

**MIL INDUSTRIES & AEROSPACE
LIMITED**



SIXTH ANNUAL REPORT 2023-24



Saroja Raman

1938 – 2023



*With fond memories of our Chairperson
You will always inspire and guide us*

MIL INDUSTRIES & AEROSPACE LIMITED

CHAIRMAN & MANAGING DIRECTOR	RAJIV SREEDHAR
DIRECTORS	SAROJA RAMAN (demised on 17.09.2023) NOMAN H. MILLWALA K.J. JANAKAR (Resigned w.e.f. 15.04.2024) A. RENGARAJAN VIMALA VENKATESAN R. GOVINDARAJU
COMPANY SECRETARY & CFO	U. VISWANATH
BANKERS	UCO BANK, International Banking Branch Chennai- 600 001
AUDIT COMMITTEE	A RENGARAJAN, <i>Chairman</i> RAJIV SREEDHAR, <i>Member</i> NOMAN H. MILLWALA, <i>Member</i>
NOMINATION AND REMUNERATION COMMITTEE	A RENGARAJAN, <i>Chairman</i> NOMAN H. MILLWALA, <i>Member</i> VIMALA VENKATESAN, <i>Member</i>
STAKEHOLDERS RELATIONSHIP COMMITTEE	NOMAN H. MILLWALA, <i>Chairman</i> RAJIV SREEDHAR, <i>Member</i> A RENGARAJAN, <i>Member</i>
STATUTORY AUDITORS	VENKAT & RANGAA LLP, Chartered Accountants, Chennai
INTERNAL AUDITORS	KVM & ASSOCIATES, Chartered Accountants, Chennai
SECRETARIAL AUDITOR	A.K.JAIN & ASSOCIATES, Company Secretaries, Chennai
REGISTRAR AND SHARE TRANSFER AGENT	INTEGRATED REGISTRY MANAGEMENT SERVICES PVT LIMITED 'Kences Towers', II Floor, No.1, Ramakrishna Street, North Usman Road, T. Nagar, Chennai - 600 017

MIL INDUSTRIES & AEROSPACE LIMITED

REGISTERED & HEAD OFFICE	Plot No. 25A/1/6, SIDCO Industrial Estate, Ambattur, Chennai - 600 098.
FACTORIES	Unit-I Plot No. 25A/1/7, SIDCO Industrial Estate, Ambattur Chennai - 600 098. Unit-II Plot No. F- 65, SIPCOT Industrial Complex Gummidipoondi - 601 201, Tamil Nadu.
LISTED WITH	METROPOLITAN STOCK EXCHANGE OF INDIA LIMITED (MSEI)
SYMBOL	MILIAIND
ISIN	INE02ZJ01013
CIN	L74999TN2018PLC122159
GSTIN	33AALCM7770P1ZO

CONTENTS	Page Nos.
Notice of Annual General Meeting	4
Directors' Report to the Shareholders	24
Independent Auditors' Report	43
Standalone Financial Statements	58

MIL INDUSTRIES & AEROSPACE LIMITED

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Sixth Annual General Meeting of MIL Industries & Aerospace Limited will be held on Thursday, the 5th September, 2024 at 11.00 a.m. [Indian Standard Time (IST)] through Video Conferencing / Other Audio-Visual Means to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited financial statements for the year ended March 31, 2024 and the reports of the Directors and Auditors thereon;
2. To declare a dividend of Rs.1/- per equity share (10%) of face value of Rs. 10 per share for the financial year ended March 31, 2024;
3. **APPOINTMENT OF MR. R. GOVINDARAJU (DIN: 10237176) AS THE DIRECTOR OF THE COMPANY WHO RETIRES BY ROTATION**

To consider passing the following resolution as an Ordinary resolution:

“RESOLVED THAT subject to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. R. Govindaraju (DIN: 10237176), a Non-Executive Non-independent director, who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company.”

SPECIAL BUSINESS:

4. **APPOINTMENT OF MR. LAKSHMAN SREEDHAR AS GENERAL MANAGER – OPERATIONS TO THE OFFICE OR PLACE OF PROFIT**

To consider passing the following resolution as an Ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15(3) (b) of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) the appointment of Mr. Lakshman Sreedhar, a related party, as Technical Consultant of the Company w.e.f. 01.04.2024 on a monthly remuneration of Rs. 2,50,000/-be and is hereby noted, confirmed and ratified.

RESOLVED FURTHER THAT consent of the Members be and is hereby accorded to the Board of Directors of the Company including any committee thereof to change the designation, revise the terms and conditions of the said appointment and/or enhance, enlarge, alter or vary the scope and remuneration payable to Mr. Lakshman Sreedhar from time to time upto an amount of Rs. 600,000/- (Rupees Six Lakhs Only) per month excluding perquisites, benefits and amenities as per the Company’s policy w.e.f. 01.10.2024.

MIL INDUSTRIES & AEROSPACE LIMITED

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution.”

By Order of the Board
for **MIL Industries & Aerospace Limited**

Place: Chennai
Date: August 12, 2024

U. Viswanath
Company Secretary

NOTES:

1. The Ministry of Corporate Affairs, Government of India (the “MCA”) vide its General Circulars No.10/2022 dated 28th December 2022 and MCA vide General Circular No. 09/2023 dated 25th September 2023 has decided to allow the Companies whose AGMs are due in the year 2024, to conduct their AGMs on or before 30th September 2024, in accordance with the requirements laid down in paragraphs 3 and 4 of the General Circular No. 20/ 2020 dated 5th May 2020. As per the said General Circular dated 5th May 2020, Companies are allowed to conduct their AGM through Video Conferencing (VC)/Other Audio-Visual Means (OAVM). Further, the Securities and Exchange Board of India (“SEBI”) vide Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/ 2023/167 dated 7th October 2023 has extended the relaxations from dispatching Physical Copies of Annual Reports and to conduct the AGMs through VC/ OAVM till 30th September 2024. In terms of the said Circulars and in compliance with the provisions of the Companies Act, 2013 and SEBI Circulars, the 6th AGM of the Company is being held through VC / OAVM. Hence, Members can attend and participate in the AGM through VC / OAVM only. The deemed venue for the AGM shall be the Registered Office of the Company. The detailed procedure for participating in the meeting through VC / OAVM is appended herewith and also available at the Company’s website www.milia.in.
2. Since the AGM is being conducted through VC / OAVM, the facility for appointment of proxies by the Members will not be available for this AGM and hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
3. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Institutional/ Corporate members are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend AGM through VC/OAVM on its behalf and vote through e-voting. The said resolution/authorization shall be sent to the Scrutinizer by email through its registered email address to pankaj@akjainassociates.com with a copy marked to evoting@nsdl.co.in.

MIL INDUSTRIES & AEROSPACE LIMITED

4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
5. The Register of Members and the Share Transfer books of the Company will remain closed from **Friday, August 30, 2024 to Thursday, September 5, 2024** (both days inclusive) for the purpose of Annual General Meeting of the Company and determining the entitlement of the shareholders to the final dividend for the year 2023-24. Final Dividend on declaration will be paid on or before 04.10.2024.

Mandatory furnishing of PAN, KYC details & Nomination by holders of Physical Securities:

6. As an on-going measure to enhance the ease of doing business for investors in the securities market, SEBI through its Circular dated March 16, 2023 read with Circular dated November 17, 2023 in supersession of its earlier Circulars dated 03rd November 2021 and 14th December 2021, provides revised common and simplified norms for processing investor's service request by RTAs and norms for mandatory furnishing of PAN, KYC details and Nomination including the fillable forms are hosted on the Company's website www.milia.in under "investors".
7. Members are requested to note that, dividends if not encashed for a period of seven years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF'). Shares in respect of which dividends have remained unclaimed for a period of seven consecutive years or more are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/claimants are requested to claim their dividends from the Company, within the stipulated timeline.
8. Pursuant to Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated 25th January 2022, any request for effecting transfer, transmission or transposition of shares will be processed only in demat form. Therefore, the Company advises you to take steps for dematerializing your shareholding in the Company.
9. The investors can register their complaints / queries to the email id of the Company i.e. secretarial@milia.in
10. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2023-24 is being sent through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. The Notice calling the AGM and Annual Report has been uploaded on the website of the Company at www.milia.in. The Notice can also be accessed from the website of the Stock Exchange i.e. Metropolitan Stock Exchange of India Limited at www.msei.com. The AGM Notice is also disseminated on the website of NSDL (agency for providing the VC / OAVM facility, Remote e-Voting

MIL INDUSTRIES & AEROSPACE LIMITED

facility and e-voting system during the AGM) i.e. www.evoting.nsdl.com/. For any communication, the shareholders may also send requests to the Company's investor email id: secretarial@milia.in.

11. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at secretarial@milia.in. The same will be replied by the company suitably.
12. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker and send their request mentioning their name, demat account number/ folio number, email id, mobile number at secretarial@milia.in atleast 7 days in advance before the meeting i.e. by 29th August, 2024. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
13. To support the "Green Initiative", Members who have not registered their e-mail address so far are requested to register their e-mail address, are requested to register the same with their DPs in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form. Members can also send email to secretarial@milia.in stating their name and folio no.. Electronic copy of the Annual Report and the Notice of the AGM inter-alia indicating the process and manner of e-Voting are being sent to all the Members whose e-mail IDs are registered with the Company / DPs for communication purposes.
14. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode. Members can send an e-mail to secretarial@milia.in requesting for inspection of the Registers.
15. Disclosure pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 (SS-2) with respect to the Directors seeking reappointment at the forth coming Annual General Meeting is appended to this Notice.
16. 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.
17. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 29th August, 2024.
18. Pursuant to the Hon'ble NCLT Order, upon the Scheme becoming effective, MIL Industries & Aerospace Limited (the Resulting Company) has issued and allotted One (1) fully Paid-Up Equity Share of Rs. 10/- each for every One (1) fully paid-up Equity Share of Rs. 10/- held you in MIL Industries Limited (Demerged Company) on 25th August, 2022 being the Record Date. As the Equity Shares

MIL INDUSTRIES & AEROSPACE LIMITED

in MIL Industries Limited held by shareholders in Physical Form, the Shares allotted in MIL Industries & Aerospace Limited as mentioned above have been kept in 'MIL Industries and Aerospace Limited Unclaimed Suspense Account'. Accordingly, the shareholders are requested to you inform their Demat Account Number which is maintained by them in the same names as mentioned above so that we can transfer the said Shares to their Demat Account. Shareholders who are not maintaining any Demat Account in the said names, they are requested to open the same and inform us the Demat Account Number/Details and to submit the necessary documents so that the necessary steps can be taken at our end.

DIVIDEND RELATED INFORMATION:

19. Final dividend as recommended by the Board of Directors for the financial year ended 31st March 2024, if approved at the AGM, will be payable to those Members of the Company who hold shares: (i) In demat mode, based on the list of beneficial owners to be received from NSDL and CDSL as at the close of business hours on **29th August 2024 being the cut-off date.** (ii) In physical form, if the names appear in the Company's Register of Members as on **29th August 2024, being the cut-off date.**
20. Effective April 1, 2024, SEBI has mandated that the shareholders, who hold shares in physical mode and whose folios are not updated with any of the KYC details [viz., (i) PAN (ii) Choice of Nomination (iii) Contact Details (iv) Mobile Number (v) Bank Account Details and (vi) Signature], shall be eligible to get dividend only in electronic mode. Accordingly, payment of final dividend, subject to approval at the AGM, shall be paid to physical holders only after the above details are updated in their folios. Shareholders are requested to complete their KYC by writing to the Company's RTA, Integrated Registry Management Services Private Ltd., at corpserv@integratedindia.in. The forms for updating the same are available at Company's website www.milia.in under "investors".
21. Members may note that the Income Tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a company after April 01, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of final dividend. However, no tax will be deducted on payment of dividend to the resident individual shareholder, if the total dividend, paid during financial year ('FY') 2024-25, does not exceed INR 5,000/-.

The TDS rate would vary depending on the residential status, category of the shareholder and is subject to provision of requisite declarations / documents to the Company as below:

MIL INDUSTRIES & AEROSPACE LIMITED

I. RESIDENT SHAREHOLDERS:

- a) Tax deductible at source for Resident Shareholders (other than resident individual shareholders receiving dividend not exceeding INR 5,000 during the FY 2024-25)

Sl. No.	Particular	TDS Rate	Declaration / documents required
1.	Valid PAN updated with the Depository Participant in case shares are held in dematerialized form; or Registrar and share Transfer Agent ('RTA') in case shares are held in physical form and no exemption sought by Shareholder	10%	N.A
2.	No PAN or Inoperative PAN (PAN not linked with Aadhaar) or Invalid PAN with the Depository Participant in case shares are held in dematerialized form; or RTA in case shares are held in physical form and no exemption sought by Shareholder	20%	N.A
3.	Availability of lower/nil tax deduction certificate issued by Income Tax Department u/s 197 of the Act	Rate specified in Lower TDS certificate obtained from Income Tax Department	<ul style="list-style-type: none"> • Copy of PAN Card • Copy of lower TDS Certificate obtained from Income Tax Dept.

- b) Nil Tax Deductible at Source on dividend payment to Resident Shareholders, if the Shareholders submit documents mentioned in table below with the Company / RTA

Sl. No.	Particular	Declaration / documents required
1.	An Individual furnishing Form 15G/ 15H	<ul style="list-style-type: none"> • Copy of PAN card • Declaration in Form No. 15G (applicable to an individual who is less than 60 years) / Form 15H (applicable to an Individual who is 60 years and above), fulfilling prescribed conditions.
2.	Shareholders to whom section 194 of the Act does not apply such as LIC, GIC, Business Trust (REIT, Invite) etc.	<ul style="list-style-type: none"> • Copy of PAN card • Self-declaration (Please download Annexure-1 from website of the company), along with adequate documentary evidence (e.g., registration certificate), to the effect that the no TDS is required as per provisions of section 194 of the Act.

MIL INDUSTRIES & AEROSPACE LIMITED

Sl. No.	Particular	Declaration / documents required
3.	Any other entity exempt from TDS under the provisions of section 197A of the Act (including those mentioned in Circular No. 18/2017 issued by CBDT)	<ul style="list-style-type: none"> • Copy of PAN card • Self-declaration (Please download Annexure-1 & 2, from the website of the company) along with adequate documentary evidence, substantiating the nature of the entity • Copy of the lower TDS certificate obtained from Income Tax Department (except those covered by Circular 18/2017)

II. NON-RESIDENT SHAREHOLDERS

Tax deductible at source for non-resident shareholders.

	Category	TDS Rate	Declaration / documents required
1.	Other Non-resident shareholders (except those who are tax residents of Notified Jurisdictional Area)	20% (plus applicable surcharge and cess) or tax treaty rate whichever is beneficial	<p>To avail beneficial rate of tax treaty following tax documents would be required:</p> <ul style="list-style-type: none"> a) Copy of PAN card (if available) b) Copy of Tax Residency certificate issued by revenue authority of country of residence of shareholder for the financial year 2024 and financial year 2025 (covering the period from April 1, 2024 to March 31, 2025) c) Self-Declaration in Form 10F (Please download Annexure-3, from the website of the company) d) Self-declaration for non-existence of permanent establishment / fixed base / business connection in India, place of effective management, beneficial ownership and eligibility to avail tax treaty benefit [on shareholder's letterhead] (Please download Annexure-4, from the website of the company)

MIL INDUSTRIES & AEROSPACE LIMITED

	Category	TDS Rate	Declaration / documents required
			(Note: Application of beneficial Tax Treaty Rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted by the non-resident shareholders. In case the documents are found to be incomplete, the Company reserves the right to not consider the tax rate prescribed under the tax treaty).
2.	Non-Resident Shareholders who are tax residents of Notified Jurisdictional Area as defined u/s 94A(1) of the Act	30%	NA

Notes:

1. Update your KYC data to receive all communications and dividend information - The shareholders are requested to update their KYC data viz., PAN Number, email id, address, mobile number and bank account details by submitting the relevant details with our Registrar & Share Transfer Agent (RTA) and Shareholders holding shares in dematerialized mode are requested to update the same with their respective Depository Participant to ensure ease of communication and seamless remittances.
2. Shareholders will be able to download the tax credit statement from the Income Tax Department's website <https://www.incometax.gov.in/iec/> portal (refer to Form 26AS)
3. The aforesaid documents and all the declarations such as Form 15G / 15H, documents under section 196, 197A, FPI Registration Certificate, Tax Residency Certificate, Lower Tax certificate etc. can be shared by email on secretarial@milia.in by August 30, 2024. Any communication in relation to tax rate determination/deduction/TDS matters received after August 30, 2024 shall not be considered. Further, the shareholders can download the format of Annexures on the website of the company at www.milia.in
4. In case of any discrepancy in documents submitted by the shareholder, the Company will deduct tax at higher rate, as applicable, without any further communication in this regard.

MIL INDUSTRIES & AEROSPACE LIMITED

5. The Company has fixed Thursday, 29th August, 2024 as the 'Record Date' for determining entitlement of members to dividend for the financial year ended 31st March, 2024, if approved at the AGM.

Voting through electronic means

Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (LODR) Regulations, 2015 (as amended) and MCA Circulars dated December 28, 2022 read with May 05, 2022, December 14, 2021, January 13, 2021, May 05, 2020, April 13, 2020 and April 08, 2020 the Company shall provide the facility of remote e-voting to its Members in respect of the business to be transacted at the AGM, the Company is pleased to provide members, facility to exercise their right to vote at the (AGM) by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Limited (NSDL).

A member may participate in the meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the meeting.

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 through VC or OAVM will be provided by NSDL.

Procedure / Instructions for e-voting are as under:

The instructions for shareholders voting electronically are as under:

1. The **remote e-voting period begins on Sunday, 01st September, 2024 (9:00 a.m. IST) and ends on Wednesday, 04th September, 2024 (5:00 p.m. IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, 29th August, 2024 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 29th August, 2024. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

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

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

Step 1: Access to NSDL e-Voting system

Step 2: Cast your vote electronically and join virtual meeting on NSDL e-Voting system

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>A. NSDL IDeAS facility</p> <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. 2. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDEAS’ section. 3. A new screen will open. You will have to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services. 4. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. 5. Click on options available against company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <p>If the user is not registered for IDeAS e-Services, follow below steps:</p> <ol style="list-style-type: none"> 1. Option to register is available at https://eservices.nsdl.com. 2. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Please follow steps given from Point 1 to 5

Type of shareholders	Login Method
	<p>B. E-voting website of NSDL</p> <ol style="list-style-type: none"> 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. 3. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. 4. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against Company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 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 link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	<ol style="list-style-type: none"> 1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 2. Once 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. 3. Click on options available against Company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022-48486700
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

MIL INDUSTRIES & AEROSPACE LIMITED

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

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in this notice.

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of MIL Industries & Aerospace Limited for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to pankaj@akjainassociates.com with a copy marked to evoting@nsdl.com.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “**Forgot User Details/Password?**” or “**Physical User Reset Password?**” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries with respect to Remote e-voting, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of NSDL’s e-voting website www.evoting.nsdl.com or contact Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Ltd., Trade World, ‘A’ Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400013 at telephone no. 02-48486700 or at email id evoting@nsdl.com.

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

Shareholders may sent a request to evoting@nsdl.com for procuring user ID and password for e-Voting.

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card).

If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM link” placed under “**Join General meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
3. 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.
4. Any person, who acquires shares of the Company and become a member of the Company after sending soft copy of the notice and holding shares as of the cut-off date may obtain the User ID and password by sending a request at evoting@nsdl.co.in.

MIL INDUSTRIES & AEROSPACE LIMITED

5. However, if you are already registered with NSDL for remote e-voting then you can use your existing User ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com.
 6. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting.
 7. Pankaj Mehta, (M.No. A29407, C.P.10598), Partner, M/s. A.K. Jain & Associates., Company Secretaries, (Address: No. 2, Raja Annamalai Road, First Floor, Purasawalkam, Chennai - 600 084.) has been appointed for as the Scrutinizer inter alia for providing facility to the members of the Company to scrutinize the remote e-voting process in a fair and transparent manner.
- II. The Scrutinizer shall after the conclusion of e-Voting at the AGM, first download the votes cast at the AGM (conducted through “VC”) and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer’s report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such report shall then be sent to the Chairperson or a person authorized in this regard, within 2 working days from the conclusion of the AGM, who shall then countersign and declare the result of the voting forthwith.
- III. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company immediately after the declaration of results by the Chairman or a person authorized by him in writing.

The results shall also be immediately forwarded to the Metropolitan Stock Exchange of India Ltd., Mumbai.

Information at glance:

Particulars	Details
Time and date of AGM	5 th September 2024, 11.00 a.m.
Mode	Through Video Conferencing (“VC”)
Dividend record date	29 th August 2024
Annual dividend payment date	Within 30 days from the date of AGM
Cut-off date for e-Voting	29 th August 2024
e-voting start time and date	1 st September 2024; Sunday 9.00 a.m. IST
e-voting end time and date	4 th September 2024; Tuesday 5.00 p.m. IST

ANNEXURE TO NOTICE

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and information as required under Regulation 36(3) SEBI (LODR) Regulations, 2015 and Secretarial Standards-2 (SS-2) issued by the Institute of Company Secretaries of India (ICSI).

Item No. 3

Information required in terms of Regulation 36 (3) of SEBI (LODR) Regulations, 2015 as under:

Brief Resume: Mr. R. Govindaraju (DIN: 10237176) is having 34 years of experience in PTFE related products and aerospace business and he has qualification in Diploma in Mechanical Engineering from Muthiah Polytechnic College, Chidambaram, Tamil Nadu and Post Diploma in Die & Tool design (Advanced) from Directorate of technical education, Chennai, Tamil Nadu.

- i. **Chairman / Member of the Committee of the Board of Director of the Company:** He is the Non-Executive & Non-Independent Director of the Company
- ii. **Disclosure of relationship between other Directors, Manager and other Key Managerial Personnel** – Mr. R. Govindaraju is not related to any directors or Key Managerial Personnel in the Company.
- iii. **Date of first appointment on the Board** – July 24, 2023
- iv. **Shareholding:** NIL
- v. **Age:** 62 Years
- vi. **Number of meetings of the Board attended during the year** – 3 (three)
- vii. **Listed entities from which resigned in the past three years:** NIL
- viii. **Directorship:** He doesn't hold directorship in any other companies.

Item No. 4

Mr. Lakshman Sreedhar aged 38 years has a B.Tech. degree in Automobile Engineering from Anna University, Chennai and has completed Post Graduate Qualification from Ara Institute of Canterbury, New Zealand. He has more than 16 years of experience in the manufacturing industry, both in India and other Countries. In his previous stint at Rocket Lab Ltd. USA, New Zealand, he spearheaded the team of qualified engineers and managed various responsibilities such as

- i. Senior Quality Engineer for the Electron launch vehicle,
- ii. Senior Product Engineer for the NASA Deep Space mission to Mars
- iii. Senior Quality Engineer for Reaction wheels
- iv. Consultant for production & test teams for Acceptance tests that include thermal, vacuum and vibration environments

MIL INDUSTRIES & AEROSPACE LIMITED

- v. Implemented Quality Engineering systems focussed on production rate resulting in a production increase from 4 rockets per year in 2019 to 15 rockets per year in 2023.
- vi. Implemented a cross functional team approach to problem resolution
- vii. Project managed the production of the composite structure and Fluid system for 2 spacecraft for NASA to Mars
- viii. Implemented the same production quality system implemented on Electron on the Reaction wheel production line to help scale production from 50 per month to 200 per month
- ix. and a key decision maker within the Electron risk management team.

Prior to Rocket Lab Ltd. USA, he was associated with BMW India, Mahendra City, Chennai for 11 years and managed various responsibilities such as managed a team of quality specialists handling total product quality in BMW India, developed a field defects management process resulted in increased global supplier initiatives to resolve defects from a design level, developed a competency matrix that resulted in reduced manpower requirements while increasing efficiency and output volumes, Manager for product audit, Manager for vehicle analysis and integration, Manager of conformity of production.

His responsibilities are diverse, and they are key contributors to the organization's success. He has highly effective leadership quality with proven ability to drive complex strategic initiatives that align with corporate vision. He has driven large-scale technology-led transformations across the organizations. He will collaborate closely with the Chairman & MD and other senior leaders to develop and execute the company's strategic initiatives.

Mr. Lakshman Sreedhar is son of Mr. Rajiv Sreedhar, Chairman and Managing Director of the Company. Accordingly, he is a related party as per the provisions of the Companies Act, 2013.

Based on the recommendation of the Nomination and Remuneration Committee and approval of the Audit Committee to the related party transaction and considering his rich experience, the Board of Directors at its meeting held on March 21, 2024, has considered and approved the appointment of Mr. Lakshman Sreedhar as a Technical Consultant of the Company with effect from April 1, 2024 on a remuneration of Rs. 2,50,000/- per month.

Keeping in view of the increased responsibilities and challenges involved, it is now proposed to change the designation of Mr. Lakshman Sreedhar as General Manager – Operations and also to increase the remuneration to Rs.6,00,000/- per month w.e.f. October 1, 2024. Pursuant to the first proviso to Section 188(1) of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, an appointment of the related party to the office or place of profit in the Company at a monthly remuneration exceeding Rs.2,50,000/- shall require prior

MIL INDUSTRIES & AEROSPACE LIMITED

approval of the members. Mr. Lakshman Sreedhar, being an eminent personality and proven experience is a valuable asset to the Company. Your board is of the opinion that Mr. Lakshman Sreedhar is a person of integrity and possesses relevant expertise and experience and his continued association would be of immense benefit to the Company. Accordingly, consent of the Members is sought for passing Ordinary Resolution as set out in this item of the Notice.

None of the Directors or Key Managerial Personnel (KMP) or relatives of directors and KMPs except Mr. Rajiv Sreedhar is concerned or interested, financially or otherwise, in the resolution at Item No.4 of the Notice.

The Board of Directors commends the resolution for approval of Shareholders by way of Ordinary Resolution as set out in item no.4.

By Order of the Board
for **MIL Industries & Aerospace Limited**

Place: Chennai
Date: August 12, 2024

U. Viswanath
Company Secretary

MIL INDUSTRIES & AEROSPACE LIMITED

DIRECTORS' REPORT

TO THE MEMBERS,

The Directors have pleasure in presenting their Sixth Annual Report together with the Audited Financial Statement for the year ended 31st March, 2024.

FINANCIAL RESULTS (Standalone)

(Rs. in lakhs)

Particulars	Standalone	
	For the year ended 2024	For the year ended 2023
Revenue from operations	2309.33	2253.15
Other Income	67.36	34.91
Total Income	2376.69	2288.06
Profit Before Finance cost, Depreciation and Tax	338.82	350.86
Less:		
i) Finance Cost	1.62	1.70
ii) Depreciation	39.61	51.07
iii) Provision for Taxation		
- Current Tax	75.00	85.00
- Deferred Tax	5.60	15.22
Profit / (Loss) after Tax	217.00	197.87

OPERATIONS

There has been an increase in the turnover of the Company from Rs. 2,253.15 lakhs in the previous year to **Rs. 2,309.33** Lakhs in the current year.

There has been an increase in the Profit After Tax (PAT) of the Company from Rs. 197.87 lakhs in the previous year to **Rs. 217** Lakhs in the current year

Company Performance Overview

Your Company's total income during the financial year under review was Rs. 2309.33 Lakhs as compared to Rs. 2253.15 Lakhs in previous period and net Profit after Tax (PAT) was Rs. 217 Lakhs as compared to Rs. 197.87 Lakhs in previous period

MIL INDUSTRIES & AEROSPACE LIMITED

on Standalone basis. The company's export earnings have been increased from Rs. 53.88 lakhs in the previous year to Rs. 110.83 lakhs in the current year due to high demand for the Company's export products.

DIVIDEND

The Board of Directors at their meeting held on 30th May 2024, recommended annual dividend at the rate of 10% i.e. Rs 1/- (Rupee One only) per equity share of Rs. 10/- each for the financial year ended March 31, 2024 absorbing a sum of Rs. 31,50,000/-. If the dividend is approved by the Members at the ensuing Annual General Meeting to be held on 5th September 2024, it will be paid on or before 04th October 2024 to those Members whose names appear in the Company's Register of Members as at the close of business hours on Thursday, 29th August 2024. The dividend income shall be taxable in the hands of shareholders.

The Board is not considering any transfer of amount to General Reserves for the year under review, as it is not mandatorily required.

ANNUAL RETURN

As required under Section 92(3), copy of Annual Return is placed on the Company's website. The same is available on the Company's website www.milia.in.

DIRECTORS RESPONSIBILITY STATEMENT

In pursuance of Section 134(5) of the Companies Act 2013, the Directors hereby confirm that:

- i) In the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii) 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 the end of the financial year 2023-2024 and of the profit of the company for that period;
- iii) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act and there are adequate systems and controls for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv) 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; and
- vi) The Directors had laid down internal financial controls to be followed by the company and that such financial controls are adequate and were operating effectively.

MIL INDUSTRIES & AEROSPACE LIMITED

PUBLIC DEPOSITS

The Company has not accepted any deposits from public during the year within the meaning of Section 76 of the Act, 2013, for the year ended 31st March 2024.

RELATED PARTY TRANSACTIONS

All Related Party Transactions that were entered into during the financial year were on arm's length basis, in the ordinary course of business and there were no material contracts or arrangement or transactions not at arm's length basis and thus disclosure in form AOC-2 is not required.

All related party transactions are placed before the Audit Committee and the Board for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are foreseen and repetitive in nature. For all the transactions entered pursuant to the omnibus approval so granted, a statement giving details of all such transactions is placed before the Audit Committee for their review on a quarterly basis.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Prevention of Insider Trading with a view to regulate trading in securities by the Promoters, Directors and Designated Persons of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company's shares by the Promoters, Directors and the designated persons while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

SUBSIDIARY / ASSOCIATE/JOINT VENTURE COMPANIES

As on date there is no Holding, Subsidiary or Joint Venture Company.

SHARE CAPITAL

The paid-up equity share capital as on March 31, 2024 was 315 lakhs. There was no change in the capital structure of the Company during the financial year 2023-24.

LISTING

The Company is listed on Metropolitan Stock Exchange of India Limited, Mumbai (MSEI) since January 25, 2023. The Company has paid the Annual Listing Fees for the financial year 2024-2025 to MSEI Limited, Mumbai, where your Company's shares are listed. The symbol allotted by MSEI Ltd., to the Company is 'MILIAIND' and the ISIN allotted to the Company is INE02ZJ01013.

MIL INDUSTRIES & AEROSPACE LIMITED

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board informs with deep regret the passing away of Mrs. Saroja Raman, Chairperson and Non-Executive & Non-Independent Director of the Company on September 17, 2023. The Board places on record its deep appreciation of the valuable contribution made by Mrs. Saroja Raman during her tenure as the Chairperson and Non-Executive & Non-Independent Director of the Company.

As on the date of this report, the Board of Directors consists of Five Directors consisting of a Managing Director and four Non-Executive Directors, out of which two are Independent Directors. The Board has Mr. Rajiv Sreedhar, Chairman & Managing Director and four non-executive directors viz., Mr. Noman H. Millwala, Mr. A. Rengarajan, Mrs. Vimala Venkatesan & Mr. R. Govindaraju.

Mr. Rajiv Sreedhar, Managing Director and Mr. U. Viswanath, Company Secretary & Chief Financial officer are the Key managerial Personnel of the Company as per Section 203 of the Companies Act, 2013.

Retire by Rotation

In accordance with the Articles of Association of the Company and the provisions of the Companies Act, 2013, Mr. R. Govindaraju, Director of the Company, is liable to retire by rotation at the ensuing AGM and is eligible for re-appointment.

APPOINTMENTS

During the period under review, Mr. R. Govindaraju, was appointed as an additional director, (Non-Executive Non-Independent) of the Company w.e.f. July 24, 2023 and Mrs. Vimala Venkatesan was appointed as a non-executive-non-independent woman Director of the Company w.e.f. November 14, 2023.

RESIGNATIONS

Mr. K.J. Janakar, Independent Director of the Company has tendered his resignation and ceased to be a Director of the Company w.e.f. close of business hours of April 15, 2024.

INDEPENDENT DIRECTORS

Mr. Noman H. Millwala, Mr. K.J. Janakar and Mr. A. Rengarajan are the independent directors of the company as at 31st March 2024.

The Independent Directors of the Company have undertaken requisite steps towards the inclusion of their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rules, 2014.

MIL INDUSTRIES & AEROSPACE LIMITED

Independent Directors meeting was held on 1st February 2024 without the attendance of the other directors.

The Company has received necessary declaration from each Independent Director of the Company under Section 149(7) of the Companies Act, 2013 and Regulation 16 of the SEBI (LODR) Regulations, 2015 that the Independent Directors of the Company meet the criteria of their Independence laid down in Section 149(6) and the Board confirms that they are independent of the management.

The detailed terms of appointment of IDs is disclosed on the Company's website www.milia.in.

AUDIT COMMITTEE

The composition of the Audit Committee is as under:

S. No.	Name of Director	Designation	Remarks
1.	Mr. A. Rengarajan	Chairman	Independent Director
2.	Mr. Rajiv Sreedhar	Member	Managing Director
3.	Mr. Noman H. Millwala	Member	Independent Director
4.	Mr. K.J. Janakar*	Member	Independent Director

*Mr. K.J. Janakar has resigned w.e.f. April 15, 2024.

The Board has not rejected any proposal / recommendations of Audit Committee during the year.

REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee, framed a policy for selection and appointment of Directors, Key Managerial Personnel and Senior Management and their remuneration. The Remuneration Policy approved by the Board of Directors is posted on the website of the Company www.milia.in. The constitution of Nomination & Remuneration Committee is as under:

S.No.	Name of Director	Designation	Remarks
1.	Mr. A. Rengarajan	Chairman	Independent Director
2.	Mr. Noman H. Millwala	Member	Independent Director
3.	Mrs. Vimala Venkatesan	Member	Non-Executive & Non-Independent Director
4.	Mr. K.J. Janakar*	Member	Independent Director

*Mr. K.J. Janakar has resigned w.e.f. April 15, 2024.

MIL INDUSTRIES & AEROSPACE LIMITED

POLICY ON VIGIL MECHANISM

The Company has in place an established Whistle Blower Policy, which provides a formal mechanism for all Directors, Employees and other stakeholders of the Company to report to the management, their genuine concerns or grievances about unethical behaviour, actual or suspected fraud and any violation of the Company's Code of Business conduct and Ethics.

The Code also provides a direct access to the Chairman of the Audit Committee to make protective disclosures to the management about grievances or violation of the Company's Code.

The Policy is disclosed on the Company's website: www.milia.in.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

The provisions of Section 135 of the Companies Act, 2013 in respect of CSR activities are not applicable to the Company.

MANAGERIAL REMUNERATION DETAILS UNDER SECTION 197

Details of managerial remuneration as required under Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given as **Annexure- I** to this report.

MEETING OF THE BOARD

Seven meetings of the Board of Directors were held during the period ended 31st March, 2024 and the gap between the two meetings was not more than 120 days.

AUDITORS AND AUDITORS' REPORT

INTERNAL AUDITOR

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014, the Company has appointed M/s. KVM & Associates, Chartered Accountants as an Internal Auditor of the Company for the Financial Year 2023-2024.

He has conducted Internal Audit for the financial year ended on 31st March, 2024 and submitted the periodical Internal Audit Reports to the Audit Committee. The said Reports have been reviewed by the Statutory Auditors and the Board of Directors.

STATUTORY AUDITORS

The Statutory Auditors of the Company M/s. Venkat and Rangaa LLP, Chartered Accountants was appointed for the first term by the shareholders at the 5th AGM held on September 27, 2023 to hold office till the conclusion of 10th Annual General Meeting of the Company. There are no qualifications or observations or any adverse

MIL INDUSTRIES & AEROSPACE LIMITED

remarks made by the Auditors in their Report on the financial statements for the year 2023-24 and no fraud was reported by the Auditors under section 143(12) of the Companies Act, 2013.

SECRETARIAL AUDITOR

Pursuant to the provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s. A.K. Jain & Associates, a firm of Company Secretaries in practice has been appointed to undertake Secretarial Audit of the Company. The Report of the Secretarial Audit is attached as **Annexure- II** to this report.

The Secretarial Audit Report for the financial year 2023-24 does not contain any qualification or observations.

COST AUDIT

The provisions of Section 148(1) of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014 in respect of Cost Audit is not applicable to the Company.

Material changes and commitments

There is no change in the nature of business of the company during the year. There is no material change or commitment affecting the financial position of the Company that has occurred since 31st March 2024 to the date of this report.

CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION

Though the nature of Company's operation does not involve substantial energy consumption, various steps have been taken to conserve energy.

TECHNOLOGY ABSORPTION:

Research & Development activities of the Company are directed towards

- (a) upgradation of existing production methods to improve the operating efficiency.
- (b) to improve the quality of the PTFE lining by the use of special tools.
- (c) to continue to reduce overall costs.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign exchange earnings and outgo:

The Company continues to explore new export markets for its products and services.

Rs. In Lakhs

Foreign Exchange used	30.76
Foreign Exchange earned	110.83

MIL INDUSTRIES & AEROSPACE LIMITED

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS COVERED UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company has not given any Loan or guarantee or provided any security or made any investments during the year.

BUY BACK OF SECURITIES

The Company has not bought back any of its securities during the year under review.

RISK MANAGEMENT

The Company has a comprehensive policy frame work for identification, measurement and management of all material risks including but not limited to market, raw materials and other inputs, credit and liquidity. The Company continues to carry adequate Insurance for all assets against foreseeable perils.

LISTING OF EQUITY SHARES AND COMPLIANCE

Our Company's equity shares are listed with the Metropolitan Stock Exchange of India Limited, Mumbai (MSEI) with effect from 25th January, 2023.

The details of the securities listed are as follows:-

Symbol	MILIAIND
Security Name	MIL INDUSTRIES & AEROSPACE LIMITED
ISIN code	INE02ZJ01013
Market lot	1
Series	BE

The Company has complied with the mandatory requirements as stipulated under Regulation 34(3) and 53 of SEBI (LODR) Regulations, 2015. The Company has submitted the quarterly compliance status report to the stock exchanges within the prescribed time limit.

The details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof - **Nil**

DISCLOSURE UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

There was no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the financial year.

MIL INDUSTRIES & AEROSPACE LIMITED

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT 2013

The Company has an “Internal Complaints Committee” for the prevention and redressal of sexual harassment of women at workplace as per the requirement of Sexual harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act 2013. During the year, the Company has not received any complaint under Sexual Harassment of Women at the workplace (Prevention, Prohibition & Redressal) Act 2013.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

During the Financial Year Company has not received any orders from any Regulator or Court, which would impact the going concern status of the Company and its future operations.

CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is no change in the nature of business of the company during the year.

ANNUAL PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the Annual Performance Evaluation of the Board, its Committees and of individual directors as prescribed by the Nomination and Remuneration Committee of the Company.

The performance evaluation of the Directors (without participation of the relevant Director) was carried out by the entire Board. The Directors expressed their satisfaction with the evaluation process.

CORPORATE GOVERNANCE

As per Regulation 15(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the provisions of Corporate Governance are not applicable to those Companies whose paid up equity share capital does not exceed Ten Crore and net worth does not exceed Twenty-Five Crore, as on the last day of the previous financial year.

As the Company falls under the abovesaid criteria, the Corporate Governance is not applicable to the Company and accordingly the Company has not furnished the Corporate Governance Report and the Compliance Certificate of CEO/Managing Director in terms of SEBI Listing Regulations, 2015.

MIL INDUSTRIES & AEROSPACE LIMITED

BUSINESS RESPONSIBILITY REPORT

In terms of Regulation 34 of Listing Regulations, the Business Responsibility Report is not applicable for the company as company does not fall under the top one thousand listed entities based on market capitalization as at financial year 31st, March 2024.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In accordance with the SEBI (LODR) Regulations, 2015, the Management Discussion and Analysis Report is as follows:

(a) Industry structure and developments

The Company's products such as lined pipes and fittings, High performance hoses and other products are supplied to core sector industries like process, chemical, pharma as well as the aerospace industry and therefore our growth depends on the growth of such consuming industries and the competition.

(b) Opportunities and Threats.

There are only limited no. of corporate players in the PTFE products field in which the company mainly operates. However, there is a huge threat from the unorganized players in the lining and other products segment.

(c) Segment-wise or product-wise performance.

The company mainly operates in select niche segment. viz., PTFE Lining of pipes & fittings and PTFE components/ products for the aerospace and power turbine industry.

(d) Outlook

The Company is continuing the business with its existing customer base. As the Company is operating independently for only about a year it is consolidating and stabilizing the operations and business. This process is expected to take about a year or two.

(e) Risks and concerns.

The company has adopted comprehensive policy framework for identification, measurement and management of all risk related to market, raw materials and other inputs including the cost of raw materials and selling price of the products.

However, the demand in domestic and global markets for the company's products are coupled with volatility in raw material prices and the price competition from the other players are the major concerns for the company.

MIL INDUSTRIES & AEROSPACE LIMITED

(f) Internal control systems and their adequacy.

The Company has internal control systems commensurate with the size and nature of its business and has appointed a firm of Chartered Accountants as the Internal Auditors. The Internal Audit coverage is adequate to ensure that the assets of the company are safeguarded and protected and there is regular review by Management on policies, internal controls & procedures and also on internal audit reports.

(g) Discussion on financial performance with respect to operational performance.

The revenue from the operations of the company for the financial year 2023-24 has increased by 2.49% over the previous year. Therefore, the profit before tax has increased compared to the previous year.

(h) Material developments in Human Resources / Industrial Relations front, including number of people employed.

The Company regularly deutes employees to seminars and various programmes to help them to enrich their professional skills and knowledge. The company has formulated incentive schemes to employees to increase the productivity and performance. The company maintains cordial relationship with workers and employees at all levels.

(a) Key Financial Ratios

Particulars	FY 2023-24	FY 2022-23
Debtors Turnover Ratio	18.55	10.48
Inventory Turnover Ratio	1.44	1.22
Interest Coverage Ratio	208.57	205.08
Current Ratio	14.85	17.11
Debt Equity Ratio	0.06	0.05
Operating Profit Margin (%)	12.96	13.31
Net Profit Margin (%)	9.40	8.78
Return on Net worth (%)	7.69	7.54

MIL INDUSTRIES & AEROSPACE LIMITED

The formulae used for the computation of key financial ratios are as follows:

Debtors Turnover Ratio	Net Sales / Average Debtors
Inventory Turnover Ratio	Cost of Goods Sold / Average Inventory
Interest Coverage Ratio	Profit Before Interest and Taxes / Interest Costs
Current Ratio	Current Assets / Current Liabilities
Debt Equity Ratio	Total Outside Liabilities / Tangible Net worth
Operating Profit Margin (%)	EBIT / Revenue from Operations
Net Profit Margin (%)	Profit After Tax / Revenue from Operations
Return on Net worth (%)	Profit After Tax / Shareholders Equity

Under the SEBI (Listing Obligations & Disclosure Requirements) (Amendment) Regulations, 2018, the Company has to give details of significant changes (i.e. change of 25% or more as compared with the immediately previous financial year) in key sector-specific financial ratios, including debtors turnover, inventory turnover, interest coverage ratio, current ratio, debt equity ratio, operating profit margin and net profit margin and details of any change in Return on Net Worth as compared with the immediately previous financial year along with a detailed explanation thereof.

The Debtors Turnover Ratio for the financial year 2023-24 was 18.55 times, compared with 10.48 times for the financial year 2022-23. The change in the ratio is due to better realisation of trade receivables.

Also, please refer note XII of Additional disclosures of financial statements.

(b) Reporting of fraud

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Act, 2013.

(c) Secretarial Standards

The Company has complied with the applicable Secretarial Standards as amended from time to time.

MIL INDUSTRIES & AEROSPACE LIMITED

DISCLOSURE OF ACCOUNTING TREATMENT:

Pursuant to the notification, issued by the Ministry of Corporate Affairs dated February 16, 2015 relating to the Companies (Indian Accounting Standards) Rules, 2015, the Company has adopted "IND AS". Accordingly, the financial statements for the year 2023-24 have been prepared in compliance with the said Rules.

UNCLAIMED SUSPENSE DEMAT ACCOUNT

Pursuant to the Hon'ble NCLT Order, upon the Scheme becoming effective, MIL Industries & Aerospace Limited (the Resulting Company) has issued and allotted One (1) fully Paid-Up Equity Share of Rs. 10/- each for every One (1) fully paid-up Equity Share of Rs. 10/- held by the shareholders of MIL Industries Limited (Demerged Company) on 25th August, 2022 being the Record Date. As the Equity Shares in MIL Industries Limited held by shareholders in Physical Form, the Shares allotted in MIL Industries & Aerospace Limited as mentioned above have been kept in 'MIL Industries and Aerospace Limited Unclaimed Suspense Account'. Hence Shareholders who are not maintaining any Demat Account in the said names, they are requested to open the same and inform the Company or RTA, the Demat Account Number/Details and to submit the necessary documents so that the necessary steps can be taken. The voting rights on shares lying in Suspense Escrow Demat Account shall remain frozen till the rightful owner claims the shares.

There are 5,12,295 nos. of equity shares lying unclaimed in the suspense demat account of the Company as on 31st March 2024.

ACKNOWLEDGEMENT

Your Directors place on record their appreciation for the continued support extended by the employees at all levels, the Company's bankers, customers and suppliers at all times.

On behalf of the Board
For **MIL Industries & Aerospace Limited**

Place: Chennai
Date: July 12, 2024

Rajiv Sreedhar
Chairman & Managing Director

MIL INDUSTRIES & AEROSPACE LIMITED

ANNEXURE I TO BOARD'S REPORT

[Pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

- a) The ratio of the remuneration of each director to the median employee's remuneration for the financial year and such other details: Except Mr. Rajiv Sreedhar, Managing Director of the Company, no other director was in receipt of remuneration except sitting fees.

Name	Designation	Ratio
Mr. Rajiv Sreedhar	Managing Director	20.52:1

- b) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.

Name	Designation	Percentage of increase
Mr. Rajiv Sreedhar	Chairman & Managing Director	As approved by the Shareholders

- c) 12.86% decrease has been reported in the median remuneration of employees in the financial year.
- d) There were 38 permanent employees on the rolls of the Company as on 31st March, 2024.
- e) Increase of remuneration for employees was in the varying range of 5% to 20% and for KMP the increase was 41.85% for the year the maximum limit as approved by the shareholders.
- f) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for directors, Key Managerial Personnel and other Employees.

MIL INDUSTRIES & AEROSPACE LIMITED

STATEMENT OF PARTICULARS OF EMPLOYEES:

Details of top ten employees in terms of remuneration drawn during the year:

Sl. No.	Name of Employee	Designation	Remuneration in lakhs	Nature of Employment	Qualification	Experience (Years)	Date of employment commencement	Age	Previous Employment
1	Rajiv Sreedhar	Managing Director	93.00	Regular	MSC (Adv chemical eng.) B. Tech	43	01.10.2022	73	MIL Industries Limited
2	Saravanan Sundaram	DGM-O	25.60	Regular	DME	24	01.02.2019	46	BMW India Pvt. Ltd
3	U. Viswanath	CS & CFO	10.13	Regular	CS, B.Com	12	06.02.2023	35	MIL Industries Limited
4	Kishore Kumar B	Manager – Engg	9.40	Regular	BE, MBA Mktg	17	19.02.2007	40	NIL
5	Baskar. S	AGM-Coatings	9.10	Regular	DME, Dip in B.Mgmt	38	06.09.1990	57	Raman Alloy Steel Industries Pvt Ltd
6	Sivakumar M	AM - Marketing	8.50	Regular	BE – Mech	17	22.04.2011	41	Mehta And Padamsey Surveyors Pvt Ltd
7	Mahesh K	AM - Machine Shop Programming	7.70	Regular	DME	7	12.07.2017	49	NIL
8	Gopi B	Junior Engineer	7.20	Regular	DME	20	04.06.2012	42	IRIZAR-TVS
9	Praveen J	QC-Manager	7.00	Regular	DME	14	27.06.2011	32	Rolltec Engineering
10	Samy R	Cost Assistant	5.90	Regular	MBA-Fin.	13	01.12.2011	35	NIL

Annexure - II

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year Ended 31.03.2024

[Pursuant to section 204(1) of the Companies Act, 2013, and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

M/s.MIL INDUSTRIES & AEROSPACE LIMITED

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. MIL INDUSTRIES & AEROSPACE LIMITED (CIN: L74999TN2018PLC122159) (hereinafter called as "the Company"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024, complied with the statutory provisions and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.

MIL INDUSTRIES & AEROSPACE LIMITED

- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 -
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable to the Company during the Audit period).**
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable to the Company during the Audit period).**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the Audit period).**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not Applicable to the Company during the Audit period).**
 - (h) The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018; **(Not Applicable to the Company during the Audit period).**

We further report that with respect to the other laws specifically applicable to the Company are furnished below:

1. Factories Act, 1948;
2. Shop and Establishment Act, 1947;
3. Acts relating to Prevention and Control of Pollution.

We further report that the applicable financial laws such as the Direct and Indirect Tax Laws, have not been reviewed under our audit as the same falls under the review of statutory audit by other designated professionals.

We have also examined the applicable clauses of the following:

- (i) Listing Agreement entered into by the Company with Metropolitan Stock Exchange of India Ltd as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

MIL INDUSTRIES & AEROSPACE LIMITED

- (ii) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations and Guidelines mentioned above.

We further report that:

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- (b) Adequate notice is given to all Directors to schedule the Board Meetings, Agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting and other business which are not included in the Agenda are considered vide supplementary agenda subject to consent of the Board of Directors.
- (c) All the decisions at Board meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.
- (d) there are adequate systems and processes commensurate with the size and operations of the company to monitor and ensure compliance of such applicable laws, rules, regulations and guidelines.

We further report that during the year under review:-

- A. The Company has conducted Extra Ordinary General Meeting on 06.07.2023 to approve the appointment of M/s. VENKAT & RANGAA LLP, Chartered Accountants, as Statutory Auditors in place of casual vacancy caused by cessation of M/s. SNS Associates, Chartered Accountants.
- B. The Company has issued postal ballot notice dated 01.02.2024 to obtain consent of the members for the following resolutions.
- (i) Amendment of the Articles of Association of the Company.
- (ii) Appointment of Mrs. Vimala Venkatesan as a Non-executive Non-independent Woman Director of the Company.
- (iii) Increase in limits of inter-corporate loans, guarantees and investments u/s. 186 of the Companies Act, 2013.
- (iv) To consider and approve for giving authorization to Board of Directors under section 180(1)(c) of the Companies Act, 2013 up to an aggregate limit of Rs. 20 Crores.

MIL INDUSTRIES & AEROSPACE LIMITED

- (v) To approve creation of Charges, Securities on the properties / assets of the Company, under Section 180(1)(a) of the Companies Act, 2013, to an extent of Rs.20 Crores.

The above resolutions were approved and passed on 04.04.2024.

We further report that during the audit period, there were no instances of:

- (i) Public/Right/Preferential issue of Shares / Debentures / Sweat Equity, etc.
- (ii) Redemption / Buy-back of securities.
- (iii) Merger / Amalgamation / Reconstruction etc.
- (iv) Foreign technical collaborations.

For A.K JAIN & ASSOCIATES
Company Secretaries

PANKAJ MEHTA

Partner

M.NO. A29407

C. P. No. 10598

PR No. 1201/2021

UDIN: A029407F000688802

Place: Chennai

Date: 08.07.2024

MIL INDUSTRIES & AEROSPACE LIMITED

Independent Auditors' Report

To the Members of MIL Industries & Aerospace Limited

Report on the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of MIL Industries & Aerospace Limited ("the Company"), which comprise the balance sheet as at 31st March 2024, and the statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein after 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 ("the Act"), in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2024, and its Profit, total 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 Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

MIL INDUSTRIES & AEROSPACE LIMITED

Key Audit Matters	Response to Key Audit Matters and Conclusion
<p>Cash and Cash Equivalents</p> <p>As at 31st March 2024, the Company carries Cash and Cash Equivalents to the extent of Rs.1354.49 lakhs which has been considered as a Key Audit Matter</p>	<ul style="list-style-type: none"> • We have verified and tested the design and operating effectiveness of the controls with respect to the maintenance of cash balances, and the transactions with banks, the manner of operation of the bank accounts, etc. • The cash balance has been physically verified at the end of the year. • The Bank Reconciliation Statements have been verified at the end of the year. • In respect of deposits, the original deposit receipts, wherever held have been verified and those deposited as margin for credit facilities have been verified with respect to the confirmation furnished by the lender. • Direct confirmation for the deposits and the balances held in other accounts with Banks have been obtained and validated with reference to the books of accounts.
<p>Inventories</p> <p>As at 31st March 2024, the Company carried inventories to the extent of Rs.591.84 lakhs - which having regard to the value has been considered as a Key Audit Matter</p>	<ul style="list-style-type: none"> • We have verified and tested the design and operative effectiveness of the controls with respect to Inventories, like the receipt and issue of materials, the determination of the quantity of inventories as at the end of the year and the valuation of such inventories. • We have also tested and verified the records relating to the valuation of finished goods and work in progress and the value of other store materials. • We have tested the judgments and estimates made by the Company for the determination of the realisable value of inventories. • Based on the above procedures, the value of inventories as considered in the financial statements is considered reasonable.
<p>Trade Receivables</p> <p>As at 31st March 2024, the Company carried Trade Receivables to the extent of Rs.191.66 lakhs which has been considered to be a Key Audit Matter</p>	<ul style="list-style-type: none"> • We have verified and tested the design and maintenance and the operating effectiveness of the controls relating to sale of goods/ services, revenue recognition. • The outstanding in the Trade Receivables have been validated with respect to the invoices raised and the correspondences with the company and to the extent realised subsequent to 31st March 2024 till the date of our report. • We have tested the estimates and judgments made by the Company for assessment of expected credit loss and the provision for impairment of trade receivable. • Based on the above procedures, the estimate of credit risk and the provision for impairment made by the Company is reasonable.

MIL INDUSTRIES & AEROSPACE LIMITED

<p>Completeness and measurement of Contingent Liabilities arising from uncertain tax positions and disputed matters.</p> <p>In the standalone financial statements, contingent liabilities arising from uncertain tax positions and disputed matters as reported under Note No. 26 to the financial statements for the year ended 31.03.2024. From our point of view, this matter was of particular importance for our audit because the recognition and measurement of this material item to a large extent based on the estimates and assumptions made by the Company's management.</p>	<p>Our audit procedure included the following:</p> <ul style="list-style-type: none">• We discussed with the management regarding the internal control system for identifying and estimating such contingent liabilities, as well as the reporting of such contingent liabilities in the standalone financial statements.• Obtained a detailed understanding and assumptions applied for considering these matters as contingent liabilities through discussion with the management of the Company. Assessed management's estimate of the possible outcome of the disputed cases.• In addition, we engaged our internal tax expert to assess the appropriateness of Company's assumption and explanations for these matters.• In light of the above, we reviewed and verified the adequacy of disclosures made for these matters in the standalone financial statements.
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Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information in the Annual Report, comprising of the Directors' Report and its annexures, but does not include the standalone financial statements and our Auditors' 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 standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that if 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 the Management and Those Charged with Governance for Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the

MIL INDUSTRIES & AEROSPACE LIMITED

accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, 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.

Those Board of Directors are 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 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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain and 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.

MIL INDUSTRIES & AEROSPACE LIMITED

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and 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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. the Balance Sheet, the Statement of Profit and Loss including other comprehensive income, statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
 - d. In our opinion, the aforesaid (Standalone) financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of written representations received from the directors as on March 31, 2024, taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2024 from being appointed as a Director in terms of Section 164 (2) of the Act.
3. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
4. With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its Directors during the year is in accordance with the provisions of section 197 of the Act.
5. 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. There are no pending litigations.
 - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

MIL INDUSTRIES & AEROSPACE LIMITED

- c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- d.
 - (i) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 person or entity, including foreign entity (“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 (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“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 (i) and (ii) above.
- e.
 - i) The dividend paid by the Company during the year, in respect of the Dividend declared in the previous Annual General Meeting, for the previous financial year is in accordance with the provisions of section 123 of the Act.
 - ii) As stated in Note No.38 of the Standalone Financial Statements, the Board of Directors of the Company have proposed the payment of Dividend Re.1/- per Equity Share aggregating to Rs.31.50 lakhs for the year which is subject to the approval of the Shareholders at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act.

MIL INDUSTRIES & AEROSPACE LIMITED

- f. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

For Venkat and Rangaa LLP
Chartered Accountants
Firm Reg No. 004597S

T.Zameer
Partner

Place: Chennai
Dated : 30th May 2024

Membership No.230441
ICAI UDIN No. 24230441BKCKTU6903

Annexure A to the Independent Auditors' Report

To the Members of MIL Industries & Aerospace Limited

- i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment.
- (a) The Company has maintained proper records showing full particulars of intangible assets.
- (b) In our opinion and according to the information and explanations given to us, the Property, Plant and Equipment have been physically verified during the year by the Management at reasonable intervals and no material discrepancies have been noticed on such verification.
- (c) In our opinion and according to the information and explanations given to us, the title deeds of all the immovable properties disclosed in the standalone financial statements are held in the name of the Company.
- (d) Property, Plant and Equipment and Intangible assets have not been revalued.
- (e) As explained to us, and according to the information and explanations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and the rules made thereunder.
- ii) (a) In our opinion and according to the information and explanations given to us, physical verification of inventory has been conducted by the Management at reasonable intervals and in our opinion the coverage and procedure of such verification conducted by the management is adequate. As explained to us, no discrepancies in excess of 10% or more in the aggregate for each class of inventory were noticed.
- (b) In our opinion and according to the explanations given to us, the quarterly returns submitted by the Company in respect of working capital facilities availed from banks on the security of current assets of the Company, are in agreement with the books of accounts maintained by the Company.
- iii) In respect of investments made and advances given, in our opinion and according to the explanations given to us,
 - (a) During the year, the Company has not granted any loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity.
 - (b) The terms and conditions of the investments made are not prejudicial to the interests of the Company.

MIL INDUSTRIES & AEROSPACE LIMITED

- (c) Since the Company has not granted any loans or advances in the nature of loans, the provisions of clause (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of paragraph 3 of the aforesaid Order are not applicable to the Company.
- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, with respect to loans availed by it and the investments made by it.
- v) The Company has not accepted deposits from the public.
- vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Companies Act, 2013, for any of the activities of the Company.
- vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the amounts deducted/accrued in the books of accounts in respect of undisputed statutory dues including provident fund, employees state insurance, excise, income tax, sales tax, value added tax, duty of customs, service tax, cess and other statutory dues have been regularly deposited during the year by the Company with appropriate authorities. According to the information and explanations given to us, there are no undisputed amounts payable in respect of provident fund, employees state insurance, income tax, sales tax, value added tax, duty of customs, excise, service tax, cess and other statutory dues which were in arrears as on 31st March 2024 for a period of more than six months from the date they became payable.
(b) There are no dues of income tax, sales tax, value added tax, duty of customs, excise, service tax, cess or other statutory dues that have not been deposited on account of any dispute.
- viii) As explained to us and according to the information and explanations furnished to us, no transactions not recorded in the books of accounts have been surrendered or disclosed as income during the year in tax assessments under the Income tax Act, 1961.
- ix) (a) The Company has not defaulted in the repayment of loans or other borrowings during the year.
(b) In our opinion and according to the information and explanations given to us, the Company has not been declared as a wilful defaulter by any bank or financial institution.
(c) The Company has not availed any term loans during the year.

MIL INDUSTRIES & AEROSPACE LIMITED

- (d) In our opinion and according to the information and explanations given to us, the funds raised on short term basis have not been utilised for long term purposes.
- (e) In our opinion and according the information and explanations give to us, the Company has not taken any funds from any entity to meet the obligations of its subsidiary company, associate companies or joint ventures.
- (f) In our opinion and according to the information and explanations given to us, the Company has not availed any loans on the basis of the pledge of its investments in Subsidiary Company.
- x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments). As per the records of the Company, the term loans availed during the year were applied for the purposes for which those are raised.
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partly, or optionally convertible) during the year.
- xi) (a) As per the records of the Company and according to the information and explanations given to us, no frauds by the Company or on the company by its officers or employees have been noticed or reported during the year.
- (b) No report under sub-section 12 of section 143 of the Companies Act, 2013 have been filed by the Auditors in Form ADT – 4 as prescribed under rule 13 of the Companies (Audit and Auditors') Rules 2014 with the Central Government.
- (c) As explained to us and based on the information, explanations and representations furnished to us, the Company has not received any whistle blower complaints during the year (upto and including the date of this report).
- xii) The Company is not a nidhi company.
- xiii) In our opinion, all transactions with related parties are in compliance with section 177 and 188 of the Companies Act, 2013 and the details have been disclosed in the financial statements as required by the applicable Accounting Standards.
- xiv) (a) The Company has an internal audit system commensurate with the size of the Company and the nature of its business.
- (b) The reports of the Internal Auditors have been considered by us.
- xv) Based on the audit procedures performed and the information and explanations given to us, the Company has not entered into any non-cash transactions with the Directors or persons connected with the Directors.

MIL INDUSTRIES & AEROSPACE LIMITED

- xvi) (a) In our opinion, the Company is not required to be registered under section 451A of the Reserve Bank of India Act, 1934 and hence reporting under clause 3(xvi)(a), (b) and (c) are not applicable.
- xvii) The Company has not incurred any cash losses during the current financial year or in the immediately preceding financial year.
- xviii) There has been no resignation of statutory auditors during the year and accordingly requirement to report on clause 3(xviii) of the order is not applicable.
- xix) On the basis of financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, in our opinion and according to the information and explanations given to us, no material uncertainty exists as on the date of the audit report, that the company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
- xx) The provisions of section 135 of the act with respect to Corporate Social Responsibility are not applicable to the company and hence the provisions of clause (xx)(a) and (xx)(b) of the aforesaid Order are not applicable to Company.

For Venkat and Rangaa LLP
Chartered Accountants
Firm Reg No. 004597S

T.Zameer
Partner

Place: Chennai
Dated : 30th May 2024

Membership No.230441
ICAI UDIN No. 24230441BKCKTU6903

MIL INDUSTRIES & AEROSPACE LIMITED

“Annexure B” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of MIL Industries & Aerospace Limited

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

We have audited the internal financial controls over financial reporting of **MIL Industries & Aerospace Limited** (“the Company”) as of 31st March 2024 in conjunction with our audit of the standalone financial statements of the company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over financial reporting issued by the Institute of Chartered Accountants of India. 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.

Auditor’s Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls system over financial reporting

MIL INDUSTRIES & AEROSPACE LIMITED

included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedure selected depends on the auditor's judgment, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

MIL INDUSTRIES & AEROSPACE LIMITED

Opinion

In our Opinion, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial Controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Venkat and Rangaa LLP
Chartered Accountants
Firm Reg No. 004597S

T.Zameer
Partner

Membership No.230441

ICAI UDIN No. 24230441BKCKTU6903

Place: Chennai

Dated : 30th May 2024

MIL INDUSTRIES & AEROSPACE LIMITED

STANDALONE BALANCE SHEET AS AT 31ST MARCH 2024

Rupees in lakhs

PARTICULARS	Note	As at 31-03-2024	As at 31-03-2023
ASSETS			
Non Current Assets			
i) Property, Plant and Equipment	4	641.88	462.99
ii) Capital Work in Progress		-	-
iii) Financial Assets		0.78	-
a) Investments	5	0.78	0.78
b) Other Financial Assets	6	26.11	4.23
iv) Deferred Tax Assets (net)		-	-
v) Other non-current Assets		-	-
Total Non current Assets	(A)	668.77	468.00
Current Assets			
Inventories	7	591.85	798.10
i) Financial Assets		-	-
a) Investments		-	-
b) Trade Receivables	8	191.66	57.27
c) Cash and cash equivalents	9(a)	748.06	370.08
d) Other bank balances	9(b)	606.43	800.00
ii) Other current assets	10	191.45	280.83
Total current assets	(B)	2,329.45	2,306.28
Total Assets	(A)+(B)	2,998.22	2,774.28
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	11	315.00	315.00
b) Other Equity		-	-
Reserves and Surplus	12	2,505.50	2,309.29
Total Equity	(C)	2,820.50	2,624.29
LIABILITIES			
Non Current Liabilities			
i) Financial Liabilities		-	-
a) Borrowings	13	-	-
ii) Deferred tax liabilities (net)	14	20.82	15.22
iii) Other non current liabilities		-	-
Total Non Current Liabilities	(D)	20.82	15.22
Current Liabilities			
i) Financial Liabilities		-	-
a) Borrowings	15	-	-
b) Trade Payables	16	-	-
(i) dues of micro enterprises and small enterprises		5.97	-
(ii) dues of creditors other than micro enterprises and small enterprises		99.43	73.05
c) Other Financial Liabilities	17	6.90	21.06
ii) Other current liabilities	18(a)	37.41	31.14
iii) Provisions	18(b)	7.19	6.24
iv) Current Tax Liabilities (Net)	18(c)	-	3.29
Total Current Liabilities	(E)	156.90	134.77
Total Equity and Liabilities	(C)+(D)+(E)	2,998.22	2,774.28

Vide our report of even date attached

For **Venkat and Rangaa LLP**

Chartered Accountants

Firm Regn. No. 004597S

T.ZAMEER

Partner

Membership No. 230441

Place: Chennai

Dated: 30th May 2024

RAJIV SREEDHAR

Managing Director

DIN: 00181532

A. RENGARAJAN

Director

DIN: 06598828

NOMAN H. MILLWALA

Director

DIN: 00471544

U. VISWANATH

Company Secretary & CFO

MIL INDUSTRIES & AEROSPACE LIMITED

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED 31ST MARCH 2024

(Rupees in lakhs)

PARTICULARS	Note No.	Figures as at the end of the current reporting period 31-03-2024	Figures as at the end of the previous reporting period 31-03-2023
INCOME			
Revenue From Operations	19	2,309.33	2,253.15
Other Income	20	67.36	34.91
Total Revenue		<u>2,376.69</u>	<u>2,288.06</u>
EXPENDITURE			
Cost of raw materials and components consumed	21	760.50	923.95
Purchase of stock-in-trade		-	-
Changes in inventories of finished goods and work-in-progress	22	131.05	(196.86)
Employee Benefit Expenses	23	381.54	360.62
Finance Cost	24	1.62	1.70
Depreciation and amortisation expenses	4	39.61	51.07
Other Expenses	25	764.77	849.49
		<u>2,079.09</u>	<u>1,989.97</u>
Profit before exception and extraordinary items and tax		297.60	298.09
Profit before tax		297.60	298.09
Tax Expenses			
Current Tax		75.00	85.00
Deferred Tax		5.60	15.22
Profit after tax		<u>217.00</u>	<u>197.87</u>
Other Comprehensive Income			
Remeasurement of Defined Benetit Plans		10.71	(10.71)
Tax effect on above		-	-
Total Other Comprehensive Income for the year		10.71	(10.71)
Total Comprehensive Income for the year comprising Profit and Other Comprehensive income		<u>227.71</u>	<u>187.17</u>
Earnings per Equity Share (Face Value Rs. 10 each)			
- Basic		6.89	6.28
- Diluted		6.89	6.28
See accompanying Notes to Financial Statements			

Vide our report of even date attached

For **Venkat and Rangaa LLP**

Chartered Accountants

Firm Regn. No. 004597S

T.ZAMEER

Partner

Membership No. 230441

Place: Chennai

Dated: 30th May 2024

RAJIV SREEDHAR

Managing Director

DIN: 00181532

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Director

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U. VISWANATH

Company Secretary & CFO

MIL INDUSTRIES & AEROSPACE LIMITED

STANDALONE CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH 2024

(Rupees in lakhs)

PARTICULARS	Figures as at the end of the current reporting period 31-03-2024	Figures as at the end of the previous reporting period 31-03-2023
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit as per Profit and Loss Account	297.60	298.09
Adjustments for	-	-
Depreciation	39.61	51.07
Interest Expenses	1.62	1.71
Interest income	(45.73)	(21.07)
Operating Profit before working capital changes	<u>293.10</u>	<u>329.80</u>
Adjustment for changes in		
Other non current financial assets	(21.89)	-
Inventories	206.25	(207.70)
Trade Receivables	(134.39)	315.35
Other Current Assets	89.39	(121.98)
Trade Payables	32.35	(93.24)
Other Financial Liabilities	(14.16)	5.01
Other Current Liabilities	25.16	(32.81)
Remeasurement of defined benefit obligations	10.71	10.71
	<u>193.42</u>	<u>(124.67)</u>
Cash generated from operations	486.52	205.13
Less: Income tax paid	100.21	97.11
Net Cash Generated from Operations (A)	<u>386.31</u>	<u>108.02</u>
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(218.49)	(42.48)
Interest Income	45.72	21.07
Net Cash from Investing Activities (B)	<u>(172.77)</u>	<u>(21.41)</u>

MIL INDUSTRIES & AEROSPACE LIMITED

STANDALONE CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH 2024

(Rupees in lakhs)

PARTICULARS	Figures as at the end of the current reporting period 31-03-2024	Figures as at the end of the previous reporting period 31-03-2023
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds - demerger adjustment	-	(82.52)
Dividend paid	(27.51)	-
Interest paid	(1.62)	-
Net Cash from Financing Activities (C)	<u>(29.13)</u>	<u>(82.52)</u>
Net Increase/(decrease) in cash and cash equivalents (A)+(B)+(C)	184.41	4.09
Opening Cash and Cash Equivalents (9a + 9b)	<u>1,170.08</u>	<u>1,165.99</u>
Closing Cash and Cash Equivalents (9a + 9b)	<u>1,354.49</u>	<u>1,170.08</u>
See accompanying Notes to Financial Statements		

Vide our report of even date attached

For **Venkat and Rangaa LLP**

Chartered Accountants

Firm Regn. No. 004597S

T.ZAMEER

Partner

Membership No. 230441

Place: Chennai

Dated: 30th May 2024

RAJIV SREEDHAR

Managing Director

DIN: 00181532

A. RENGARAJAN

Director

DIN: 06598828

NOMAN H. MILLWALA

Director

DIN: 00471544

U. VISWANATH

Company Secretary & CFO

MIL INDUSTRIES & AEROSPACE LIMITED

STANDALONE STATEMENT OF CHANGES IN EQUITY AS ON 31ST MARCH 2024

(Rupees in lakhs)

PARTICULARS	As at 31-03-2024	As at 31-03-2023
A. EQUITY SHARE CAPITAL		
Balance at the beginning of the year	315.00	20.00
Changes in Equity Share Capital during the year	-	-
Increase pursuant to scheme of arrangement	-	315.00
Reduction pursuant to scheme of arrangement	-	20.00
Balance at the end of the year	315.00	315.00

B. OTHER EQUITY

	Capital Redemption Reserve	Capital Reserve	General Reserve	Retained Earnings	Other Compre- hensive Income
Balance as on 1st April 2022	-	-	-	(1.53)	-
Transferred from MIL Industries Limited as per the Scheme of Arrangement		2,103.66			
Reduction in Share Capital pursuant to Scheme of Arrangement		20.00			
Profit for the period ended 31-03-2023				197.87	
Other comprehensive income for the year:					
Remeasurement of Defined Benefit Plans (net of tax)					(10.71)
Balance as at 31st March 2023	-	2,123.66	-	196.34	(10.71)
Profit for the year after tax				217.00	
Other comprehensive income for the year:					
Remeasurement of Defined Benefit Plans (net of tax)					(10.71)
Dividend paid during the year				(31.50)	
Balance as at 31st March 2024	-	2,123.66	-	381.84	-

See accompanying Notes to Financial Statements

Vide our report of even date attached

For **Venkat and Rangaa LLP**

Chartered Accountants

Firm Regn. No. 004597S

T.ZAMEER

Partner

Membership No. 230441

Place: Chennai

Dated: 30th May 2024

RAJIV SREEDHAR

Managing Director

DIN: 00181532

A. RENGARAJAN

Director

DIN: 06598828

NOMAN H. MILLWALA

Director

DIN: 00471544

U. VISWANATH

Company Secretary & CFO

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

1 Corporate Information

MIL Industries & Aerospace Limited, is a Public Limited Company which was registered under the Companies Act, 2013 and is domiciled in India. The Registered Office of the Company is situated at 25A/1/6 SIDCO Industrial Estate, Ambattur, Chennai 600098.

The Company is listed on Metropolitan Stock Exchange of India Limited, Mumbai.

The Company is engaged in the business of anti corrosive lining of steel pipes and fittings using Poly Tetra Fluoro Ethylene (PTFE). The Company's factories are situated at Ambattur and Gummidipoondi in the state of Tamil Nadu.

2 Basis of preparation on Financial Statements

These Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

The Company adopted Ind AS from 1st April 2022. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto adopted.

The Financial Statements are prepared in accordance with the historical cost convention except for certain items that are measured at fair values at the end of each reporting period, as explained in the Accounting Policies set out below. The Financial Statements are prepared on a "Going Concern" basis using accrual concept except for the Cash Flow information. Historical Cost is generally based fair value of the consideration given in exchange for goods and services.

3 Significant Accounting Policies

a) Use of Estimates

The preparation of the financial statements in conformity with the generally accepted Indian Accounting Standards (Ind AS) principles, requires the management to make estimates and assumption that affect the reported amounts of the assets and liabilities and disclosure of contingent liabilities as at the date of the financial statements and the result of operations during the reporting period. Although these estimates are based on the managements' best knowledge of current events and actions, the actual results could differ from these estimates.

b) Operating Cycle

All assets and liabilities have been classified as current or non current based on the Company's operating cycle and other criteria set out in Schedule III to the Companies

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Act 2013 and Ind AS 1. The Company has determined its operating cycle as twelve months for the purpose of current or non-current classification of assets and liabilities.

c) **Property, Plant and Equipments**

Property, Plant and Equipments are accounted for at the deemed cost which is the historical cost as per the previous GAAP.

Depreciation is provided over the remaining useful life of the assets, as per Schedule II of the Companies Act, 2013 on Straight Line Basis in the case of Property, Plant and Equipment of the company.

d) **Inventories**

The Inventories of raw materials, stores and spares, Finished Goods and Work-in-progress are valued at lower of cost or realisable value. The cost in respect of Raw Materials and Stores and Spares are determined on the basis of weighted average cost. Cost includes all direct costs and appropriate proportion of overheads to bring the goods to the present location and condition, and duties and net of any tax credits which are eligible for refund.

e) **Foreign Currency Transactions**

Foreign exchange transactions are accounted for at the exchange rates prevailing on the date of the transactions. Assets and liabilities in foreign currency are translated at the rate of exchange difference prevailing on the reporting date. Gains or losses, if any, arising therefrom are recognised in the Profit and Loss Account.

f) **Revenue Recognition**

Revenue from sale of goods is recognised when significant risks and rewards of the ownership of the goods is assessed to the buyer, usually on delivery of the goods.

Revenue from sale of goods is measured at the value of the consideration received or receivable, net of returns and discounts.

Revenue from rendering of services is recognised when the services are rendered in accordance with the specific terms of the contract and the collectability of the resulting receivable is reasonably assured.

Other operating revenues comprise of income from ancillary activities incidental to the operations of the Company and is recognised when the right to receive the income is established as per the terms of the contract.

Dividend income from investments is recognised when the Company's right to receive the payment is established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Interest income is recognised on time basis with reference to the principal outstanding and at the effective interest rate applicable (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

Export Incentives are treated as income in the year of export at their estimated realisable value.

g) Research and Development

Research and Development expenses not resulting in tangible property/equipment are charged to Revenue.

h) Borrowing Costs

Interest and other cost in connection with borrowing of funds to the extent related/ attributed to the acquisition/construction of qualifying fixed assets are capitalised upto the date when such assets are ready for its intended use. Other borrowing costs are charged to Profit and Loss Account.

i) Investments

Long Term Investments are carried at cost.

j) Employee Benefits

- i) The Company is contributing to Provident Fund for the employees and the same is remitted to Regional Provident Fund Commissioner and charged to the Statement of Profit and Loss.
- ii) The Company has a superannuation scheme for eligible employees duly recognised by the Commissioner of Income tax and the annual liability as determined by Life Insurance Corporation of India is remitted as premium and charged to Statement of Profit and Loss.
- iii) The Company has a group gratuity scheme duly recognised by the Commissioner of Income tax and the annual liability determined by the Life Insurance Corporation of India is remitted as premium and charged to the Statement of Profit and Loss as actuarially based determined on Projected Unit Credit Method as per Ind AS 19.
- iv) The Company does not have a policy for encashment of leave at the time of retirement by employees and payments are made as and when claim is admitted and charged to Revenue.

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

k) Impairment of Assets

As at the Balance Sheet date, the carrying amount of assets is tested for impairment so as to determine:

- i) the extent of recognition of impairment loss, if any, required or
- ii) the reversal, if any, required of impairment loss recognised in the previous periods, Where the carrying amount of an asset exceeds its recoverable amount, such excess is recognised as impairment loss and charged in the Statement of Profit and Loss Account.

l) Provisions and contingent liabilities

- i) Provision is recognised in respect of present obligation requiring settlement by outflow of resources and of which reliable estimate of the amount of obligation could be made,
- ii) Contingent liability is not recognised and is disclosed unless the possibility of outflow of resources embodying economic benefit is remote. Present obligation arising from the past events and the existence of which is subject to occurrence or non occurrence of an uncertain future event is disclosed.

m) Cash Flow Statement

Cash Flows are reported using indirect method, where profit or loss before tax is adjusted for the effects of transactions of non cash nature and any deferrals or accruals of past or future cash receipts or payments. The Cash flows from Operating, investing and financing activities are segregated based on available information.

n) Taxation

Income tax expenses comprises of current taxes and deferred taxes.

Current Tax

The tax currently payable is based on the taxable profit of the year. Taxable profit, differs from the profit before tax as reported in the statement of profit and loss, because of items of income or expenses that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Deferred Tax

Deferred Tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

4. Property, Plant & Equipment

Rupees in lakhs

Particulars	COST BLOCK						
	Cost as at 1.4.2022 transferred from MIL Industries Ltd.	Additions during the year 2022-23	Deletions	Total Cost as at 01.04.2023	Additions during the year 2023-24	Deletions	Total Cost as at 31.03.2024
Land- Ambattur	0.58	-	-	0.58	59.08	-	59.66
Land -Madharpakkam	69.38	1.62	-	71.00	-	-	71.00
Land-GPD	0.17	0.38	-	0.55	-	-	0.55
Land-Lease hold	2.38	-	-	2.38	-	-	2.38
Buildings	216.50	-	-	216.50	7.82	-	224.32
Buildings- Baroda	1.19	-	-	1.19	-	-	1.19
Plant & Machinery	718.98	40.58	-	759.56	119.20	-	878.76
Furniture	7.69	-	-	7.69	-	-	7.69
Vehicle	49.24	-	-	49.24	29.49	-	78.73
Office equipment	23.07	0.23	-	23.30	1.23	-	24.54
Computer	8.54	1.84	-	10.38	1.68	-	12.05
TOTAL	1,097.74	44.65	-	1,142.39	218.49	-	1,360.88

Rupees in lakhs

Particulars	DEPRECIATION BLOCK						
	Depreciation as at 1.04.2022 transferred from MIL Industries Ltd.	Depreciation for the year 2022-23	Deletions	Depreciation as at 1.04.2023	Depreciation for the year 2023-24	Deletions	Total Depreciation as at 31.3.2024
Land- Ambattur	-	-	-	-	-	-	-
Land -Madharpakkam	-	-	-	-	-	-	-
Land-GPD	-	-	-	-	-	-	-
Land-Lease hold	0.92	0.03	-	0.95	0.03	-	0.98
Buildings	67.99	4.37	-	72.36	5.36	-	77.72
Buildings- Baroda	1.13	-	-	1.13	-	-	1.13
Plant & Machinery	513.42	40.15	-	553.57	25.59	-	579.16
Furniture	2.06	0.40	-	2.47	0.40	-	2.87
Vehicle	15.31	3.73	-	19.04	6.61	-	25.64
Office equipment	21.05	0.88	-	21.93	0.46	-	22.40
Computer	6.44	1.49	-	7.94	1.16	-	9.10
TOTAL	628.32	51.07	-	679.39	39.61	-	719.04

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Rupees in lakhs

Particulars	NET BLOCK	
	WDV as at 31.03.2024	WDV as at 3 1.03.2023
Land- Ambattur	59.66	0.58
Land -Madharpakkam	71.00	71.00
Land-GPD	0.55	0.55
Land-Lease hold	1.40	1.44
Buildings	146.60	144.14
Buildings- Baroda	0.06	0.06
Plant & Machinery	299.60	205.99
Furniture	4.82	5.23
Vehicle	53.09	30.21
Office equipment	2.14	1.37
Computer	2.95	2.44
TOTAL	641.88	462.99

Rupees in lakhs

PARTICULARS	31-03-2024	31-03-2023
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5. NON CURRENT INVESTMENTS

Investments in Equity Instruments (fully paid up)

Non Trade - Unquoted

-

-

In other Companies

7800 Equity Shares of Rs.10/- each fully paid up in
MIL Trading Private Limited

0.78

0.78

0.78

0.78

6. OTHER FINANCIAL ASSETS

Unsecured - Considered good

Security Deposits

26.11

4.23

26.11

4.23

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Rupees in lakhs

PARTICULARS	31-03-2024	31-03-2023
7. INVENTORIES		
Raw Materials	330.14	411.10
Work in progress	74.54	210.69
Finished Goods	159.49	154.39
Stores and Spares	27.68	21.92
	<u>591.85</u>	<u>798.10</u>

8. TRADE RECEIVABLES

Unsecured - Considered good	191.66	57.27
	<u>191.66</u>	<u>57.27</u>

Age analysis of receivables

Undisputed dues from debtors-Considered good

Upto 6 months	163.72	45.79
6 months to 1 year	13.62	8.75
1 to 2 years	11.04	2.73
2 to 3 years	3.29	-
more than 3 years	-	-
The above is after considering loss on fair valuation	4.86	4.86

Trade Receivables ageing schedule:

as at the end of 31.03.2024

Rupees in lakhs

Particulars	Outstanding for the following periods from due date of payments					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - Considered good	163.72	13.62	11.04	3.29	-	191.66
(ii) Undisputed Trade receivables - Considered good doubtful	-	-	-	4.86	-	4.86
(iii) Disputed Trade receivables - Considered good	-	-	-	-	-	-
(iv) Disputed Trade receivables - Considered good doubtful	-	-	-	-	-	-
Less: Provision for doubtful debts	-	-	-	(4.86)	-	(4.86)
Total	163.72	13.62	11.04	3.29	-	191.66

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Trade Receivables ageing schedule:
as at the end of 31.03.2023

Rupees in lakhs

Particulars	Outstanding for the following periods from due date of payments					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - Considered good	45.79	8.75	2.73	-	-	57.27
(ii) Undisputed Trade receivables - Considered good doubtful	-	-	4.86	-	-	4.86
(iii) Disputed Trade receivables - Considered good	-	-	-	-	-	-
(iv) Disputed Trade receivables - Considered good doubtful	-	-	-	-	-	-
Less: Provision for doubtful debts	-	-	(4.86)	-	-	(4.86)
Total	45.79	8.75	2.73	-	-	57.27

Rupees in lakhs

PARTICULARS	31-03-2024	31-03-2023
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9(a) CASH AND CASH EQUIVALENTS

Cash on hand	6.58	2.03
Balance with Banks		
In Current Account	741.48	368.05
In Deposit with bank account less than 3 Months maturity	-	-
	748.06	370.08

9(b) OTHER BANK BALANCES

Earmarked balances with Bank - Unpaid Dividend account	4.09	-
Margin money with bank	50.00	50.00
In Deposit with bank account More than 3 Months but less 12 month maturity	552.34	750.00
	606.43	800.00

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

	Rupees in lakhs	
PARTICULARS	31-03-2024	31-03-2023
10. OTHER CURRENT ASSETS		
Unsecured - Considered Good		
Advances to employees	3.01	1.43
Prepaid Expenses	6.79	2.00
Advance to suppliers	81.46	89.44
Rent Receivables	-	-
Earnest Money Deposits	1.03	1.03
Balance with Excise Department	-	-
Balance GST-Input Tax Credit Available	76.64	124.04
MEIS Scripts on hand	-	-
Interest receivable	-	-
Duty Drawback Receivable	-	-
Receivables-others	22.52	62.89
	<u>191.45</u>	<u>280.83</u>

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

11. EQUITY SHARE CAPITAL

	Rupees in lakhs	
	31-03-2024	31-03-2023
SHARE CAPITAL		
<u>Authorised:</u>		
3,500,000 Equity Shares of Rs. 10/- each	350.00	350.00
	350.00	350.00
<u>Issued, Subscribed and Fully Paid-up:</u>		
3,150,000 Equity Shares of Rs. 10/- each	315.00	315.00
	315.00	315.00

Reconciliation of equity shares outstanding at the beginning and at the end of the year

Particulars	No. of Shares	Value Rupees in lakhs
Outstanding at the beginning of the year	31.50	315.00
Outstanding at the end of the year	31.50	315.00

Shares in the company held by each shareholder holding more than 5% shares

S. No	Name of the shareholder	No. of shares		Percentage of shares held	
		31.03.2024	31.03.2023	31.03.2024	31.03.2023
1	Krebs Engineering Private Limited	962,000	962,000	30.54%	30.54%
2	Ramila Sreedhar	733,210	417,415	23.28%	13.25%
3	Mahendra Girdharilal	190,085	190,085	6.03%	6.03%

Rights attached to Equity Shares

The Company has only one class of Equity Shares having a par value of Rs.10/- per Share. All the Shares have the same rights and preferences with respect to payment of Dividend, repayment of capital and voting. In the event of liquidation of the Company the holders of Equity Shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity Shares held by the Shareholders.

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Disclosure of Shareholding of Promoters:

Equity Shares held at the end of the year	As at 31st March 2024		As at 31st March 2023		Change in holding %
	No. of shares	% of the total shares	No. of shares	% of the total shares	
Chemical Consultants And Engineers Private Limited	130,000	4.13	130,000	4.13	0.00
Krebs Engineering Private Limited	962,000	30.54	962,000	30.54	0.00
Milgerlan Engineering And Construction Private Limited	110,000	3.49	110,000	3.49	0.00
Indrani Sivaraja Iyer	10,800	0.34	10,800	0.34	0.00
Ramila Sreedhar	733,210	23.28	417,415	13.25	10.03
Rajiv Sreedhar	4,650	0.15	4,650	0.15	0.00
Raghu Raman	21,050	0.67	-	0.00	0.67
Radha Ramakrishnan	-	-	21,050	0.67	-0.67
Vimala Venkatesan	5,850	0.19	5,850	0.19	0.00
Sangameswaran Ramesh	10,000	0.32	-	0.00	0.32
Saroja Raman	-	-	315,795	10.03	(10.03)
Lalitha Sangameswaran	-	-	10,000	0.32	(0.32)

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

12. OTHER EQUITY

PARTICULARS	Rupees in lakhs					
	Capital Redemption Reserve	Capital Reserve	General Reserve	Retained Earnings	Other Comprehensive Income	Total
Balance as at 01-04-2022	-	-	-	(1.53)	-	(1.53)
Reduction in Share Capital pursuant to Scheme of Arrangement *	-	20.00	-	-	-	20.00
Transferred from MIL Industries Limited as per the Scheme of Arrangement **	-	2,103.66	-	-	-	2,103.66
Add: Profit for the period ended 31-03-2023	-	-	-	197.87	-	197.87
Remeasurement of defined benefit plans transferred to Other Comprehensive Income	-	-	-	-	(10.71)	(10.71)
Balance as at 31-03-2023	-	2,123.66	-	196.34	(10.71)	2,309.29
Add: Profit for the period ended 31-03-2024	-	-	-	217.00	-	217.00
Other comprehensive income for the year:						
Remeasurement of Defined Benefit Plans (net of tax)	-	-	-	-	10.71	10.71
Dividend paid during the year	-	-	-	(31.50)	-	(31.50)
Balance as at 31-03-2024	-	2,123.66	-	381.84	-	2,505.50

* Pursuant to the NCLT order and as per the scheme of arrangement, Capital Reserve of Rs. 20 lakhs is created by debiting Company's Equity Share Capital Account with a corresponding credit to Capital Reserve in respect of cancellation of shares held by MIL Industries Limited.

** Pursuant to the NCLT order and as per the scheme of arrangement, Company has recorded assets and liabilities of PTFE Undertaking transferred from MIL Industries Limited at their book values and the company has issued share capital of Rs. 315 Lakhs against such assets and liabilities acquired. Difference of net assets acquired and issued share capital is recognized as Capital Reserve.

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

PARTICULARS	Rupees in lakhs	
	31-03-2024	31-03-2023
13. BORROWINGS		
The Company does not have any Long Term Borrowings.	-	-
14. DEFERRED TAX LIABILITIES		
On Account of Depreciation	22.81	16.57
On account of fair valuation of financial assets	-	(1.35)
On account of fair valuation of financial liabilities	(2.00)	-
	20.82	15.22

Note: Figures in bracket represents asset

15. BORROWINGS

(i) From Banks

Working Capital Borrowings - Secured	-	-
Secured by hypothecation of all stocks of raw materials, stores and spares, work in progress, finished goods and book debts and also by way of first charge on the fixed assets of the Company.		
Period and amount of default - NIL		
	-	-

16. TRADE PAYABLES

A) Total Outstanding dues of Micro and Small and Medium Enterprises	5.97	-
B) Total Outstanding dues of Creditors other than Micro and Small and Medium Enterprises	99.43	73.05

Classification of the suppliers under Micro, Small and Medium Enterprises Development Act, 2006 is made on the basis of information made available to the Company.

Disclosure requirement as required under Micro, Small, & Medium Enterprises Development Act 2006 is as follows:

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Rupees in lakhs

PARTICULARS	31-03-2024	31-03-2023
a) Principal amount and interest due thereon remaining unpaid to each supplier at the end of each accounting year	-	-
b) Interest paid by the Company in terms of section 16 of MSME Act along with the amount of payment made to the supplier beyond the appointed date during each financial year	-	-
c) Interest due and payable for the year of delay in making payment (which has been paid but beyond the appointed date during the year) but without adding the interest specified under MSME Act 2006	-	-
d) Interest accrued and remaining unpaid at the end of the year	-	-
e) Interest remaining due and payable even in the succeeding years until such date when the interest dues as above are actually paid	-	-
Trade Payables ageing Schedule		
MSME Dues		
Less than 1 year	-	-
Other Dues		
Less than 1 year	105.40	73.05
1 to 2 years	-	-

Trade payables ageing schedule

as at the end of 31.03.2024

Particulars	Outstanding for the following periods from due date of payments				
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	105.40	-	-	-	105.40
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Trade payables ageing schedule

as at the end of 31.03.2023

Particulars	Outstanding for the following periods from due date of payments				
	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-
(ii) Others	73.05	-	-	-	73.05
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Rupees in lakhs

PARTICULARS	31-03-2024	31-03-2023
17. OTHER FINANCIAL LIABILITIES		
Advance from customers	<u>6.90</u>	<u>21.06</u>
	<u>6.90</u>	<u>21.06</u>
18(a) OTHER CURRENT LIABILITIES		
Security Deposits	3.60	3.60
Other Payables:		
IGST payable	0.11	-
TDS payable	9.55	9.82
Payable to employees	10.20	9.82
Others	13.95	7.89
	<u>37.41</u>	<u>31.14</u>
18(b) . Provisions		
Current :		
For Employee benefits - Bonus	<u>7.19</u>	<u>6.24</u>
	<u>7.19</u>	<u>6.24</u>
18(c) Current Tax Liabilities (Net)		
Provision for taxation (net of payments)	<u>-</u>	<u>3.29</u>
	<u>-</u>	<u>3.29</u>

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

	Rupees in lakhs	
PARTICULARS	31-03-2024	31-03-2023
19. REVENUE FROM OPERATIONS		
Sale of products (PTFE Lining & PTFE Products)	2,296.83	2,250.08
Sale of Services	12.49	3.07
Sale of Stock-in-trade	-	-
	<u>2,309.33</u>	<u>2,253.15</u>
20. OTHER INCOME		
Gain on foreign currency transactions	0.84	0.77
Profit on sale of assets	-	-
Interest received	45.72	21.07
Scraps Sales	13.09	5.94
Credit balances no longer required written back	-	-
Bad debts written off recovered	-	-
Export Incentives:	-	-
Merchandise Export and Incentive Scheme Scrips	-	0.58
Duty Draw back	1.11	0.60
Insurance Claim Receipts	-	-
Rent Received	6.60	5.95
	<u>67.36</u>	<u>34.91</u>
21. COST OF RAW MATERIALS AND COMPONENTS CONSUMED		
Raw materials and components	760.50	923.95
	<u>760.50</u>	<u>923.95</u>

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

	Rupees in lakhs	
PARTICULARS	31-03-2024	31-03-2023
22. CHANGES IN INVENTORY OF FINISHED GOODS AND WORK IN PROGRESS		
Opening Stock		
Finished Goods	154.39	49.47
Work in progress	210.69	118.75
	<u>365.08</u>	<u>168.22</u>
Closing Stock		
Finished Goods	159.49	154.39
Work in progress	74.54	210.69
	<u>234.03</u>	<u>365.08</u>
(Increase) / Decrease in inventories of Finished Goods and Work in progress	<u>131.05</u>	<u>(196.86)</u>
23. EMPLOYEE BENEFIT EXPENSES		
Salaries, Wages and Bonus	332.68	316.34
Contribution to Provident and Other Funds	24.11	20.85
Welfare Expenses	24.75	23.43
	<u>381.54</u>	<u>360.62</u>
24. FINANCE COSTS		
Interest Expense	-	-
Other Borrowing Costs	1.62	1.70
	<u>1.62</u>	<u>1.70</u>

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

	Rupees in lakhs	
PARTICULARS	31-03-2024	31-03-2023
25. OTHER EXPENSES		
Lining Expenses	284.41	384.27
Power and fuel	61.48	50.97
Stores and Spares consumed	106.60	121.80
Rent	5.84	3.90
Insurance	6.23	6.84
Rates and Taxes	8.94	3.38
Postage and Telephone	4.69	4.58
Printing and Stationery	11.39	9.09
Travelling and Conveyance	71.13	62.04
Payment to Auditors:		
For Audit	2.30	2.50
For Certification and other Services	-	-
Repairs and Maintenance:		
Buildings	4.41	11.04
Plant & Machinery	26.02	19.37
Others - Maintenance Expenses	17.75	31.38
Selling expenses	5.83	5.21
Professional fees	117.69	88.74
Legal Fees	0.46	2.80
Advertisement and Sales Promotion	1.26	0.10
Loss on foreign currency transactions	0.25	0.11
Commission on Sales	-	-
Directors' Sitting fees	3.00	0.55
Security Service Charges	16.20	19.59
Bad Debts Written off	-	7.27
CSR Expenditure	-	-
Donations	-	-
Loss on fair valuation of financial assets	-	-
Preliminary Expenses written off	-	3.15
Miscellaneous expenses	8.88	10.82
	764.77	849.49

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

		Rupees in lakhs	
PARTICULARS	31-03-2024	31-03-2023	
26. Contingent Liabilities on account of:			
(a) Claims against the Company not acknowledged as debt	-	-	
(b) Guarantees excluding financial guarantees	37.48	48.18	
(c) Other money for which company is contingently liable (LC)	-	-	
27. Commitments:			
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-	
(b) Uncalled liability on shares and other investments partly paid; and	-	-	
(c) Other commitments (specify nature)	-	-	
28.	In the absence of information from the company's creditors with regard to submission of memorandum with the specified authority as required under MSMED Act, 2006, the company is unable to furnish the information under the said Act and there are no overdue principal amounts/interest paid or payable.		
29.	The company has not discontinued any operations during the year.		
30. Corporate Social Responsibility:	The company is not required to spend as per Section 135 of the Companies Act, 2013 towards Corporate Social Responsibility for the Financial Year 2023-24.		
31.1. Financial Risk Management and Objectives and Policies	The Company's principal financial liabilities comprises of borrowings, and trade payables, The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets, comprise of trade receivables, investments and cash and cash equivalents that derive directly from the Company's operations. The Company's activities exposes it to various risks including market risk, liquidity risk and credit risk. Company's overall risk management focusses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Company.		
31.2. Disclosure of Fair Value Measurements	The Fair value of financial assets and liabilities are determined at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The fair value of cash and deposits, trade and other short term receivables, trade payables, other current liabilities, loans from banks and other financial instruments approximate to the carrying amounts.		

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Financial Instruments by category

Rupees in Lakhs

	Amortised Cost	Fair Value Through Profit and Loss	Fair value Through Other Comprehensive Income	Carrying amount	Fair Value
As at 31-03-2024					
Financial Assets					
Long Term Investment	0.78	-	-	0.78	0.78
Other financial assets					
Trade Receivables	-	196.53	-	196.53	191.66
Cash and cash equivalents	748.06	-	-	748.06	748.06
Financial Liabilities					
Long Term Borrowings	-	-	-	-	-
Short term borrowings	-	-	-	-	-
Trade payables	99.43	-	-	99.43	99.43
Other financial liabilities	6.90	-	-	6.90	6.90

As at 31-03-2023					
Financial Assets					
Long Term Investment	0.78	-	-	0.78	0.78
Other financial assets	-	-	-	-	-
Trade Receivables	-	62.14	-	0.00	57.27
Cash and cash equivalents	370.08	-	-	370.08	370.08
Financial Liabilities					
Long Term Borrowings	-	-	-	-	-
Short term borrowings	-	-	-	-	-
Trade payables	-	-	-	-	-
Other financial liabilities	21.06	-	-	21.06	21.06

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Fair Value Hierarchy

The Company uses the following hierarchy for determining the fair value of the financial assets and liabilities:

Level 1 - Quoted prices in the market for financial assets or liabilities

Level 2 - Other techniques for which all inputs which have significant effect on the recorded fair value observable, either directly or indirectly.

Level 3 - This technique uses inpputs that have a significant effect on the recorded fair value that are not based on observable market data.

Rupees in Lakhs

31.3. Employee Benefits

31-03-2023 31-03-2022

i) Provident Fund

The Company is contributing to Provident Fund for its employees and the same is remitted to the Regional Provident Fund Commissioner and the amount is charged to Profit and Loss Account.

The amount charged is **11.08** 10.89

ii) Superannuation

The Company has a Superannuation Scheme for eligible employees and the annual liability is determined by Life Insurance Corporation of India and is remitted as premium and charged to Profit and Loss Account.

The amount charged is **0.13** 5.46

iii) Leave encashment

The Company does have a policy for encashment of leave by the employees and payments are made as when the claim is admitted and charged to Revenue.

iv) Gratuity

The Company has a group gratuity scheme which is administered by a separate trust and the annual liability as determined by Life Insurance Corporation of India, based on actuarial valuation using projected unit credit method and is charged off to revenue.

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

32. The Company expects to make a contribution of Rs. 4,61,294/- to the defined benefit plan (gratuity - funded) during the next financial year.

PARTICULARS	31-03-2024		31-03-2023	
	Qty.	Value Rupees in lakhs	Qty.	Value Rupees in lakhs

33. ADDITIONAL NOTES

a) Turnover (Net of GST)

Manufacturing :

- PTFE Lined Pipes and Fittings and PTFE Products (Kgs)*	29203	2,292.33	21,522	2,250.08
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Service:

- PTFE Coating, etc		16.99		3.07
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Total income

		2,309.33		2,253.15
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b) Raw materials and components consumed (kgs) :

Manufacturing:

1. PTFE Resins - Indigenous	28193	398.89	29,392	529.49
2. PTFE Resins - Imported	331	7.98	170	3.92
3. Raw Materials-Indigenous	6490	21.19	522	18.50
4. Raw Materials-Imported	363	17.39	589	37.02
5. Steel Pipes, Pipe Fittings, other Steel Items of various specifications	-	313.07	-	335.02
6. Others	-	1.98	-	-
		760.50		923.95

c) Opening and Closing stock of goods produced:

Finished Goods:

Opening Stock

- PTFE Lined Products (Kgs)*	1082	154.39	770	49.47
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Closing Stock

- PTFE Lined Products (Kgs)*	991	159.49	1,082	154.39
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(* Represents PTFE content in Finished Products)

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

PARTICULARS	31-03-2024		31-03-2023	
	Qty.	Value Rupees in lakhs	Qty.	Value Rupees in lakhs
d) Capacity and Production:				
Licensed Capacity :				
1. PTFE (Resin Weight)	(MT)	50	(MT)	50
2. Fabrication of Steel Pipes & Fittings for PTFE Lining	(MT)	550	(MT)	550
Installed Capacity :				
(as certified by the Mg. Director)				
1. PTFE (Resin Weight)	(MT)	50	(MT)	50
2. Fabrication of Steel Pipes & Fittings for PTFE Lining	(MT)	550	(MT)	550
Actual Production				
PTFE (Resin Weight)	(Kgs.)	22,443	(Kgs.)	21,834
e) Value of Imports calculated on CIF basis :				
1. Raw Materials		4.84		12.39
2. Capital Goods / Spares		15.09		-
		<u>19.92</u>		<u>12.39</u>
f) Expenditure in foreign currency:				
Foreign Travel		10.84		-
Fees for services rendered outside India		-		-

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

PARTICULARS	Rupees in lakhs			
	31-03-2024		31-03-2023	
	%	Rs.	%	Rs.
g) Details regarding consumption of imported and indigenous materials				
1. Raw Materials & Components				
Imported	2.29	17.39	4.01	37.02
Indigenous	97.71	743.11	95.99	886.93
	<u>100.00</u>	<u>761</u>	100.00	<u>923.95</u>
2. Stores & Spare Parts				
Imported	2.60	2.77	0.11	0.13
Indigenous	97.40	103.83	99.89	121.67
	<u>100.00</u>	<u>107</u>	100.00	<u>121.80</u>
h) Number of Non-resident shareholders		-		-
Number of Shares held		-		-
(i) Earnings in Foreign Exchange				
1. Export of goods on FOB basis		109.61		53.88
2. Technical Services		1.22		-
		<u>110.83</u>		<u>53.88</u>

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

34. Disclosures as required by the Indian Accounting Standard 24 “Related Party Disclosures” are given below:

S. No.	Name of Related Party	Relationship
1	Mr. Rajiv Sreedhar - Managing Director	Key Management Personnel (KMP)
2	Mr. U.Viswanath - Company Secretary and CFO	
3	Mr. R. Govindaraju - Non-Executive Non-Independent Director	
4	Mr. Noman H. Millwala - Non-Executive Independent Director	
5	Mrs. Saroja Raman (up to September 17, 2023) Non-Executive Non-Independent Director	
6	Mr. K.J.Janakar - Non-Executive Independent Director	
7	Mr. A. Rengarajan - Non-Executive Independent Director	
8	Mrs. Vimala Venkatesan - Non-Executive Non-Independent Director	
9	MIL Trading Private Limited	Under section 2(76)(iv) of the Companies Act, 2013
10	MILT Engineering Services Private Limited	

Disclosure of Related Party Transactions and Year End Balances

S. No.	Particulars	31-03-2024			31-03-2023		
		Nature of Transaction			Nature of Transaction		
		Key Management Personnel (KMP)	Remuneration	Rent Paid	Year End Balance	Remuneration	Rent Paid
1	Mr. Rajiv Sreedhar	93.00	5.84	---	65.56	3.90	---
2	Mr. U.Viswanath	10.13	---	---	1.48	---	---

S. No.	Directors (KMP)	Professional Service	Sitting Fees	Year End Balance	Professional Service	Sitting Fees	Year End Balance
1	Mr. Noman H. Millwala	---	0.75	---	---	0.15	---
2	Mrs. Saroja Raman	---	0.25	---	---	0.10	---
3	Mr. K.J.Janakar	---	0.85	---	---	0.15	---
4	Mr. A. Rengarajan	---	0.85	---	---	0.15	---
5	Mr. Govindaraju	9.00	0.15	---	---	---	---
6	Mrs. Vimala Venkatesan	---	0.15	---	---	---	---

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

Rupees in Lakhs

S. No.	Particulars	31-03-2024			31-03-2023		
		Coating/ Lining Charges Paid	Rent Received	Year End Balance	Coating/ Lining Charges Paid	Rent Received	Year End Balance
1	MIL Trading Private Limited	---	2.40	---	104.73	4.20	---
2	MILT Engineering Services Private Limited	90.40	4.20	---	36.40	1.75	---

Rupees in lakhs

31-03-2024 31-03-2023

35. Earnings Per Share

Profit for the year attributable to Equity Shareholders	217.00	197.87
Number of Equity Shares of Rs.10/- each	31.50	31.50
Earnings Per Share - Basic and Diluted	6.89	6.28

36. Pursuant to the Hon'ble National Company Law Tribunal (NCLT) order dated July 22, 2022, the PTFE Business of MIL Industries Limited (MIL) has been demerged in to MIL Industries & Aerospace Limited (Resulting Company or MILIA) w.e.f. 1st April, 2022, being the appointed date and pursuant to Hon'ble NCLT Order MIL Industries & Aerospace Limited ceased to Subsidiary of MIL Industries Limited (Demerged Company) w.e.f. the effective date.

Pursuant to the Scheme of Arrangement ("the Scheme") under Section 230 to 232 of the Companies Act, 2013 between MIL Industries Limited (MIL) ("the demerged company") and MIL Industries & Aerospace Limited (MILIA) ("the resulting company") as approved by the Hon'ble National Company Law Tribunal (NCLT), Chennai on July 22, 2022:

- MILIA has recorded the assets and liabilities of the PTFE Undertaking vested in it pursuant to this Scheme at the respective book values thereof.
- MILIA has credited its share capital account with the aggregate face value of the new equity shares issued by it to the members of MIL in the following proportion: for every 1 (One) equity share of face value of INR10 (Rupees Ten only) each held in MIL as on the Record Date i.e. August 22, 2022, the equity shareholders of MIL shall be issued 1 (One) equity share of face value INR10/- (Rupees Ten only) each credited as fully paid-up in MILIA.
- In respect of cancellation of shares held by MIL, MILIA has debited to its Equity Share Capital Account, the aggregate face value of existing equity shares held by MIL in MILIA with a corresponding credit to capital reserve of MILIA.
- The difference between a) and b) above has been recorded as capital reserve.

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

37. The Board of Directors have recommended a dividend at Rs. 1/- per equity share (Face Value of Rs. 10/- each), aggregating to Rs. 3,150,000/- (subject to deduction of Tax at Source) for the year ended 31st March, 2024 which is subject to shareholders' approval.
38. Previous year's figures have been regrouped wherever necessary to conform to the current year's classification.
39. **Additional Regulatory Information:**
Additional Disclosures to Financial Statements:

I Title deeds of immovable Property not held in name of the Company

Relevant line items in the Balance sheets	Descriptions of Item of property	Gross carrying Value	Title deeds of immovable Property not held in name of the Company	Whether title deed holder is a promotor, director or relative of Promotor' director or employee of promotors/ director	Property held since which date	Reason for not being held in the name of company
NA	NA	NA	NA	NA	NA	NA

II Where the Company has revalued its Property, Plant and Equipment, the company shall disclose as to whether the revaluation is based on the valuation by a registered valuer as defined under rule 2 of the Companies (Registered Valuers and Valuation) Rules, 2017

There was no revaluation done by the company during the financial year.

III Where Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:

- (a) repayable on demand or
 (b) without specifying any terms or period of repayment

Type of Borrower	Amount of loan and Advance in the nature of Loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promotors	NIL	NIL
Directors	NIL	NIL
KMPs	NIL	NIL
Related Parties	NIL	NIL

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

IV Capital Work In Progress (CWIP)

(a) For Capital-work-in progress, following ageing schedule shall be given:

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 Years	More than 3 years	
Projects in progress					-
Projects temporarily suspended					-

(b) For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan, following:

CWIP	To be Completed in				Total
	Less than 1 year	1-2 years	2-3 Years	More than 3 years	
Project	NA	NA	NA	NA	NA
Total	NA	NA	NA	NA	NA

IV Intangible Assets under Development

(a) For Intangible assets under development:

Intangible Assets under Development	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 Years	More than 3 years	
Project	NA	NA	NA	NA	NA
Total	NA	NA	NA	NA	NA

(b) Intangible assets under development completion schedule:

Instangible Assets under Development	To be Completed in				Total
	Less than 1 year	1-2 years	2-3 Years	More than 3 years	
Project	NA	NA	NA	NA	NA
Total	NA	NA	NA	NA	NA

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

VI Details of Benami Property held

There are no any benami Properties held by the company

VII Where the Company has borrowings from banks or financial institutions on the basis of current assets

Not applicable as the company has not taken any loans from the banks or financial institutions during the financial year

VIII Wilful Defaulter

(a) Date of declaration as wilful defaulter,

(b) Details of defaults (amount and nature of defaults),

Not applicable as the company has not taken any loans from the banks or financial institutions during the financial year.

IX Relationship with Struck off Companies

Where the company has any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956, the Company shall disclose the following details:-

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding	Relationship with the Struck off company, if any, to be disclosed
None	Investments in securities	NA	NA
	Receivables	NA	NA
	Payables	NA	NA
	Shares held by struck-off Company	NA	NA
	Other outstanding balances (to be specified)	NA	NA

X Registration of charges or satisfaction with Registrar of Companies

The company has no charges or satisfaction yet to be registered with ROC beyond the statutory period.

XI Compliance with number of layers of companies

The company do not have multiple subsidiaries or layers of subsidiaries to confirm compliance with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

XII Ratios

Ratios	Basis	Denoted as	2023-24	2022-23	% of Change	Remarks
Current Ratio	Current Assets/Current Liabilities	Times	14.85	17.11	(13.25%)	
Debt-Equity Ratio	Total Liabilities/ Equity	Times	0.06	0.05	8.33%	
Debt Service Coverage ratio	EBITDA/ (Loan Payment+ interest Cost)	Times	208.57	205.08	1.70%	
Return on Equity	PAT/ Shareholder's Funds	%	10.55%	11.36%	(7.11%)	
Inventory Turnover Ratio	Cost of Sale of Goods Sold / Average Inventory	Times	1.44	1.22	17.46%	
Trade Receivables Turnover Ratio	Revenue from Operations/ Average Trade Receivables	Times	18.55	10.48	77.00%	Better realisation of trade receivables
Trade Payables Turnover Ratio	Net Credit Purchases / Average Payables	Times	11.19	7.31	53.12%	Payables were paid on time due to better realisation of receivables
Net Capital Turnover Ratio	Revenue from Operations/ Avg Shareholder's Funds	Times	0.85	0.88	(4.02%)	
Net Profit Ratio	PAT/ Total Income	%	9.13%	8.65%	5.58%	
Return on Capital Employed	EBIT/ (Non-Current Liabilities + Equity)	%	10.55%	11.36%	(7.11%)	
Return on Investment	Return/ Investment	%	8.07%	7.13%	13.20%	

XIII Compliance with approved Scheme(s) of Arrangements

No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the financial year.

MIL INDUSTRIES & AEROSPACE LIMITED

NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2024

XIV Utilisation of Borrowed funds and share premium:

The company did not borrow any funds from the bank or financial institution and also did not take any share premium into the company.

XV CRYPTO Currency or Assets Dealing

The company did not deal with or do any transactions with Crypto currencies nor its possessing any assets in crypto currency to report.

XVI Loans Given/ Loans received for transfer to other entities

The company did not receive/ give any loan to be transferred to other entities.

Vide our report of even date attached

For **Venkat and Rangaa LLP**

Chartered Accountants

Firm Regn. No. 004597S

T.ZAMEER

Partner

Membership No. 230441

Place: Chennai

Dated: 30th May 2024

RAJIV SREEDHAR

Managing Director

DIN: 00181532

A. RENGARAJAN

Director

DIN: 06598828

NOMAN H. MILLWALA

Director

DIN: 00471544

U. VISWANATH

Company Secretary & CFO

