAR & SHARE TRANSFER AGENTS	:	Cameo Corporate Services Limited ‘Subramanian Building’ No.1, Club House Road, Chennai- 600002 The ISIN of the Company’s Equity Shares is INE720H01010	
FACTORY	:	B-24, GIDC Electronics Estate, Sector 25, Gandhinagar – 382044	
WEBSITE	:	www.mycsil.com	

Important Communication to Members

The Ministry of Corporate Affairs has taken a ‘Green Initiative in the Corporate Governance’ by allowing paperless compliances by the Compliances and has issued circulars stating that service of notice/ documents including Annual Report can be sent by email to its members. To support this green initiative of the Government in full measure, members who have not registered their email addresses, so far, are requested to register their email addresses. In respect of electronic holding with the Depository through concerned Depository Participant.

CIRCUIT SYSTEMS (INDIA) LIMITED
[CIN: U74140GJ1995PLC024524]

NOTICE

NOTICE is hereby given that the **27TH ANNUAL GENERAL MEETING** of the members of **CIRCUIT SYSTEMS (INDIA) LIMITED** will be held on **Friday, the 30th September, 2022 at 4:00 p.m.** IST through Video Conferencing (“VC”) /Other Audio Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone and Consolidated Financial Statements for the Financial Year ended 31st March, 2022 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Paresh N. Vasani (DIN – 01376786), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To Consider and thought fit, to pass the following resolution as **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 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 amendment, statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Jayesh H. Shah (DIN: 02559296), who was re-appointed by the Board of Directors (pursuant to the recommendation of the Nomination and Remuneration Committee) as an Independent Director for a second term of 5 consecutive years with effect from the conclusion of 26th Annual General Meeting held on 30th September, 2021 till 29th September, 2026 in accordance with the provisions of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for his second term of 5 consecutive years with effect from the conclusion of 26th Annual General Meeting held on 30th September, 2021 till 29th September, 2026.”

4. To Consider and thought fit, to pass the following resolution as **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 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 amendment, statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Suresh M. Poojara (DIN: 07526419), who was re-appointed by the Board of Directors (pursuant to the recommendation of the Nomination and Remuneration Committee) as an Independent Director for a second term of 5 consecutive years with effect from the conclusion of 26th Annual General Meeting held on 30th September, 2021 till 29th September, 2026 in accordance with the provisions of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for his second term of 5 consecutive years with effect from the conclusion of 26th Annual General Meeting held on 30th September, 2021 till 29th September, 2026.”

5. To consider and, if thought fit, to pass with or without modification, the following Resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 188, 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Company do hereby accord its approval to the re-appointment of Mr. Paresh N. Vasani (DIN: 01376786) as Managing Director of the Company, liable to retire by rotation, for a period of 3 years with effect from 1st February, 2022 to 31st January, 2025 on the terms and conditions (which have been recommended and approved by Nomination and Remuneration Committee) and that he be paid remuneration (even in the year of losses or inadequacy of profit) by way of Salary, perquisites and Commission not exceeding the amount thereof as set out in the Explanatory Statement which is permissible under Section II of Part II of Schedule V of the Companies Act, 2013.”

“RESOLVED FURTHER THAT the extent and scope of Salary and Perquisites as specified in the Explanatory Statement be altered, enhanced, widened or varied by the Board of Directors in accordance with the relevant provisions of the Companies Act, 2013 for the payment of managerial remuneration in force during the tenure of the Managing Director without the matter being referred to the Company in General Meeting again.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Registered Office:

Unit No.1001, 10th Floor, “ONE42” South Tower,
Nr. Ashok Vatika, Opp. Jayantilal Park BRTS,
Ambli Bopal Road,
Ahmedabad – 380058
Date: 24th August, 2022

By Order of the Board,

Krupali H. Shah
Company Secretary

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Businesses in the Notice is annexed hereto.
2. In view of the continuing COVID-19 pandemic, the 27th Annual General Meeting (AGM) will be held on Friday, 30th September, 2022 at 4:00 p.m. IST through Video Conferencing (VC) / Other Audio Visual Means (OAVM), in compliance with the applicable provisions of the Companies Act, 2013 read with Ministry of Corporate Affairs’ (MCA General Circular no. 14/2020, dated 8th April, 2020, MCA General Circular no. 17/2020, dated 13th April, 2020; MCA General Circular No. 20/2020 dated 5th May, 2020; MCA Circular No. 02/2021 dated 13th January, 2021; MCA General Circular No. 19/2021, dated 8th December, 2021 and MCA General Circular No. 21/2021, dated 14th December, 2021 & General Circular No. 2/2022, dated 5th May, 2022 (hereinafter referred to as MCA Circulars) and in compliance with the provisions of the Companies Act, 2013 (“Act”). The deemed venue for the 27th AGM shall be the Registered Office of the Company.
3. In view of the massive outbreak of the COVID-19 pandemic, social distancing is to be a pre-requisite and since this AGM is being held through VC / OAVM pursuant to MCA Circulars, physical attendance of the Members has been dispensed with. **Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.** Members have to attend and participate in the ensuing AGM through VC/OAVM. 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.

4. Members of the Company under the category of 'Institutional Investors' are encouraged to attend and vote at the AGM through VC. Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company on email Idcs@mycsil.com, a certified copy of the Board Resolution/authorization letter authorising their representative to attend and vote on their behalf at AGM through E-voting.
5. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2021-22 will also be available on the Company's website at www.mycsil.com and on the website of CDSL (agency for providing remote e-voting facility) at www.evotingindia.com. **Annual Report will not be sent in physical form.**
6. Members of the Company holding shares, either in physical form or in Dematerialised form, as on 26th August, 2022 will receive Annual Report for the financial year 2021-22 through electronic mode only.
7. The Register of Members and Share Transfer Books will remain closed from **24th September, 2022 to 30th September, 2022** (both days inclusive) for the purpose of Annual General Meeting (AGM).
8. Members holding shares in the dematerialized mode are requested to intimate all changes with respect to their bank details, ECS mandate, nomination, power of attorney, change of address, change in name, etc, to their Depository Participant (DP). These changes will be automatically reflected in the Company's records, which will help the Company to provide efficient and better service to the Members. Members holding shares in physical form are requested to intimate the changes to the Registrar & Share Transfer Agents of the Company (RTA) at its following address:

Cameo Corporate Services Limited,
'Subramanian Building' No.1, Club House Road, Chennai- 600002
Email id: cameo@cameoindia.com
9. Members holding shares in electronic form are requested to submit the PAN to their DPs with whom they are maintaining their demat accounts and members holding shares in physical form to the Company / RTA.
10. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file nomination in the prescribed Form SH-13 and for cancellation / variation in nomination in the prescribed Form SH-14 with the Company's RTA. In respect of shares held in electronic / demat form, the nomination form may be filed with the respective Depository Participant.
11. As per relevant provisions of the Companies Act, 2013, as amended, securities of public companies can be transferred/ traded only in dematerialized form, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized.
12. Members are requested to quote their Folio No. or DP ID/ Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.
13. Pursuant to the requirement of Secretarial Standard 2 issued by The Institute of Company Secretaries of India, the brief profile/particulars of the Directors of the Company seeking their appointment or re-appointment at the AGM are stated at the end of the Explanatory Statement annexed hereto.

- 14.** As the AGM is to be held through VC/ OAVM, Members seeking any information with regard to the accounts or any documents, are requested to write to the Company at least 10 days before the date of AGM through email on cs@mycsil.com. The same will be replied / made available by the Company suitably.
- 15.** The business set out in the Notice of AGM will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given hereunder.
- 16.** Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 17.** In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
- 18.** 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. Instructions and other information for members for attending the AGM through VC/OAVM are given in this Notice.
- 19. Process for those shareholders whose email addresses are not registered with the depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:**
- a) For Physical & Demat shareholders- please provide necessary details like Folio No. / DP Id-Client Id, 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) to our RTA, Cameo Corporate Services Limited, 'Subramanian Building' No.1, Club House Road, Chennai-600002 or by email on Email id: cameo@cameoindia.com
 - b) The RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

20. INFORMATION AND OTHER INSTRUCTIONS RELATING TO E-VOTING ARE AS UNDER:

- I. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs General Circular No. 14/2020, dated 8th April, 2020, MCA General Circular no. 17/2020, dated 13th April, 2020; MCA General Circular No. 20/2020 dated 5th May, 2020; MCA Circular No. 02/2021 dated 13th January, 2021; MCA General Circular No. 19/2021, dated 8th December, 2021 and MCA General Circular No. 21/2021, dated 14th December, 2021 & General Circular No. 2/2022, dated 5th May, 2022 and in compliance with the provisions of the Companies Act, 2013 ("Act") The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
- II. 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) and MCA Circulars 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

- III. 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 to atleast 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.
- IV. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- V. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
- VI. 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.mycsil.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in Demat mode.
- Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in Demat mode.
- (i) The voting period begins at **9.00 a.m. on 27th September, 2022 and ends at 5:00 p.m. on 29th September, 2022**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date i.e. 23rd September, 2022** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

- (iv) Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

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

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.

- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

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

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

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

- (i) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- (ii) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- (iii) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- (iv) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- (v) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (vi) 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.

- (vii) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at www.mycsil.com. These queries will be replied to by the company suitably by email.
- (viii) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- (ix) Only those shareholders, who are 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 available during the AGM.
- (x) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

Mr. Kashyap R. Mehta, Proprietor, M/s. Kashyap R. Mehta & Associates, Company Secretaries, Ahmedabad has been appointed as the Scrutinizer to scrutinize the remote e-voting & e-voting process in a fair and transparent manner. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of CDSL after the declaration of result by the Chairman or a person authorized by him in writing.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESS(S) MENTIONED IN THE NOTICE OF 27TH ANNUAL GENERAL MEETING:**In respect of Item No. 3:**

After taking into account the performance evaluation of Mr. Jayesh H. Shah during his first term of five years and considering his knowledge, acumen, expertise, experience and substantial contribution and time commitment, on basis of this the Board are of the view that Mr. Jayesh H. Shah possesses the requisite skills and capabilities, which would be of immense benefit to the company, hence it is desirable to re-appoint him as independent director. Also based on the recommendation of the Nomination and Remuneration Committee, the Board subject to approval of members, at its meeting held on 30th September, 2021, has re-appointed Mr. Jayesh H. Shah as an Independent Director of the Company for a second term of 5 consecutive years with effect from the conclusion of 26th Annual General Meeting held on 30th September, 2021 till 29th September, 2026 in accordance with the provisions of the Act.

Pursuant to the provisions of section 149(10) of the Companies Act, 2013, an Independent Director shall be eligible for re-appointment for second term on passing of a Special Resolution by the Company.

In the opinion of the Board, Mr. Jayesh H. Shah fulfil the conditions of his appointment as Independent Director of the Company as per the applicable provisions specified in the Companies Act, 2013 for appointment as Independent Director and is independent of the management of the Company.

The Company has received a notice in writing from Member of the Company under section 160(1) of the Companies Act, 2013 proposing the candidature of Mr. Jayesh H. Shah for the office of Independent Director of the Company.

Details of Mr. Jayesh H. Shah is provided in the “Annexure” to the Notice pursuant to the provisions of Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India.

Mr. Jayesh H. Shah is concerned or interested in the Resolution mentioned at Item No. 3 of the Notice relating to his re-appointment. Other than him, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item No. 3 the Notice.

The Board recommends the resolution for your approval as a Special Resolution.

In respect of Item No. 4:

After taking into account the performance evaluation of Mr. Suresh M. Poojara during his first term of five years and considering his knowledge, acumen, expertise, experience and substantial contribution and time commitment, on basis of this the Board are of the view that Mr. Suresh M. Poojara possesses the requisite skills and capabilities, which would be of immense benefit to the company, hence it is desirable to re-appoint him as independent director. Also based on the recommendation of the Nomination and Remuneration Committee, the Board subject to approval of members, at its meeting held on 30th September, 2021, has re-appointed Mr. Suresh M. Poojara as an Independent Director of the Company for a second term of 5 consecutive years with effect from the conclusion of 26th Annual General Meeting held on 30th September, 2021 till 29th September, 2026 in accordance with the provisions of the Act.

Pursuant to the provisions of section 149(10) of the Companies Act, 2013, an Independent Director shall be eligible for re-appointment for second term on passing of a Special Resolution by the Company.

In the opinion of the Board, Mr. Suresh M. Poojara fulfil the conditions of his appointment as Independent Director of the Company as per the applicable provisions specified in the Companies Act, 2013 for appointment as Independent Director and is independent of the management of the Company.

The Company has received a notice in writing from Member of the Company under section 160(1) of the Companies Act, 2013 proposing the candidature of Mr. Suresh M. Poojara for the office of Independent Director of the Company.

Details of Mr. Suresh M. Poojara is provided in the “Annexure” to the Notice pursuant to the provisions of Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India.

Mr. Suresh M. Poojara is concerned or interested in the Resolution mentioned at Item No. 4 of the Notice relating to his re-appointment. Other than him, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item No. 4 the Notice.

The Board recommends the resolution for your approval as a Special Resolution.

In respect of Item No. 5

Shareholders may recall that in the 24th Annual General Meeting held on 30th September, 2019, Mr. Paresh N. Vasani was re-appointed as Managing Director of the Company for a period of three years from 1st February, 2019.

The Board of Directors, on the recommendation of Nomination and Remuneration Committee, in their meeting held on 22nd January, 2022, has re-appointed Mr. Paresh N. Vasani as Managing Director of the Company for a period of three years i.e. from 1st February, 2022 to 31st January, 2025.

The major terms of the remuneration of Managing Director are as under:

I. PERIOD:

The term of the Managing Director shall be for a period of 3 years with effect from 1st February, 2022 to 31st January, 2025, liable to retire by rotation.

II. REMUNERATION:

A. SALARY/ REMUNERATION:

The Managing Director shall be entitled to a monthly salary of Rs.20,00,000/- or any higher amount as may be decided by Board of Directors from time to time annually upto Rs.3.50 Crore per annum. The Managing Director is also entitled to get Commission/ Bonus/ Performance Incentives up to Rs. 3.50 Crores per annum that may be decided by the Board of Directors of the Company. In case the Managing Director has worked for part of the year, he will be entitled for the proportionate remuneration.

B. PERQUISITES:

- 1) Contribution to Provident Fund, Superannuation Fund and Annuity Fund to the extent these either singly or put together as per the policy of the Company.
- 2) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.

- 3) Encashment of leave as per the policy of the Company.
- 4) Free use of Company's car with driver for Company's business and free telephone facility at residence.
- 5) Reimbursement of medical expenses, Medical Allowance or free medical services at the cost of Company, for self or family members, either in India or any hospital abroad, as per the policy of the Company.
- 6) Leave Travel Concession: - Return passage for self and family, in accordance with rules made by the Company on this behalf, subject to changes from time to time.
- 7) Education Allowance for self and for family members, either in India or abroad, as per the policy of the Company.
- 8) House Rent Allowance as per the policy of the Company.
- 9) Vacation Allowance as per the policy of the Company.

III. The Managing Director shall be entitled to reimbursement of expenses incurred by him including use of Credit Card in connection with the business of the Company and entertaining guests of the Company.

IV. The Managing Director shall not, so long as he functions as such, become interested or otherwise concerned directly or through his wife and/or minor children in any selling agency of the Company without the prior approval of the Central Government.

V. DUTIES:

Subject to the superintendence, direction and control of the Board of Directors of the Company, the Managing Director shall be entrusted with substantial powers of management and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time. The head quarter of the Managing Director shall be at such place as the Board of Directors may decide from time to time.

VI. TERMINATION:

The Managing Director may be removed from his office for gross negligence, breach of duty or trust if a Special Resolution to that effect is passed by the Company in its General Meeting. The Managing Director may resign from his office by giving 60 days' notice to the Company.

VII. COMPENSATION:

In the event of termination of office of Managing Director takes place before the expiration of tenure thereof, Managing Director shall be entitled to receive compensation from the Company for loss of office to the extent and subject to limitation as provided under section 202 of the Companies Act, 2013.

As per the provisions of Sections 188, 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013, Special Resolution is necessary for holding office as Managing Director of the Company on remuneration.

The following is the details of interest of Directors/ Key Managerial Personnel/ Relative of Director/ Relative of Key Managerial Personnel:

Sr. No	Category	Name of Interested Director / KMP	Financial Interest	Non- Financial Interest
1.	Director	Mr. Paresh N. Vasani	Relates to his re-appointment as Managing Director, he may be deemed to be concerned or interested in the business	
2.	Key Managerial Personnel	-	-	
3.	Relative of Director	Ms. Jasmin P. Vasani	Relates to re-appointment of Mr. Paresh N. Vasani as Managing Director, who is relative of the Director and, therefore, she may be deemed to be concerned or interested in the business	
4.	Relative of Key Managerial Personnel	-	-	

The following are the information required under Section II of Part II of Schedule V of the Companies Act, 2013:

Sr. No.	Particulars	Information
I	GENERAL INFORMATION	
1	Nature of industry	Manufacturing & Assembly of Printed Circuit Board
2	Date or expected date of commencement of commercial production	Already Commenced
3	In case of new companies , expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.
4	Financial performance based on given indicators	Rs. 4534.48 Lakhs turnover (2021-22)
5	Exports performance and net foreign exchange collaborations	Rs. 218 Lakh (2021-22)
6	Foreign investments or collaborations, if any.	Rs. 864.98 Lakh in PCB Power Inc.
II	INFORMATION ABOUT THE APPOINTEE	
1	Background details	Mr. Paresh Vasani has obtained M.S. in Electronic Engineering and worked as senior designer at Intel Corporation, USA. He has rich experience in business of printed circuit board for 25 years. He has been working as Managing Director of the Company.
2	Past remuneration	Rs. 220 Lakh (2021-22)
3	Recognition or awards	He worked as president of Printed Circuit Board Association
4	Job profile and his suitability	He is working as Managing director of the company. The company has benefited from his skills in past and expected to benefit in future.

	5	Remuneration proposed	Rs. 20 Lakh per month, Commission/ Bonus/ Performance Incentives up to Rs. 3.50 Crores per annum and other Perquisites
	6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w. r. t the country of his origin.)	Remuneration is commensurate with experience & qualifications. It is lower compared to industry standard formula.
	7	Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel , if any	He is Managing Director and spouse of another Director Ms. Jasmine Vasani
III		OTHER INFORMATION	
	1	Reasons of loss or inadequate profits	High Interest Cost High Market competition
	2	Steps taken or proposed to be taken for improvement	Rationalisation of existing product Range and Opening new Markets
	3	Expected increase in productivity and profits in measurable terms	Turnover expected to increase in future
IV		DISCLOSURES	
	1	The shareholders of the Company shall be informed of the remunerations package of the managerial person	The shareholders have been informed in the notice of 27 th Annual General Meeting.
	2	The following disclosure shall be mentioned in the Board of Director's report under the heading "Corporate Governance", if any, attached to the annual report:	NOT APPLICABLE
	2(i)	All elements of remuneration package such as salary, benefit, bonuses, stock, stock options, pension, etc, of all the directors;	
	2(ii)	Details of fixed component and performance linked incentives along with the performance criteria;	
	2(iii)	Service contracts, notice period, severance fees;	
	2(iv)	Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable;	

None of the Directors (except Mr. Paresh N. Vasani & Ms. Jasmine P. Vasani), Key Managerial Personnel (KMP) of the Company or any relatives of such Director or KMPs are in any way concerned or interested or deemed to be concern or interested or deemed to be concern or interested, financially or otherwise, in the proposed resolution.

The Board recommends the resolution for your approval as a Special Resolution.

Registered Office:

Unit No.1001, 10th Floor, "ONE42" South Tower,
Nr. Ashok Vatika, Opp. Jayantilal Park BRTS,
Ambli Bopal Road, Ahmedabad – 380058
Date: 24th August, 2022

By Order of the Board,

Krupali H. Shah
Company Secretary

THE DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AND/OR FIXATION OF REMUNERATION OF MANAGING DIRECTOR IN FORTHCOMING ANNUAL GENERAL MEETING PURSUANT TO SECRETARIAL STANDARD 2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA:

Name of Directors	Ms. Paresh N. Vasani, Managing Director	Mr. Jayesh H. Shah, Independent Director	Mr. Suresh M. Pujara, Independent Director
Date of Birth	6 th July 1967	19 th June, 1965	4 th May, 1953
Date of Appointment	8 th February, 1995	3 rd December, 2011	24 th May, 2016
Qualifications	M.S. in Electronic Engineering	Commerce Graduate	Commerce Graduate
Experience	He has worked as Senior Design Engineer at Intel Corporation, USA. He has served as president of Printed Circuit Board Association. He has rich experience in Printed Circuit business since last 25 years	He is having experience of 3 decades in the field of Finance & Taxation.	He is having wide experience in the field of business Management & Administration
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	-	-	-
Remuneration last drawn by such person, if any.	Rs. 220 Lakh p.a.	-	-
Shareholding in the Company	1,06,76,666 Equity Shares	100 Equity Shares	8 Equity Shares
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company,	Related to Ms. Jasmine P. Vasani, Director of the Company	He is not related to any Directors, Manager & other Key Managerial Personnel of the Company	He is not related to any Directors, Manager & other Key Managerial Personnel of the Company
Number of Meetings of the Board attended during the year	7 meetings attended	7 meetings attended	7 meeting attended
List of Public Limited Companies in which Directorships held	PCB Power (India) Limited	PCB Power (India) Limited	-
List of Private Limited Companies in which Directorships held	1. Eurocircuits India Private Limited 2. PCB Planet (India) Private Limited 3. Mechpower Technology Private Limited	1. Eurocircuits India Private Limited 2. PCB Planet (India) Private Limited 3. Mechpower Technology Private Limited	-

Chairman/Member of the Committees of Directors of other Companies	-	-	-
Justification for choosing the appointee for appointment as Independent Directors	N.A.	He is having wide experience in the field of Finance & Taxation.	He is having wide experience in the field of Management & Administration.

Registered Office:

Unit No.1001, 10th Floor, "ONE42" South Tower,
 Nr. Ashok Vatika, Opp. Jayantilal Park BRTS,
 Ambli Bopal Road, Ahmedabad – 380058
 Date: 24th August, 2022

By Order of the Board,

Krupali H. Shah
 Company Secretary

DIRECTORS' REPORT

Dear Members,

Your Directors present the 27th ANNUAL REPORT together with the Audited Financial Statements for the Financial Year 2021-22 ended 31st March, 2022.

1. FINANCIAL RESULTS:

Particulars	(Rs. In Lakh)	
	2021-22	2020-21
Income from Operation	4534.48	3406.70
Other Income	47.97	52.99
Profit before Finance Cost, Depreciation and Tax	917.41	820.62
Less: Finance Cost	190.54	180.73
Profit before Depreciation	726.87	639.89
Less: Depreciation	576.69	542.51
Profit/ (Loss) before Exceptional Items	150.19	97.38
Less: Exceptional Items	-	-
Profit/ (Loss) before Tax	150.19	97.38
Less: Provision for Tax	67.50	92.72
(Add): Deferred Tax Credit	(30.77)	(68.75)
Less: MAT Credit reversal	-	-
(Add): Tax expenses related to earlier year	3.66	(3.28)
Profit/ (Loss) after Tax	109.80	76.69

There are no material changes and commitment affecting the financial position of the Company which have occurred between 1st April, 2021 and date of this report.

2. DIVIDEND:

To conserve the resource, the Directors are unable to recommend any dividend on the Equity Shares for the year under review.

3. SHARE CAPITAL:

The paid up Share Capital of the Company as on 31st March, 2022 was Rs. 1386.90 Lakhs. As on 31st March, 2022, the Company has not issued shares with differential voting rights nor granted stock options nor sweat equity and none of the Directors of the Company hold any convertible instruments.

Upon receipt of the requisite approval of the members/ shareholders in the 26th Annual General Meeting held on 30th September, 2021 by way of passing Special Resolution pursuant to Section 66, Section 52 and other applicable provisions of the Companies Act, 2013, the Company made application to the Hon'ble National Company Law Tribunal, Ahmedabad Bench ('NCLT') for their approval and confirmation to reduce the issued, subscribed and paid up equity share capital of the Company from Rs. 13,86,90,160/- (divided into 1,38,69,016 equity shares of Rs. 10/- each) to Rs. 12,92,70,740/- (divided into 1,29,27,074 equity shares of Rs. 10/- each), by cancelling and extinguishing, in aggregate, 6.79 % of the total issued, subscribed and paid-up equity share capital of the Company, comprising of 9,41,942 equity shares of Rs. 10/- each held by the

public shareholders of the Company i.e. the holders of the equity shares of the Company other than the promoters, promoter group & Directors of the Company (the 'Public Shareholders') by paying-off such Public Shareholders, the fair value of Rs.17/- for each equity share held by such Public Shareholders in the Company.

The said application is under active consideration of the Hon'ble National Company Law Tribunal, Ahmedabad Bench.

4. RESERVES:

Your Company does not propose to transfer any amount to general reserve.

5. BUSINESS SCENARIO:

The Company has focused on margins since last 5 years instead of volumes. This policy has started showing benefits in terms of improved margins and profitability in spite of fall in turnover. The Company considers continuing the same policy in future and will focus on increase in turnover and your directors expects that the same will result into improved profitability in future.

6. COVID-19 PANDEMIC:

Due to outbreak of Covid-19 globally and in India, the Company's management has made initial assessment of likely adverse impact on business and financial risks on account of Covid-19. However, the management does not see any medium to long term risks in the Company's ability to continue as a going concern and meeting its liabilities and compliance with the debt covenants, applicable, if any.

7. DIRECTORS:

7.1 One of your Directors viz. Mr. Paresh N. Vasani retires by rotation in terms of the Articles of Association of the Company. However, he being eligible offers himself for re-appointment.

7.2 The Board, based on the recommendations of the Nomination and Remuneration Committee and subject to approval of members, has re-appointed Mr. Jayesh H. Shah as an Independent Director for a second term of 5 consecutive years. Members are requested to accord their consent / approval to re-appointment of Mr. Jayesh H. Shah as an Independent Director of the Company, not liable to retire by rotation, for his second term of 5 consecutive years with effect from the conclusion of 26th Annual General Meeting held on 30th September, 2021 till 29th September, 2026.

7.3 The Board, based on the recommendations of the Nomination and Remuneration Committee and subject to approval of members, has re-appointed Mr. Suresh M. Poojara as an Independent Director for a second term of 5 consecutive years. Members are requested to accord their consent / approval to re-appointment of Mr. Suresh M. Poojara as an Independent Director of the Company, not liable to retire by rotation, for his second term of 5 consecutive years with effect from the conclusion of 26th Annual General Meeting held on 30th September, 2021 till 29th September, 2026.

7.4 The Board, based on the recommendations of the Nomination and Remuneration Committee and subject to approval of members, has re-appointed Mr. Paresh N. Vasani as Managing Director w.e.f. 1st February, 2022 for a period of 3 years. Members are requested to grant their consent / approval to appoint of Mr. Paresh N. Vasani as Managing Director for a period of 3 years with effect from 1st February, 2022 to 31st January, 2025.

7.5 The Board of Directors duly met 7 times during the financial year 2021-22 on 9th April, 2021, 1st July, 2021, 17th July, 2021, 28th August, 2021, 30th September, 2021, 18th December, 2021 & 22nd January, 2022 respectively.

7.6 The Company has received necessary declaration from each Independent Directors of the Company under Section 149(7) of the Companies Act, 2013 (the Act) that they meet with the criteria of their independence laid down in Section 149(6) of the Act.

7.7 In terms of provisions of Section 150 of the Companies Act, 2013 read with Rule 6(4) of the Companies (Appointment & Qualification of Directors) Amendment Rules, 2019 the Independent Directors of the Company have registered themselves with the Indian Institute of Corporate Affairs, Manesar ('IICA').

7.8 Brief profile of the Directors being re-appointed as required under Secretarial Standard on General Meetings are provided in the notice for the forthcoming AGM of the Company.

7.9 DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the requirement of Section 134 of the Companies Act, 2013, it is hereby confirmed:

- (i) that in the preparation of the annual accounts, the applicable accounting standards (IND-AS) had been followed along with proper explanation relating to material departures;
- (ii) that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at 31st March, 2022 being end of the financial year 2021-22 and of the profit of the Company for the year;
- (iii) that the Directors had taken proper and sufficient care for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) That the Directors had prepared the annual accounts on a going concern basis.
- (v) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

8. INTERNAL FINANCIAL CONTROL AND ITS ADEQUACY:

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and the timely preparation of reliable financial disclosures.

9. MANAGERIAL REMUNERATION:

REMUNERATION OF DIRECTORS:

Sr. No.	Name of the Director & Designation	Remuneration for the financial year 2021-22	Commission received from Holding/ Subsidiary
1.	Mr. Paresh Vasani, Managing Director	Rs.2,20,00,000/-	N.A.

The Board of Directors has framed a Remuneration Policy that assures the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors, Key Managerial Personnel and Senior Management to enhance the quality required to run the Company successfully.

All the Board Members and Senior Management personnel have affirmed time to time implementation of the said Remuneration policy.

The Nomination and Remuneration Policy are available on the Company's website - www.mycsil.com.

10. NET WORTH OF THE COMPANY:

The Net worth as on 31st March, 2022 is Rs.2821.33 Lakh compared to Rs. 2721.53 Lakh as on 31st March, 2021.

11. PERSONNEL AND H. R. D.:

11.1 INDUSTRIAL RELATIONS:

The industrial relations continued to remain cordial and peaceful and your Company continued to give ever increasing importance to training at all levels and other aspects of H. R. D.

11.2 PARTICULARS OF EMPLOYEES:

Name & Designation of employee	Remuneration received during 2021-22	Nature of employment	Qualification	Experience	Date of commencement of employment	Age	Last employment	% of Equity Shares held	Relation of employee with Directors of the Company
Mr. Paresh Vasani, Managing Director	Rs. 220.00 Lakh	Regular	M.S. in Electronic Engineering	27 years	08/02/1995	55	Intel Corporation, USA	76.98	Spouse of Ms. Jasmine Vasani, Director

Except him, there is no other Employee drawing remuneration requiring disclosure under Rule 5(2) of Companies Appointment & Remuneration of Managerial personnel) Rules, 2014.

There is no Employee drawing remuneration requiring disclosure under Rule 5(2) of Companies Appointment & Remuneration of Managerial personnel) Rules, 2014.

12. RELATED PARTY TRANSACTION AND DETAILS OF LOANS, GUARANTEES, INVESTMENT & SECURITIES PROVIDED:

Details of Related Party Transactions and Details of Loans, Guarantees and Investments covered under the provisions of Section 188 and 186 of the Companies Act, 2013 respectively are given in the notes to the Financial Statements attached to the Directors' Report.

All transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any transactions with related parties which could be considered as material in accordance with the policy of the Company on materiality of related party transactions.

13. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information required under Section 134(3)(m) of the Companies Act, 2013 and rule 8(3) of Companies (Accounts) Rules, 2014, relating to the conservation of Energy and Technology Absorption forms part of this report and is given by way of **Annexure- A**.

14. ANNUAL RETURN:

The Annual Return as required under Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014 is available on the website of the Company and can be accessed at www.mycsil.com.

15. AUDIT COMMITTEE:

15.1 The Board of Directors has constituted Audit Committee consisting of the following:

- | | |
|--------------------------|----------|
| 1. Mr. Jayesh H. Shah | Chairman |
| 2. Mr. Suresh M. Poojara | Member |
| 3. Mr. Paresh N. Vasani | Member |

15.2 VIGIL MECHANISM:

The Board of Directors has laid down a policy on Vigil Mechanism for effective and smooth functioning of Company. All the Board Members and Senior Management personnel have affirmed compliance with the policy of Vigil Mechanism.

16. NOMINATION AND REMUNERATION COMMITTEE:

The Company has also set up a Remuneration Committee of Directors, consisting of:

- | | |
|--------------------------|----------|
| 1. Mr. Jayesh H. Shah | Chairman |
| 2. Mr. Suresh M. Poojara | Member |
| 3. Mr. Jasmine P Vasani | Member |

The Committee identifies and ascertains the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.

The Committee fixes remuneration of the Directors on the basis of their performance and also practice in the industry. The terms of reference of the Nomination & Remuneration Committee include review and recommendation to the Board of Directors of the remuneration paid to the Directors. The Committee meets as and when required to consider remuneration of Directors.

17. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Board has constituted a Stakeholders' Relationship Committee for the purpose of effective Redressal of the complaints and concerns of the shareholders and other stakeholders of the Company.

The Committee comprises the following Directors as members as on the date of the Report:

- | | |
|-------------------------|----------|
| 1. Mr. Jayesh H. Shah | Chairman |
| 2. Mr. Paresh N. Vasani | Member |

The Company has not received any complaints during the year. There was no valid request for transfer of shares pending as on date.

Ms. Krupali H. Shah, Company Secretary is the Compliance Officer for the above purpose.

18. GENERAL:

18.1. AUDITORS:

STATUTORY AUDITORS:

The present Auditors of the Company viz. M/s. Hemanshu Shah & Co., Chartered Accountants (Firm Registration No. 122439W), Ahmedabad were pointed at the 26th Annual General Meeting (AGM) held on 30th September, 2021 to hold office for a period of 5 years from the conclusion of 26th AGM till the conclusion of the 31st AGM of the Company to be held in the year 2026.

The remarks of Auditor are self explanatory and have been explained in Notes on Accounts.

18.2 INSURANCE:

The movable and immovable properties of the Company including plant and Machinery and stocks wherever necessary and to the extent required have been adequately insured against the risks of fire, riot, strike, malicious damage etc. as per the consistent policy of the Company.

18.3 FIXED DEPOSITS:

The Company has not accepted any fixed deposits from the public within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

18.4 SUBSIDIARIES/ ASSOCIATES/ JVS:

The Company has Two subsidiaries viz. PCB Power (India) Limited and PCB Power Inc. USA as on 31st March, 2022. The Subsidiary Company's Goodwill is helping parent company to increase its business.

Mechpower Technology Private Limited was incorporated w.e.f. 27th May, 2022 as a wholly owned Subsidiary of the Company.

The information, pursuant to first proviso to Section 129(3) and rule 5 of Companies (Accounts) Rules, 2014, relating to the financial statement of subsidiaries/ associate companies/ joint ventures forms part of this report and is given by way of **Annexure-B**.

Financial accounts of our subsidiary for the financial year 2021-22 are available for inspection by any Member at the Registered Office of your Company, during normal business hours on working days, up to the date of the Annual General Meeting of the Company, a copy of which can also be sought by any Member on making a written request to the Secretarial Department of your Company in this regard.

The Company has prepared Consolidated Financial Statements of the Company and its subsidiary and is included in the Annual Report. The Financial Statements of the Subsidiary Company are not being attached with the Annual Report of the Company but are uploaded on website of the Company.

Apart from this, the Company has no other Subsidiaries/ Associates/ Jvs.

18.5 RISKS MANAGEMENT POLICY:

The Company has a risk management policy, which from time to time, is reviewed by the Audit Committee of Directors as well as by the Board of Directors. The Policy is reviewed quarterly by assessing the threats and opportunities that will impact the objectives set for the Company as a whole. The Policy is designed to provide the categorization of risk into threat and its cause, impact, treatment and control measures. As part of the Risk Management policy, the relevant parameters for protection of environment, safety of operations and health of people at work and monitored regularly with reference to statutory regulations and guidelines defined by the Company.

18.6 CODE OF CONDUCT:

The Board of Directors has laid down a Code of Conduct applicable to the Board of Directors and Senior Management. All the Board Members and Senior Management personnel have affirmed compliance with the code of conduct.

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

There has been no significant and material order passed by any regulators or courts or tribunals, impacting the going concern status of the Company and its future operations.

18.8 ENVIRONMENT AND SAFETY:

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner, so as to ensure safety of all concerned, compliances of environmental regulations and preservation of natural resources.

18.9 DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company has in place an Anti Sexual Harassment Policy, in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year under review, the Company did not receive any complaint.

18.10 INSTANCES OF FRAUD, IF ANY REPORTED BY THE AUDITORS:

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Companies Act, 2013.

18.11 CREDIT RATINGS:

The Company has been rated as CARE BB+ (Stable) by CARE Rating Limited during the financial year 2021-22.

18.12 SECRETARIAL STANDARDS:

The Company complies with the Secretarial Standards, issued by the Institute of Company Secretaries of India, which are mandatorily applicable to the Company.

18.13 CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

During this period under the provisions under section 135 in respect of CSR is not applicable to the Company. Hence, your Directors have not constituted the Corporate Social Responsibility (CSR) Committee.

18.14 DETAILS OF PROCEEDINGS UNDER IBC & OTS, IF ANY:

There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016. Further, there was no instance of one time settlement with any Bank or Financial Institution.

19. DISCLOSURE OF ACCOUNTING TREATMENT:

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

20. DISCLOSURE OF MAINTENANCE OF COST RECORDS:

Maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not applicable to the Company.

21. DEMATERIALISATION OF EQUITY SHARES:

Shareholders have an option to dematerialise their shares with either of the depositories viz NSDL and CDSL. The ISIN No. allotted is INE720H01010.

22. FINANCE:

The Company is enjoying financial assistance from HDFC Bank Limited. The Company is regular in payment of interest and principal.

23. ACKNOWLEDGMENT:

Your Directors express their sincere thanks and appreciation to Promoters and Shareholders for their constant support and co-operation. Your Directors also place on record their grateful appreciation and co-operation received from Bankers, Financial Institutions, Government Agencies and employees of the Company.

For and on behalf of the Board,

Place: Ahmedabad
Date: 24th August, 2022

Paresh Vasani
Managing Director
DIN: 01376786

Jayesh Shah
Director
DIN: 02559296

ANNEXURE-A

FORM – A

Disclosure of particulars with respect to Conservation of Energy

(A) Conservation of energy-

Steps taken or impact on conservation of energy	Your Company uses electric energy for its machineries installed at the work premises and office equipments at office premises. All possible measures have been taken to conserve energy by using latest technology, which is most efficient and conservative in absorbing the energy.
Steps taken by the Company for utilising alternate sources of energy	-
Capital investment on energy conservation equipments	N.A.

(B) TECHNOLOGY ABSORPTION:

Efforts made in Research and Development and Technology Absorption as per Form B prescribed in the Rules is as under:

1. Research & Development (R & D)

(a) Specific areas in which R&D carried out by the Company.	:	Not Applicable
(b) Benefits derived as a result of the above R&D	:	-
(c) Future plan of action	:	-
(d) Expenditure on R&D	:	-

2. Technology absorption, adoption and innovation: The Company does not envisage any technology absorption.

(C) FOREIGN EXCHANGE EARNINGS & OUTGO:

	2021-22 (Rs.)	2020-21 (Rs.)
Total Foreign exchange earnings	2,94,28,413/-	1,71,53,630/-
Total Foreign Exchange used	18,38,96,673/-	10,87,58,182/-

For and on behalf of the Board,

Place: Ahmedabad
Date: 24th August, 2022

Paresh Vasani
Managing Director
DIN: 01376786

Jayesh Shah
Director
DIN: 02559296

ANNEXURE- B

FORM AOC-I

(Pursuant to first proviso to sub-section (3) of Section 129 of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of Subsidiaries / Associate companies / Joint Ventures

PART “A”: SUBSIDIARIES

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

Sr. No.	Particulars	Details	
1.	Name of the subsidiary	PCB Power (India) Limited	PCB Power Inc. USA
2.	The date since when subsidiary was acquired	20 th January 2006	3 rd January 2019
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	1 st April, 2021 to 31 st March, 2022	1 st April, 2021 to 31 st March, 2022
4.	Reporting currency; and	Indian Rupee	US Dollar
	Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Not Applicable	USD @ Rs.75.8071
5.	Share Capital	Rs.8,60,200/-	Rs.9,09,68,520/-
6.	Reserves & surplus	Rs.92,76,965/-	Rs.(2,14,24,088)/-
7.	Total assets	Rs. 1,10,18,612/-	Rs. 7,93,34,979/-
8.	Total Liabilities	Rs. 8,81,447/-	Rs. 97,90,548/
9.	Investments	Nil	Nil
10.	Turnover	Nil	Rs. 10,62,21,711/-
11.	Profit/(Loss) before taxation	Rs. 5,02,005/-	Rs.(95,40,993)/-
12.	Provision for taxation	Rs. 78,313/-	Nil
13.	Profit/(Loss) after taxation	Rs. 4,23,692/-	Rs.(96,60,442)/-
14.	Proposed Dividend	Nil	Nil
15.	% of shareholding	100%	100%

Mechpower Technology Private Limited was incorporated w.e.f. 27th May, 2022 as a wholly owned Subsidiary of the Company.

PART “B”: ASSOCIATES AND JOINT VENTURES

The Company does not have any Associate companies/ JVs.

For and on behalf of the Board,

Place: Ahmedabad
Date: 24th August, 2022

Paresh Vasani
Managing Director
DIN: 01376786

Jayesh Shah
Director
DIN: 02559296

INDEPENDENT AUDITOR'S REPORT

To
The Members of Circuit Systems (India) Limited
Ahmedabad

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Circuit Systems (India) Limited (“the Company”), which comprise the Standalone Balance Sheet as at 31st March, 2022 and the Standalone Statement of Profit and Loss(including other comprehensive income), Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows for the year then ended and notes to Standalone financial statements, including a summary of significant accounting policies and other explanatory information(herein referred to as “Standalone financial statements”).

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

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor’s Responsibilities for the Audit of the Standalone Financial Statements section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Financial

Statements under the provisions of the Act and the Rules thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Information other than the Standalone Financial Statements and Auditors' Report thereon.

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

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

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of 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 accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) 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 Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, Management and Board of Directors are 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. 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 Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to Standalone Financial Statement 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 in the Standalone Financial Statements made by Management and Board of Directors.
- Conclude on the appropriateness of Management's and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial 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.

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

- A. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- B. As required by Section 143(3) of the Act, we report that:
 - I. 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.

- II. 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.
- III. The Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including other comprehensive income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- IV. In our opinion, the aforesaid Standalone Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
- V. On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
- VI. With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the company and the operating effective of such controls, refer to our separate Report in “Annexure B”.
- VII. With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - a. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements – Refer Note 29 to the standalone financial statements;
 - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

- c. There is no need to transfer any amounts to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2022.
- d. (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (ii) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities(“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d)(i) and (d)(ii) contain any material misstatement.
- e. No dividend declared or paid during the year by the Company, Hence Section 123 of the Act is not applicable.

C. With respect to the matter to be included in the Auditor's report under Section 197(16) of the Act.

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For Hemanshu Shah & Co
Chartered Accountants Firm
Registration No.122439W

(H C Shah)
Partner
Membership No. 36441
UDIN : 22036441ARDKSS7350

Place : Ahmedabad
Date : 24th August 2022

CIRCUIT SYSTEMS (INDIA) LIMITED**Annexure A to the Independent Auditors' Report****(Refer to paragraph (A) on other Legal and Regulatory Requirements of our report of even date.)**

With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the Standalone Financial Statements for the year ended March 31, 2022, we report the following:

- I. In respect of the Company's Property, Plant and Equipment and Intangible Assets :
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and Investment properties.
 - b) In our opinion and according to the information and explanations given to us during the course of the audit, property, plant and equipment and Investment properties have been physically verified by the management at regular intervals, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
 - c) In our opinion and according to the information and explanations given to us during the course of the audit, title deeds of all immovable properties including property, plant and equipment are held in the name of Company.
 - d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not re-valued its Property, plant and equipment or Intangible assets or both during the year.
 - e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

- II. a) The inventories other than that of with third parties have been physically verified by the management at reasonable intervals. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.
- b) According to the information and explanations given to us during the course of the audit, the Company has been sanctioned working capital limits in excess of Rs. 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company.
- III. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided guarantee or security or granted advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. The Company has made investments and granted unsecured loans to companies and other parties, in respect of which the requisite information is as below.
- a) Based on the audit procedures carried on by us and as per the information and explanations given to us, the company has not provided loans to any other entity.
- b) In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.
- c) There are no amounts overdue for more than ninety days in respect of the loan granted to Company/Firm/ LLP/ Other Parties.

- d) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties.
 - e) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year.
- IV. In our opinion and according to the information and explanations given to us during the course of the audit, in respect of loans, investments, guarantees and security provisions of section 185 and 186 of Companies Act, 2013 have been complied with.
- V. In our opinion and according to the information and explanations given to us during the course of the audit, the Company has not accepted any deposit within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended) from the public. Therefore, the provisions of Clause (v) of paragraph 3 of the Order are not applicable to the Company.
- VI. The Central Government has prescribed the maintenance of cost records under section 148(1) of the Companies Act 2013 in respect of certain manufacturing activities of the Company. We have broadly reviewed the accounts and records of the Company in this connection and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made the detailed examination of the same.
- VII. (a) In our opinion and according to the information and explanations given to us during the course of the audit, the Company is generally regular in depositing with appropriate authorities undisputed amount of Provident Fund, State Insurance, Income-tax, Goods and Service Tax, Duty of Customs, Cess and any other statutory dues applicable to it and no undisputed amounts payable were outstanding as at 31st March,

2022 for a period of more than six months from the date they became payable.

(b) Following are the details of disputed Income-tax, that have not been deposited to the concerned authorities as on 31st March, 2022

Sr. No	Name of the Statue	Nature of the dues	Forum where dispute is pending	Unpaid Amount (Rs.)
1	Income-tax Act, 1961	Income-tax	CIT-Appeal	98,10,765

VIII. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

IX. a) In our opinion and according to the information and explanations given to us during the course of the audit, the Company has not defaulted in repayment of dues to financial institutions or banks or debenture holders.

b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

c) In our opinion and according to the information and explanations given to us, the Company has utilized the money raised by way of term loan during the year for which they were raised.

d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

- e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- f) The Company has not raised 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 moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures during the year. Accordingly clause 3(x)(b) of the Order is not applicable.
- XI. (a) In our opinion and according to the information and explanations given to us during the course of the audit, we report that no material fraud by the Company and no material fraud on the Company have been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.
- XII. In our opinion and according to the information and explanations given to us during the course of the audit, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.

- XIII. In our opinion and according to the information and explanations given to us during the course of the audit, all transactions with the related parties are in compliance with section 188 of Companies Act, 2013 and details have been disclosed in the Financial Statements, Provisions of Section 177 is not applicable to the Company.
- XIV. In our opinion and according to the information available with us, provision for appointment of internal auditor is not applicable to the company as it does not fall under the criteria as laid down under section 138 of the Companies Act, 2013. Hence reporting under clause (xiv)(a) and (xiv)(b) is not applicable to the Company.
- XV. In our opinion and according to the information and explanations given to us during the course of the audit, the Company has not entered into any non-cash transactions with directors or persons connected with him and hence, provisions of section 192 of the Companies Act, 2013 is not applicable.
- 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. Hence, reporting under clause 3(xvi)(a) of the Order is not applicable.
- (b) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(b) of the Order is not applicable.
- (c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable

(d) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

XVII. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

XVIII. There has been no resignation of the statutory auditors of the Company during the year.

XIX. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

XX. According to the information and explanations given to us, the provision of Section 135 of the Act is not applicable to the company. And hence there is no requirement to transfer any amounts to the special account as on date of our audit report. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the order are not applicable to the Company.

XXI. The reporting under clause (xxi) is not applicable in respect of audit of Standalone financial statements of the Company. Accordingly, no Comment has been included in respect of said clause under this Report.

For Hemanshu Shah & Co
Chartered Accountants Firm
Registration No.122439W

(H C Shah)
Partner
Membership No. 36441
UDIN:22036441ARDKSS7350

Place : Ahmedabad
Date : 24th August 2022

CIRCUIT SYSTEMS (INDIA) LIMITED**Annexure - B to the Auditors' Report**

(Refer to paragraph B(VI) on other Legal and Regulatory Requirements of our report of even date.)

Report on the internal financial controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

Opinion

We have audited the internal financial controls with reference to Standalone Financial Statements of Circuit Systems (India) Limited ("the Company") as of 31st March 2022, in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to Standalone Financial Statements and such internal financial controls were operating effectively as at 31st March 2022, based on the internal financial controls with reference to Standalone Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance note").

Management's Responsibility for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial control with reference to Standalone Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable

financial information, as required under the Companies Act, 2013 (herein referred to as the “Act”).

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to Standalone Financial Statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Standalone Financial Statements were established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system with reference to Standalone Financial Statements.

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

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

For Hemanshu Shah & Co
Chartered Accountants Firm
Registration No.122439W

Place : Ahmedabad
Date :24th August 2022

(H C Shah)
Partner
Membership No. 36441
UDIN:22036441ARDKSS7350

		(Rs.in Lakhs)	
	NOTE	As at 31st March, 2022	As at 31st March, 2021
EQUITY AND LIABILITIES			
Shareholders' funds			
Share Capital	2	1386.90	1386.90
Reserves and Surplus	3	1444.43	1334.63
Non current Liabilities			
Long term borrowings	4	1084.57	502.19
Long term provision	5	44.30	34.36
Current Liabilities			
Short term borrowings	6	1150.65	945.13
Trade payables	7		
Total outstanding dues of micro enterprises and small enterprises		24.58	18.81
Total Outstanding other than micro enterprises and small enterprises		329.84	397.25
Short term provision	8	9.23	8.18
Other current liabilities	9	395.44	387.73
TOTAL		5869.94	5015.18
ASSETS			
Non Current Assets			
Property, Plant and Equipment			
Tangible assets	10	2368.59	1896.53
Intangible assets		10.56	0.47
Capital Work-in-Progress		Nil	18.16
Investments	11	1614.19	1465.26
Other Non Current Assets	12	Nil	Nil
Long Term Loans and Advances	13	0.72	100.66
Deferred Tax Asset(Net)	14	129.95	99.17
Current Assets			
Trade Receivables	15	119.61	225.68
Inventories	16	1066.49	891.04
Short Term Loans and Advances	17	485.78	278.24
Cash and bank balances	18	74.04	39.96
TOTAL		5869.94	5015.18
Significant Accounting Policies Notes on Financial Statements	1 2 TO 52		

For and on behalf of the Board

Managing Director
DIN : 1376786

Director
DIN : 2559296
Place : Ahmedabad

Chief Financial officer

Company Secretary

As per our Report of even date
For Hemanshu Shah & Co
Chartered Accountants
Firm Registration No 122439W

H. C. SHAH
Partner

Statement of Profit and Loss for the year ended 31st March, 2022

	NOTE	2021-2022 (Rs. In lakh)	2020-2021 (Rs. In lakh)
INCOME			
Revenue From Operations	19	4534.48	3406.70
Other Income	20	47.97	52.99
Changes in inventories of finished goods and work in progress	21	(60.45)	35.60
TOTAL REVENUE		4522.00	3495.28
EXPENDITURE			
Cost of Raw Materials Consumed	22	1443.75	1123.66
Purchase of Traded Goods		76.59	51.51
Employee Benefit Expenses	23	779.60	468.42
Other Expenses	25	1304.65	1031.06
TOTAL EXPENSES		3604.59	2674.65
Profit before Finance cost, Depreciation and Tax		917.41	820.63
Finance Cost	24	190.54	180.73
Provision for Depreciation	10	576.69	542.51
(Loss)/Profit Before Tax		150.19	97.38
Tax Expenses			
Current Tax		67.50	92.72
Deferred Tax Credit		(30.77)	(68.75)
Tax expenses related to earlier year		3.66	(3.28)
(Loss)/Profit for the year		109.80	76.69
Earnings per equity share of face value of Rs. 10 each			
Basic and Diluted (in Rs.)	27	0.79	0.55
Significant Accounting Policies	1		
Notes on Financial Statements	2 TO 52		

For and on behalf of the Board

Managing Director
DIN : 1376786

Chief Financial officer

Director
DIN : 2559296
Place : Ahmedabad
Date : 24th August 2022

Company Secretary

As per our Report of even date
For Hemanshu Shah & Co
Chartered Accountants
Firm Registration No 122439WH. C. SHAH
Partner
Membership No. 36441

	For the year ended on 31st March, 2022 (Rs. In lakh)	For the year ended on 31st March, 2021 (Rs. In lakh)
A. Cash Flow from Operating activities		
Net (Loss)/Profit before Tax	150.19	97.38
Add :-		
Provision for Depreciation	576.69	542.51
(Profit) / Loss on sale of Asset	(18.95)	8.43
Sundry Balance Written Off	(3.73)	0.97
Bad debts	8.68	1.03
Fluctuation in Foreign Exchange	1.27	(1.55)
	714.14	648.76
Interest Income	(1.99)	(2.17)
Interest Expense	190.54	180.73
Operating profit before working capital changes	902.69	827.33
Adjustment for :		
Trade payables, Provisions and other liabilities	(48.85)	365.68
Inventories	(175.45)	(169.69)
Trade and Other receivables	(27.37)	(49.84)
Cash Generated from Operations	(251.67)	146.15
Direct tax paid	(149.11)	(18.72)
Net cash flow from operating activities	501.90	954.77
B. Cash flow from Investing activities		
Purchase of Property, Plant and Equipment	(1,066.99)	(193.87)
Sale of Property, Plant and Equipment	45.28	1.30
Investment in shares of subsidiary	(148.93)	(222.54)
Interest received	0.90	1.03
Investment in fixed deposit	Nil	(2.22)
Fixed deposit matured	Nil	9.90
Net Cash used in Investing activities	(1,169.75)	(406.40)
C. Cash flow from financing activities		
Changes in loans and advances	100.00	(63.07)
Repayment of long term borrowings	(368.11)	(496.40)
Proceeds from long term borrowings	1,022.32	170.00
Repayment of short term borrowings	(1,462.50)	(1,735.00)
Proceeds from short borrowings	1,551.00	1,655.86
Interest paid	(140.79)	(140.74)
Net Cash flow from financing activities	701.93	(609.36)
D. Net Increase in cash and cash equivalents (A+B+C)	34.08	(60.99)
E. Cash and cash Equivalents at the beginning of the year	39.96	100.94
F. Cash and cash Equivalents at the end of the year	74.04	39.95
Components of Cash and Cash Equivalents		
Cash on Hand	4.54	4.46
Balance with schedule banks		
In current Accounts	20.97	6.40
In deposit account	48.54	29.10
	74.04	39.95

Notes: Significant Accounting Policies
Notes on Financial Statements

- 1 The cash flow statement has been prepared under the indirect method as set out in Accounting Standard - 3 on Cash Flow Statement issued by The Institute of Chartered Accountants of India.
- 2 Purchase of Property, Plant & Equipments / CWIP are stated inclusive of movement of capital work in progress, creditors, project and other advances.
- 3 Figures in bracket indicate cash outflow.

For and on behalf of the Board

Managing Director Chief Financial officer
DIN : 1376786

Director Company Secretary
DIN : 2559296

As per our Report of even date
For Hemanshu Shah & Co
Chartered Accountants
Firm Registration No 122439W

H. C. SHAH

Note 1 : Significant accounting policies

(a) BASIS OF PREPARATION :

The Financial Statements have been prepared and presented under the historical cost convention on an accrual basis of accounting and in accordance with Generally Accepted Accounting Principles (GAAP) in India. GAAP comprises mandatory Accounting Standards as prescribed under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation and recommendation of the National Finance Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply. Consequently, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under section 211(3C) of Companies Act, 1956 [Companies (Accounting Standards) Rules, 2006, as amended]

USE OF ESTIMATES

The Preparation of financial statements requires estimates and assumption to be made that affects the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the result are known / materialized.

(b) Current-non current classification

All assets and liabilities are classified into current and non current.

Assets:

An asset is classified into current and non current.

- (I) It is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
- (II) It is held primarily for the purpose of being traded;
- (III) It is expected to be realised within 12 months after the reporting date; or
- (IV) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months from original maturity.

Current assets include the current portion of non-current financial assets.

All other assets are classified as non-current

Liability:

Liability is classified as current when it satisfies any of the following criteria:

- (I) It is expected to be settled in the company's normal operating cycle;
- (II) It is held primarily for the purpose of being traded;
- (III) It is due to be settled within 12 months after the reporting date; or
- (IV) The Company does not have and an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of liability that could, at the option of the counter party, result in its settlement by the issue of equity instruments do not affect its classification.

Current Liabilities include current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

(c) Property, Plant & Equipment:

Property, Plant & Equipment

Property , Plant & Equipments are stated at cost less accumulated depreciation and impairment loss (if any). Cost comprises of purchase price, non refundable duties, levies and any directly attributable cost of bringing the assets to its working condition for the intended use.

Note 1 : Significant accounting policies

Intangible Assets

Intangible Assets are stated at cost of acquisition less accumulated amortization and impairment loss (if any). Cost of acquisition comprises of purchase price, non refundable duties, levies and any directly attributable cost of bringing the intangible assets to its working condition for the intended use.

(d) DEPRECIATION :

Depreciation on Property, Plant & Equipment has been provided on Straight Line Method based on useful life of the assets specified in part C of Schedule II of the Companies Act 2013, other than the following asset class based on the Company's estimated supported by technical assessment.

Certain Plant and Machinery- 5 to 15 years

Depreciation on additions is calculated from the date asset is put to use.

Intangible assets are amortized on a straight line basis over their estimated useful lives.

Assets	Estimated Useful Life
Software	3 years

(e) IMPAIRMENT OF ASSETS

As per the opinion of the management, there being no indication of impairment of assets, no loss has been recognized on impairment of assets.

(f) CAPITAL WORK IN PROGRESS

Project under commissioning and other Capital work in Progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

(g) INVESTMENT

Investments that are readily realizable and intended to be held for not more than a year are classified as Current investments. All other investments are classified as long- term investments. Current Investments are carried at lower of cost and fair value. Long Term Investments are stated at cost. However, Provision for diminution in the value of long-term investment is made only if such a decline is other than temporary.

(h) CURRENT ASSETS :

Inventories are valued at lower of cost or net realisable value.

Stores and Spares	:	At cost
Raw Materials	:	On FIFO basis
Work in progress	:	At cost
Traded Goods	:	On FIFO basis

Sundry Debtors are stated after making adequate provision for Doubtful Bad Debts.

(i) REVENUE RECOGNITION

Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operation includes sales of goods, services, Good and Service tax and sales during the trial run period, adjusted for discounts(net), Goods and Service tax and gain/loss on corresponding hedge contracts. Dividend income is recognized when right to receive is established. Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable.

Note 1 : Significant accounting policies(j) TAXES ON INCOME

Current Tax is determined as the amount of tax payable in respect of taxable income for the period. Deferred tax is recognized, subject to the consideration of prudence in respect of deferred tax assets, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

(k) CASH AND CASH EQUIVALENT

Cash and Cash Equivalents for the purpose of cash flow statement comprise cash on hand and cash at bank including fixed deposit with original maturity period of less than three months and short term highly liquid investments with an original maturity of three months or less.

(l) EMPLOYEE BEBENEFITS

- (i) Short term employee benefits are recognized as an expenses at the undiscounted amount in the Statement of Profit & Loss for the period in which the related services is rendered.
- (ii) Post-employment and other long term employee benefits are recognized as an expenses in the statement of Profit & Loss for the period in which employee has rendered services. The expenses are recognized at the present value of amount payable determined using actuarial valuation techniques. Actuarial gain and loss in respect of post-employment and other long term benefits are charged to Statement of Profit and Loss.

(m) CASH FLOW STATEMENT

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

(n) BORROWING COSTS

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to Profit and Loss account.

Borrowing costs includes interest and amortisation of ancillary costs incurred in connection with the arrangement of borrowings.

(o) CONTINGENT LIABILITY AND PROVISIONS

Contingent liabilities are possible but not probable obligation as on Balance Sheet date, based on the available evidence.

Provisions are recognized when there is present obligation as a result of past events, and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

Note 1 : Significant accounting policies(p) Export benefits

Duty free imports of raw materials under advance license for imports, as per the Foreign Trade Policy, are matched with the exports made against the said licenses and the net benefits / obligations are accounted by making suitable adjustment in raw material consumption.

(q) SEGMENT REPORTING

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

(r) EARNING PER SHARE

Basic earnings per share are calculated by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the company's earning per share is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period. The weighted average number of equity shares other than the conversion of potential equity shares that they have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

(s) FOREIGN EXCHANGE TRANSACTIONS

Transactions in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction.

Foreign currency monetary assets and liabilities are restated at year end exchange rates. Exchange differences arising on the settlement of foreign currency monetary items or on reporting Company's foreign currency monetary items at rates different from those at which they were initially recorded during the year or reported in the previous financial statements, are recognised as income or expense in the year in which they arise.

(t) GOVERNMENT GRANTS

Government grants / subsidies received towards specific Property, Plant & Equipment have been deducted from the gross value of the concerned Property , Plant & Equipment.

Note 2 : Share Capital**Authorized Share Capital :**

160,00,000 Equity shares of Rs 10 each
(P.Y 16,000,000 Equity Shares of Rs 10 each)

Issued, subscribed and paid up :

138,69,016 Equity shares of Rs 10 each fully paid up
(P.Y 13,869,016 Equity Shares of Rs 10 each)

Total

As at 31st March, 2022 (Rs. In lakh)	As at 31st March, 2021 (Rs. In lakh)
1600.00	1600.00
1600.00	1600.00
1386.90	1386.90
1386.90	1386.90

2.1 The details of Shareholders holding more than 5% shares :

Name of the Shareholder	As at 31st March, 2022		As at 31st March, 2021	
	No. of Shares	% held	No. of Shares	% held
Mr. Paresh N. Vasani	106,76,966	76.98%	106,76,666	76.98%
Eurocircuits N.V.	22,50,000	16.22%	22,50,000	16.22%

2.2 **Rights Preferences and Restrictions attached to class of shares**

The Company has one class of equity shares having a par value of Rs. 10 per share. Each member is eligible for one vote per share held. The dividend proposed by the board of Directors is subject to the approval of the members in the ensuing Annual General Meeting except in case of interim dividend. In the event of liquidation, the equity members are eligible to receive the remaining assets of the company after distribution of all preferential amount, in the proportion to their shareholding.

2.3 **The Reconciliation of the number of shares outstanding is set out below :**

Particulars	As at 31st March, 2022		As at 31st March, 2021	
	No. of Shares	(Rs. In lakh)	No. of Shares	(Rs. In lakh)
Equity Shares at the beginning of the year	138,69,016	1,386.90	138,69,016	1,386.90
Equity Shares at the end of the year	138,69,016	1,386.90	138,69,016	1,386.90

2.4 The Company does not have any holding company.

2.5 **Equity share Holding Pattern-Shares held by promoter's at the end of the year.**

Shares held by promoters as at 31st March, 2022

Sr. No.	Particulars	No. of Shares	% of total Shares	% Change during the year
1	Mr. Paresh N. Vasani	106,76,966	76.98%	0.0028%
2	Eurocircuits N.V.	22,50,000	16.22%	Nil

Shares held by promoters as at 31st March, 2021

Sr. No.	Particulars	No. of Shares	% of total Shares	% Change during the year
1	Mr. Paresh N. Vasani	106,76,666	0.7698	Nil
2	Eurocircuits N.V.	22,50,000	0.1622	Nil

Note 3 : Reserves And Surplus**Capital Reserve**

Balance as per last financial statement
Closing balance

As at 31st March, 2022 (Rs. In lakh)	As at 31st March, 2021 (Rs. In lakh)
36.62	36.62
36.62	36.62
183.10	183.10
183.10	183.10
1346.70	1346.70
1,346.70	1346.70
(231.79)	(308.48)
109.80	76.69
(121.99)	(231.79)
1,444.43	1334.63

Capital Redemption Reserve

Balance as per last financial statement
Closing balance

Securities Premium Reserve

Balance as per last financial statement
Closing balance

Balance in the statement of profit and loss

Balance as per last financial statement
Add: (Loss)/Profit for the year

Closing balance**Total Reserves & Surplus**

CIRCUIT SYSTEMS (INDIA) LIMITED

(Rs. In lakh)

Notes on Financial Statements

	As at 31st March, 2022 (Rs. In lakh)	As at 31st March, 2021 (Rs. In lakh)
Note 4: Long term Borrowings		
Secured		
Term Loan		
From banks (Refer note below)	1084.57	502.19
Total	1084.57	502.19

Notes:

Particulars	As at 31.03.2022	As at 31.03.2021
	Non-Current	Non-Current
1) Term loan secured by way of hypothecation of Stock, book debts and Plant and Machinery repayable in 60 Equal monthly installments of Rs.5.87 lakh from March 2017 to September 2017 and thereafter Rs 9.39 lakh from October 2017 . Effective rate of interest is MCLR + 0.80%	Nil	53.07
2)Term loan secured by way of hypothecation of Stock, book debts and Plant and Machinery repayable in 68 Equal monthly installments of Rs. 8.82 lakhs starting from Aug 2018. Effective rate of interest is 8.25% as per sanction letter	72.58	168.17
3)Term loan secured by way of hypothecation of Stock, book debts and Plant and Machinery repayable in 67 Equal monthly installments of Rs. 5.95 lakhs starting from Nov 2018. Effective rate of interest is 7.9% as per sanction letter	88.17	149.60
4) Term loan secured by way of hypothecation of Stock, book debts and Plant and Machinery repayable in 48 equal monthly installments of Rs. 5.35 lacs per month from July 2021 to June 2024. Effective rate of Interest is Effective rate of interest is 8.25% as per sanction letter	75.96	131.35
5)Term Loan with HDFC 85670392 Term loan secured by way of hypothecation of Stock, book debts and Plant and Machinery repayable in 60 equal monthly installments of Rs. 1.61 lacs per month from Sep 2021 to August 2026. Effective rate of Interest is 7.5% as per sanction letter.	57.41	Nil
6)Term Loan with HDFC 85702876 Term loan secured by way of hypothecation of Stock, book debts and Plant and Machinery repayable in 60 equal monthly installments of Rs. 14.24 lacs per month from Oct 2021 to September 2026. Effective rate of Interest is 7.5% as per sanction letter	524.60	Nil
7)Term Loan with HDFC 85983314 Term loan secured by way of hypothecation of Property repayable in 84 equal monthly installments of Rs. 4.56 lacs per month from April 2022 to March 2029. Effective rate of Interest is 7.25% as per sanction letter	265.86	Nil
Total	1084.57	502.19

Note 5: Long term provision

Employee Benefits (Refer note no. 33)	44.30	34.36
Total	44.30	34.36

Note 6 : Short term Borrowings

Loans repayable on demand		
Secured		
From bank		
-Cash credit	234.00	161.49
Unsecured		
-Inter-corporate Loan from related party (Refer note no 32)	451.04	386.91
-From bank	15.82	22.64
Current maturity of long term debt (Refer note no. 4)	449.77	374.09
Total	1150.65	945.13

Note

1) In previous year ,cash credit from bank is primarily secured by way of hypothecation of Stock, book debts and current assets of the company (both present and future). Further it is secondarily secured by way of equitable mortgage of land situated at GIDC, Gandhinagar and One forty Two Office situated at Ahmedabad Office. It is also secured by way of personal guarantee of a director. Effective rate of interest is MCLR+0.80%.

2. Effective rate of interest for unsecured inter corporate deposit is 6.5% p.a from April 2021 to June 2021 and 5.5% from July 2021 onwards.

CIRCUIT SYSTEMS (INDIA) LIMITED
Notes on Financial Statements

	As at 31st March, 2022 (Rs. In lakh)	As at 31st March, 2021 (Rs. In lakh)
Note 7 : Trade payables		
Trade Payables	329.84	397.25
Dues to Micro, Small and Medium Enterprises (Refer note no 26)	24.58	18.81
Total	354.41	416.06

Ageing of Trade Payable.

Trade Payables ageing schedule as at 31-03-2022

Particulars	Not Due	Less Than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Undisputed - MSME	13.43	11.14	Nil	Nil	Nil	24.57
Undisputed - Others	254.71*	75.13	Nil	Nil	Nil	329.84
Disputed dues - MSME	Nil	Nil	Nil	Nil	Nil	Nil
Disputed dues - Others - Net	Nil	Nil	Nil	Nil	Nil	Nil
Total	13.43	86.27	Nil	Nil	Nil	354.41

* Unbilled of Rs. 39.11 Lacs

Trade Payables ageing schedule as at 31-03-2021

Particulars	Not Due	Less Than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Undisputed - MSME	18.28	0.53	Nil	Nil	Nil	18.81
Undisputed - Others	153.26*	232.23	7.83	3.93	Nil	397.25
Disputed dues - MSME	Nil	Nil	Nil	Nil	Nil	Nil
Disputed dues - Others - Net	Nil	Nil	Nil	Nil	Nil	Nil
Total	18.28	232.76	Nil	Nil	Nil	416.06

* Unbilled Of Rs.38.57 Lacs

Note 8 : Short term provisionEmployee Benefits
(Refer note no. 33)**Total**

9.23	8.18
9.23	8.18

Note 9 : Other current liabilitiesStatutory Dues
Advances from Customers
Deposit from employees
Provision for Expenses**Total**

35.17	18.48
239.10	316.77
6.54	7.42
114.63	45.06
395.44	387.73

Note 11: Investments

(Valued at cost)

Trade investments (Unquoted) (Long-term)**In Subsidiary Companies**

86,020 (P.Y 86,020) Equity shares of Rs. 10/- each fully paid up in PCB Power (India) Limited

449.88 449.88

2,00,000 (P.Y 1,40,000) Equity shares with par value of \$ 5 per share in PCB Power INC USA.

864.98 716.05

In Others49,85,000 (P.Y 49,85,000) Equity shares of Rs. 10/- each fully paid up in Eurocircuits India Pvt Limited
Less: Provision for Impairment498.50 498.50
(274.17) (274.17)
224.33 224.33

1,344 (P.Y. 1344) Equity shares of Rs. 10/- each fully paid up in Agilo Research Private Limited

75.00 75.00

Aggregate amount of unquoted investment

1614.19 1465.26

Aggregate amount of impairment in value of unquoted investment

(274.17) (274.17)

Particular	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As on	Addition	Deduction	As on	As on	Depreciation	Deduction	As on	As on	As on
	01/04/21	during the year	during the year	31/03/22	01/04/21	during the year	during the year	31/03/22	31/03/21	31/03/22
Tangible Assets										
Leasehold Land	32.12	Nil	Nil	32.12	Nil	Nil	Nil	Nil	32.12	32.12
Factory Building	1,026.99	328.48	Nil	1355.47	386.69	67.57	Nil	454.26	640.31	901.21
Plant & Equipment	2,619.67	603.67	138.08	3085.27	1,786.64	420.31	111.75	2095.20	833.03	990.07
Office Equipments	120.80	46.38	Nil	167.18	81.15	23.64	Nil	104.79	39.65	62.38
Furniture & Fixtures	285.77	87.38	Nil	373.15	63.54	31.33	Nil	94.88	222.22	278.27
Vehicles	249.87	6.05	5.74	250.18	120.68	30.71	5.74	145.64	129.19	104.54
Total (A)	4335.24	1071.95	143.82	5263.37	2,438.71	573.57	117.49	2894.78	1896.53	2368.59
Intangible Assets										
Computer Software	13.89	13.20	Nil	27.09	13.41	3.12	Nil	16.53	0.47	10.56
Total (B)	13.89	13.20	Nil	27.09	13.41	3.12	Nil	16.53	0.47	10.56
Capital work in progress (C)	18.16	Nil	18.16	Nil	Nil	Nil	Nil	Nil	18.16	Nil
Total (A+B+C)	4,367.29	1,085.16	161.98	5,290.46	2452.12	576.69	117.49	2911.31	1915.17	2379.15

As at 31/03/2021
(Rs. In lakh)

Property , Plant & Equipment	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As on	Addition	Deduction	As on	As on	Depreciation	Deduction	As on	As on	As on
	01/04/20	during the year	during the year	31/03/21	01/04/20	during the year	during the year	31/03/21	31/03/20	31/03/21
Tangible Assets										
Leasehold Land	32.12	Nil	Nil	32.12	Nil	Nil	Nil	Nil	32.12	32.12
Factory Building	1026.99	Nil	Nil	1026.99	320.94	65.75	Nil	386.69	706.05	640.31
Plant & Equipment	2545.42	92.58	18.33	2619.67	1393.47	403.21	10.04	1786.64	1151.95	833.03
Office Equipments	114.50	6.30	Nil	120.80	61.86	19.30	Nil	81.15	52.65	39.65
Furniture & Fixtures	241.93	43.84	Nil	285.77	38.04	25.50	Nil	63.54	203.88	222.23
Vehicles	227.46	32.98	10.57	249.87	102.20	27.63	9.14	120.68	125.27	129.19
Total (A)	4188.43	175.71	28.90	4335.24	1916.51	541.38	19.18	2438.71	2271.93	1896.53
Intangible Assets										
Computer Software	13.89	Nil	Nil	13.89	12.28	1.13	Nil	13.41	1.60	0.47
Total (B)	13.89	Nil	Nil	13.89	12.28	1.13	Nil	13.41	1.60	0.47
Capital work in progress (C)	Nil	18.16	Nil	18.16	Nil	Nil	Nil	Nil	Nil	18.16
Total (A+B+C)	4202.32	193.87	28.90	4367.29	1928.79	542.51	19.18	2452.12	2273.53	1915.17

Notes on Financial Statements

	As at 31st March, 2022 (Rs. In lakh)	As at 31st March, 2021 (Rs. In lakh)
Note 12 : Other Non Current Assets		
Bank deposit with original maturity more than 12 months (refer note no. 18)	Nil	Nil
	Nil	Nil
Note 13 : Long Term Loans and Advances		
Capital advances		
Advance for land	Nil	100.00
Deposits	0.72	0.66
Total	0.72	100.66
Note 14 : Deferred Tax Assets/Liabilities		
Deferred Tax Assets		
Disallowance under Income Tax Act	11.37	14.75
Related to Property, Plant & Equipment	118.58	84.42
Total	129.95	99.17
Note 15 : Trade Receivables		
More than six months		
Unsecured, considered good	7.31	45.05
Unsecured, considered doubtful	6.90	1.84
	14.21	46.89
Less: Provision for Impairment	(6.90)	1.84
	7.31	45.05
Other Trade receivables		
Unsecured considered good		
from related party(Refer note no 32)	34.29	88.70
Others	78.02	91.93
	119.61	225.68

Trade Receivables ageing schedule as at 31.03.2022

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	Total
Undisputed Trade receivables – considered good	48.76	69.30	0.67	Nil	0.88	119.62
Undisputed Trade Receivables – considered doubtful	Nil	Nil	Nil	Nil	Nil	Nil
Disputed Trade Receivables considered good	Nil	Nil	Nil	Nil	Nil	Nil
Disputed Trade Receivables considered doubtful	Nil	1.15	0.62	1.27	3.87	6.90
	48.76	70.45	1.29	1.27	4.75	126.52
Less Allowance for bad and doubtful debts		(1.15)	(0.62)	(1.27)	(3.87)	(6.90)
Total	48.76	69.30	0.67	Nil	0.88	119.61

Trade Receivables ageing schedule as at 31.03.2021

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	Total
Undisputed Trade receivables – considered good	88.00	92.53	1.87	36.23	7.05	225.68
Undisputed Trade Receivables – considered doubtful	Nil	Nil	Nil	Nil	Nil	Nil
Disputed Trade Receivables considered good	Nil	Nil	Nil	Nil	Nil	Nil
Disputed Trade Receivables considered doubtful	Nil	Nil	Nil	Nil	1.84	1.84
	88.00	92.53	1.87	36.23	8.89	227.53
Less Allowance for bad and doubtful debts	Nil	Nil	Nil	Nil	(1.84)	(1.84)
Total	88.00	92.53	1.87	36.23	7.05	225.68

CIRCUIT SYSTEMS (INDIA) LIMITED
Notes on Financial Statements

	As at 31st March, 2022 (Rs. In lakh)	As at 31st March, 2021 (Rs. In lakh)
Note 16 : Inventories		
Raw Materials	783.30	551.71
Raw material in transit	Nil	5.76
Total	783.30	557.47
Stores and Spares	156.86	135.39
Stores and Spares in transit	Nil	11.39
Total	156.86	146.78
Work In Progress	46.01	102.90
Total	46.01	102.90
Traded goods	80.32	68.72
Traded goods in transit	Nil	15.17
Total	80.32	83.89
Grand Total	1066.49	891.04

Note 17 : Short Term Loans And Advances

Advances to suppliers	70.56	117.09
Receivable from revenue authorities	4.42	40.42
Subsidy receivable	232.37	38.82
Advance Income Tax (net of provision)	95.88	17.92
Prepaid Expenses	41.84	21.11
Other Loans and Advances	40.71	42.88
Total	485.78	278.24

Note 18 : Cash and Bank balances

<u>Cash and Cash Equivalents</u>		
(a) Cash on hand	4.54	4.46
(b) Balances with Banks:		
In current accounts	20.97	6.40
In deposit account	12.84	12.85
<u>Other Bank Balances</u>		
In deposit accounts(with original maturity more than 3 months)	35.70	16.25
Less : Bank deposits with original maturity more than 12 months (Transferred to other non current assets)	Nil	Nil
Total	74.04	39.96
Notes :		
I) Earmarked balances with Banks	14.00	17.02
II) Earmarked balances with various Statutory Authorities	20.46	12.08

CIRCUIT SYSTEMS (INDIA) LIMITED

(Rs. In lakh)

Notes on Financial Statements

	Accounting Year 2021-22	Accounting Year 2020-21
Note 19 : Revenue From Operations		
Sale of products (Refer Note no. 32)	4415.75	3334.44
Sale of traded goods	100.66	57.47
Other Operating Revenues	18.08	14.78
Total	4534.48	3406.70
Details of goods sold		
I) Sale of products		
Printed Circuit Board	4415.75	3334.44
Total	4415.75	3334.44
II) Sale of traded goods		
Electronic Products	100.66	57.47
Total	100.66	57.47
III) Other Operating Revenues		
Duty drawback and other export incentives	2.41	0.88
Scrap Sales	15.67	13.90
Total	18.08	14.78
Note 20 : Other Income		
Interest income	2.23	2.17
Gain on foreign exchange fluctuation (Net)	20.07	13.97
Revenue Subsidy from Government	Nil	32.64
Sundry Balance Written off (Net)	3.73	Nil
Profit on sale of Property, Plant & Equipment	18.95	Nil
Miscellaneous Income	2.99	4.21
Total	47.97	52.99
Note 21 : Changes in inventories of finished goods and work in progress		
Stock at the end of the year		
Traded Goods	80.32	83.89
Work in Progress	46.01	102.90
Total	126.33	186.79
Less:		
Stock at the beginning of the year		
Traded Goods	83.89	102.96
Work in Progress	102.90	48.24
Total	186.79	151.20
	(60.45)	35.59
Note 22 : Cost of Raw Material Consumed		
Cost of raw materials consumed	1,443.75	1123.66
Total	1443.75	1123.66
Details of Raw Material Consumed		
Copper Sheets	835.50	523.90
Chemicals	151.66	140.94
Others	456.59	458.82
Total	1443.75	1123.66
Material consumed comprises:-		
	Acct. Year 2021-2022	
	% of consumption	Consumption (In lakh)
Imported	44.79%	646.66
Indigenous	55.21%	797.09
Total	100%	1443.75
	Acct. Year 2020-2021	
	% of consumption	Consumption (In lakh)
Imported	62%	693.67
Indigenous	38%	429.99
Total	100%	1,123.66

CIRCUIT SYSTEMS (INDIA) LIMITED

(Rs. In lakh)

Notes on Financial Statements

	Accounting Year 2021-2022	Accounting Year 2020-2021
	Amt. in Lakh	Amt. in Lakh
Note 23. : Employee Benefit Expenses		
Salary expenses (Refer note no. 32)	705.34	419.09
Contribution to Provident and other funds (Refer note no.33)	55.52	38.32
Staff Welfare expenses	18.74	11.01
Total	779.60	468.42

*Director remuneration of Rs. 229 lacs (P.Y. Rs. 85.45 lacs)

Note 24 : Financial Cost

Bank Charges	48.83	35.34
Interest expenses (Refer Note no. 32)	141.71	145.39
Total	190.54	180.73

Note 25 : Other Expenses

Consumption of Stores	281.72	213.88
Labour, processing and production charges (Refer Note no. 32)	218.54	209.72
Factory expenses	36.30	24.05
Electricity expenses	254.26	212.96
Repairs and Maintenance expenses :		
To Building	14.39	18.71
To Machinery	53.90	43.91
To Others	82.61	50.04
Rent expenses	Nil	2.56
Professional Fees (Refer note no.36)	39.71	27.35
Audit Fees (Refer Note no.36)	2.25	2.25
Travelling and Conveyance expenses	65.79	35.59
Freight Outward expenses	140.85	104.31
Loss on Sale of Fixed Assets	Nil	8.43
Sundry balance written off (Net)	Nil	0.97
Bad debt written off	8.68	1.03
Sales and promotion expenses	41.79	29.10
Insurance Expenses	14.05	14.81
Miscellaneous expense	49.81	31.41
Total	1304.65	1031.06

Details of Stores & Spares

	Acct. Year 2021-2022 Consumption (In % of consumption lakh)	
	Value of Stores and Spares Parts	
Imported	68%	191.43
Indigenous	32%	90.29
	100%	281.72

	Acct. Year 2020-2021 Consumption (In % of consumption lakh)	
	Value of Stores and Spares Parts	
Imported	61%	129.96
Indigenous	39%	83.92
	100%	213.88

Note : 26

Due to Micro, Small and Medium Enterprises

Under the Micro, Small and Medium Enterprises development Act, 2006, (MSMED) which came in to force from 02.10.2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises, on the basis of the information and records available with the management, outstanding dues to the Micro and Small enterprises as defined in the MSMED Act, 2006 is disclosed as below.

Particulars	As at 2021-2022	As at 2020-2021
	Amount in Lakh	Amount in Lakh
Principle amount remaining unpaid to any supplier as at the year end.	24.58	18.81
Interest due thereon	Nil	Nil
Amount of interest paid by the Company in terms of section 16 of the MSMED, along with the amount of the payment made to the supplier beyond the appointed day during year.	Nil	Nil
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED.	Nil	Nil
Amount of interest accrued and remaining unpaid at the end of accounting year.	Nil	Nil

CIRCUIT SYSTEMS (INDIA) LIMITED

(Rs. In lakh)

Notes on Financial Statements

	2021-2022	2020-2021
	Amount in Lakh	Amount in Lakh
Note 27 : Earnings Per Share (EPS)		
Net Profit after tax as per statement of Profit and Loss attributable to Equity Shareholders.	109.80	76.69
Weighted Average number of equity shares used as denominator for calculating EPS	138.69	138.69
Basic and Diluted Earnings per share (Rs.)	0.79	0.55
Face Value per equity share (Rs.)	10	10
Note 28 : Earnings and Expenditure in Foreign Currency		
C.I.F. value of Imports		
Raw Materials	876.82	825.72
Stores and Spares	119.89	59.36
Traded Goods	62.59	47.29
Capital Goods	774.41	140.05
Expenditure in Foreign Currency		
(a) Repair & Maintenance P&M	4.92	14.58
(b) Foreign Bank Charges	0.34	0.06
(c) Travelling Expenses	Nil	0.52
Earnings in foreign currency		
Export of goods	294.28	171.54
Note 29 : Contingent Liability		
(1) Income Tax matter	98.11	87.60
(2) For capital expenditure commitment (Net of payment)	27.33	6.39
(3) Bank Guarantees	78.33	81.26
Note 30 : Segment Reporting		

The Company has presented segment information in its consolidated financial statements which are part of the same annual report. Accordingly, in terms of provisions of Accounting standard of Segment reporting (AS-17) no disclosure related to the segment is presented in the standalone financial statements.

Note 31 : The COVID -19 pandemic had rapidly spreading throughout the world. The Company's Plants and offices were under nation wide lockdown during Q1 of 2020-21. The Company has taken into account potential impacts of Covid - 19, in preparation of standalone audited financial statements. Based on the information currently available , there is no material impact on carrying amounts of inventories , intangible assets ,trade receivables, investments and other financial assets though management continues to monitor changes in future economic conditions. The impact of Covid - 19 on the standalone audited financial statements may differ from that estimated as at the date of approval of these standalone financial statements.

Note 32 : Related Party Disclosure

As per the Accounting Standard 18, the Disclosure of transactions with the related parties are given below:

(i) List of related parties where control exists and related parties with whom transactions have taken place and relationship.

Sr.No.	Name of the Party	Nature of Relationship
1	Shri Paresh N. Vasani	Key Managerial Personnel
2	Smt Jasmine P.Vasani	Key Managerial Personnel
3	(From : 1st October 2019) Shri Aashay P Vasani	Relative of Key Managerial Personnel
4	Smt Preeti A. Chouksey	Chief Financial Officer
5	Smt Krupali Shah (From 15th April 2019)	Company Secretary
6	PCB Power Inc. USA	Wholly Owned Subsidiary
7	PCB Power (India) Ltd.	Wholly Owned Subsidiary
8	PCB Planet (India) Pvt. Ltd.	Associate
9	Eurocircuits India Pvt. Ltd.	Associate

Note 32 : Related Party Disclosure**(ii) Transactions during the year with the related parties (excluding reimbursement)**

Sr.No.	Nature of Transaction (Excluding Reimbursement)	Subsidiary company	Associates	Key Managerial Personnel	Relative of Key managerial Personnel
1	Investment in equity shares	148.93 (222.54)			
	PCB Power Inc. USA	148.93 (222.54)			
2	Loans taken	5.00 Nil	1,312.00 (1,485)		
	PCB Power (India) Ltd.	5.00 Nil			
	PCB Planet (India) Ltd.		1,312.00 (1,485)		
3	Loans repaid	Nil Nil	1,197.23 (1,735.00)		
	PCB Power (India) Ltd.	Nil Nil			
	PCB Planet (India) Ltd.		1,197.23 (1,735.00)		
4	Front-end engineering charges		98.16 (131.06)		
	PCB Planet (India) Ltd.		98.16 (131.06)		
5	Remuneration			253.55 (102.46)	41.36 (63.69)
	Shri Pareshbhai N. Vasani			220.00 (76.40)	
	Smt Jasmine P.Vasani			9.00 (9.05)	
	Shri Ashay P Vasani				41.36 (63.69)
	Smt Preeti A. Chouksey			23.13 (15.61)	
	Smt Krupali H. Shah			1.42 (1.40)	
6	Rent expense	Nil Nil			
	PCB Power (India) Ltd.	Nil Nil			
7	Interest expense	5.62 (6.38)	40.30 (35.00)		
	PCB Power (India) Ltd.	5.62 (6.38)			
	PCB Planet (India) Ltd.		40.30 (35.00)		
8	Purchase of Goods	0.89 (126.50)	94.04 (16.01)		
	PCB Power Inc.USA	0.89 (126.50)			
	Eurocircuit India Private Limited		94.04 (16.01)		
9	Purchase of Assets		Nil (43.73)		
	Eurocircuit India Private Limited		Nil (43.73)		
10	Sale of Goods	204.23 (148.95)	Nil Nil		
	PCB Power Inc. USA	204.23 (148.95)			
	Eurocircuit India Private Limited		Nil Nil		
11	Sale of Assets	23.15 Nil			
	PCB Power Inc. USA	23.15 Nil			
(iii) Balance As 31st March, 2022		(98.56 Cr.) (99.33 Cr.)	(374.22 Cr.) (398.26 Cr.)		
(iii) Balance As 31st March, 2022		899.27 Dr. (88.70 Dr.)	Nil Nil		

Note: Figures in brackets are of previous year.

Notes 33:-

As per accounting standard 15 "Employee Benefits " (Revised 2005) the disclosures of Employee benefits are defined in the accounting standard are given below

(i) Defined Contribution plan	(Rs. In lakh)	
	2021-22	2020-21
Employer's contribution to provident fund	48.29	18.03
Employer's contribution to Superannuation fund	Nil	Nil

(ii) The present value of obligation is determined on actuarial valuation using the projected unit credit method, which recognises each period of service to build up the final obligation.

		(Rs. In lakh)			
		01.04.2021 To 31.03.2022		01.04.2020 To 31.03.2021	
		Gratuity (Funded)	Leave Encashment (Unfunded)	Gratuity (Funded)	Leave Encashment (Unfunded)
(a)	Reconciliation of opening and closing balance of defined benefits obligation				
	Defined Benefits obligation at beginning of the period	55.74	16.45	44.71	16.60
	Current Service Cost	7.19	8.00	4.31	3.98
	Interest Cost	3.57	1.07	2.89	0.97
	Actuarial gain/(loss)	(3.52)	30.73	3.83	1.62
	Past service Cost	Nil	Nil	Nil	Nil
	Benefits paid	Nil	(25.08)	Nil	(4.72)
	Defined Benefits obligation at end of the year	62.98	31.18	55.74	16.45
(b)	Reconciliation of opening and closing balance of fair value of plan assets				
	Fair value of plan assets at beginning of the year	29.66	Nil	17.05	Nil
	Expected return on plan assets	2.04	Nil	1.14	Nil
	Actuarial gain/(loss)	(0.04)	Nil	0.22	Nil
	Employer contribution	8.96	Nil	11.25	Nil
	Benefits paid	Nil	Nil	Nil	Nil
	Fair value of plan assets at year end	40.63	Nil	29.66	Nil
(c)	Reconciliation of fair value of assets and obligation				
	Fair value of plan assets	40.63	Nil	29.66	Nil
	Present value of funded obligation	62.98	31.18	55.74	16.45
	Amount recognised in Balance Sheet	(22.36)	(31.18)	(26.08)	(16.45)
(d)	Expenses recognised during the period				
	Current Service Cost	7.19	8.00	4.31	3.98
	Interest Cost	3.57	1.07	2.89	0.97
	Expected return on plan assets	(2.04)	Nil	(1.14)	Nil
	Actuarial (gain)/loss	(3.48)	30.73	3.61	1.62
	Recognised past Service Cost-Vested	Nil	Nil	Nil	Nil
	Recognised past Service Cost-Unvested	Nil	Nil	Nil	Nil
	Net Cost	5.23	39.80	9.66	6.57
(e)	Investment details				
	Government of India Securities	Nil	Nil	Nil	Nil
	High Quality Corporate Bonds	Nil	Nil	Nil	Nil
	Equity shares of listed Companies	Nil	Nil	Nil	Nil
	Property	Nil	Nil	Nil	Nil
	Funds managed by insurer	100%	Nil	100%	Nil
	Bank Balance	Nil	Nil	Nil	Nil
(f)	Principal Actuarial Assumptions				
	Discount rate	7.25%	7.25%	6.75%	6.85%
	Expected return on plan assets	7.25%	Nil	6.75%	Nil
	Annual increase in Salary costs	7.00%	7.00%	7.00%	7.00%
	Withdrawal Rates	10% at younger ages reducing to 2% at older ages	10% at younger ages reducing to 2% at older ages	10% at younger ages reducing to 2% at older ages	10% at younger ages reducing to 2% at older ages

CIRCUIT SYSTEMS (INDIA) LIMITED

(Rs. In lakh)

Notes on Financial Statements**Note 34 : Foreign Currency Exposure**

Foreign currency exposures remaining un hedged at the year end:

Particulars	Currency	31.03.2022	
		(In lakh) (In Foreign Currency)	(In lakh) (In INR)
(A) Against Export	USD	0.45	34.29
(B) Against Import (Including Capital Import)	USD	3.11	153.45
	Euro	0.13	6.75

Particulars	Currency	31.03.2021	
		(In lakh) (In Foreign Currency)	(In lakh) (In INR)
(A) Against Export	USD	1.22	90.02
	Euro	(958)	0.82
(B) Against Import (Including Capital Import)	USD	1.75	128.49
	Euro	0.03	11.33

Note 35 : Disclosures as Required under section 186(4) of the companies Act,2013

Particulars	Rate of interest	Amount (In lakh)			
		2021-22	Closing balance as on 31.03.2022	2020-21	Closing balance as on 31.03.2021
Loan given for short term business requirement					
Agilo research Pvt Ltd	11%	Nil	Nil	18.00	Nil
Investment made in equity shares					
PCB Power Inc USA		148.93	864.98	222.54	716.05

Note 36: Payments to Auditor

Particulars	Amount (In lakh)	
	31.03.2022	31.03.2021
Audit Fees	2.25	2.25
Income Tax matter	1.50	1.50
Total	3.75	3.75

Note 37 : The Company filed an application for reduction of capital under section 66 read with section 52 of The Companies Act, 2013 with National Company Law Tribunal to reduce the issued, subscribed and paid up equity share capital of the company from Rs. 13,86,90,160 to Rs. 12,92,70,740 by cancelling and extinguishing in aggregate, 6.79% of the total issued, subscribed and paid up equity share capital of the Company.

Note 38: Relation ship with Struck off Companies.

The Company does not have any transactions with the Struck Off Companies as on 31st March 2022.

Note 39: Registration of charges or satisfaction with Registrar of Companies (ROC) :

The Company does not have any charge or satisfaction which is yet to be registered with ROC beyond the statutory period.

Note 40: Details of Benami Property held :

The Company does not have any benami property where any proceeding has been initiated or pending against the company for holding any benami property.

Note 41: Compliance with number of layers of companies

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.

Note 42: The Company did not avail any Schemes / Arrangements approved by any Government Authority.

Note 43: The Company had not revalued any of the Assets during the financial year 2021-22.

Note 44: The Company does not have any Capital Work in Progress either Tangible or Intangible as on 31 March 2022.

Note 45: Utilisation of Borrowed funds

(i) The Company has not given any advance or loan or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall :

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- provide any guarantee, security or the like on the Ultimate Beneficiaries.

CIRCUIT SYSTEMS (INDIA) LIMITED**Notes on Financial Statements****Note 46 : Quarterly returns and Wilful defaulter :**

(i) The company has taken borrowings from any bank hence submissions of Quarterly returns or statements of current assets with bank or financial institutions is applicable.

(ii) The Company has not been declared as a wilful defaulter by any banks or financial institutions.

Note 47: Undisclosed Income :

The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year (previous year) in the tax assessments under the Income Tax Act, 1961 such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

Note 48 : Details of Crypto Currency or Virtual Currency :

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

Note 49 : Title deeds of immovable Property not held in name of the Company :

All Immovable property is of the company are in the name of the Company.

Note 50 : Key Financial ratio & Definitions :

On March 24, 2021, the Ministry of Corporate Affairs ("MCA") through a notification, amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable from April 1, 2021. However, amendments relating disclosure of ratio are disclosed here:

Sr. No.	Key Financial ratio & Definitions	31.03.2022	31.03.2021	Difference	%	Remarks
1	Current ratio Current Asset / Current Liabilities	1.20	1.04	0.16	15%	
2	Debt equity ratio Total liabilities / Total shareholders' equity	0.90	0.66	0.24	37%	Due to Increase in Borrowings
3	Debt Service Coverage Ratio EBITDA / (interest+Principal)	0.44	0.33	0.11	33%	Due to increase in profit and Decrease in repayment of Borrowing
4	ROE (Return on Equity) Net income / Shareholder's Equity	0.04	0.03	0.01	45%	Due to increasing in sales in results in to Higher profit.
5	Inventory turnover Cost of Goods sold / Average inventory	4.63	4.23	0.41	10%	
6	Trade Receivables turnover Net credit sales / Average Accounts Receivable	26.26	16.95	9.31	55%	Due to Increase in sales and Decrease in Debtors.
7	Trade payables turnover Net Credit Purchases / Average Accounts Payable	5.11	3.44	2.03	48%	Due to increase in Trade payable
8	Net capital turnover Net Annual Sales / Working capital	26.84	59.03	(32.19)	-55%	Due to increase in working capital
9	Net Profit Net Profit / Revenue x 100	0.02	0.02	(0.00)	8%	
10	Return on Capital employed Earning before interest and tax / Capital Employed	0.07	0.07	(0.00)	-1%	
11	Return on investment Net return on investment / Cost of Investment * 100	0.02	0.02	0.00	18%	

Note 51: Figures of previous year have been regrouped wherever necessary.

Note 52: Figures have been presented in 'Lakh' of rupees with two decimals. Figures less than Rs. 10,000 have been shown actual in brackets.

For and on behalf of the Board

Managing Director Chief Financial officer
DIN : 1376786

Director Company Secretary
DIN : 2559296

Place : Ahmedabad
Date : 24th August 2022

As per our Report of even date
For Hemanshu Shah & Co
Chartered Accountants
Firm Registration No 122439W

H. C. SHAH
Partner
Membership No. 36441

INDEPENDENT AUDITOR'S REPORT

To

The Members of Circuit Systems (India) Limited

Ahmedabad

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Circuit Systems (India) Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its which comprise the consolidated Balance Sheet as at March 31, 2022, and the Consolidated Statement of Profit and Loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated Statement of cash flows for the year then ended and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at March 31st, 2022, and its Consolidated profit and its Consolidated 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 the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial

statements in India in terms of the Code of Ethics issued by ICAI and the relevant provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matters

We Draw attention to the matter that

- A) Operation of foreign subsidiary is material.
- B) Financial Statements of foreign subsidiary are not audited by independent auditor.

Our opinion is not modified in respect of these matters.

Information other than the Consolidated Financial Statements and Auditors' Report thereon.

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Holding Company's Annual Report but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, and in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

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

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

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

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

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the holding company have 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 appropriateness of this assumption. If

we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further describe in the section titled "Other Matters" in the audit report.

We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

We communicate with those charged with governance of the Holding Company of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and to

communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and where applicable, related safeguards.

Other Matters

- a) We did not audit the financial statements / financial information of one Indian subsidiary, whose financial statements/ financial information reflect total assets of Rs. 102.45 Lakhs as at 31st March, 2022, total revenues amounting to Nil and net cash flows amounting to Rs. 5.67 Lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Holding company's Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the other auditors.

- b) We did not audit the financial statements/financial information of one foreign subsidiary whose financial statements/financial information reflect total assets of Rs. 721.43 lakhs as at 31st March, 2022, total revenues of Rs. 1112.21 lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements/financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary, is based solely on such unaudited financial statements / financial information.

- c) One subsidiary is located outside India whose financial statements and other financial information have been prepared in accordance with

accounting principles generally accepted in their respective countries under generally accepted auditing standards applicable in their respective countries. The Holding Company's Management has converted the financial statements of such subsidiary located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's Management. Our opinion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on the conversion adjustments prepared by the management of the Holding Company and audited by us.

Report on Other Legal and Regulatory Requirements

- A) As required by Section 143(3) of the Act, based on our audit and the consideration of the reports of the other auditors' on separate/consolidated financial statements of such subsidiaries as were audited by other auditors, as noted in other matters paragraph, we report, to the extent applicable, that:
- I) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - II) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
 - III) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss(including other comprehensive income) , the consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - IV) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under

Section 133 of the Act read with Companies (Indian Accounting Standard) Rules, 2014, as amended.

- V) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2022 taken on record by the Board of Directors of the Holding Company, none of the directors of the Group companies, is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
- VI) With respect to the adequacy of internal financial controls with reference to financial statements of the holding company and operating effectiveness of such controls, refer to our separate report in “Annexure A”.
- VII) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditor’s) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us based on the consideration of the reports of other auditors on separate financial statements of the subsidiaries as noted in the “other matters” paragraph:
- a) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group– Refer Note 27 to the consolidated financial statements.
 - b) The Group, did not have any long-term contracts including including any derivative contract for which there where any material foreseeable losses.
 - c) There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Holding Company.
 - d) (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded

in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Holding Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (d)(i) and (d)(ii) contain an material misstatement.

e) No dividend declared or paid during the year by the Holding Company, hence Section 123 of the Act is not applicable.

B) With respect to the matter to be included in the Auditors’ report under Section 197(16) of the Act:

In our opinion and according to the information and explanation given to us, the remuneration paid during the current year by the Holding Company is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director by the Holding Company is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

C) With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For Hemanshu Shah & Co
Chartered Accountants Firm
Registration No.122439W

(H C Shah)
Partner
Membership No. 36441
UDIN:22036441ARDLLI1082

Place : Ahmedabad
Date : 24th August 2022

CIRCUIT SYSTEMS (INDIA) LIMITED**Annexure –A to the Independent Auditors’ report on the consolidated financial statements of Circuit Systems (India) Limited for the year ended on March 31,2022****Opinion**

In conjunction with our audit of the consolidated financial statements of the Circuit Systems (India) Limited (here in after referred to as “the Holding Company”) as of and for the year ended 31st March 2022, we have audited the internal financial controls with reference to Consolidated Financial Statements of the Holding Company, and its subsidiary company which are companies incorporated in India, as of that date.

In our opinion, the Holding Company and its subsidiary which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at 31st March 2022, based on the internal control with reference to Consolidated Financial Statements criteria established by such Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI (the “Guidance note”).

Management’s Responsibility for Internal Financial Controls

The Board of Directors of the Holding Company are responsible for establishing and maintaining internal financial controls based on the internal control with reference to Consolidated Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating

effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 internal financial controls with reference to Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated Financial Statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 internal financial controls system with reference to Consolidated Financial Statements.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control with reference to Consolidated Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Consolidated Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 Holding company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements in so far as it relates subsidiary company which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India.

For Hemanshu Shah & Co
Chartered Accountants Firm
Registration No.122439W

(H C Shah)
Partner
Membership No. 36441
UDIN:22036441ARDLLI1082

Place : Ahmedabad
Date : 24th August 2022

Consolidated Balance sheet as at 31st March, 2022

EQUITY AND LIABILITIES	NOTE	As at	As at
		31st March, 2022	31st March, 2021
		(Rs. In lakh)	(Rs. In lakh)
Shareholders' funds			
Share Capital	2	1,386.90	1,386.90
Reserves and Surplus	3	827.98	745.96
Non current Liabilities			
Long term borrowings	4	1,084.57	502.19
Long term provision	5	44.30	34.36
Current Liabilities			
Short term borrowings	6	1,059.55	894.83
Trade payables	7		
Total outstanding dues of micro enterprises and small enterprises		24.58	18.81
Total Outstanding other than micro enterprises and small enterprises		386.29	448.89
Short term provision	8	9.23	8.18
Other current liabilities	9	396.23	388.02
TOTAL		5,219.63	4,428.14
ASSETS			
Property, Plant and Equipment			
Tangible assets	10	2,529.70	2,008.56
Intangible assets		10.55	17.65
Capital Work-in-Progress		Nil	18.16
Investments	11	299.32	299.32
Other Non Current Assets	12	Nil	Nil
Long Term Loans and Advances	13	26.39	127.01
Deferred Tax Asset (Net)	14	122.22	91.44
Current Assets			
Trade Receivables	15	309.84	336.49
Inventories	16	1,282.71	967.05
Short Term Loans and Advances	17	490.75	281.48
Cash and bank balances	18	148.16	280.98
TOTAL		5,219.63	4,428.14
Significant Accounting Policies	1		
Notes on Financial Statements	2 TO 50		

For and on behalf of the Board

Managing Director
DIN : 1376786

Chief Financial officer

Director
DIN : 2559296
Place : Ahmedabad

Company Secretary

Ahmedabad

As per our Report of even date
For Hemanshu Shah & Co
Chartered Accountants
Firm Registration No 122439WH. C. SHAH
Partner
Membership No. 36441

Consolidated Statement of Profit and Loss for the year ended 31st March, 2022

	NOTE	2021-22 (Rs. In lakh)	2020-21 (Rs. In lakh)
INCOME			
Revenue From Operations	19	5,389.83	4,010.44
Other Income	20	90.16	109.10
Changes in inventories of finished goods and work in progress	21	(59.36)	(29.16)
TOTAL REVENUE		5,420.65	4,090.38
EXPENDITURE			
Cost of Raw Materials Consumed	22	1,594.32	1,121.38
Purchase of Traded goods		76.59	51.51
Employees Benefit Expenses	23	1,344.23	683.28
Other Expenses	25	1,566.69	1,513.47
TOTAL EXPENSES		4,581.84	3,369.63
Profit before Finance cost, Depreciation and Tax		838.81	720.75
Financial Cost	24	188.45	177.11
Provision for Depreciation	10	570.61	557.91
(Loss)/Profit Before Tax		79.75	(14.27)
Tax Expenses			
Current Tax		69.48	94.21
Deferred Tax		(30.77)	(68.75)
Tax expense related to earlier year		3.66	(3.28)
(Loss)/Profit for the year		37.38	(36.45)
Earnings per equity share of face value of Rs. 10 each			
Basic and Diluted (in Rs.)	26	0.27	(0.26)
Significant Accounting Policies	1		
Notes on Financial Statements	2 TO 50		

For and on behalf of the Board

Managing Director
DIN : 1376786

Chief Financial officer

Director
DIN : 2559296
Place : Ahmedabad
Date : 24th August ,2022

Company Secretary

As per our Report of even date
For Hemanshu Shah & Co
Chartered Accountants
Firm Registration No 122439WH. C. SHAH
Partner
Membership No. 36441

	For the year ended on 31st March, 2022 (Rs. In lakh)	For the year ended on 31st March, 2021 (Rs. In lakh)
A. Cash Flow from Operating activities		
Net (Loss)/ Profit before Tax	79.75	(14.27)
Add :-		
Provision for Depreciation	570.61	557.91
(Profit) / Loss on sale of Asset	(11.09)	8.43
Sundry Balance Written Off (Net)	(53.46)	(56.06)
Bad debts	8.68	1.03
Fluctuation in Foreign Exchange	1.27	(1.55)
Interest Income	(2.57)	(2.22)
Interest Expense	188.45	177.11
Operating gain before working capital changes	781.65	670.38
Adjustment for :		
Trade payables, Provisions and other liabilities	(43.49)	392.19
Inventories	(315.65)	(186.78)
Trade and Other receivables	88.52	(7.22)
Cash Generated from Operations	(270.62)	198.19
Direct tax paid	(151.99)	(19.32)
Net cash flow from operating activities	359.04	849.25
B. Cash flow from Investing activities		
Purchase of Fixed Assets	(1,077.59)	(225.30)
Proceeds from sale of fixed assets	Nil	1.30
Investment in Fixed deposit	Nil	(2.22)
Maturity of Fixed deposit	Nil	9.90
Interest received	1.48	1.08
Net Cash used in Investing activities	(1,076.12)	(215.24)
C. Cash flow from financing activities		
Changes in loans and advances	(28.69)	(44.76)
Repayment of long term borrowings	(368.11)	(496.38)
Proceeds from long term borrowings	1,022.32	276.05
Proceeds of short borrowings	1,548.97	1,655.86
Repayment of short borrowings	(1,451.54)	(1,735.00)
Interest paid	(138.69)	(142.96)
Net Cash flow from financing activities	584.25	(487.20)
D. Net Increase in cash and cash equivalents (A+B+C)	(132.82)	146.81
E. Cash and cash Equivalents at the beginning of the year	280.98	134.17
F. Cash and cash Equivalents at the end of the year	148.16	280.98
Components of Cash and Cash Equivalents		
Cash in Hand	5.06	4.98
Balance with schedule banks		
In Current Accounts	143.11	276.00
	148.16	280.98
Significant Accounting Policies	1	
Notes on Financial Statements	2 TO 50	

Notes:

1

The cash flow statement has been prepared under the indirect method as set out in Accounting Standard - 3 on Cash Flow Statement issued by The Institute of Chartered Accountants of India.

2

Purchase of Fixed assets / CWIP are stated inclusive of movement of capital work in progress, creditors, project and other advances.

3

Figures in bracket indicate cash outflow.

For and on behalf of the Board

Managing Director Chief Financial officer
DIN : 1376786

Director Company Secretary
DIN : 2559296
Place : Ahmedabad

As per our Report of even date
For Hemanshu Shah & Co
Chartered Accountants
Firm Registration No 122439W

H. C. SHAH
Partner

CIRCUIT SYSTEMS (INDIA) LIMITED-CONSOLIDATED**Notes on Financial Statements****Note 1 : Significant accounting policies****(a) BASIS OF PREPARATION :**

The Financial Statements have been prepared and presented under the historical cost convention on an accrual basis of accounting and in accordance with Generally Accepted Accounting Principles (GAAP) in India. GAAP comprises mandatory Accounting Standards as prescribed under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation and recommendation of the National Finance Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply. Consequently, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under section 211(3C) of Companies Act, 1956 [Companies (Accounting Standards) Rules, 2006, as amended]

USE OF ESTIMATES

The Preparation of financial statements requires estimates and assumption to be made that affects the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the result are known / materialized.

(b) Current-non current classification

All assets and liabilities are classified into current and non current.

Assets:

An asset is classified into current and non current.

- (I) It is expected to be realised in, or is intended for sale or consumption in, the Group's normal operating cycle;
- (II) It is held primarily for the purpose of being traded;
- (III) It is expected to be realised within 12 months after the reporting date; or
- (IV) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months from original maturity.

Current assets include the current portion of non-current financial assets.

All other assets are classified as non-current

Liability:

Liability is classified as current when it satisfies any of the following criteria:

- (I) It is expected to be settled in the group's normal operating cycle;
- (II) It is held primarily for the purpose of being traded;
- (III) It is due to be settled within 12 months after the reporting date; or
- (IV) The Group does not have and an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of liability that could, at the option of the counter party, result in its settlement by the issue of equity instruments do not affect its classification.

Current Liabilities include current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

(c) Property, Plant and Equipment**Tangible**

Property, Plant and Equipment are stated at cost less accumulated depreciation and impairment loss (if any). Cost comprises of purchase price, non refundable duties, levies and any directly attributable cost of bringing the assets to its working condition for the intended use.

CIRCUIT SYSTEMS (INDIA) LIMITED-CONSOLIDATED**Notes on Financial Statements****Note 1 : Significant accounting policies**

Intangible

Intangible Assets are stated at cost of acquisition less accumulated amortization and impairment loss (if any). Cost of acquisition comprises of purchase price, non refundable duties, levies and any directly attributable cost of bringing the intangible assets to its working condition for the intended use.

(d) DEPRECIATION :

Depreciation on Property, Plant and Equipment has been provided on Straight Line Method based on useful life of the assets specified in part C of Schedule II of the Companies Act 2013, other than the following asset class based on the Company's estimated supported by technical assessment.

Certain Plant and Machinery- 5 to 15 years

Depreciation on additions is calculated from the date asset is put to use.

Intangible assets are amortized on a straight line basis over their estimated useful lives.

Assets	Estimated Useful Life
Software	3 years
Goodwill on Consolidation	3 years

(e) IMPAIRMENT OF ASSETS

As per the opinion of the management, there being no indication of impairment of assets, no loss has been recognized on impairment of assets.

(f) CAPITAL WORK IN PROGRESS

Project under commissioning and other Capital work in Progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

(g) INVESTMENT

Investments that are readily realizable and intended to be held for not more than a year are classified as Current investments. All other investments are classified as long- term investments. Current Investments are carried at lower of cost and fair value. Long Term Investments are stated at cost. However, Provision for diminution in the value of long-term investment is made only if such a decline is other than temporary.

(h) CURRENT ASSETS :

Inventories are valued at lower of cost or net realisable value.

Stores and Spares	:	At cost
Raw Materials	:	On FIFO basis
Work in progress	:	At cost
Traded Goods	:	On FIFO basis

Sundry Debtors are stated after making adequate provision for Doubtful Bad Debts.

(i) REVENUE RECOGNITION

Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operation includes sales of goods, services, sales during the trial run period, adjusted for discounts(net), Goods and service tax and gain/loss on corresponding hedge contracts. Dividend income is recognized when right to receive is established. Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable.

CIRCUIT SYSTEMS (INDIA) LIMITED-CONSOLIDATED**Notes on Financial Statements**

Note 1 : Significant accounting policies**(j) TAXES ON INCOME**

Current Tax is determined as the amount of tax payable in respect of taxable income for the period. Deferred tax is recognized, subject to the consideration of prudence in respect of deferred tax assets, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

(k) CASH AND CASH EQUIVALENT

Cash and Cash Equivalents for the purpose of cash flow statement comprise cash on hand and cash at bank including fixed deposit with original maturity period of less than three months and short term highly liquid investments with an original maturity of three months or less.

(l) EMPLOYEE BENEFITS

- (i) Short term employee benefits are recognized as an expenses at the undiscounted amount in the Statement of Profit & Loss for the period in which the related services is rendered.
- (ii) Post-employment and other long term employee benefits are recognized as an expenses in the statement of Profit & Loss for the period in which employee has rendered services. The expenses are recognized at the present value of amount payable determined using actuarial valuation techniques. Actuarial gain and loss in respect of post-employment and other long term benefits are charged to Statement of Profit and Loss.

(m) CASH FLOW STATEMENT

Cash flow are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transaction of a non cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the group are segregated.

(n) BORROWING COSTS

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to Profit and Loss account.

Borrowing costs includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings.

(o) CONTINGENT LIABILITY AND PROVISIONS

Contingent liabilities are possible but not probable obligation as on Balance Sheet date, based on the available evidence.

Provisions are recognized when there is present obligation as a result of past events, and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

CIRCUIT SYSTEMS (INDIA) LIMITED-CONSOLIDATED**Notes on Financial Statements**

Note 1 : Significant accounting policies**(p) Export benefits**

Duty free imports of raw materials under advance license for imports, as per the Foreign Trade Policy, are matched with the exports made against the said licenses and the net benefits / obligations are accounted by making suitable adjustment in raw material consumption.

(q) SEGMENT REPORTING

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

(r) EARNING PER SHARE

Basic earnings per share are calculated by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the group's earning per share is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period. The weighted average number of equity shares other than the conversion of potential equity shares that they have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

(s) FOREIGN EXCHANGE TRANSACTIONS

Transactions in foreign currencies are recorded at the exchange rates prevailing on the date of the transaction.

Foreign currency monetary assets and liabilities are restated at year end exchange rates. Exchange differences arising on the settlement of foreign currency monetary items or on reporting Group's foreign currency monetary items at rates different from those at which they were initially recorded during the year or reported in the previous financial statements, are recognized as income or expense in the year in which they arise.

(t) GOVERNMENT GRANTS

Government grants / subsidies received towards specific Property, Plant and Equipment have been deducted from the gross value of the concerned Property, Plant and Equipment.

CIRCUIT SYSTEMS (INDIA) LIMITED-CONSOLIDATED

Notes on Financial Statements

	As at 31st March, 2022 (Rs. In lakh)	As at 31st March, 2021 (Rs. In lakh)
Note 2 : Share Capital		
Authorized Share Capital :		
160,00,000 Equity shares of Rs 10 each (P.Y 16,000,000 Equity Shares of Rs 10 each)	1,600.00	1,600.00
	1,600.00	1,600.00
Issued, subscribed and paid up :		
138,69,016 Equity shares of Rs 10 each fully paid up (P.Y 13,869,016 Equity Shares of Rs 10 each)	1,386.90	1,386.90
Total	1,386.90	1,386.90

2.1 The details of Shareholders holding more than 5% shares :

Name of the Shareholder	As at 31st March, 2022		As at 31st March, 2021	
	No. of Shares	% held	No. of Shares	% held
Mr. Paresh N. Vasani	106,76,966	76.98%	106,76,666	76.98%
Eurocircuits N.V.	22,50,000	16.22%	22,50,000	16.22%

2.2 **Rights Preferences and Restrictions attached to class of shares**

The Parent company has one class of equity shares having a par value of Rs. 10 per share. Each member is eligible for one vote per share held. The dividend proposed by the board of Directors is subject to the approval of the members in the ensuing Annual General Meeting except in case of interim dividend. In the event of liquidation, the equity members are eligible to receive the remaining assets of the Parent company after distribution of all preferential amount, in the proportion to their shareholding.

2.3 **The Reconciliation of the number of shares outstanding is set out below :**

Particulars	As at 31st March, 2022		As at 31st March, 2021	
	No. of Shares	(Rs. In lakh)	No. of Shares	(Rs. In lakh)
Equity Shares at the beginning of the year	138,69,016	1,386.90	138,69,016	1,386.90
Equity Shares at the end of the year	138,69,016	1,386.90	138,69,016	1,386.90

2.4 The Parent company does not have any holding company.

2.5 **Equity share Holding Pattern-Shares held by promoter's at the end of the year.**

Shares held by promoters as at 31st March, 2022

Sr. No.	Particulars	No. of Shares	% of total Shares	% Change during the year
1	Mr. Paresh N. Vasani	106,76,966	76.98%	0.0028%
2	Eurocircuits N.V.	22,50,000	16.22%	Nil

Shares held by promoters as at 31st March, 2021

Sr. No.	Particulars	No. of Shares	% of total Shares	% Change during the year
1	Mr. Paresh N. Vasani	106,76,666	0.7698	Nil
2	Eurocircuits N.V.	22,50,000	0.1622	Nil

CIRCUIT SYSTEMS (INDIA) LIMITED-CONSOLIDATED**Notes on Financial Statements**

	As at 31st March, 2022 (Rs. In lakh)	As at 31st March, 2021 (Rs. In lakh)
Note 3 : Reserves And Surplus		
Foreign currency translation reserve		
Balance as per last financial statement	6.10	16.48
Addition during the year	44.64	(10.38)
Closing balance	50.74	6.10
Capital Reserve		
Balance as per last financial statement	36.62	36.62
Closing balance	36.62	36.62
Capital Redemption Reserve		
Balance as per last financial statement	183.10	183.10
Closing balance	183.10	183.10
Securities Premium Reserve		
Balance as per last financial statement	1,346.70	1,346.70
Closing balance	1,346.70	1,346.70
Balance in the statement of profit and loss		
Balance as per last financial statement	(826.57)	(790.12)
Add: (Loss)/Profit for the year	37.38	(36.45)
Closing balance	(789.19)	(826.57)
Total Reserves & Surplus	827.98	745.96

CIRCUIT SYSTEMS (INDIA) LIMITED-CONSOLIDATED

Notes on Financial Statements

	As at 31st March, 2022 (Rs. In lakh)	As at 31st March, 2021 (Rs. In lakh)
Note 4: Long term Borrowings		
Secured		
Term Loan		
From banks (Refer note below)	1,084.57	502.19
Total	1,084.57	502.19

Notes:

Particulars	As at 31.03.2022 Non-Current	As at 31.03.2021 Non-Current
	1) Term loan secured by way of hypothecation of Stock, book debts and Plant and Machinery repayable in 60 Equal monthly installments of Rs.5.87 lakh from March 2017 to September 2017 and thereafter Rs 9.39 lakh from October 2017 . Effective rate of interest is MCLR+0.80%	Nil
2)Term loan secured by way of hypothecation of Stock, book debts and Plant and Machinery repayable in 68 Equal monthly installments of Rs. 8.82 lakhs starting from Aug 2018. Effective rate of interest is 8.25% as per sanction letter	72.58	168.17
3)Term loan secured by way of hypothecation of Stock, book debts and Plant and Machinery repayable in 67 Equal monthly installments of Rs. 5.95 lakhs starting from Nov 2018. Effective rate of interest is 7.9% as per sanction letter	88.17	149.60
4) Term loan secured by way of hypothecation of Stock, book debts and Plant and Machinery repayable in 48 equal monthly installments of Rs. 5.35 lacs per month from July 2021 to June 2024. Effective rate of Interest is Effective rate of interest is 8.25% as per sanction letter	75.96	131.35
5)Term Loan with HDFC 85670392 Term loan secured by way of hypothecation of Stock, book debts and Plant and Machinery repayable in 60 equal monthly installments of Rs. 1.61 lacs per month from Sep 2021 to August 2026. Effective rate of Interest is 7.5% as per sanction letter.	57.41	Nil
6)Term Loan with HDFC 85702876 Term loan secured by way of hypothecation of Stock, book debts and Plant and Machinery repayable in 60 equal monthly installments of Rs. 14.24 lacs per month from Oct 2021 to September 2026. Effective rate of Interest is 7.5% as per sanction letter	524.60	Nil
7)Term Loan with HDFC 85983314 Term loan secured by way of hypothecation of Property repayable in 84 equal monthly installments of Rs. 4.56 lacs per month from April 2022 to March 2029. Effective rate of Interest is 7.25% as per sanction letter	265.86	Nil
Total	1,084.57	502.19

CIRCUIT SYSTEMS (INDIA) LIMITED-CONSOLIDATED

Notes on Financial Statements

Note 5: Long term provisionEmployee Benefits
(Refer note no. 28)**Total**

	As at 31st March, 2022 (Rs. In lakh)	As at 31st March, 2021 (Rs. In lakh)
Employee Benefits (Refer note no. 28)	44.30	34.36
Total	44.30	34.36

Note 6 : Short term Borrowings

Loans repayable on demand

Secured

From bank

-Cash credit

Unsecured

-Inter-corporate Loan from related party

(Refer note no 30)

-From bank

Current maturity of long term debt

Total

-Cash credit	241.33	161.49
-Inter-corporate Loan from related party (Refer note no 30)	352.62	287.59
-From bank	15.83	71.66
Current maturity of long term debt	449.77	374.09
Total	1,059.55	894.83

1) In previous year ,cash credit from bank is primarily secured by way of hypothecation of Stock, book debts and current assets of the company (both present and future). Further it is secondarily secured by way of equitable mortgage of land situated at GIDC, Gandhinagar and One forty Two Office situated at Ahmedabad Office. It is also secured by way of personal guarantee of a director. Effective rate of interest is MCLR+0.80%.

2. Effective rate of interest for unsecured inter corporate deposit is 6.5% p.a from April 2021 to June 2021 and 5.5% from July 2021 onwards.

3) Unsecured loan from bank represents dues of credit cards. Effective rate of interest is 3.4% p. m. if paid after due date.

Note 7 : Trade payables

Trade Payables

Dues to Micro, Small and Medium Enterprises

Total

Trade Payables	386.29	448.89
Dues to Micro, Small and Medium Enterprises	24.58	18.81
Total	410.86	467.70

Ageing of Trade Payable.

Trade Payables ageing schedule as at 31-03-2022

Particulars	Not Due	Less Than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Undisputed - MSME	13.43	11.14	Nil	Nil	Nil	24.57
Undisputed - Others	332.4*	53.22	Nil	0.67	Nil	386.29
Disputed dues - MSME	Nil	Nil	Nil	Nil	Nil	Nil
Disputed dues - Others - Net	Nil	Nil	Nil	Nil	Nil	Nil
Total	13.43	64.36	Nil	0.67	Nil	410.86

* Unbilled Rs.39.11 Lacs

Trade Payables ageing schedule as at 31-03-2021

Particulars	Not Due	Less Than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Undisputed - MSME	18.28	0.53	Nil	Nil	Nil	18.81
Undisputed - Others	243.79	193	8.53	3.93	Nil	448.89
Disputed dues - MSME	Nil	Nil	Nil	Nil	Nil	Nil
Disputed dues - Others - Net	Nil	Nil	Nil	Nil	Nil	Nil
Total	262.07	193.17	8.53	3.93	Nil	467.70

* Unbilled Rs.38.57 Lacs

Note 8 : Short term provisionEmployee Benefits
(Refer note no. 28)**Total**

Employee Benefits (Refer note no. 28)	9.23	8.18
Total	9.23	8.18

Note 9 : Other current liabilities

Statutory Dues

Advances from Customers

Deposit from employees

Provision

Total

Statutory Dues	35.17	18.48
Advances from Customers	239.10	316.77
Deposit from employees	6.54	7.42
Provision	115.41	45.36
Total	396.23	388.03

Note :- 10. Property, Plant and Equipment

Property, Plant and Equipment	GROSS BLOCK						DEPRECIATION						NET BLOCK		
	As on	Addition	Acquition of	Translation	Deduction	As on	As on	Depreciation	Acquition of	Translation	Deduction	As on	As on	As on	
	01/04/21	during the year	Subsidiary	Adjustment	during the year	31/03/2022	01/04/21	during the year	Subsidiary	Adjustment	during the year	31/03/2022	31/03/2021	31/03/2022	
Tangible Assets															
Leasehold Land	32.12	Nil	Nil	Nil	Nil	32.12	Nil	Nil	Nil	Nil	Nil	Nil	32.12	32.12	
Factory Building	1,026.99	328.48	Nil	Nil	Nil	1,355.46	386.69	67.57	Nil	Nil	Nil	454.26	640.30	901.21	
Plant & Equipment	2,761.59	654.13	Nil	4.45	145.94	3,274.23	1,817.76	429.79	Nil	1.11	111.39	2,137.28	943.83	1,136.94	
Vehicles	249.87	19.73	Nil	Nil	5.74	263.87	120.68	31.08	Nil	0.01	5.74	146.02	129.20	117.84	
Office Equipments	121.99	47.00	Nil	0.04	Nil	169.03	78.93	24.87	Nil	0.02	Nil	103.81	43.07	65.21	
Furniture and Fixture	285.76	87.38	Nil	Nil	Nil	373.13	65.44	31.33	Nil	Nil	Nil	96.77	220.32	276.36	
Total (A)	4,478.32	1,136.71	Nil	4.48	151.68	5,467.84	2,469.49	584.64	Nil	1.14	117.13	2,938.15	2,008.83	2,529.70	
Intangible Assets															
Computer Software	16.19	13.20	Nil	0.07	Nil	29.46	15.69	3.12	Nil	0.07	Nil	18.90	0.50	10.55	
Goodwill on Consolidation	276.09	Nil	Nil	Nil	Nil	276.09	276.09	Nil	Nil	Nil	Nil	276.09	Nil	Nil	
Goodwill	73.51	Nil	Nil	Nil	73.51	Nil	56.35	Nil	Nil	Nil	56.35	Nil	17.16	Nil	
Total (B)	365.79	13.20	Nil	0.07	73.51	305.56	348.13	3.12	Nil	0.07	Nil	294.99	17.65	10.55	
Capital work in progress (C)															
Capital work in progress (C)	18.16	Nil	Nil	Nil	18.16	18.16	Nil	Nil	Nil	Nil	Nil	Nil	18.16	Nil	
Total (A+B+C)	4,862.27	1,149.92	Nil	4.55	243.35	5,791.56	2,817.63	587.77	Nil	1.21	117.13	3,233.14	2,044.65	2,540.25	

Property, Plant and Equipment	GROSS BLOCK						DEPRECIATION						NET BLOCK		
	As on	Addition	Acquition of	Translation	Deduction	As on	As on	Depreciation	Acquition of	Translation	Deduction	As on	As on	As on	
	01/04/20	during the year	Subsidiary	Adjustment	during the year	31/03/2021	01/04/20	during the year	Subsidiary	Adjustment	during the year	31/03/2021	31/03/2020	31/03/2021	
Tangible Assets															
Leasehold Land	32.12	Nil	Nil	Nil	Nil	32.12	Nil	Nil	Nil	Nil	Nil	Nil	32.12	32.12	
Factory Building	1,026.99	Nil	Nil	Nil	Nil	1,026.99	320.94	65.75	Nil	Nil	Nil	386.69	706.05	640.30	
Plant & Equipment	2,660.36	122.81	Nil	(3.25)	18.33	2,761.59	1,417.39	411.10	Nil	(0.69)	10.04	1,817.76	1,242.97	943.83	
Vehicles	227.46	32.98	Nil	Nil	10.57	249.87	102.19	27.63	Nil	Nil	9.14	120.68	125.28	129.20	
Office Equipments	114.50	7.51	Nil	(0.02)	Nil	121.99	59.57	19.36	Nil	(.76)	Nil	78.93	54.93	43.07	
Furniture and Fixture	241.92	43.84	Nil	Nil	Nil	285.76	39.94	25.50	Nil	Nil	Nil	65.44	201.98	220.32	
Total (A)	4,303.35	207.14	Nil	(3.27)	28.90	4,478.32	1,940.02	549.34	Nil	(0.69)	19.18	2,469.49	2,363.33	2,008.83	
Intangible Assets															
Computer Software	16.25	Nil	Nil	(0.06)	Nil	16.19	14.62	1.13	Nil	(0.06)	Nil	15.69	1.63	0.50	
Goodwill on Consolidation	276.09	Nil	Nil	Nil	Nil	276.09	276.09	Nil	Nil	Nil	Nil	276.09	Nil	Nil	
Goodwill	75.39	Nil	Nil	(1.88)	Nil	73.51	50.26	7.44	Nil	(1.35)	Nil	56.35	25.13	17.15	
Total (B)	367.73	Nil	Nil	(1.94)	Nil	365.79	340.97	8.57	Nil	(1.41)	Nil	348.13	26.75	17.65	
Capital work in progress (C)															
Capital work in progress (C)	Nil	18.16	Nil	Nil	Nil	18.16	Nil	Nil	Nil	Nil	Nil	Nil	Nil	18.16	
Total (A+B+C)	4,671.08	225.30	Nil	(5.21)	28.90	4,862.27	2,281.00	557.91	Nil	(2.10)	19.18	2,817.63	2,390.08	2,044.65	

CIRCUIT SYSTEMS (INDIA) LIMITED-CONSOLIDATED
Notes on Financial Statements

	As at 31st March, 2022 (Rs. In lakh)	As at 31st March, 2021 (Rs. In lakh)
Note 11: Investments		
(Valued at cost)		
Trade investments (Unquoted) (Long-term)		
49,85,000 (P.Y 49,85,000) Equity shares of Rs. 10/- each fully paid up in Eurocircuits India Pvt Limited	498.50	498.50
Less: Provision for Impairment	(274.18)	(274.18)
1,344 (P.Y 1,344) Equity shares of Rs. 10/- each fully paid up in Agilo Research private Limited	75.00	75.00
Aggregate amount of unquoted investment	299.32	299.32
Aggregate amount of impairment in value of unquoted investment		(274.18)
Note 12 : Other Non current Assets		
Bank deposit with original maturity more than 12 months (refer note no. 18)	Nil	Nil
Total	Nil	Nil
Note 13 : Long Term Loans and Advances		
Capital advances		
Advance for land	Nil	100.00
Deposits	22.24	22.12
Balance with government authorities	4.15	4.89
Total	26.39	127.01
Note 14 : Deferred Tax Assets/Liabilities (Net)		
Deferred Tax Assets		
Disallowance under Income Tax Act	11.37	14.75
Related to Property, Plant and Equipment	118.58	84.42
Total	129.95	99.17
Less :Deferred Tax Liabilities		
Related to Property, Plant and Equipment	7.73	7.73
Net Deferred Tax Assets/Liability (Net)	122.22	91.44

CIRCUIT SYSTEMS (INDIA) LIMITED-CONSOLIDATED
Notes on Financial Statements

	As at 31st March, 2022 (Rs. In lakh)	As at 31st March, 2021 (Rs. In lakh)
Note 15 : Trade Receivables		
More than six months	7.31	68.25
Unsecured, considered good	6.90	1.84
Unsecured, considered doubtful	14.21	70.09
Less: Provision for doubtful debt	(6.90)	1.84
	7.31	68.25
Other Trade receivables		
Other trade receivables	302.53	268.24
	309.84	336.49

Trade Receivables ageing schedule as at 31.03.2022

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	Total
Undisputed Trade receivables – considered good	126.32	170.57	12.07	Nil	0.88	309.84
Undisputed Trade Receivables – considered doubtful	Nil	Nil	Nil	Nil	Nil	Nil
Disputed Trade Receivables considered good	Nil	Nil	Nil	Nil	Nil	Nil
Disputed Trade Receivables considered doubtful	Nil	1.15	0.62	1.27	3.87	6.90
	126.32	171.72	12.69	1.27	4.75	316.74
Less Allowance for bad and doubtful debts	Nil	(1.15)	(0.62)	(1.27)	(3.87)	(6.90)
Total	126.32	170.57	12.07	Nil	0.88	309.84

Trade Receivables ageing schedule as at 31.03.2021

Particulars	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	Total
Undisputed Trade receivables – considered good	159.21	110.56	23.44	36.23	7.05	336.49
Undisputed Trade Receivables – considered doubtful	Nil	Nil	Nil	Nil	Nil	Nil
Disputed Trade Receivables considered good	Nil	Nil	Nil	Nil	Nil	Nil
Disputed Trade Receivables considered doubtful	Nil	Nil	Nil	Nil	1.84	1.84
	159.21	110.56	23.44	36.23	8.89	338.33
Less Allowance for bad and doubtful debts	Nil	Nil	Nil	Nil	(1.84)	(1.84)
Total	159.21	110.56	23.44	36.23	7.05	336.49

Note 16 : Inventories

Raw Materials at cost	927.70	692.47
Raw material in transit		5.76
Total	927.70	698.23
Stores and Spares at cost	156.86	135.39
Stores and Spares in transit		11.39
Total	156.86	146.78
Work In Progress	117.82	38.15
Total	117.82	38.15
Traded goods at cost	80.32	68.72
Traded goods in transit		15.17
Total	80.32	83.89
Grand Total	1,282.71	967.05

Note 17 : Short Term Loans And Advances

Advances to suppliers	70.56	117.09
Receivable from revenue authorities	4.73	40.64
Subsidy receivable	232.37	38.82
Advance Income Tax (net of provision)	95.88	17.02
Prepaid Expenses	41.84	21.11
Other Loans and Advances	45.36	46.80
Total	490.75	281.48

Note 18 : Cash and Bank balances

Cash and Cash Equivalents		
(a) Cash on hand	5.06	4.98
(b) Balances with Banks:		
In current accounts	94.57	246.90
In deposits accounts	12.84	12.85
In deposit accounts(with original maturity more than 3 months)	35.70	16.25
Less : Bank deposits with original maturity more than 12 months	Nil	Nil
(Transferred to other non current assets)		
Total	148.16	280.98
Notes :		
I) Earmarked balances with Banks	14.00	17.02
II) Earmarked balances with various Statutory Authorities	20.46	12.08

	Accounting Year 2021-22 (Rs. In lakh)	Accounting Year 2020-21 (Rs. In lakh)
Note 19 : Revenue From Operations		
Sale of products (Refer Note no.30)	5,271.11	3,938.18
Sale of traded Goods	100.66	57.48
Other Operating Revenues	18.08	14.78
Total	5,389.83	4,010.44
Details of goods sold		
I) Sale of products		
Printed Circuit Board	5271.11	3,938.18
Solar LED street light system		Nil
Total	5,271.11	3,938.18
II) Sale of traded goods		
Electronic Products	100.66	57.48
III) Other Operating Revenues		
Duty drawback and other export incentives	2.41	0.88
Scrap Sales	15.67	13.90
Total	18.08	14.78
Note 20 : Other Income		
Revenue Subsidy from Government	Nil	32.64
Interest income	2.57	2.22
Sundry Balance Write Off	53.46	56.06
Gain on foreign exchange fluctuation (Net)	20.07	13.97
Profit on sale of Property, Plant and Equipment	11.09	Nil
Miscellaneous income	2.99	4.21
Total	90.16	109.10
Note 21 : Changes in inventories of finished goods and work in progress		
Stock at the end of the year		
Traded Goods	81.41	83.89
Work in Progress	46.01	38.15
Total	127.43	122.04
Less:		
Stock at the beginning of the year		
Traded Goods	83.89	102.96
Work in Progress	102.90	48.24
Total	186.79	151.20
	(59.36)	(29.16)
Note 22 : Cost of Raw Materials Consumed		
Cost of raw materials consumed	1,594.32	1,121.38
Total	1,594.32	1,121.38
Details of Raw Material Consumed		
Copper Sheets	918.15	579.69
Chemicals	229.08	194.35
Others	447.09	347.34
Total	1,594.32	1,121.38

Note 23 : Employees Benefit Expenses

	Accounting Year 2021-22 (Rs. In lakh)	Accounting Year 2020-21 (Rs. In lakh)
Salary expenses (Refer Note no. 30)	1,201.56	620.99
Contribution to Provident and other funds (Refer note no.28)	55.52	38.32
Staff Welfare expenses	87.16	23.97
Total	1,344.23	683.28

* Director Remuneration of Rs. 319.86 Lacs (P.Y. Rs.130.01 Lacs)

Note 24 : Financial Cost

Bank Charges	52.36	38.04
Interest expenses (Refer Note no. 30)	136.09	139.07
Total	188.45	177.11

Note 25 : Other Expenses

Consumption of Stores	291.77	222.47
Labour, processing and production charges (Refer Note no. 30)	241.14	433.24
Factory expenses	62.99	34.12
Electricity expenses	298.51	257.64
Repairs and Maintenance expenses		
To Building	14.39	18.71
To Machinery	78.34	87.70
To Others	82.61	50.04
Rent expenses	65.66	77.67
Professional Fees	50.47	42.65
Audit Fees (Refer Note no.33)	2.55	2.55
Travelling and Conveyance expenses	70.89	39.82
Freight Outward expenses	145.98	115.78
Loss on Sale of Property, Plant and Equipment	Nil	8.43
Bad debts	8.68	1.03
Sales and promotion expenses	47.55	41.20
Insurance expense	14.05	Nil
Miscellaneous expense	91.11	80.42
Total	1,566.69	1,513.47

Note 26 : Earnings Per Share (EPS)

Net (Loss)/Profit after tax as per statement of Profit and Loss attributable to Equity Shareholders.	37.38	(36.45)
Weighted Average number of equity shares used as denominator for calculating EPS	138.69	138.69
Basic and Diluted Earnings per share (Rs.)	0.27	(0.26)
Face Value per equity share (Rs.)	10.00	10.00

Note 27 : Contingent Liability

	As at 2021-22 Rs.in lakhs	As at 2020-21 Rs.in lakhs
(1) Income Tax matter	98.11	87.60
(2) For capital expenditure commitment (Net of payment)	27.33	6.39
(3) Bank guarantee	78.33	81.26

Notes 28 :-

As per accounting standard 15 "Employee Benefits " (Revised 2005) the disclosures of Employee benefits are defined in the accounting standard are given below

(i) Defined Contribution plan

(Rs. In lakh)

	2021-22	2020-21
Employer's contribution to provident fund	48.29	18.03
Employer's contribution to Superannuation fund	Nil	Nil

(ii) The present value of obligation is determined on actuarial valuation using the projected unit credit method, which recognises each period of service to build up the final obligation.

	01.04.2021 To 31.03.2022		01.04.2020 To 31.03.2021	
	Gratuity (Funded)	Leave Encashment (Unfunded)	Gratuity (Funded)	Leave Encashment (Unfunded)
(a) Reconciliation of opening and closing balance of defined benefits obligation				
Defined Benefits obligation at beginning of the period	55.74	16.45	44.71	14.60
Current Service Cost	7.19	8.00	4.31	3.98
Interest Cost	3.57	1.07	2.89	0.97
Actuarial gain/(loss)	(3.52)	30.73	3.83	1.62
Past service Cost	Nil	Nil	Nil	Nil
Benefits paid	Nil	-25.08	Nil	(4.72)
Defined Benefits obligation at end of the year	62.98	31.18	55.74	16.45
(b) Reconciliation of opening and closing balance of fair value of plan assets				
Fair value of plan assets at beginning of the year	29.66	Nil	17.05	Nil
Expected return on plan assets	2.04	Nil	1.14	Nil
Actuarial gain/(loss)	(0.04)	Nil	0.22	Nil
Employer contribution	8.96	Nil	11.25	Nil
Benefits paid	Nil	Nil	Nil	Nil
Fair value of plan assets at year end	40.63	Nil	29.66	Nil
(c) Reconciliation of fair value of assets and obligation				
Fair value of plan assets	40.63	Nil	29.66	Nil
Present value of unfunded obligation	62.98	31.18	55.74	16.45
Amount recognised in Balance Sheet	(22.36)	-31.18	(26.08)	(16.45)
(d) Expenses recognised during the period				
Current Service Cost	7.19	8.00	4.31	3.98
Interest Cost	3.57	1.07	2.89	0.97
Expected return on plan assets	(2.04)	Nil	(1.14)	Nil
Actuarial (gain)/loss	(3.48)	30.73	3.61	1.62
Recognised past Service Cost-Vested	Nil	Nil	Nil	Nil
Recognised past Service Cost-Unvested	Nil	Nil	Nil	Nil
Net Cost	5.23	39.80	9.66	6.57
(e) Investment details				
Government of India Securities	Nil	Nil	Nil	Nil
High Quality Corporate Bonds	Nil	Nil	Nil	Nil
Equity shares of listed Companies	Nil	Nil	Nil	Nil
Property	Nil	Nil	Nil	Nil
Funds managed by insurer	100%	Nil	100%	Nil
Bank Balance	Nil	Nil	Nil	Nil
(f) Principal Actuarial Assumptions				
Discount rate	7.25%	7.25%	6.75%	6.85%
Expected return on plan assets	7.25%	Nil	6.75%	Nil
	7% p.a.	7.00%		
			7.00%	7.00%
Annual increase in Salary costs				
	10% at younger ages reducing to 2% at older	10% at younger ages reducing to 2% at older ages	10% at younger ages reducing to 2% at older ages	10% at younger ages reducing to 2% at older ages
Withdrawal Rates				

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CIRCUIT SYSTEMS (INDIA) LIMITED-CONSOLIDATED

Notes on Financial Statements

Note No-29

SEGMENT INFORMATION

(A) Description of segments and principal activities

The Group's management, consisting of the managing director, the chief financial officer and the manager for corporate planning, monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment and has identified three reportable segments of its business. Management monitors the performance of respective segments separately. Segment Revenue, Results, Assets and Liabilities include the respective amounts identifiable to each of the segment and amounts allocated on a reasonable basis.

(B)

(C) Information about Primary Business Segment as at and for the year ended on 31st March,2022

	PRINTED CIRCUIT BOARD		SOLAR SYSTEM		UNALLOCATED		Total	
	2021-22	2020-21	2021-22	2020-21	2021-22	2020-21	2021-22	2020-21
Segment revenue								
External	5,389.83	4,010.44	Nil	Nil	Nil	Nil	5,390	4,010.44
Intra segment	Nil	Nil	Nil	Nil	Nil	Nil		Nil
Inter segment	Nil	Nil	Nil	Nil	Nil	Nil		Nil
Total revenue	5,389.83	4,010.44	Nil	Nil	Nil	Nil	5,389.83	4,010.44
Segment Result								
Segment result	79.75	(14.27)	Nil	Nil	Nil	Nil	79.75	(14.27)
Unallocated expenditure net of unallocated income	Nil	Nil	Nil	Nil	Nil	Nil		Nil
Interest expenses	Nil	Nil	Nil	Nil	Nil	Nil		Nil
Interest income	Nil	Nil	Nil	Nil	Nil	Nil		Nil
(Loss)/Profit before tax	79.75	(14.27)	Nil	Nil	Nil	Nil		Nil
Tax Expenses								
- Current tax	73.14	90.93	Nil	Nil	Nil	Nil	73.14	90.93
- Mat credit utilised/ (Entitlement)	Nil	Nil	Nil	Nil	Nil	Nil	#REF!	#REF!
- Deferred tax	(30.77)	(68.75)	Nil	Nil	Nil	Nil	(30.77)	(68.75)
Net (Loss)/Profit	37.38	(36.45)	Nil	Nil	Nil	Nil	37.38	(36.45)
Other information								
Segment assets	5,219.63	4,428.14	Nil	Nil	Nil	Nil	5,219.63	4,428.14
Segment liabilities	3,004.75	2,295.28	Nil	Nil	Nil	Nil	3,004.75	2,295.28
Capital expenditure	(1,077.59)	225.30	Nil	Nil	Nil	Nil	(1,077.59)	225.30
Depreciation and amortisation	570.61	557.91	Nil	Nil	Nil	Nil	570.61	557.91
Non-cash expenses other than depreciation and amortisation	8.68	9.46	Nil	Nil	Nil	Nil	8.7	9.46

CIRCUIT SYSTEMS (INDIA) LIMITED-CONSOLIDATED

Notes on Financial Statements

(D) Information about secondary geographic segment

	India		Outside India		Total	
	2021-22	2020-21	2021-22	2020-21	2021-22	2020-21
Revenue*	4,109.61	3,217.73	1,280.22	792.71	5,389.83	4,010.44
External	Nil	Nil	Nil	Nil	Nil	Nil
Inter segment	Nil	Nil	Nil	Nil	Nil	Nil
Total revenue	4,109.61	3,217.73	1,280.22	792.71	5,389.83	4,010.44
Other information**						
Carrying cost of segment non current assets@	2,658.21	2,320.04	207.75	150.66	2,865.96	2,470.71
Carrying cost of Segment Assets	4,498.20	3,781.62	721.43	646.53	5,219.63	4,428.14
Addition to Property, Plant & Equipment including intangible Assets	1,085.16	193.87	64.76	31.43	1,149.92	225.30

* Based on location of Customers

** Based on location of Assets

@ Excluding deferred tax asset

CIRCUIT SYSTEMS (INDIA) LIMITED-CONSOLIDATED**Notes on Financial Statements****Note 30 : Related Party Disclosure**

As per the Accounting Standard 18, the Disclosure of transaction with the related parties are given below:

(i) List of related parties where control exists and related parties with whom transactions have taken place and

Sr.No.	Name of the Party	Relationship
1	Shri Paresh N. Vasani	Key Managerial Personnel
2	Smt Jasmine P.Vasani (From : 1st October 2019)	Key Managerial Personnel
3	Shri Aashay P Vasani	Relative of Key Managerial Personnel
4	Smt Preeti A. Chouksey	Chief Financial Officer
5	Smt Krupali Shah (From 15th April 2019)	Company Secretary
6	PCB Planet (India) Pvt. Ltd.	Associates
7	Eurocircuits India Pvt. Ltd.	Associates
8	Eurocircuits N. V.	Enterprise over which promoter and his relative have significant influence
9	Shree Paresh N vasani & HUF	Related party of Subsidiary

(ii) Transactions during the year with the related parties (excluding reimbursement)

Sr.No.	Nature of Transaction (Excluding Reimbursement)	Associates	Key Managerial Personnel	Relative of Key managerial Personnel	Enterprise over which promoter and his relative have significant influence
1	Loans taken PCB Planet (India) Pvt. Ltd.	1,312.00 (1,485.00) 1,312.00 (1,485.00)			
2	Loans repaid PCB Planet (India) Pvt Ltd.	1,197.23 (1,735.00) 1,197.23 (1,735.00)			
3	Front-end engineering charges PCB Planet (India) Pvt Ltd.	98.16 (131.06) 98.16 (131.06)			
4	Remuneration Shri Pareshbhai N. Vasani Smt Jasmine P.Vasani Shri Ashay P Vasani Smt Preeti A. Chouksey Smt Krupali H. Shah		344.41 (147.02) 310.86 (120.96) 9.00 (9.05) 23.13 (15.61) 1.42 (1.40)	94.54 (63.69) 94.54 (63.69)	
5	Perquisite Shri Pareshbhai N. Vasani Shri Ashay P Vasani		Nil (7.53) Nil (7.53)	Nil (3.03) Nil (3.03)	
6	Interest paid PCB Planet (India) Pvt Ltd.	40.30 (35.00) 40.30 (35.00)			
7	Purchase of Capital Goods Eurocircuits N.V. Eurocircuit India Private Limited	Nil (46.23) Nil (46.23)			Nil (1.26) Nil (1.26)
8	Purchase of Goods Eurocircuits N.V. Eurocircuit India Private Limited	94.04 (18.73) 94.04 (18.73)			Nil (3.98) Nil (3.98)
9	Sale of Goods Eurocircuit India Private Limited	Nil Nil Nil Nil			
10	Sale of Assets Shri Paresh N. Vasani HUF			Nil Nil Nil Nil	
(iii) Balance As 31st March, 2022		374.22 Cr			
(iii) Balance As 31st March, 2021		398.26 Cr			

Note: Figures in brackets are of previous year.

Note: 31 : Basis of Consolidation

The consolidated financial statements relate to Circuit System (India) Limited and its subsidiary company. The Company and its subsidiaries company constitute the Group.

a) Basis of Accounting :

- (i) The Financial statements of the associate company used where in the consolidation are drawn up to the year ended on 31.03.2021
- (ii) The Financial statements of the Group have been prepared in accordance with the applicable Accounting Standard in India and other generally accepted principles.

b) Principles of Consolidation :

The Consolidated Financial Statements related to Pcb Power (India) Limited and its associate company and PCB Power Inc. The Consolidated Financial statements have been prepared on the following basis.

- (i) In respect of subsidiary companies, the financial statements have been consolidated on a line-by-line basis by adding together the book values of like items of asset, liabilities, income and expenses, after fully eliminating the intra group balances and unrealised profits / losses on intra group transactions as per Accounting Standard 21 on consolidated Financial Statements issued by Institute of Chartered Accountant of India.
- (ii) As far as possible, the Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in in the same manner as the company's separate financial statements.

c) The significant Subsidiaries companies considered in the consolidated financial statement is as under:

Sr No	Name of the Subsidiary Company		Proportion of Ownership Interest
1	PCB Power (India) Ltd.		100%
2	PCB Power Inc.		100%

D) Disclosure mandated by Schedule III of Companies Act, 2013 by way of additional information

Subsidiaries	Net Assets i.e. Total Assets minus total liabilities				Share in profit			
	As % of consolidated net assets		Amount		As % of consolidated net profit		Amount	
	As at 31.03.2022	As at 31.03.2021	As at 31.03.2022	As at 31.03.2021	2021-22	2020-21	2021-22	2020-21
Parent:								
Circuit Systems (India) Limited	127.83%	127.60%	2,831.33	2,721.53	294%	-210.40%	109.80	76.69
Subsidiaries								
PCB Power (India) Ltd.	4.75%	4.55%	101.37	97.14	11%	-13.31%	4.24	4.85
PCB Power Inc.	28.15%	25.59%	623.52	545.86	-238%	149.44%	(89.14)	(54.47)
Elimination/ Adjustments	-60.56%	-57.75%	(1,341.33)	(1,231.67)	33%	174.27%	12.49	(63.52)
Grand Total	100.18%	100.00%	2,214.89	2,132.86	100%	100.00%	37.38	(36.45)

Note 32 : The COVID -19 pandemic had rapidly spreading throughout the world. The Company's Plants and offices were under nation wide lockdown during Q1 of 2020-21. The Company has taken into account potential impacts of Covid - 19, in preparation of standalone audited financial statements. Based on the information currently available , there is no material impact on carrying amounts of inventories , intangible assets ,trade receivables, investments and other financial assets though management continues to monitor changes in future economic conditions. The impact of Covid - 19 on the standalone audited financial statements may differ from that estimated as at the date of approval of these standalone financial statements.

Note 33: Payments to Auditor

Particulars	31.03.2022	31.03.2021
Audit Fees	2.55	2.55
Total	2.55	2.55

Note 34 : The Company(Circuit System (INDIA) Limited) filed an application for reduction of capital under section 66 read with section 52 of The Companies Act, 2013 with National Company Law Tribunal to reduce the issued, subscribed and paid up equity share capital of the company from Rs. 13,86,90,160 to Rs. 12,92,70,740 by cancelling and extinguishing in aggregate, 6.79% of the total issued, subscribed and paid up equity share capital of the Company.

Note 35 : Hitherto goodwill of foreign subsidiary was amortised over a period. In view of loss in foreign subsidiary, goodwill Rs 17.15 lacs is written off in Consolidated Financial Statements.

Note 36: Relation ship with Struck off Companies.

The Group does not have any transactions with the Struck Off Companies as on 31st March 2022.

Note 37: Registration of charges or satisfaction with Registrar of Companies (ROC) :

The Group does not have any charge or satisfaction which is yet to be registered with ROC beyond the statutory period.

Note 38: Details of Benami Property held :

The Group does not have any benami property where any proceeding has been initiated or pending against the company for holding any benami property.

Note 39: Compliance with number of layers of companies

The Holding Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.

Note 40: The Group did not avail any Schemes / Arrangements approved by any Government Authority.

Note 41: The Group had not revalued any of the Assets during the financial year 2021-22.

Note 42: The Group does not have any Capital Work in Progress either Tangible or Intangible as on 31 March 2022.

Note 43: Utilisation of Borrowed funds

(i) The Group has not given any advance or loan or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall :

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on the Ultimate Beneficiaries.

Notes on Financial Statements**Note 44 : Quarterly returns and Wilful defaulter :**

- (i) Quarterly returns or statements of current assets filed by the Company with bank or financial institutions are in agreement with the books of account.
(ii) The Company has not been declared as a wilful defaulter by any banks or financial institutions.

Note 45: Undisclosed Income :

The Group does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year (previous year) in the tax assessments under the Income Tax Act, 1961 such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

Note 46 : Details of Crypto Currency or Virtual Currency :

The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.

Note 47 : Title deeds of immovable Property not held in name of the Company :

All Immovable property is of the company are in the name of the Holding Company.

Note 48 : Key Financial ratio & Definitions :

On March 24, 2021, the Ministry of Corporate Affairs ("MCA") through a notification, amended Schedule III of the Companies Act, 2013. The amendments revise Division I, II and III of Schedule III and are applicable from April 1, 2021. However, amendments relating disclosure of ratio are disclosed here:

Sr. No.	Key Financial ratio & Definitions	31.03.2022	31.03.2021	Difference	%	Remarks
1	Current ratio Current Asset / Current Liabilities	1.56	1.35	0.22	16%	
2	Debt equity ratio Total liabilities / Total shareholders' equity	1.08	0.71	0.37	53%	Due to Increase in Borrowing.
3	Debt Service Coverage Ratio EBITDA / (interest+Principal)	0.40	0.29	0.11	40%	Due to Increase in Sales as a result increase in Profit and Increase in Repayment of Debt.
4	ROE (Return on Equity) Net income / Shareholder's Equity	0.02	(0.02)	0.00	-202%	Due to higher turnover and earned profit this year .
5	Inventory turnover Cost of Goods sold / Average inventory	4.79	4.59	0.20	4%	
6	Trade Receivables turnover Net credit sales / Average Accounts Receivable	16.68	11.91	4.77	40%	Due to increase in sales.
7	Trade payables turnover Net Credit Purchases / Average Accounts Payable	5.28	4.01	1.27	32%	Due to increase in Trade Payable
8	Net capital turnover Net Annual Sales / Working capital	8.38	7.04	1.33	19%	
9	Net Profit Net Profit / Revenue x 100	1%	-1%	2%	-176%	Due to higher turnover and earned profit this year .
10	Return on Capital employed Earning before interest and tax / Capital Employed	0.06	0.04	0.02	39%	Due to higher turnover and earned profit this year .
11	Return on investment Net return on investment / Cost of Investment * 100	0.01	(0.01)	0.02	-182%	Due to higher turnover and earned profit this year .

Note 49: Figures of previous year have been regrouped wherever necessary.

Note 50: Figures have been presented in 'Lakh' of rupees with two decimals. Figures less than Rs. 10,000 have been shown actual in brackets.

For and on behalf of the Board

Managing Director Chief Financial officer
DIN : 1376786

Director Company Secretary
DIN : 2559296
Place : Ahmedabad
Date : 24th August ,2022

Ahmedabad

As per our Report of even date
For Hemanshu Shah & Co
Chartered Accountants
Firm Registration No 122439W

H. C. SHAH
Partner
Membership No. 36441

E-COMMUNICATION REGISTRATION FORM
(Only for members holding shares in physical form)

Date:

To,
Cameo Coporate Services Limited,
'Subramanian Building' No.1,
Club House Road,
Chennai- 600002

UNIT – CIRCUIT SYSTEMS (INDIA) LIMITED

Dear Sir,

Sub: Registration of E-mail ID for serving of Notices / Annual Reports through electronic mode by Company

We hereby register our E-mail ID for the purpose of receiving the notices, Annual Reports and other documents / information in electronic mode to be sent by the Company.

Folio No. :	
E-mail ID :	
Name of the First / Sole Shareholder :	
Signature :	

Note: Shareholder(s) are requested to notify the Company as and when there is any change in the e-mail address.

Enclosures: Self Attested copy of PAN & Address proof

CIRCUIT SYSTEMS (INDIA) LIMITED
Unit No.1001, 10th Floor, "ONE42" South Tower,
Nr. Ashok Vatika, Opp. Jayantilal Park BRTS,
Ambli Bopal Road,
Ahmedabad – 380058