Biocon Electric Private Limited

REGISTERED OFFICE : B K Garudachar Charities, No. 235, OTC Road Bangalore, Karnataka - 560002 (INDIA)

CIN : U31900KA2019PTC129487

Email : bioconoffice@gmail.com, Mob. : +91-070221 14411

NOTICE

NOTICE IS HEREBY GIVEN THAT ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD ON THURSDAY, 31ST DECEMBER, 2020 AT 10.30 A.M. AT B K GARUDACHAR, CHARITIES NO. 235, O T C ROAD, BANGALORE- 560002, KARNATAKA, INDIA TO CONSIDER AND TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31.03.2020, together with the Reports of the Directors and Auditors thereon.

2. To Re-Appointment of M/s. Karthik S D., Chartered Accountants, as Statutory Auditors of the company:

   To consider and if through fit, to pass the following resolution with or without modification as an Ordinary Resolution.

   "RESOLVED THAT pursuant to the provisions of Section 139(8) and all other applicable provisions of the Companies Act, 2013 including any statutory modifications or re-enactment thereof for the time being in force. MIs. Karthik S D., Chartered Accountants, having their office No 545, lst Floor, 7th Main 9th Cross, Near Sankey Tank, Sadashiva Nagar Bangalore 560 080- KARNATAKA- PAN: AMPPD7492L Karnataka, India be and are hereby appointed as Statutory Auditors of the Company.

   "RESOLVED FURTHER THAT M/s. Karthik S. D., Chartered Accountants, Bengaluru, be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 6th Annual General Meeting of the Company to be held in the year 2026, for a period of five consecutive years, on such remuneration as may be determined by the Board of Directors."

Place: - Bangalore
Date: - 26.12.2020

By Order of the Board of Directors
For Biocon Electric Private Limited

Praveen Kumar Jain
Director
(DIN:08606997)

Biocon Electric Private Limited
REGISTERED OFFICE : B K Garudachar Charities, No. 235, OTC Road Bangalore, Karnataka - 560002 (INDIA)
CIN : U31900KA2019PTC129487
Email : bioconoffice@gmail.com, Mob. : +91-070221 14411

Notes:

1. A member entitled to attend and vote at the General Meeting (GM) is entitled to appoint a proxy or, where that is allowed, one or more proxies, to attend and vote instead of himself and that a proxy need not be a member of the Company.

2. Proxies, in order to be effective, must deposit instrument appointing a proxy with the Company before the commencement of the meeting. A person can act as proxy on behalf of the member not exceeding Fifty (50) and holding in aggregate not more than 10% of the total share capital carrying voting rights. A member holding more than 10% of the total share capital carrying voting rights may appoint single personas proxy and such person shall not act as proxy for any other person or shareholder. The instrument appointing a proxy shall

    a) Be in writing and;
    b) Be signed by the appointer or his attorney duly authorized in writing or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.

3. Document relating to any of the items specified in the notice are open for inspection at the registered office of the Company on any working day during business hours.

4. Members requested to notify to the Company, immediately, of any change in their Postal Address, Email ID and Phone Number.

5. Members are requested to bring the attendance slips along with their copies of the Notice to the meeting.

6. Route map of the venue of the meeting is given below. Further please follow link –

    https://goo.gl/maps/CwmbSiespTsJSMtM7

Biocon Electric Private Limited
REGISTERED OFFICE : B K Garudachar Charities, No. 235, OTC Road Bangalore, Karnataka - 560002 (INDIA)
CIN : U31900KA2019PTC129487
Email : bioconoffice@gmail.com, Mob. : +91-070221 14411

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 2

The members are informed that M/s. Karthik S. D., Chartered Accountants, Bengaluru, are proposed to be appointed as the Statutory Auditors of the Company for a term of five consecutive years, from the conclusion of this Annual General Meeting until the conclusion of the 6th Annual General Meeting of the Company, subject to the approval of the members.

The proposed appointment is in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder. The Board of Directors, after considering the eligibility, experience and professional competence of M/s. Karthik S. D., Chartered Accountants, recommends their appointment as the Statutory Auditors of the Company. The remuneration payable to the Statutory Auditors shall be determined by the Board of Directors in consultation with the Statutory Auditors.

M/s. Karthik S. D., Chartered Accountants, have furnished their consent and eligibility certificate confirming that their appointment, if made, shall be in accordance with the applicable provisions of the Companies Act, 2013 and that they satisfy the prescribed criteria for appointment as Statutory Auditors of the Company.

The Board recommends the resolution set out at Item No. 2 of the accompanying Notice for approval of the members by way of an Ordinary Resolution.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

Biocon Electric Private Limited

REGISTERED OFFICE : B K Garudachar Charities, No. 235, OTC Road Bangalore, Karnataka - 560002 (INDIA)
CIN : U31900KA2019PTC129487
Email : bioconoffice@gmail.com, Mob. : +91-070221 14411

Form No. MGT-11
PROXY FORM
(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

CIN : U31900KA2019PTC129487
Name of the Company : BIOCON ELECTRIC PRIVATE LIMITED
Registered Office : B K Garudachar Charities No. 235, O T C Ro Bangalore 560002,Karnataka, India

Name of the Member (s) :
Registered address :
E-mail Id :
Folio No. :

I/ We being the member of ..... shares of the above named Company, hereby appoint:

Name :
Address :
E-Mail Id :

Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Thursday, 31st December, 2020 at 10.30 A.M at No. B K Garudachar Charities No. 235, O T C Road Bangalore 560002, Karnataka, India and at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting, as are indicated below:

Resolution No.1:	To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31.03.2020, together with the Reports of the Directors and Auditors thereon
Resolution No.2:	To Appoint M/s. Karthik S D., Chartered Accountants, as Statutory Auditors of the company:

Signed this
Signature of Shareholder:
Signature of Proxy Holder (s):

Biocon Electric Private Limited

REGISTERED OFFICE : B K Garudachar Charities, No. 235, OTC Road Bangalore, Karnataka - 560002 (INDIA)

CIN : U31900KA2019PTC129487

Email : bioconoffice@gmail.com, Mob. : +91-070221 14411

ATTENDANCE SLIP:

ANNUAL GENERAL MEETING – 31.12.2020

Registered Folio no.:

Number of shares held:

I / We hereby record my/our presence at the 3rd Annual General Meeting of the Company at B K Garudachar Charities No. 235, O T C Road Bangalore 560002, Karnataka, India on Thursday, 31st December,2020 at 10.30 A.M

Name of the Member Signature

Name of the Proxy holder Signature

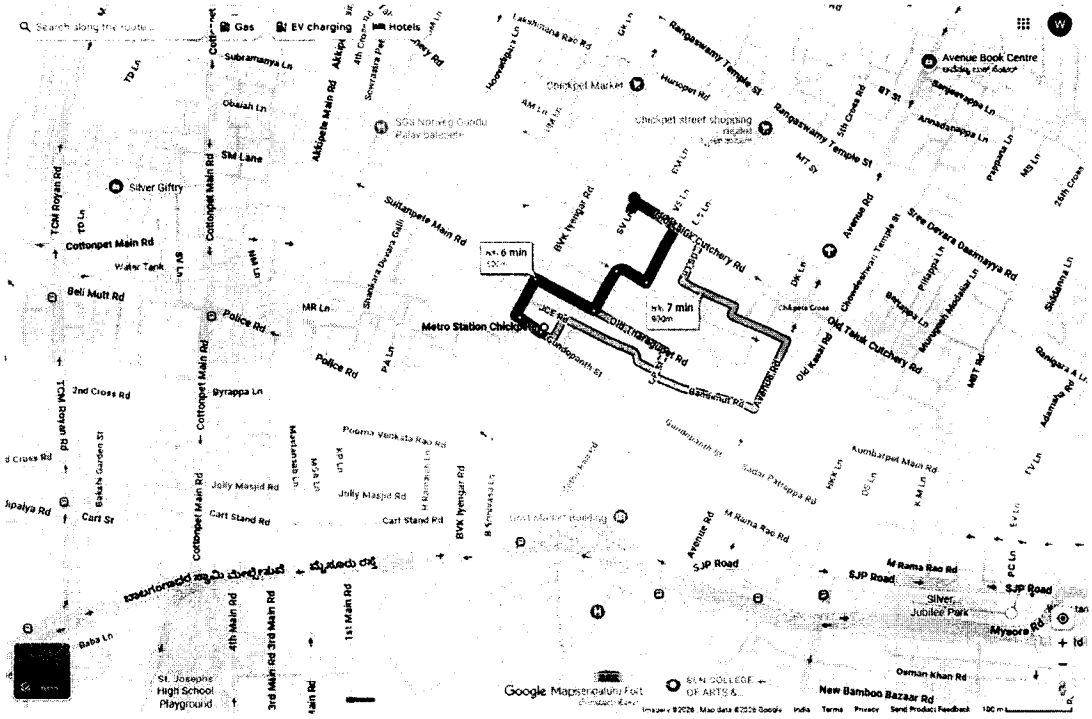
Notes:

1. Only Member/Proxyholder can attend the Meeting.
2. Please complete the Folio No. and name of the Member/Proxyholder, sign this Attendance Slip and hand it over, duly signed, at the entrance of the Meeting Hall.

Biocon Electric Private Limited

REGISTERED OFFICE : B K Garudachar Charities, No. 235, OTC Road Bangalore, Karnataka - 560002 (INDIA)
CIN : U31900KA2019PTC129487
Email : bioconoffice@gmail.com, Mob. : +91-070221 14411

ROUTE MAP TO THE VENUE OF ANNUAL GENERAL MEETING



BIOCON
EXPERIENCE ELECTRIC ZONE

Biocon Electric Private Limited

REGISTERED OFFICE : B K Garudachar Charities, No. 235, OTC Road Bangalore, Karnataka - 560002 (INDIA)
CIN : U31900KA2019PTC129487
Email : bioconoffice@gmail.com, Mob. : +91-070221 14411

DIRECTORS' REPORT

To,
The Members,

Your Directors have pleasure in presenting their Annual Report on the business and operations of your Company and the financial statements for the year ended **31st March, 2020.**

1. (a) FINANCIAL SUMMARY / PERFORMANCE HIGHLIGHTS OF THE COMPANY

The summary of financial statements for the year ended 31st March, 2020 is as follows:

Particulars	**2019-20**
A. Income	
Revenue from Operations	14,31,14,277
Other Income	1,07,282
Total Income (A)	**14,32,21,559**
B. Expenses	
Expenses	13,61,40,800
Depreciation	36,699
Total Expenses (B)	**13,61,77,499**
C. Profit before Depreciation, Exceptional Items and Taxes	**70,44,060**
D. Deducting Depreciation	**Nil**
E. Profit before Exceptional Item	**Nil**
F. Exceptional Item	**Nil**
G. Profit Before Tax	**70,44,060**
H. Deducting Taxes	**71,301**
I. Profit After Tax	**52,03,246**

(b) TURNOVER

During the year 2019-20, Company's trading turnover is **Rs. 14,31,14,277/- (Rs. 14.31 Crores)**, since the Company was incorporated on **08th November, 2019**.

(c) PROFITABILITY

Your Company has earned a Net Profit of **Rs. 52,03,246/- (Rs. 52.03 Lacs)** in the current year, due to the Company just beginning in the corporate market.

2. DIVIDEND

During the year, the Board has not recommended any kind of Dividend, due to concentrating on expansion and future growth.

3. TRANSFER TO RESERVES

No mandatory transfer to General Reserves is required, as per the Companies (Transfer of Profits to Reserves) Rules.

4. SHARE CAPITAL

The Authorized Share Capital of your Company stands at **Rs. 5,00,00,000/- (Rs. 5 Crores)** and Paid-up Share Capital of the Company stands at **Rs. 5,00,00,000/- (Rs. 5 Crores)** for the financial year 2019-20.

5. TECHNOLOGY

Your Company is continuing to initiate steps for creating awareness amongst the Clients/Investors to receive contract notes, bills, statement of accounts, etc. through electronic medium, thus saving on paper as a part of the **"Go Green" Initiative.**

6. REGULATORY COMPLIANCE

Your Company has consistently been striving towards adhering and ensuring the highest level of compliance with all the applicable statutory rules and regulations through systematic adoption of compliance standards.

7. PARTICULARS OF EMPLOYEES

There are no employees who draw remuneration as set out in Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

8. EMPLOYEE RELATIONS

The Company continues to maintain cordial and harmonious employee-employer relationship within the Organisation and you would be happy to note that the employee morale is of the highest order.

9. CONSERVATION OF ENERGY AND DEVELOPMENT, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Your Company's operations are not power intensive. However, there is a continuous effort to conserve and optimise the use of energy. Your Company has invested substantially to develop new systems and upgrade existing systems to keep pace with dynamic requirements of the Capital Market.

Your Company has not entered into any transactions involving Foreign Exchange.

Biocon Electric Private Limited
REGISTERED OFFICE : B K Garudachar Charities, No. 235, OTC Road Bangalore, Karnataka - 560002 (INDIA)
CIN : U31900KA2019PTC129487
Email : bioconoffice@gmail.com, Mob. : +91-070221 14411

10. RISK MANAGEMENT

Risk Management is vital to the operations of the Company, as its business is highly vulnerable to inadequacies and failures in risk management. Your Company has a well laid out policy on Risk Management and the same is being continuously reviewed to suit the current requirements of the Company.

Your Company has consistently been making best efforts to improve the status of compliance with all applicable Regulatory requirements since the evolution of the Subsidiary Model. Your Company has formed a Risk Management Committee to keep a check on risks involved and proper management of the same.

Your Company has been consistently implementing all regulations/guidelines issued by SEBI and other regulatory authorities.

11. CORPORATE GOVERNANCE

Your Company continues to ensure the highest standards of Corporate Governance and transparency to all the stakeholders.

12. BOARD OF DIRECTORS

The Board of Directors comprises the following Directors:

1. **Mr. PRAKASH CHAND JAIN**
2. **Mr. MILAPCHAND JAIN**
3. **Mr. VIKRAM KUMAR**
4. **Mr. RANJEET KUMAR JAIN**
5. **Mr. PRAVEEN KUMAR JAIN**

Further, we record our appreciation of the valuable contributions made by them as Directors.

(a) DETAILS OF ATTENDANCE OF THE DIRECTORS AT THE BOARD MEETINGS

During the year, the Board met two times on:

- 30.11.2019
- 27.02.2020

Sl. No.	Name of Director	Number of Board Meetings held during the Financial Year	No. of Board Meetings attended	Attendance in last AGM
1	Mr. PRAKASH CHAND JAIN	2	2	Yes
2	Mr. MILAPCHAND JAIN	2	2	Yes
3	Mr. VIKRAM KUMAR	2	2	Yes
4	Mr. RANJEET KUMAR JAIN	2	2	Yes
5	Mr. PRAVEEN KUMAR JAIN	2	2	Yes

(c) AUDIT COMMITTEE

The provisions of the Companies Act, 2013 govern the formation and functioning of the Audit Committee of the Board. The Committee interacts with the Statutory Auditors and Internal Auditors of the Company regularly, independent of the Management Team, to assess and review the Company's financials and risk management exposures and positions.

(d) DISCIPLINARY ACTION COMMITTEE

Your Board constituted a Committee called the Disciplinary Action Committee. This Committee is comprised of:

- Mr. PRAKASH CHAND JAIN
- Mr. MILAPCHAND JAIN
- Mr. VIKRAM KUMAR
- Mr. RANJEET KUMAR JAIN
- Mr. PRAVEEN KUMAR JAIN

(f) CONSTITUTION OF BUSINESS DEVELOPMENT COMMITTEE

Your Board has also constituted the Business Development Committee comprising some of the Directors of the Company with major participation from the Trading Members, with the sole objective to understand the market dynamics vis-à-vis the competition and bring out necessary changes in the business model professed by the Company to enhance volumes and profitability.

The Committee has met two times during the financial year.

13. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti-Sexual Harassment Policy, as part of its Human Resources Policy, in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

An Internal Complaints Committee ("ICC") has been constituted to redress complaints received regarding sexual harassment at the workplace. The Policy is applicable to all employees of the Company, including permanent, contractual, temporary employees and trainees.

During the financial year under review, the Company has not received any complaints relating to sexual harassment at the workplace.

14. DEPOSITS

During the financial year under review, the Company has not accepted any deposits within the meaning of Sections 73 to 76 or any other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Biocon Electric Private Limited

REGISTERED OFFICE : B K Garudachar Charities, No. 235, OTC Road Bangalore, Karnataka - 560002 (INDIA)
CIN : U31900KA2019PTC129487
Email : bioconoffice@gmail.com, Mob. : +91-070221 14411

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

SL. No.	Particulars	Details	Details
a)	Name (s) of the related party & nature of relationship	Biocon Electric India Proprietorship of Director	Biocon Switchgear Private Limited (Common Directors)
b)	Nature of contracts/ arrangements/ transaction	Purchase of Goods Sale of Goods	Purchase of Goods Sale of Goods
c)	Salient terms of the contracts or arrangements or transaction including the value, if any	NA	NA
d)	Date of approval by the Board, if any	30/11/2019	30/11/2019
e)	Amount paid as advances, if any	Nil	Nil

By Order of the Board of Directors
For BIOCON ELECTRIC PRIVATE LIMITED

For BIOCON ELECTRIC PRIVATE LIMITED

Director
PRAVEEN KUMAR JAIN
DIN: 08606997

PRAVEEN KUMAR JAIN
Director
DIN: 08606997

For BIOCON ELECTRIC PRIVATE LIMITED

Director
VIKRAM KUMAR
DIN: 08606995

VIKRAM KUMAR
Director
DIN: 08606995

Place: - Bangalore
Date: - 26.12.2020

15. STATUTORY AUDITORS

M/s. Karthik S. D., Chartered Accountants, having their office at No. 545, 1st Floor, 7th Main, 9th Cross, Near Sankey Tank, Sadashiva Nagar, Bengaluru – 560 080, Karnataka, India, PAN: AMPPD7492L, are proposed to be appointed as the Statutory Auditors of the Company for a period of five consecutive years, subject to the approval of the shareholders at the ensuing Annual General Meeting.

The Company has received the necessary consent and eligibility certificate from the proposed Statutory Auditors confirming their eligibility for appointment in accordance with the applicable provisions of the Companies Act, 2013.

16. AUDITORS' REPORT

There is no qualification, reservation, adverse remark or disclaimer made by the Statutory Auditors in their Report. Accordingly, no explanation or comments of the Board are required in this regard.

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to its key business objectives. Major risks identified by the businesses and functions are systematically addressed through appropriate mitigating actions on a continuing basis. These risks and the measures taken to mitigate them are discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

17. EXTRACT OF THE ANNUAL RETURN

The extract of the Annual Return in Form No. MGT-9 is annexed to this Report.

18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

Your Company has not guaranteed any loans or made investments under Section 186 of the Companies Act, 2013 during the current financial year.

However, the Company has the following investments:

Sl. No.	Particulars	Amount (Rs.)
1	NA	NA
2	NA	NA

19. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The particulars of every contract or arrangement entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013, including certain arm's length transactions under the third proviso thereto, are disclosed in Form No. AOC-2.

The said Form AOC-2 is annexed to this Report.

Biocon Electric Private Limited

REGISTERED OFFICE : B K Garudachar Charities, No. 235, OTC Road Bangalore, Karnataka - 560002 (INDIA)

CIN : U31900KA2019PTC129487

Email : bioconoffice@gmail.com, Mob. : +91-070221 14411

20. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, the Board of Directors confirms as under:

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) That accounting policies are selected and applied consistently and judgments and estimates are made 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 and of the profit and loss of the Company for that period;

(c) That proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) That the annual accounts have been prepared on a going concern basis;

(e) That internal financial controls as laid down are followed by the Company and that such internal financial controls are adequate and were operating effectively;

(f) That proper systems are devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

21. ACKNOWLEDGEMENTS

Your Directors thank all the investors, the Company's business constituents, shareholders of the Company and Bankers for their support and encouragement.

Your Directors also wish to place on record their appreciation for the services rendered by the employees of the Company for their teamwork, dedication and wholehearted efforts put in by them during the year.

For and on behalf of the Board of Directors

For BIOCON ELECTRIC PRIVATE LIMITED

Place: Bengaluru

Date : 26.12.2020

For BIOCON ELECTRIC PRIVATE LIMITED

Director
PRAVEEN KUMAR JAIN
DIN: 08606997

For BIOCON ELECTRIC PRIVATE LIMITED

Director
RANJEET KUMAR JAIN
DIN: 08606996

Annexure - B

FORM NO. AOC -2

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

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

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

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Nil
b)	Nature of contracts/arrangements/transaction	Not Applicable
c)	Duration of the contracts/arrangements/transaction	Not Applicable
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Not Applicable
e)	Justification for entering into such contracts or arrangements or transactions'	Not Applicable
f)	Date of approval by the Board	Not Applicable
g)	Amount paid as advances, if any	Nil
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	Not Applicable

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

(In Hundred)

SL. No.	Particulars	Details	Details
a)	Name (s) of the related party & nature of relationship	Biocon Electric India Proprietorship of Director	Biocon Switchgear Private Limited (Common Directors)
b)	Nature of contracts/ arrangements/ transaction	Purchase of Goods Sale of Goods	Purchase of Goods Sale of Goods
c)	Salient terms of the contracts or arrangements or transaction including the value, if any	Purchase of Goods INR 929626.90 Sale of Goods INR 82171.64	Purchase of Goods INR 694412.32 Sale of Goods INR 73848.22
d)	Date of approval by the Board, if any	30/11/2019	30/11/2019
e)	Amount paid as advances, if any	Nil	Nil

By Order of the Board of Directors
For BIOCON ELECTRIC PRIVATE LIMITED

For BIOCON ELECTRIC PRIVATE LIMITED

Director
PRAVEEN KUMAR JAIN
DIN: 08606997

PRAVEEN KUMAR JAIN
Director
DIN: 08606997

For BIOCON ELECTRIC PRIVATE LIMITED

Director
RANJEET KUMAR JAIN
DIN: 08606996

RANJEET KUMAR JAIN
Director
DIN: 08606996

Place: - Bangalore
Date: - 26.12.2020