



MADHUCON PROJECTS LIMITED

(CIN:L74210TG1990PLC011114)

AN ISO-9001 : 2008 COMPANY

**32nd Annual Report
2021 - 2022**



Corporate Information

Board of Directors

Mr. Ramadas Kasarineni	Chairman and Independent Director
Mr. N. Seethaiah	Managing Director
Mr. Mohammad Shafi	Whole-time Director
Mr. P. Madhava Rao	Independent Director
Mrs. Ch. Lakshimi Kumari	Woman-Independent Director
Mr. Madhu Malampati	Non-Executive & Non-Independent Director

Key Managerial Personnel

Mr. K. Venkateswarlu	Chief Financial Officer
Mr. M. S. Sivanand	Company Secretary (up to 21-03-2022)
Mr. D. Mallia Reddy	Company Secretary (w.e.f. 21-03-2022)

Registered Office

1-7-70, Madhu Complex, Jublipura,
Khammam-507003.

Corporate Office

Madhucon House, Plot No. 1129/A,
Road No. 36, Jubilee Hills, Hyderabad-500033.

Statutory Auditors

M/s P. Murali & Co.,
Chartered Accountants,
6-3-655/2/3, Somajiguda,
Hyderabad-500036

Registrar & Share transfer Agents

M/s Kfin Technologies Private Limited
Karvy Selenium Tower-B, Plot 31-32,
Gachibowli, Financial District,
Nanakramguda, Hyderabad-500032

Bankers

Axis Bank Limited.
Bank of India.
Canara Bank.
IDBI Bank Limited.
ICICI Bank Limited.
Kotak Mahindra Bank.
State Bank of India.

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**NOTICE****To****The Members,****Madhucon Projects Limited**

NOTICE is hereby given that the 32nd Annual General Meeting of the Members of Madhucon Projects Limited will be held on **Thursday, 29th September, 2022 at 03:00 P.M (IST)** at the Registered Office of the Company situated at 1-7-70, Madhu Complex, Jublipura, Khammam-507003 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a) the Audited Financial Statements of the Company in IND AS format for the financial year ended 31st March, 2022 together with the Reports of the Board of Directors and Auditors' thereon; and
 - b) The Audited Consolidated Financial Statements of the Company in IND AS format for the financial year ended 31st March, 2022 together with the report of the Auditors' thereon.
2. To appoint a director in place of Mr. Mohammad Shafi (DIN: 07178265), who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors and to fix their remuneration.

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

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the audit committee and the Board of Directors of the Company, M/s P. Murali & Co, Chartered Accountants (FRN: 007257S), Hyderabad be and are hereby reappointed as the Statutory Auditors of the Company for the second term of four consecutive years, who shall hold office from the conclusion of this 32nd AGM till the conclusion of the 36th AGM to be held in the year 2026, at such remuneration as may be determined by the Board of Directors of the Company.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority or accepting any modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto.

SPECIAL BUSINESS:

4. Ratification of the Re-appointment of Mr. Seethaiah Nama (DIN:00784491) as Managing Director of the Company:

To consider and, if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT as recommended by the Nomination and Remuneration Committee of the board in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and consent of the members be and is hereby accorded for reappointment of Mr. N. Seethaiah, (DIN: 00784491) as Managing Director of the Company for the period of 3 years w.e.f. 1st May, 2022 on the existing monthly managerial remuneration of Rs.5,00,000/- (Five Lacs Only) without enhancement in remuneration due to the continuous losses incurred by the Company.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts and deeds as may be necessary, proper or expedient to give effect to this resolution."

5. Ratification of the reappointment of Mr. Madhava Rao Potla (DIN 00385838) as an independent director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other relevant provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company, approval and recommendation of the nomination and remuneration committee, and that of the Board, Mr. Madhava Rao Potla (DIN 00385838), who holds office as an independent director up to September 28, 2022 be and is hereby reappointed as an independent director, not liable to retire by rotation, for a second term of five years with effect from September 29, 2022 up to September 28, 2027.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other officer(s) / authorized representative(s) of the Company to do all acts,



deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

6. Ratification of the reappointment of Mrs. Chinthapalli Lakshmi Kumari (DIN 06942473) as an independent director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other relevant provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Articles of Association of the Company, approval and recommendation of the nomination and remuneration committee, and that of the Board, Mrs. Chinthapalli Lakshmi Kumari (DIN 06942473), who holds office as an independent director up to September 26, 2022 be and is hereby reappointed as an independent director, not liable to retire by rotation, for a second term of five years with effect from September 27, 2022 up to September 26, 2027.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other officer(s) / authorized representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

7. To appoint and approve the remuneration of the Cost Auditor for the financial year ending on 31st March, 2023.

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or enactment(s) thereof, for the time being in force), the remuneration of Rs. 1,50,000.00 (Rupees One Lakh fifty Thousand only) inclusive of all taxes payable, M/s AS RAO & CO., Cost Accountants (Firm Registration No. 000326), the Cost Auditors of the Company to conduct audit of cost records made and maintained by the Company for the financial year ending 31st March, 2023, as recommended by Audit Committee and approved by Board of Directors be and is hereby ratified.

"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."

8. Approval for Non-Provision of the Interest on Working Capital Loans & Unsecured Loans of the Company:

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

"RESOLVED FURTHER THAT the total interest provisions on Rs. 670.88 Cr. and Rs. 45.09 Cr. Working Capital Loans and Term Loan respectively aggregating to Rs. 715.97 Cr. for the full financial year 2021-22 be not applied and provided for in the books of accounts of the Company on the basis that the Company has submitted the One Time Settlement proposal to all Working Capital Banks and Financial Institutions. Company is working for the approval, with required improvements, modifications, if any, as may be mutually agreed upon by and between the Company and Working Capital Banks / Financial Institutions."

**By Order of the board
for Madhucon Projects Limited**

Place: Hyderabad
Date: 11-08-2022

**D. Malla Reddy
Company Secretary**

NOTES:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to Special Business to be transacted at the Annual General Meeting is annexed hereto.
2. The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM. The process of remote e-voting with necessary instructions is given in the subsequent paragraphs.
3. The Company has appointed Mr. Venkata Krishna Reddy Sabbella, Practicing Company Secretary (Membership No. ACS 53083) (PCS No. 19542), to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose.
4. A member entitled to attend and vote at the Annual General Meeting ("Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of him/herself and the proxy need not be a member of the Company. Proxies, in order to be effective, must be received by the Company not less than 48 hours



before the meeting. Proxy form is attached herein. A person can act as proxy on behalf of the members not exceeding 50 (Fifty) and holding in the aggregate not more than 10% (Ten percent) of the total share capital of the Company carrying voting rights. A member holding more than 10% (ten percent) of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder as per rule 19 of the Companies (Management and Administration) Rules, 2014.

5. In line with the MCA Circulars, the notice of the 32nd AGM along with the Annual Report 2021-22 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. Members may please note that this Notice and Annual Report 2021-22 will be available on the Company's website at [https:// www.madhucon.com/investors/ annual-reports/](https://www.madhucon.com/investors/annual-reports/), websites of the Stock Exchanges i.e. BSE

Limited and NSE Limited at www.bseindia.com and

www.nseindia.com respectively, and on the website of K Fintech at <https://evoting.kfintech.com>.

6. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's Registrar and Share Transfer Agent, KFin Technologies Private Limited, (Unit: Madhucon Projects Limited) Selenium Tower B, Plot No. 31 & 32, Gachibowli Financial District, Nanakramguda, Hyderabad-500 032.
7. Brief profile of the Directors proposed to be appointed / re-appointed is given as under as per

Name of Director	Mr. Nama Seethaiah	Mr. Madhava Rao Potla	Mrs. Chinthapilli Lakshmi Kumari
Date of Birth	03-03-1966	25-12-1959	21-06-1955
Nationality	Indian	Indian	Indian
Date of appointment	15-03-1990	28-09-2017	26-09-2017
Qualifications	Graduate of Civil Engineering	B.com; LLB	B.Sc.; BED
Expertise in Functional Area Business	Industrialist & Business Professional	Legal Professional	Retired Professional
Shares held in the Company	23,802	NIL	NIL
List of Directorships held in other Companies	4 unlisted public ltd., companies & 1 private ltd company	2 unlisted public ltd., companies.	1 unlisted public ltd., company
Chairman/Member Committee of Boards of other Companies in which he/she is a Director	NIL	NIL	NIL



the provisions of Regulation 36(3) of the Listing Regulations.

8. Members holding shares in physical mode are also requested to register / update their e-mail address with the Company / KFinTech for receiving all communications from the Company electronically.
9. Members who are holding shares in physical form are advised to submit particulars of their bank account, viz. name and address of the branch of the bank, MICR code of the branch, type of account and account number to Registrar and Share Transfer Agent, KFin Technologies Private Limited (Unit: Madhucon Projects Limited), Selenium Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Gachibowli, Hyderabad - 500 032.
10. The Register of Members and Share Transfer Books of the Company will remain closed from **Friday, 23rd September, 2022 to Thursday 29th September, 2022 (both days inclusive).**
11. Members are requested to note that, dividends F.Y. 2014-15 if not en-cashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transfer to the Investor Education and Protection Fund ("IEPF") on due date in November, 2022.
12. Members seeking any information with regard to the accounts or any matter to be placed at the AGM are requested to write to the Company on or before Thursday, 22nd September, 2022 through email to cs@madhucon.com. The same will be replied by the Company suitably.

ANNEXURE TO NOTICE:

Explanatory Statement Pursuant to the provisions of Section 102(1) of the Companies Act, 2013:

The following explanatory statement sets out all material facts relating to the special business mentioned under **Item Nos. 4 to 8** of the accompanying Notice.

Item No.4: Ratification of the Re-appointment of Mr. Seethaiah Nama (DIN:00784491) as Managing Director of the Company:

Mr. Seethaiah Nama, (DIN: 00784491) was appointed as the Managing Director of the Company for the period of 3 years w.e.f. 1st May, 2019 vide 29th Annual General Meeting of the company, held on 21st September, 2019. Accordingly, tenure of the period of 3 years was completed by 30th April, 2022. The Board approved re-appointment of Mr. Seethaiah Nama,

(DIN: 00784491) as Managing Director of the Company for the period 3 years w.e.f. 1st May, 2022 on the base of recommendation of Nomination and Remuneration Committee Meeting held on 20th April, 2022 and now proposed to seek Members approval of the same, in terms of the applicable provisions of the said Act and Rules made there under.

Mr. Seethaiah Nama, is not disqualified from being re-appointed as a Director and Managing Director in terms of section 164 (2) of the Companies Act, 2013. He has communicated his willingness with consent to act as Managing Director of the Company. He satisfies all the conditions as set out in section 196(3) of the said Act and Part-I of Schedule V thereof and hence, is eligible for re-appointment. His brief profile is provided at notes to the Notice pursuant to the provisions of SEBI (LODR) Regulations.

Save and except Mr. Seethaiah Nama and his relatives to the extent of their shareholding interest, if any, in the company, none of the other Directors, Key Managerial Personnel of the Company are their relatives, in any way, concerned or interested in the aforesaid resolution.

The Board recommends Ordinary Resolution set out in Item No. 4 for the approval of members.

Item no. 5: Ratification of the reappointment of Mr. Madhava Rao Potla (DIN 00385838) as an independent director of the Company.

Mr. Madhava Rao Potla was appointed as an independent director of the Company pursuant to Section 149 of the Companies Act, 2013, at the AGM 2017 by the members to hold office up to September 28, 2022 and he is due for retirement from the first term. Based on the recommendation of the nomination and remuneration committee, the Board, at meeting held on August 11, 2022 has recommended the reappointment of Mr. Madhava Rao Potla as an independent director, not liable to retire by rotation, for a second term of five years effective September 29, 2022 to September 28, 2027. The Company has received consent letter and also received a notice under Section 160 of the Companies Act, 2013 from a member, intending to nominate Mr. Madhava Rao Potla to the office of independent director. In the opinion of the Board and based on its evaluation, Mr. Madhava Rao Potla fulfills the conditions specified in the Companies Act, 2013. The resolution seeks the approval of members for the reappointment of Mr. Madhava Rao Potla as an independent director of the Company pursuant to Sections 149, 152 of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and his office shall not be liable to retire by rotation.

No director, key managerial personnel or their relatives except Mr. Madhava Rao Potla, to whom the resolution relates, is interested in or concerned, in passing the proposed aforesaid resolution.

The Board recommends the Special Resolution set forth in



item no. 5 for the approval of members.

Item no. 6: Ratification of the reappointment of Mrs. Chinthapalli Lakshmi Kumari (DIN 06942473) as an independent director of the Company.

Mrs. Chinthapalli Lakshmi Kumari was appointed as an independent director of the Company pursuant to Section 149 of the Companies Act, 2013, at the AGM 2017 by the members to hold office up to September 26, 2022 and she is due for retirement from the first term. Based on the recommendation of the nomination and remuneration committee, the Board, at meeting held on August 11, 2022 has recommended the reappointment of Mrs. Chinthapalli Lakshmi Kumari as an independent director, not liable to retire by rotation, for a second term of five years effective September 27, 2022 to September 26, 2027. The Company has received consent letter and also received a notice under Section 160 of the Companies Act, 2013 from a member, intending to nominate Mrs. Chinthapalli Lakshmi Kumari to the office of independent director. In the opinion of the Board and based on its evaluation, Mrs. Chinthapalli Lakshmi Kumari fulfills the conditions specified in the Companies Act, 2013. The resolution seeks the approval of members for the reappointment of Mrs. Chinthapalli Lakshmi Kumari as an independent director of the Company pursuant to Sections 149, 152 of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and her office shall not be liable to retire by rotation.

No director, key managerial personnel or their relatives except Mrs. Chinthapalli Lakshmi Kumari, to whom the resolution relates, is interested in or concerned, in passing the proposed aforesaid resolution.

The Board recommends the Special Resolution set forth in item no. 6 for the approval of members.

Item No. 7: To appoint and approve the remuneration of the Cost Auditor for the financial year ending on 31st March, 2023.

The Board of Directors of the Company on the recommendation of Audit Committee approved the appointment and remuneration of M/s AS RAO & CO., Cost Accountants (Firm Registration No. 000326) as the Cost Auditors of the Company to conduct the audit of the Cost Records of the Company for the financial year ending on 31st March, 2023. In terms of the provisions of Section 148 of the Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor as approved by Board of Directors, has to be ratified by the Shareholders of the Company. Accordingly, the Shareholders are requested to ratify the remuneration payable to the Cost Auditor for the financial year ending 31st March, 2023, as set out in the Ordinary Resolution in Item No. 7.

None of the Directors and Key Managerial Personnel of the Company is concerned or interested financially or otherwise, in the said Resolution.

Item No. 8: Approval for Non-Provision of the Interest on Working Capital Loans & Unsecured Loans of the Company:

Approval for Non-Provision of the Interest on Working Capital Loans and Unsecured Loans:

The board members discussed in this connection and that the Company has submitted the One Time Settlement (OTS) proposal to each of the Working Capital Banks and is working with them. The Company is hopeful to get it approved with suitable modifications, if any. It was further deliberated that as the Company has put up OTS proposal with each Working Capital Bank against their respective outstanding, interest provision on working capital loans and unsecured loans was not made.

None of the Directors and Key Managerial Personnel of the Company is concerned or interested financially or otherwise, in the said Resolution.

**By Order of the board
for Madhucon Projects Limited**

Place: Hyderabad
Date: 11-08-2022

**D. Malla Reddy
Company Secretary**

INSTRUCTIONS FOR REMOTE E-VOTING:

1. Use the following URL for e-voting from KFinTech website: <https://evoting.kfintech.com>.
2. Members of the Company holding shares either in physical form or in dematerialized form, as on 22nd September, 2022, the cutoff date, may cast their vote electronically.
3. Enter the login credentials i.e. User ID and password mentioned in your email. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with KFinTech for e-voting, use your existing User ID and password for casting your votes.
4. After entering the details appropriately, click on LOGIN.
5. You will reach the Password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (az), one numeric value (0-9) and a special character (@, #, \$ etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
6. You need to login again with the new credentials.
7. On successful login, the system will prompt you to select the EVENT i.e., Madhucon Projects Limited.
8. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.
9. Members holding multiple folios / demat accounts shall choose the voting process separately for each folio /



- demat account.
10. Cast your vote by selecting an appropriate option and click on SUBMIT. A confirmation box will be displayed. Click OK to confirm else CANCEL to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution.
 11. The Portal will open for voting from 9.00 a.m. on Monday, 26th September, 2022 and closes at 5.00 p.m. on Wednesday, 28th September, 2022 with E-Voting Sequence number (EVSN) – 6883).
 12. Members of the Company who have purchased their shares after the dispatch of the Notice but before the cutoff date (22nd September, 2022) may contact KFintech at Tel No. 1800 309 4001 (toll free) to obtain login id and password or send a request to inward_ris@kfintech.com.
 13. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://evoting.kfintech.com> or contact KFintech at Tel No. 1800 309 4001 (toll free).
 14. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.
Shareholders are advised to update their mobile number and e-mail ID with their DPs in order to access e-voting facility.

Procedure to login through websites of Depositories:

NSDL	CDSL
<ol style="list-style-type: none"> 1. Users already registered for IDeAS facility of NSDL <ol style="list-style-type: none"> a. Click on URL: https://eservices.nsdl.com. b. Click on the "Beneficial Owner" icon under 'IDeAS' section. c. Enter your User ID and Password for accessing IDeAS. d. On successful authentication, you will enter your IDeAS service login. e. Click on "Access to e-Voting". f. Click on Company name or e-voting service provider and you will be re-directed to KFintech website for casting the vote during the remote e-voting period. 2. Users not registered for IDeAS facility of NSDL <ol style="list-style-type: none"> a. To register, click on URL: https://eservices.nsdl.com b. Select "Register Online for IDeAS". c. Proceed to complete registration using your DPID, Client ID, Mobile Number, etc. d. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote. 3. Users may directly access the e-voting module of NSDL as per the following procedure: <ol style="list-style-type: none"> a. Click on URL: https://www.evoting.nsdl.com/ b. Click on the button "Login" available under "Shareholder / Member" section. c. Enter your User ID (i.e. 16-digit demat account number held with NSDL), login type, Password / OTP and Verification code as shown on the screen d. On successful authentication, you will enter the e-voting module of NSDL e. Click on Company name or e-voting service provider and you will be re-directed to KFintech website for casting the vote during the remote e-voting period. 	<ol style="list-style-type: none"> 1. Users already registered for Easi/Easiest facility of CDSL <ol style="list-style-type: none"> a. Click on URL: https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi b. Enter your User ID and Password for accessing Easi / Easiest. c. Click on Company name or e-voting service provider for casting the vote. 2. Users not registered for Easi/Easiest facility of CDSL <ol style="list-style-type: none"> a. To register, click on URL https://web.cdslindia.com/myeasi/home/login b. Proceed to complete registration using your User ID, Client ID, Mobile Number, etc. c. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote. 3. Users may directly access the e-voting module of CDSL as per the following procedure: <ol style="list-style-type: none"> a. Click on URL: www.cdslindia.com b. Provide demat account number and PAN c. System will authenticate user by sending OTP on registered mobile & email as recorded in the demat account d. On successful authentication, you will enter the e-voting module of CDSL. e. Click on Company name or e-voting service provider and you will be re-directed to KFintech website for casting the vote during the remote e-voting period.



Procedure to login through their demat accounts / website of Depository Participant

NSDL	CDSL
Individual shareholders holding shares of the Company in Demat mode can access e-Voting facility provided by the Company using login credentials of their demat accounts (online accounts) through their demat accounts / websites of Depository Participants registered with NSDL/CDSL. An option for "e-Voting" will be available once they have successfully logged-in through their respective logins. Click on the option "e-Voting" and they will be redirected to e-Voting modules of NSDL/CDSL (as may be applicable). Click on the e-Voting link available against the name of Company or select e-Voting service provider "KFintech" and you will be redirected to the e-Voting page of KFintech to cast your vote without any further authentication.	
Members who are unable to retrieve User ID / Password are advised to use "Forgot User ID" / "Forgot Password" options available on the websites of Depositories / Depository Participants. Contact details in case of technical issue on NSDL website	
Contact details in case of technical issue on NSDL website	Contact details in case of technical issue on CDSL website
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	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 22-23058542-43.

15. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020 on "e-voting facility provided by Listed Companies", e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process.

16. The voting results declared along with the Scrutinizer's Report shall be placed on the Company's website www.madhucon.com and the website of the Registrar and Share Transfer Agent viz., evoting@kfintech.com immediately after the declaration of the result by the Chairman or a person authorized by the Chairman. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited.



Directors' Report

Your Directors have pleasure in presenting the 32nd Annual Report of the Company together with the Audited Financial Statements for the year ended March 31, 2022.

1. FINANCIAL SUMMARY

(' Rs.in Lakhs)

S. No.	Particulars	Standalone	Year ended	Consolidated	Year ended
		31.03.2022	31.03.2021	31.03.2022	31.03.2021
		(Audited)	(Audited)	(Audited)	(Audited)
1	Income from Operations:				
	(a) Net Sales/ Income from Operations	70614.85	64,655.05	94814.79	90,916.23
	(b) Other income	1656.95	7,190.97	11745.99	12,484.10
	Total Income	72271.80	71,846.02	106560.78	1,03,400.33
2	Expenses:				
	(a) Cost of Materials Consumed	51899.33	63,442.04	73573.07	88,842.92
	(b) Changes in Inventory of Finished goods, Work-in-Progress and stock-in-trade	-	-	934.24	889.61
	(c) Employee benefits expense	1679.16	1,728.40	2920.22	2,792.85
	(d) Other expenses	19308.89	10,288.63	23730.70	1,994.51
	(e) Financial Costs	417.54	847.22	3137.00	24,570.33
	(f) Depreciation and amortization expense	478.06	595.97	14094.98	12,871.32
	Total Expenses	73782.99	76,902.26	118390.21	1,31,961.54
3	Profit/(Loss) Before Exceptional Items (1-2)	(1511.19)	(5,056.25)	(11829.43)	(28,561.21)
4	Exceptional Items Share of (Loss) from Associate Co.,	-	-	982.39	982.39
5	Profit/(Loss) Before Tax (3-4)	(1511.19)	(5,056.25)	(10847.04)	(27,578.82)
6	Tax Expense				
	a) Current Tax -	-	-	-	-
	b) Income Tax Refund Received	-	(5,392.23)	-	(5,392.23)
	c) Deferred Tax	1870.14	3,982.68	1870.14	3,982.68
	Total Tax (a+b)	1870.14	(1,409.55)	1870.14	(1,409.55)
7	Net Profit/(Loss) After Tax (5-6)	(3381.33)	(3,646.70)	(12717.18)	(26,169.29)
	Share of Loss transferred to Non-Controlling Interest	-	-	(2082.68)	(2,830.05)
	Profit/(Loss) after Tax after Non-Controlling Interest	(3381.33)	(3,646.70)	(10634.51)	(23,339.24)
	Share of Profit or Loss from Associated Companies	-	-	-	-
	Profit/(Loss) after Tax after Share of Minority Interest & Associated Companies	(3381.33)	(3,646.70)	(10634.51)	(23,339.24)
8	i. Other Comprehensive Income	19.45	(35.65)	19.45	(35.65)
	ii. Amount not re-classifiable to P&L	-	-	(1.96)	-
	Share of Other Comprehensive Income transferred to Non-Controlling Interest	-	-	-	-
9	Total Comprehensive Income (7+8)	(3361.88)	(3,682.35)	(10617.03)	(23,374.90)
10	Paid up equity share capital (Face Value of Rs.1/- each)	737.95	737.95	737.95	737.95
11	Other Equity	52191.06	55,588.59	(2,10,525.29)	(1,90,160.04)
12	(i) Earning per share of Rs.1/- each (not annualized)				
	(a) Basic	(4.58)	(4.94)	(14.41)	(31.63)
	(b) Diluted	(4.58)	(4.94)	(14.41)	(31.63)