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Shree Pacetronix Ltd.

Pacetronix®

Date: 05th September, 2026

To,
General Manager
Department of Corporate Services
BSE Limited
P.J. Tower, Dalal Street,
Mumbai- 400001

**Scrip Code – 527005; ISIN – INE847D01010**

**Subject: Submission of 38th Annual Report of the Company for the Financial Year 2025-2026 pursuant to the provisions of Regulation 34 of SEBI (LODR) Regulations, 2015**

Dear Sir/Madam,

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the 38th Annual Report for the Financial Year 2025-2026 along with Notice of 38th Annual General Meeting of the Company to be held on Tuesday, 29th September, 2026 at 01.00 P.M. (IST) through Physical Mode at the Registered Office of the Company at Plot No. 15, Sector-II, Industrial Area, Dhar, Pithampur Dist. Dhar, Madhya Pradesh, India, 454775.

Further, in compliance with the relevant Circulars issued by the Ministry of Corporate Affairs, relevant provisions of the Companies Act, 2013 and Securities and Exchange Board of India, the Company is offering facility of remote e-voting and e-voting facility during the AGM to all the shareholders of the Company in respect of the businesses to be transacted at the 38th AGM. For this purpose, the Company has engaged Central Depository Services (India) Ltd. as its Authorized Agency.

Kindly take the same in your records.

Thanking You
Yours faithfully

**For SHREE PACETRONIX LIMITED**
**CIN: L33112MP1988PLC004317**

RUPALI AHIRE
Digitally signed by RUPALI AHIRE
Date: 2026.09.05 19:01:06 +05'30'

**RUPALI AHIRE**
**COMPANY SECRETARY**

***Enclosure:** 38th Annual Report for the F.Y. 2025-2026 along with notice of AGM.*

Celebrating 33 Years of Cardiac Pacing

Factory & Regd. Office : Plot No. 15, Sector-II, Pithampur, Dist. DHAR 454 775 (M.P.) INDIA
Phone. : 07292 - 411105, Fax : 07292-400418
Email : pacetronix@hotmail.com
Web Site : www.pacetronix.com

CIN No. L33112MP1988PLC004317

Kolkata Adderss :
Swastik Apartment, Ground Floor,
1, Sardar Sankar Road, Tolly Gunj,
Kolkata – 700 026
Ph. : (033) 2464 8931 Fax :2465 7753

TECHNOLOGY SERVING HUMANITY

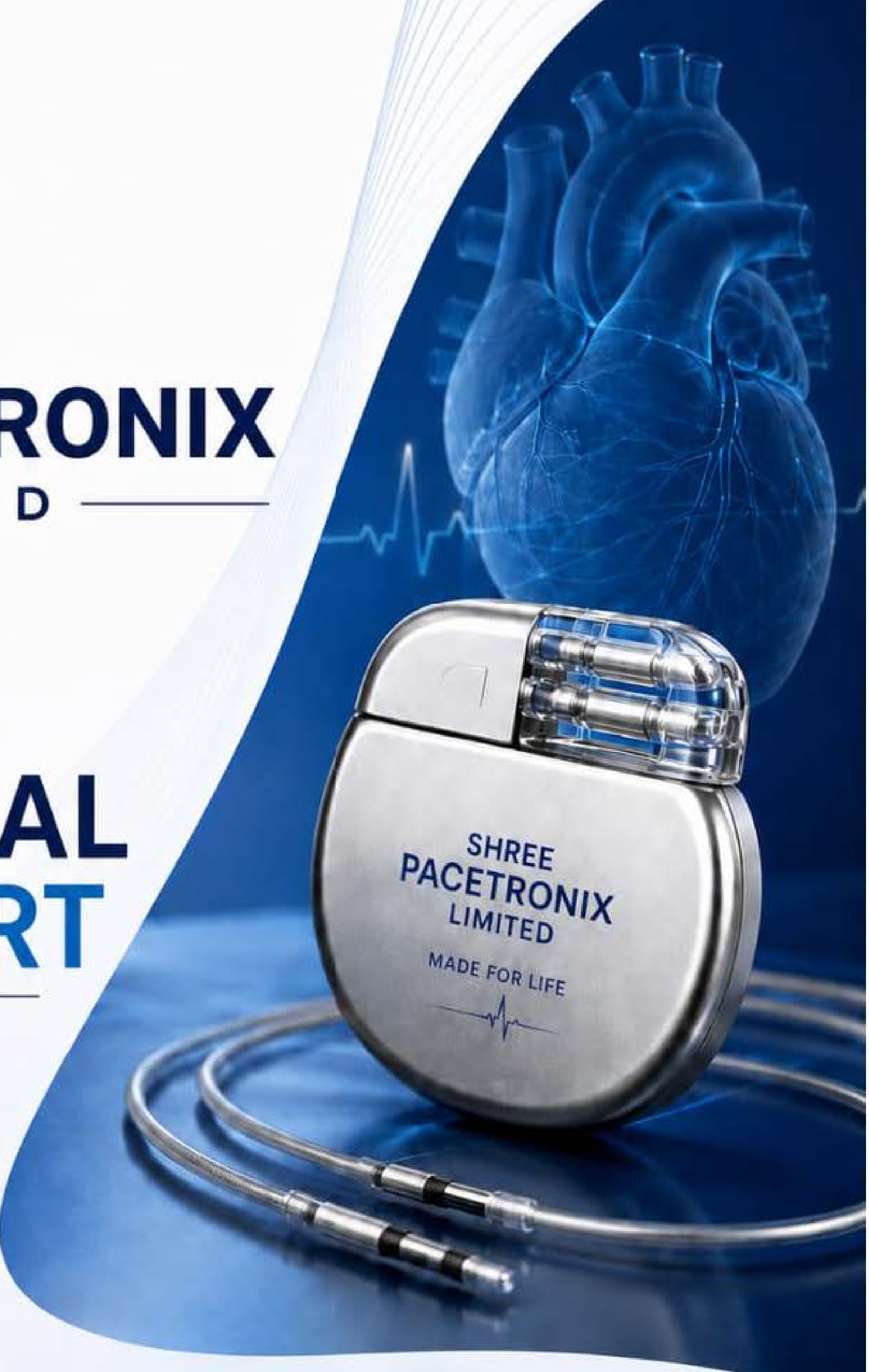
Pacetronix

# SHREE PACETRONIX LIMITED

# 38th ANNUAL REPORT

## 2025-26

**Powering Every Beat.
Enriching Every Life.**




INNOVATION FOR BETTER CARE | QUALITY YOU CAN TRUST | COMPLIANCE WITH INTEGRITY | COMMITMENT TO LIFE

SHREE
PACETRONIX
LIMITED

# 38TH ANNUAL REPORT

# 2025-2026

Pacetronix

## SHREE PACETRONIX LIMITED

## TECHNOLOGY SERVING HUMANITY

— AN ISO-9001 COMPANY —

# CORPORATE INFORMATION

## BOARD OF DIRECTORS

**EXECUTIVE DIRECTORS**

Mr. Akash Sethi
Mr. Atul Kumar Sethi

**NON-EXECUTIVE DIRECTORS**

Ms. Manali Tongia
Ms. Somya Chhabra
Mr. Chandragupt Jain

## KEY MANAGERIAL PERSONNEL

**Chief Financial Officer:** Mr. Ashok Atulkar

**Company Secretary:** Ms. Rupali Ahire (appointed w.e.f. 1st June, 2025)
Yash Bagora (Resigned w.e.f. 31st May, 2025)

**Chief Operating Officer:** Mr. Sumit Chakrabarti

## AUDITORS

**Statutory Auditors (Existing):** S. R. Naredi & Co., Chartered Accountants

**Statutory Auditors (Proposed):** M/s Agrawal Patel & Sinhal Chartered Accountants

**Secretarial Auditors:** Shraddha Jain
107, Gold Arcade opposite Curewell Hospital,
New Palasia, Indore

## REGISTERED OFFICE

Plot No. 15, Sector-II, Industrial Area,
Pithampur, District Dhar (M.P.) – 454775
**Contact:** 07292-411105, **Fax:** 07292-400418
**Email id:** pacetronix@hotmail.com | **Website:** www.pacetronix.com

## BANKERS

Bank of India
HDFC Bank Limited
ICICI Bank Limited

## REGISTRAR & SHARE TRANSFER AGENT

Ankit Consultancy Private Limited
60, Electronic Complex, Pardesipura, Indore (M.P.)- 452010
**Contact:** 0731-4065799, 4065797, 0731-4949444.
**Email id:** compliance@ankitonline.com, investor@ankitonline.com

## CORPORATE IDENTIFICATION NUMBER

L33112MP1988PLC004317

## STOCK EXCHANGE

BSE LISTING

# OUR BOARD COMMITTEES

Strong Governance. Responsible Leadership.
Building Trust. Creating Value.

## A. AUDIT COMMITTEE

| S. No. | Name of Director | Category |
|---|---|---|
| 1 | Ms. Manali Tongia | Chairman, Independent Director |
| 2 | Ms. Somya Chhabra | Member, Independent Director |
| 3 | Mr. Chandragupt Jain | Member, Independent Director |

## B. STAKEHOLDER COMMITTEE

| S. No. | Name of Director | Category |
|---|---|---|
| 1 | Ms. Manali Tongia | Chairman, Independent Director |
| 2 | Ms. Somya Chhabra | Member, Independent Director |
| 3 | Mr. Atul Kumar Sethi | Member, Executive Director |

## C. NOMINATION AND REMUNERATION COMMITTEE

| S. No. | Name of Director | Category |
|---|---|---|
| 1 | Ms. Manali Tongia | Chairman, Independent Director |
| 2 | Ms. Somya Chhabra | Member, Independent Director |
| 3 | Mr. Chandragupt Jain | Member, Independent Director |

# NOTICE OF THE 38TH ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the **38th (Thirty-eight)** Annual General Meeting (THE "AGM") of the Members of **Shree Pacetronix Limited** (THE "COMPANY") will be held on **Tuesday, 29th September, 2026** at **01:00 P.M.** at the registered office of the Company situated at Plot No. 15, Sector-II, Industrial Area, Pithampur, District Dhar, Madhya Pradesh, 454775, to transact the following businesses:

**ORDINARY BUSINESSES:**

**1. CONSIDERATION AND ADOPTION OF AUDITED STANDALONE & CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2026 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON**

To Consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** the audited standalone and consolidated financial statements of the Company for the Financial Year ended March 31, 2026 including balance sheet, the statement of profit and loss, the statement of cash flow for the financial year ended on that date and the explanatory notes annexed to, and forming part of, any of the said documents together with the reports of the Board of Directors and the Auditors thereon be and are hereby considered and adopted.".

**2. TO APPOINT A DIRECTOR IN PLACE OF MR. AKASH SETHI (DIN: 08176396), WHO RETIRES BY ROTATION, AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT**

To Consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder, (including any amendments, statutory modifications and/or re-enactments thereof for the time being in force), Mr. Akash Sethi (DIN: 08176396), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Joint Managing Director of the Company, liable to retire by rotation."

**3. TO APPOINT M/S. AGARWAL PATEL AND SINHAL, CHARTERED ACCOUNTANTS, INDORE (FRN: 012245C) AS STATUTORY AUDITOR OF THE COMPANY**

To Consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules, 2014 (including any amendments, statutory modifications and/or re-enactments thereof for the time being in force), and based on the recommendation of Audit Committee and the Board of Directors, M/S. Agarwal Patel and Sinhal (Formerly known as Bharat Kumar Agarwal and Co.), Chartered Accountants, Indore (FRN: 012245C), be and are hereby appointed as a Statutory Auditors of the Company in place of the retiring Auditors, M/s. S. R. Naredi & Co., Chartered Accountants, Indore (FRN: 002818C), to hold the office from the conclusion of this i.e. 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting of the Company, at a remuneration as may be mutually agreed between the Board of Directors and the Statutory Auditors of the company from time to time, in addition to the out of pocket expenses as may be incurred by them.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all the needful acts, deeds, matters and things to give effect to this resolution including filling of forms with ROC."

**SPECIAL BUSINESS:**

**4. TO RE-APPOINT MR. AKASH SETHI (DIN: 08176396) AS THE JOINT MANAGING DIRECTOR OF THE COMPANY**

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

**"RESOLVED THAT** pursuant to the provisions of section 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being enforce), in terms of Articles of Association, on recommendation of Nomination & Remuneration Committee and on Board's approval, the approval of the members of the Company be and is hereby accorded for the re-appointment of Mr. Akash Sethi (DIN- 08176396), who holds office as a Joint Managing Director up to 13th August, 2027 as a Joint Managing Director of the Company for a further period of three (3) years commencing from 14th August, 2027 to 13th August, 2030, who shall be liable to retire by rotation, upon the terms and conditions as detailed in the explanatory statement attached hereto.

**RESOLVED FURTHER THAT** the Board of Directors of the company [including any committee thereof] be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for the aforesaid purpose and to vary, modify the terms and conditions of appointment and / or remuneration, subject to the same not exceeding the limits specified under Section 197, read with Schedule V of the Companies Act, 2013 as existing or amended, modified or re-enacted from time to time and in such a manner as may be agreed between the Board of Directors and Mr. Akash Sethi.

**RESOLVED FURTHER THAT** in the event of there being loss or inadequacy of profit for any financial year, the remuneration payable to Mr. Akash Sethi shall not be in excess with the limit prescribed in the Section 197 read with Schedule V of the Companies Act, 2013 as may be applicable from time to time during his tenure."

**5. TO RE-APPOINT MS. MANALI TONGIA (DIN: 09542172) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY**

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

"**RESOLVED THAT** pursuant to the provisions of Section 149,150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) read with Schedule IV to the Companies Act, 2013, applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015, including any modification or amendment thereof, and pursuant to the recommendation of Nomination & Remuneration Committee and on Board's approval, the approval of the members of the Company be and is hereby accorded for the re-appointment of Ms. Manali Tongia (DIN: 09542172), who holds office as a Non-executive Independent Director up to 23rd March, 2027, as a Non-executive Independent Director of the Company for a second term of five (5) consecutive years commencing from 24th March, 2027 to 23rd March, 2032 and she shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** Ms. Manali Tongia (DIN: 09542172) has submitted the requisite declaration confirming that she meets the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 and the SEBI LODR Regulations, and that she is eligible for re-appointment as an Independent Director and is not disqualified from being appointed as a Director under the Act or any other applicable law and in respect of whom the Company has received a notice in writing from a member under section 160 of the Act.

**RESOLVED FURTHER THAT** the Board of Directors of the company [including any committee thereof] be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give full effect to this resolution."

**6. TO RE-APPOINT MS. SOMYA CHABBRA (DIN: 09597296) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY**

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

"**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) read with Schedule IV to the Companies Act, 2013, applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification or amendment thereof, and pursuant to the recommendation of Nomination & Remuneration Committee and on Board's approval, the approval of the members of the Company be and is hereby accorded for the re-appointment of Ms. Somya Chabbra (DIN: 09597296), who holds office as a Non-executive Independent Director up to 05th May, 2027, as a Non-executive Independent Director of the Company for a second term of five (5) consecutive years commencing from 06th May, 2027 to 05th May, 2032 and she shall not be liable to retire by rotation

**RESOLVED FURTHER THAT** Ms. Somya Chabbra (DIN: 09597296) has submitted the requisite declaration confirming that she meets the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 and the SEBI LODR Regulations, and that she is eligible for re-appointment as an Independent Director and is not disqualified from being appointed as a Director under the Act or any other applicable law and in respect of whom the Company has received a notice in writing from a member under section 160 of the Act.

**RESOLVED FURTHER THAT** the Board of Directors of the company [including any committee thereof] be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, desirable or expedient to give full effect to this resolution."

7. **TO INCREASE REMUNERATION OF MR. AKASH SETHI (DIN: 08176396), JOINT MANAGING DIRECTOR OF THE COMPANY**

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

"**RESOLVED THAT** pursuant to the provisions of sections 196, 197, 198, & 203 read with the provisions of Schedule V of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013,(including any statutory modifications or re-enactment thereof for the time being enforce), and pursuant to the recommendation of the Nomination and Remuneration Committee, Audit Committee and on Board's approval, the approval of the members of the Company be and are hereby accorded for increase in remuneration of Mr. Akash Sethi (DIN: 08176396), Joint Managing Director of the Company w.e.f 1st April, 2026:

- **Basic Salary:** He shall be entitled for the salary subject to maximum limit upto 5,00,000/- per month (Indian Rupees Five lacs only)
- **Perquisites and allowances:** The Company shall provide Perquisites and allowances subject to a maximum of 50% of the Basic salary. The perquisites and allowances shall include House Rent Allowances, Medical Allowances, Dearness Allowance, Leave Travel Concession, or any other allowances.

**RESOLVED FURTHER THAT** in the event of there being loss or inadequacy of profit for any financial year, the remuneration payable to Mr. Akash Sethi (DIN: 08176396) shall not be in excess with the limit prescribed under Section 197 read with Schedule V of the Companies Act, 2013 as may be applicable from time to time during his tenure.

**RESOLVED FURHTER THAT** the Board of Directors be and are hereby jointly and/or severally authorized to do all the needful acts, deeds, matters and things to give effect to this resolution including filing of forms with ROC."

8. **TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) TO BE ENTERED INTO DURING THE FINANCIAL YEAR 2026-2027**

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

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI - LODR Regulations"), the Company's Policy on "Related Party Transactions" and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time, and pursuant to the consent of the Audit Committee and the Board of Directors, the approval of the Members of the Company be and is hereby accorded to the Company for entering into and /or continuing with Material Related Party Transactions/contract(s)/ arrangement(s)/ agreement(s)/ transaction(s) (including any modifications, alterations or amendments thereto), in the ordinary course of business and on arm's length basis with 'SHREE CORATOMIC LIMITED' ( herein after referred to as related party) of the Company within the meaning of the Act and the SEBI - LODR Regulations, as more particularly enumerated in the explanatory statement to the Notice, on and for an amount not exceeding in the aggregate of Rs. 10,00,00,000/- (Rupees Ten crores only) for the financial year, i.e., 2026-2027 and on such terms and conditions as may be agreed between the Company and related party;

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give full effect to this resolution and matters connected therewith or incidental thereto including settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all decisions from the powers herein conferred to, without being required to seek any further consent/approval from the Members of the Company.

**RESOLVED FURTHER THAT** all actions taken by the Board, or any person so authorized by the Board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects."

**By the order of the Board of Directors of**
**SHREE PACETRONIX LIMITED**

**Place:** Pithampur
**Date:** 13th August, 2026

**Rupali Ahire**
**Company Secretary**

**Registered Office:**
Plot No. 15, Sector-II,
Industrial Area, Pithampur,
Dhar, M.P. - 454775

## NOTES:

1. A Statement setting out material facts pursuant to the provisions of Section 102(1) of the Companies Act, 2013 (the "Act") in respect of special businesses set out at Item nos. 4 to 8 of the Notice is annexed hereto. Further, details of Directors whose re-appointment/ appointment is/are proposed pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, respectively and Secretarial Standards on General Meeting (SS-2) and details of Statutory Auditors whose re-appointment is/are proposed pursuant to Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is also appended hereto.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
   A person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than 10% of paid-up share capital of the Company. However, a member holding more than 10% of the total share capital of the Company may appoint a single person as proxy provided that such person shall not act as proxy for any other person or member. A Proxy Form is annexed to this notice.

3. If a Proxy is appointed for more than fifty (50) Members, he/she shall choose any fifty (50) Members and confirm the same to the Company before the commencement of period specified for inspection of proxy lodged. In case the Proxy fails to do so, the Company shall consider only the first fifty proxies received as valid.

4. The form of proxy shall be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than 3 days' written notice is given to the Company.

5. An instrument of Proxy duly filled, stamped, and signed is valid only for this Annual General Meeting including any adjournment thereof.

6. Corporate/Institutional Members are entitled to appoint authorized representatives to attend the AGM on their behalf and cast votes through remote E-voting or physical voting at the AGM. Corporate/ Institutional Members intending to authorize their representatives to participate and vote at the Meeting are requested to send a certified copy of the Board Resolution/Authorization letter to the Company at **investors.spl@gmail.com,** authorizing its representative(s) to attend and vote on their behalf at the Meeting, pursuant to Section 113 of the Act.

7. Members/Proxies/Representatives are requested to bring the attendance slip, annexed herewith, for attending the meeting, duly completed, and signed mentioning therein details of their DP ID and Client ID/ Folio No.

8. In case of joint holders attending the Meeting, only such a joint holder whose name appears as the first holder in the Register of Members will be entitled to vote at the Meeting.

9. The relevant documents referred to in the Notice are available for inspection by the members at the Registered Office of the Company during business hours on any working day (i.e., except Saturdays, Sundays & Public Holidays) between 10.00 a.m. IST to 5.00 p.m. IST up to the date of the Meeting.

10. Members who have not registered their e-mail address so far are requested to register their e-mail address with Depository Participant/ Registrar and Transfer Agents for receiving all the communications including Annual Reports, Notices, etc. in electronic mode.

11. Rule 3 of Companies (Management and Administration) Rules, 2014 (as amended) prescribes that Register of Members should include details pertaining to e-mail, PAN/CIN, UID, Occupation, Status and Nationality. We request all the Members of the Company to update the said details with their respective Depository Participants in case of shares held in electronic form and with the Company's Registrar and Transfer Agents in the case of physical holding.

12. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB /P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition.

    Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR–4, the format of which is available on the Company website. Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/electronic form to get inherent benefits of dematerialization and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI. In accordance with the said Circular, our RTA shall verify and process the service requests and thereafter issue a 'Letter of confirmation' in lieu of physical securities certificate(s), to the securities holder/ claimant. Such 'Letter of Confirmation' shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/ claimant shall make a request to the Depository Participant for dematerializing the said securities

13. SEBI vide. SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November 2021, Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated 14th December 2021 and SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March 2023 and 17th November, 2023 (now rescinded due to the issuance of the Master Circular for Registrar to an issue and Share Transfer Agent dates 07th May, 2024) has made it mandatory for all shareholders holding shares in physical form to furnish PAN,KYC and Nomination details to the Company / RTA:
    a) PAN
    b) Contact details, Postal address with PIN Code, Mobile number, E-mail address
    c) Bank account details (bank name and branch, bank account number, IFSC code)
    d) Specimen signature

    For furnishing the above-mentioned details, shareholder must submit Form ISR-1 and/or ISR-2 in hard copy form to the company/ RTA. The forms are available on the website of the company as well as on the website of RTA.

Shareholders can register their nomination details in Form SH-13 or they can choose to give declaration to opt out of Nomination by filing Form ISR-3.

In case of shareholder holding shares in physical form wishes to change the nominee or cancel the nomination then Form SH-14 needs to be filled.

The forms mentioned above are available on the website of the Company as well as on the website of RTA.

14. The Register of Directors and Key Managerial Persons and their shareholding maintained under Section 170 of the Act and Register of Contract maintained under Section 189 of the Act and relevant documents referred in the Notice will be available for inspection without any fee from the date of circulation of this Notice up to the date of AGM i.e., September 29, 2026, can send an email to investors.spl@gmail.com.

15. Route Map: Since this AGM is held physically, Route Map showing the location of and directions to reach the venue of the 38th AGM is attached, pursuant to Secretarial Standard-2 on General Meetings.

16. Remote e-Voting: In compliance with the provisions of Section 108 of the Companies Act, 2013, Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide facility to the members to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the businesses may be transacted through E-voting services. Kindly refer below for detailed instructions for remote e-voting.

17. The remote E-voting period commences on Saturday, 26th September, 2026 (9.00 A.M. IST) and ends on Monday, 28th September, 2026 (5.00 P.M. IST) (both days inclusive). During this period, Members holding shares, as on the cut-off date i.e., Tuesday, 22nd September, 2026 may cast their vote electronically or for participation and voting in the AGM. 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 closure of business hours on cut-off date shall be entitled to vote on the resolutions through the facility of Remote e-Voting or participate and vote in the AGM. Once the vote on a resolution is cast by the Member, he/she/it shall not be allowed to change it subsequently.

18. Pursuant to SEBI Circular No. SEBI/HO/CFD/ CMD/ CIR/P/2020/242 dated December 09, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote E-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholder's/retail shareholders is at a negligible level. Currently, there are multiple E-voting service providers (ESPs) providing E-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. To increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable E-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/Depository Participants. Demat account holders would be able to cast their vote without having to register again with the E-voting service providers, thereby, not only

facilitating seamless authentication but also enhancing ease and convenience of participating in E-voting process. 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 the mobile number and email Id in their demat accounts to access E-voting facility.

19. The resolutions as set out in this Notice are being conducted through E-voting. The said resolutions will not be decided by show of hand at the AGM. The members can opt for only one mode of voting i.e., either by remote E-voting or by ballot paper at the meeting. The members who have cast their vote by remote E-voting are eligible to attend the AGM but shall not be entitled to cast their vote again. In case of any unforeseen technical failure or eventuality resulting into non- functionality of the electronic voting system at the meeting, members would be provided the ballot paper for casting their vote at the meeting.

20. Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors of your Company at its meeting held on 13th August, 2026, has appointed Mrs. Shraddha Jain (Membership No. ACS-39488; CP No. 14717), Practicing Company Secretary as the Scrutinizer to scrutinize the voting and remote E-voting process in a fair and transparent manner. The Company has opted to provide “Ballot Paper” for all those members who are present at the AGM and have not cast their votes by remote E-voting facility. However, we encourage members to use e-voting facilities during e-voting period. After the conclusion of voting at the AGM, the Scrutinizer will submit a report to the Chairman of the Company or any other person authorized by the Chairman, after taking into account votes cast at the AGM as well as through remote E-voting in accordance with provisions of Rule 20 of Companies (Management and Administration) Rules, 2014, as amended. The consolidated results in respect of voting along with the Scrutinizer’s Report will be sent to Stock Exchanges and will also be uploaded on website of the Company.

21. Electronic copy of the full annual report for 2025-26 is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes. Electronic copy of the Notice of the 38th Annual General Meeting of the Company inter alia indicating the process and manner of E-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes. The Company, in accordance with Regulation 36(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, will be sending separate letter to those Members who have not registered their email addresses with the Company, providing web-link of the Annual Report 2025-26.

22. For ease of conduct of Annual General Meeting, members who wish to ask questions/ express their views on the items of the businesses to be transacted at the meeting are requested to write to the Company’s investor email-id investors.spl@gmail.com, at least 7 days before the date of the AGM, mentioning their name, demat account no./folio number, email ID, mobile number etc. The queries may be raised precisely and in brief to enable the Company to answer the same suitably.

23. Members are requested to contact the Registrar and Share Transfer Agent for all matter connected with Company’s shares at Ankit Consultancy Private Limited, 60 Pardeshipura, Electronic Complex, Indore (M.P.).

24. The notice and the Annual Report is being sent to all the members, whose names appeared in the Register of Members as on Friday, 28th August, 2026. The Notice along with Annual Report can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.

25. The Register of Members of physical shareholders of the Company will remain closed from Wednesday, 23rd September, 2026 to Tuesday, 29th September, 2026 (both days inclusive).

26. All documents referred to in the accompanying explanatory statement are available for inspection up to the date of the AGM on the website of the Company at the following weblink: www.pacetronix.com. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before 27th September, 2026 through email on investors.spl@gmail.com. The same will be replied by the Company and will be available for inspection in electronic mode.

27. Procedure for registering the email addresses and obtaining the Annual Report, AGM notice and e-voting instructions by the shareholders whose email addresses are not registered with the Depositories (in case of shareholders holding shares in Demat form) or with RTA (in case the shareholders holding shares in physical form)

i. Those members who have not yet registered their email addresses are requested to get their email addresses registered by following the procedure given below:

1. Members holding shares in demat form can get their e-mail ID registered by contacting their respective Depository Participant.

2. Members holding shares in physical form may register their email address and mobile number with Company's Registrar and Share Transfer Agent, Ankit Consultancy Private Limited by sending an e-mail request at the email ID investor@ankitonline.com along with signed scanned copy of the request letter providing the email address, mobile number, self-attested PAN copy and copy of share certificate for registering their email address and receiving the Annual report, AGM Notice and the e-voting instructions.

ii. Those members who have registered their e-mail address, mobile nos., postal address and bank account details are requested to validate/update their registered details by contacting the Depository Participant in case of shares held in electronic form or by contacting Ankit Consultancy Private Limited, the Registrar and Share Transfer Agent of the Company, in case the shares are held in physical form.

28. The Securities and Exchange Board of India (SEBI) vide its circular dated April 20, 2018, has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders. Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account details by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member. In the alternative Members are requested to submit a copy of bank passbook/statement attested by the bank. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant.

29. SEBI vide Circulars dated July 31, 2023, and August 4, 2023, read with Master Circular dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login).

30. General Information:

a) **PAN, KYC, NOMINATION AND BANK DETAILS**

SEBI vide its Master Circular No. HO/38/13/ (4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026 has mandated all listed entities to ensure that members holding shares in physical form shall update their PAN, KYC, Nomination and Bank account details (if not updated or provided earlier) through the respective RTA. Accordingly, members are requested to update the requisite details and the forms for the same are available at https://www.pacetronix.com/investor-corner/other-shareholders-information/.

Service requests or investor complaints from any member cannot be processed by RTA until registration/updation of PAN, KYC, Nomination and Bank account details in the records of the Company's RTA. Members holding shares in electronic form are requested to submit their PAN, KYC, Bank and Nomination details to their depository participants.

b) **INTIMATING CHANGE**

Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc.:

a. For shares held in electronic form: to their Depository Participants (DPs)
b. For shares held in physical form: register/update the details in prescribed Form ISR-1 and other relevant forms with RTA of the Company at investor@ankitonline.com or by writing to them at Ankit Consultancy Private Limited, 60 Pardeshipura, Electronic Complex, Indore (M.P.). Shareholders may download the prescribed forms from the Company's website at: https://www.pacetronix.com/investor-corner/other-shareholders-information.

c) In terms of the amendments to the SEBI Listing Regulations, with effect from 1st April 2019, requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in dematerialized form with the depository, i.e. NSDL and CDSL. Members are, therefore, requested to demat their physical holding for any further transfer. Members can, however, continue to make request for various services other than transfer for securities held in physical form but the processing will be done in demat form.

d) Members who hold shares in the dematerialized form and desire a change / correction in the bank account details, should intimate the same to their concerned DPs and not to the Company's RTA. Members are also requested to give the MICR Code of their banks to their DPs. The Company / Company's RTA will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. The said details will be considered as will be furnished by the DPs to the Company.

e) Members holding shares in physical form need to ensure that before submitting any service request their folios are KYC compliant. If the folios of physical security holders are not KYC compliant then the security holders need to comply with SEBI vide its Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026, without which any investor service requests will not be processed. Members holding shares in electronic form have to approach their DPs for completing the nomination formalities.

f) **NRI Members are requested to:**
a. change their residential status on return to India permanently.
b. furnish particulars of bank account(s) maintained in India with complete name, branch, account type, account number and address of the bank with PIN Code No., if not furnished earlier.

g) **Dematerialization of physical shares:** Members may please note that SEBI vide its Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026, has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition.
For this purpose, the securities holder/claimant shall submit a duly filled up Form ISR-4 which is hosted on the website of the Company as well as on the website of Ankit Consultancy Private Limited, Registrar and share transfer agent (RTA) The aforementioned form shall be furnished in hard copy form. It may be noted that any service request can be processed only after the folio is KYC compliant.

SEBI vide its Master Circular HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026 and SEBI(LODR) Regulations, 2015, has mandated that, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized ("Demat") form with a depository. In light of the same, shareholders are requested to kindly convert their physical shares in Demat form to avoid the hassle in the transfer of shares. The request for transmission or transposition of securities held in physical or dematerialized form shall be effected only in dematerialized form.

However, for the purpose of ease of doing business and securing the rights of investors, SEBI, vide its Circular No. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026, has introduced a special window for transfer and dematerialization of physical securities which were sold/purchased prior to April 1, 2019. The special window is available from February 5, 2026 to February 4, 2027, subject to the conditions prescribed in the said Circular. The special window shall also be available for such transfer requests which were submitted earlier and were rejected/returned/ not attended to due to deficiency in the documents/process/or otherwise. The securities so transferred shall be mandatorily credited to the transferee only in demat mode and shall be under lock-in for a period of one year from the date of registration of transfer. The shareholders may submit the requisite documents to Company's RTA to avail above facility of transfer of physical shares.

31. In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same and to eliminate all risks associated with physical

shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

## 32. THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

(i) The voting period begins on Saturday, 26th September, 2026 at 9:00 P.M. and ends on Monday, 28th September, 2026 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e Tuesday, 22nd September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholder's/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

(iv) In terms of SEBI circular no. **SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

| **Type of shareholders** | **Login Method** |
|---|---|
| Individual Shareholders holding securities in Demat mode with **CDSL Depository** | 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.<br>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.<br>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.<br>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers. |

| | |
|---|---|
| Individual Shareholders holding securities in demat mode with **NSDL Depository** | 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.<br><br>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp<br><br>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.<br><br>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| Individual Shareholders (holding securities in demat mode) login through their | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider |

| | |
|---|---|
| **Depository Participants (DP)** | website for casting your vote during the remote e-Voting period. |

**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. CDSL and NSDL**

| **Login type** | **Helpdesk details** |
|---|---|
| Individual Shareholders holding securities in Demat mode with **CDSL** | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911 |
| 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 - 4886 7000 and 022 - 2499 7000 |

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

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

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

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

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant Shree Pacetronix Limited on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively, Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investors.spl@gmail.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to rtaindore@gmail.com

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no.
1800 21 09911

**By the order of the Board of Directors of**
**SHREE PACETRONIX LIMITED**

**PLACE:** Pithampur
**DATE:** 13th August, 2026

**Rupali Ahire**
**Company Secretary**

**Registered Office:**
Plot No. 15, Sector-II,
Industrial Area, Pithampur,
Dhar, M.P. - 454775

## ANNEXURE TO THE NOTICE

**EXPLANATORY STATEMENT IN TERMS OF SECTION 102(1) OF THE COMPANIES ACT, 2013**

**ITEM NO. 3**

**Appointment of M/S. Agarwal Patel and Sinhal, Chartered Accountants, Indore (FRN: 012245C) As Statutory Auditor of the Company**

This explanatory statement is provided though strictly not required as per Section 102 of the Act. Pursuant to the provisions of section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s. S. R. Naredi & Co., Chartered Accountants, Indore (FRN: 002818C), the present Auditors of the Company complete their five-year term as Statutory Auditors at the conclusion of the ensuing 38th Annual General Meeting (the "AGM") of the Company. Accordingly, the Board of Directors based on the recommendation of the Audit Committee, has proposed the appointment of M/S. Agarwal Patel and Sinhal (Formerly known as Bharat Kumar Agarwal and Co.), Chartered Accountants, Indore (FRN: 012245C), as the Statutory Auditors of the Company to hold office for a term of 5 consecutive years, commencing from the conclusion of this AGM until the conclusion of the 43rd AGM of the Company to be held in the year 2031, at a remuneration as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors from time to time in addition to out of pocket expenses as may be incurred by them during the course of the audit. M/S. Agarwal Patel and Sinhal (Formerly known as Bharat Kumar Agarwal and Co.), Chartered Accountants, have consented to the said appointment and confirmed that their appointment, if made, would be in conformity with the provisions of section 139 of the Act and that they satisfy the criteria provided in section 141 of the Act and are independent of the Management. The Board recommends the Ordinary Resolution as set out at Item No. 03 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolution as set out at Item No. 03 of the Notice.

**BRIEF DETAIL OF STATUTORY AUDITOR SEEKING APPOINTMENT AT THE 38TH ANNUAL GENERAL MEETING:**

Pursuant to Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

| Particulars | Details |
|---|---|
| Name of the listed entity | Shree Pacetronix Limited ("the Company") |
| Details of the statutory auditor | M/s Agarwal Patel & Sinhal (Formally known as Bharat Kumar Agarwal & Co.) Chartered Accountants, Indore (FRN: 012245C) |

| | |
|---|---|
| Reason for Appointment | Appointment in place of existing Statutory Auditors M/s. S. R. Naredi & Co, Chartered Accountants, whose term shall expire at the conclusion of ensuing 38th Annual General Meeting |
| Date of Appointment and Term of Appointment | Subject to approval of Shareholders, appointed for the term of 5 consecutive years from the conclusion of ensuing 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting of the Company |
| Brief Profile | M/s. Agarwal Patel & Sinhal, Chartered Accountants was established in the year 2004 and have vast experience of Statutory Audit of various companies and tax audit of Companies, Partnership firms, Proprietorship Firms and other establishments.<br><br>The firm undertakes various matters related to Audit/Income tax/Company Law / Project Financing.<br><br>The firm is empaneled with various Banks for their branch audit and also internal auditors of number of companies, Trust, Societies. |
| Disclosure of relationships between directors (in case of appointment of a director) | Not Applicable |

**ITEM NO. 4**

Mr. Akash Sethi, aged about 35 years is a Director of the Company from 2018. He is serving in capacity of Joint Managing Director of the Company and his tenure is expiring on 13th August, 2027 upon completion of 3 years of his appointment as Joint Managing Director.

Mr. Akash Sethi is having more than 8 years of experience in industry and is acquainted with thorough knowledge of business of manufacturing and technicality of medical devices. He holds a Degree of Master of Science under the Department of Electrical and Computer Engineering from Carnegie Mellon University, USA by qualification.

Mr. Akash Sethi is Joint Managing Director of the company. He is associated with the Company from 2018. The appointment has been recommended by the Nomination and Remuneration Committee and further the Board in its meeting held on Thursday, 13th August, 2026 approved the re-appointment of Mr. Akash Sethi as Joint Managing Director of the Company (subject to the approval of Members in General Meeting) for a further period of three (3) years commencing from 14th August, 2027 to 13th August, 2030.

The disclosure under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is provided as a part of this Notice.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

The details of remuneration payable to Mr. Akash Sethi and the terms and conditions of the appointment are given below:

a. **Term of Appointment:** Three (3) years commencing from 14th August, 2027 to 13th August, 2030.
b. **Nature of Duties:** As outlined in Section 166 of the Companies Act, 2013.
c. **Basic Salary:** He shall be entitled for the salary subject to maximum limit up to Rs. 5,00,000/- (Indian Rupees Five Lakhs only) per month.
d. **Perquisites and allowances:** Following as per rules of the Company:
   - **i.** Leave Travel Allowance
   - **ii.** House Rent Allowances
   - **iii.** Medical Allowances
   - **iv.** Provision for use of car with driver may be provided for official business and personal use. If used for personal use, it will be billed to him. If no car is provided, reimbursement of the conveyance shall be made as per actual on the basis of claims submitted by him.
   - **v.** Provision for telephone and internet may be provided at residence and personal calls will be billed to him.

e. **Provident Fund:** The Company will make suitable contribution towards Provident Fund, as per the rules of the Company.
f. **Gratuity:** As per rules of the Company.
g. **Retirement Benefits:** As per rules of the Company.
h. **Leave encashment:** Leaves will be provided as per rules of the Company including encashment of unavailed leave at the end of the tenure.
i. **Other Benefits:** Reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by him in connection with the Company's business will be provided.

The following additional information as required by schedule V to the Companies Act, 2013 is given below:

**I. General Information:**

i. **Nature of Industry:** The Company is, inter alia, in the business of manufacturing & selling of different range of quality Implantable Cardiac Pacemakers.

ii. **Date or expected date of commencement of commercial production:** The Company was incorporated on 11th January, 1988 and started manufacturing of Pacemakers in the year 1988.

iii. **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable.

iv. **Financial performance (Standalone & Consolidated) based on given indicators** – As per Audited Financial Results for the year ended 31st March, 2026:

| PARTICULARS | RS. IN HUNDREDS | |
|---|---|---|
| | Standalone | Consolidated |
| Gross Turnover & Other Income | 2175313.65 | 2176013.54 |
| Net profit as per Statement of Profit & Loss (After Tax) | 301743.56 | 314390.95 |
| Net Worth | 17,55,939.21 | 17,55,939.21 |

v. **Foreign investments or collaborators, if any:** Not Applicable. However, the company is having NRI & Overseas Body Corporate shareholding of 4,67,433 shares i.e. 12.47%.

**II. Information about the appointee:**

i. **Background details:** Refer Explanatory Statement of Item No. 3.

i. **Past remuneration:** Rs. 3,50,000/- (Rupees Three Lakhs Fifty Thousands only) per month.

ii. **Recognition or awards:** Nil.

iii. **Job Profile and his suitability:** Mr. Akash Sethi is having more than 8 years of experience in industries and is acquainted with thorough knowledge of business and technicality of medical devices. He holds a Degree of Master of Science under the Department of Electrical and Computer Engineering from Carnegie Mellon University, USA by qualification.

iv. **Remuneration proposed:** Refer Explanatory Statement of Item No. 3.

v. **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:** Taking into consideration the size of the Company, the profile of Mr. Akash Sethi and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies.

vi. **Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:** Besides the remuneration proposed to be paid to him, the Executive Director does not have any other pecuniary relationship with the Company and Mr. Akash Sethi is son of Mr. Atul Kumar Sethi (Managing Director) of the company. Except them none of the Directors is related to him.

**III. Other Information:**

1. Inadequate Profits: During the Financial Year, the Company has registered a Profit of Rs. 301.74 Lakhs during the year ended 31st, March, 2026 which is inadequate for the payment of remuneration to the Directors. Hence the provisions of Section 197(3) and Schedule V are attracted. In terms of which, the required remuneration may be paid without the approval of Central Government only if the Conditions as specified under Schedule V is complied with.

2. Reasons of loss or inadequate profits: Company has registered a profit of Rs. 301.74 Lakhs during the year ended 31st, March, 2026. However, it is not adequate for payment to directors because the health supply industry witnessed a slow growth rate due to certain government policies and control measures, also regulatory and compliance issues are getting more demanding which resulted in to the weak financial performance of the Company.

3. Steps taken or proposed to be taken for improvement and Expected increase in the Productivity and profits in measurable terms: The Company with an aim of improvement of the Company, increased productivity & profits for the Company working hard towards

the same, hoping that government addresses major issues like pricing & healthcare policies soon. The Company, its directors & its management are committed to widen its reach with both international and Indian companies. Your Company is geared for the future and also implementing its management skills and strategies for the better organic and inorganic growth of the company in a pattern which would result in minimizing the cost & expenses and yet producing exemplary quality & reliable products.

**IV. Disclosures:**

The information and Disclosures of the remuneration package of the Executive Director have been mentioned in the Annual Report in the Corporate Governance Report Section under the Heading "Remuneration paid to Executive Directors" for the year ended 31st March, 2026.

Mr. Akash Sethi satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section 3 of section 196 of the Act for being eligible for his re-appointment. He is not disqualified from being appointed as Director in terms of section 164 of the Act. Taking into consideration his experience, commitment and capabilities that are playing a crucial role in the growth of the Company, the Board of Directors feel that there is a need for a continuation of suitable plans and program and therefore, it is imminent that he should continue in the capacity of Joint Managing Director.

Except Mr. Atul Kumar Sethi and Mr. Akash Sethi, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in this resolution. The Board recommends to pass Special resolution as set out in Item No. 4 of the notice.

**ITEM NO. 5**

Ms. Manali Tongia joined the Board on 24th March, 2022 as an Additional Director in the category of Non-Executive Independent Director of the Company. Ms. Manali Tongia, aged 38 years, is a homemaker by occupation. She brings a thoughtful and balanced outlook to board deliberations. She is committed to maintaining high standards of corporate governance and ethical conduct in all her professional engagements. She does not hold directorship in any other company and has confirmed that she is not disqualified from acting as a director under the Companies Act, 2013.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company has re-appoint Ms. Manali Tongia (DIN: 09542172) as a Non-Executive Independent Director of the Company for the second term of five years commencing from 24th March, 2027 to 23rd March, 2032, subject to consent by the Members of the Company at the ensuing Annual General Meeting ("AGM").

The Company has also received a declaration from Ms. Manali Tongia (DIN: 09542172) confirming that she meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The Company has received from Ms. Manali Tongia (DIN: 09542172) consent in writing to act as Director in form DIR-2 pursuant to Rule 8 of the Companies

(Appointment and Qualifications of Directors) Rules, 2014 and intimation in Form DIR-8 in terms of Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that she is not disqualified under sub- section (2) of section 164 of the Companies Act, 2013.

While recommending and approving the aforesaid re-appointments, the NRC and the Board considered, the outcome of performance evaluation, declarations and confirmations received from the respective Directors, their skills, expertise, experience and knowledge, attendance at Board, Committee and General Meetings, quality of participation in the Board and Committee deliberations, independent judgment, time commitment, integrity, professional conduct, relevant skills and competencies and the contribution in discharging their responsibilities as Independent Directors.

In the opinion of the Board, Ms. Manali Tongia (DIN: 09542172) fulfils the conditions for her appointment as an Independent Director as specified in the Act and the Listing Regulations and she is independent of the management. Ms. Manali Tongia (DIN: 09542172) is not related to any other Director and Key Managerial Personnel of the Company. The Company has received notices in writing from a Member under Section 160 of the Act proposing their candidature of each of the above Directors for their re-appointment as Independent Directors of the Company.

None of the Directors, Key Managerial Personnel and their relatives, except Ms. Manali Tongia (DIN: 09542172), are in any way, concerned or interested in the said resolution. The Board recommends to pass Special Resolution as set out in Item No. 5 of the notice.

**ITEM NO. 6**

Ms. Somya Chhabra joined the Board on 06$^{th}$ May, 2022 as an Additional Director in the category of Non-Executive Independent Director of the Company. Ms. Somya Chhabra, aged 27 years is an Indian national and a homemaker by occupation, she brings a thoughtful and balanced approach to corporate governance and decision-making. She upholds strong ethical values and contributes to ensuring transparency and accountability in the Company's affairs. She does not hold directorship in any other company and meets the independence criteria under the Companies Act, 2013.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company has proposed to re-appoint Ms. Somya Chhabra (DIN: 09597296) as an Independent Director of the Company for the second term of five years commencing from 06$^{th}$ May, 2027 to 05$^{th}$ May, 2032, subject to consent by the Members of the Company at the ensuing Annual General Meeting ("AGM").

The Company has also received a declaration from Ms. Somya Chhabra (DIN: 09597296) confirming that she meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The Company has received from Ms. Somya Chhabra (DIN: 09597296) consent in writing to act as Director in form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and intimation in Form DIR-8 in terms of Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that she is not disqualified under sub- section (2) of section 164 of the Companies Act, 2013.

While recommending and approving the aforesaid re-appointments, the NRC and the Board considered, the outcome of performance evaluation, declarations and confirmations received from the respective Directors, their skills, expertise, experience and knowledge, attendance at Board, Committee and General Meetings, quality of participation in the Board and Committee deliberations, independent judgment, time commitment, integrity, professional conduct, relevant skills and competencies and the contribution in discharging their responsibilities as Independent Directors.

In the opinion of the Board, Ms. Somya Chhabra (DIN: 09597296) fulfils the conditions for her appointment as an Independent Director as specified in the Act and the Listing Regulations and she is independent of the management. Ms. Somya Chhabra (DIN: 09597296) is not related to any other Director and Key Managerial Personnel of the Company. The Company has received notices in writing from a Member under Section 160 of the Act proposing their candidature of each of the above Directors for their re-appointment as Independent Directors of the Company.

None of the Directors, Key Managerial Personnel and their relatives, except Ms. Somya Chhabra (DIN: 09597296), are in any way, concerned or interested in the said resolution. The Board recommends to pass Special Resolution as set out in Item No. 6 of the notice.

**DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE ENSUING ANNUAL GENERAL MEETING**

Pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable provisions:

| NAME OF DIRECTOR | MR. AKASH SETHI | MS. MANALI TONGIA | MS. SOMYA CHABBRA |
|---|---|---|---|
| DIN | 08176396 | 09542172 | 09597296 |
| Date of Birth | 15/05/1991 | 20/10/ 1988 | 07/10/1999 |
| Date of First Appointment | 14/08/2018 | 24/03/2022 | 06/05/2022 |
| Qualification | Master of Science | Masters of Business Administration in Finance | Bachelor's in Commerce |
| Expertise / Experience in specific functional areas | More than 8 years of experience in industries and is acquainted with thorough knowledge of business and technicality of medical devices. | Nil | Nil |
| Category of Directorship | Executive Promoter Director | Non-Executive Independent Director | Non-Executive Independent Director |
| Relationships with Other Directors, Manager and other Key Managerial | Mr. Akash Sethi is son of Mr. Atul Kumar Sethi Managing Director of the Company. | Nil | Nil |

| | | | |
|---|---|---|---|
| Personnel of the Company | | | |
| No. & Percentage of Equity Shares held | 5,06,471 (13.51%) | Nil | Nil |
| List of outside Company directorship held | Shree Coratomic Limited | Nil | Shree Coratomic Limited |
| Chairman / Member of the Committees of the Board of Directors of the Company | Nil | Member of Audit Committee, Nomination and Remuneration committee and Stake holders Relationship committee of the company w.e.f. 24.03.2022 | Member of Audit Committee, Nomination and Remuneration committee and Stake holders Relationship committee of the company w.e.f. 06.05.2022 |
| Chairman / Member of the Committees of the Board Directors of other Companies in which he/she is director | Nil | Nil | Nil |

**ITEM NO. 7**

Mr. Akash Sethi, aged about 35 years is a Director of the Company from 2018. He is having more than 8 years of experience in industry and is acquainted with thorough knowledge of business of manufacturing and technicality of medical devices. He holds a Degree of Master of Science under the Department of Electrical and Computer Engineering from Carnegie Mellon University, USA by qualification.

The director having experience in industries and are acquainted with complete knowledge of business. Their experience, commitment and capabilities are playing a crucial role in the growth of the Company. He has proved to be an invaluable asset for the Company. Considering his sincerity, commitment, hard work, devotion and concern about the company and its growth, the Board feels it absolutely necessary to increase the remuneration, Considering the inflationary trend and the substantial increase in the business activities of the Company which results in increase in the work load and responsibilities of Managerial Personnel, the Board of Directors of the Company has recommend to increase the monthly remuneration of Mr. Akash Sethi (DIN: 08176396), Joint Managing Director of the company w.e.f. 01st April, 2026 on the terms and conditions as mentioned above in the special resolution.

The Board in its meeting held on Thursday, 13th August, 2026 approved resolution for increase in remuneration of Mr. Akash Sethi (DIN: 08176396), Joint Managing Director of the Company (subject to the approval of Members in the ensuing General Meeting) w.e.f 01st April, 2026.

Mr. Akash Sethi is considered as financially interested in the resolution to the extent of the remuneration as may be paid to him. Further provided that Mr. Atul Sethi, (Managing Director) being relative of above director may also be deemed as concerned or interested financially or otherwise in the resolutions. Except that none of the Directors or key managerial personnel (KMP) or their relatives are concerned or interested in the resolutions

The details of remuneration payable to Mr. Akash Sethi and the terms and conditions of the appointment are given below:

a. **Basic Salary:** He shall be entitled for the salary subject to maximum limit up to Rs. 5,00,000/- (Indian Rupees Five Lakhs only) per month.
b. **Perquisites and allowances:** Following as per rules of the Company:
   i. Leave Travel Allowance
   ii. House Rent Allowances
   iii. Medical Allowances
   iv. Provision for use of car with driver may be provided for official business and personal use. If used for personal use, it will be billed to him. If no car is provided, reimbursement of the conveyance shall be made as per actual on the basis of claims submitted by him.
   v. Provision for telephone and internet may be provided at residence and personal calls will be billed to him.
c. **Provident Fund:** The Company will make suitable contribution towards Provident Fund, as per the rules of the Company.
d. **Gratuity:** As per rules of the Company.
e. **Retirement Benefits:** As per rules of the Company.
f. **Leave encashment:** Leaves will be provided as per rules of the Company including encashment of unavailed leave at the end of the tenure.
g. **Other Benefits:** Reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by him in connection with the Company's business will be provided.

**ITEM NO. 8**

In accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Related Party Transactions require prior approval of the Audit Committee and all material Related Party Transactions require approval of the shareholders through Ordinary Resolution. Section 188 of the Companies Act, 2013 deals with Related Party Transactions and Sub section (1) of Section 188 of the Companies Act, 2013 provides that nothing in this sub section shall apply to any transactions entered into by the Company with Related party, which are in its ordinary course of business, other than transactions which are not on arm's length basis. In our Company, all the related party transactions are in the ordinary course of business and at arm's length basis. Therefore, the approval under section 188 of the Companies Act is not required. Keeping in view the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and intent of the Companies Act, 2013, the Audit Committee and the Board of Directors of the Company have approved in their respective meetings held on 25th May, 2026 and the approval of the unrelated shareholders of the Company is being sought at its Annual General Meeting to be held on 29th September 2026 for continuation and / or entering into new transactions, arrangements, contracts with Shree Coratomic Limited, up to an aggregate amount of Rs. 10,00,00,000/- (Rupees Ten crores only) for each of the Financial Years, i.e., 2026-27.

Also, SEBI vide its circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, has introduced the Industry Standards on "Minimum information to be provided for review of the audit committee and shareholders for approval of a related party transaction" ('Standards') to facilitate a uniform approach and assist listed companies in complying with the provisions of the SEBI Listing Regulations read with the SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ('SEBI Circular'). Subsequently, vide Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025, SEBI revised/further specified the requirements relating to the minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions. The Standards inter alia requires listed entity to provide minimum information, in specified format, relating to the proposed RPTs, to the Members while seeking approval. The details as required under the Standard are set out in Schedule I.

The Shareholders are requested to kindly take note of the following details required to be disclosed in accordance with the SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated 22nd November, 2021.

**1. Minimum information of the proposed RPT Borrowing of Unsecured Loans/Avail Inter-Corporate Deposit(s)/Credit Facilities**

**Part-A**

**A1. Basic details of the related party**

| S. No. | Particulars | Details |
|---|---|---|
| 1. | Name of the related party | Shree Coratomic Limited |
| 2. | Country of incorporation of the related party | India |
| 3. | Nature of business of the related party | Wholesale Trading |

**A2. Relationship an ownership of the related Party**

| S. No. | Particulars | Details |
|---|---|---|
| 1. | Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party - including nature of its concern (financial or otherwise) and the following:<br>• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary),<br>whether direct or indirect, in the related party. | Shree Coratomic Limited is a Subsidiary Company |

| | | |
|---|---|---|
| | • Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).<br><br>• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). | |

**A3. Details of previous transactions with the related party: Not Applicable**

| S. No. | Particulars | Details |
|---|---|---|
| 1. | Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. | Amount:Rs. 2,42,81,228/-<br><br>Nature of the transaction: Sale Purchase, rent and rendering of services |
| 2. | Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. | Rs. 3195000/- |
| **3.** | Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year. | NA |

**A4. Amount of the proposed transaction(s)**

| S. No. | Particulars of the information | Details |
|---|---|---|
| **1.** | Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders. | Amount up to Rs. 10,00,00,000/- (Rupees Ten crores only) per annum |
| **2.** | Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT ? | No |

| | | |
|---|---|---|
| **3.** | Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year | 46.22% |
| **4.** | Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction) | Not Applicable |
| **5.** | Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available | - |

**A5. - Basic details of the proposed transaction**

| S. No. | Particulars of the information | Details |
|---|---|---|
| **1.** | Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.) | a. Sale, Purchase, Supply of any goods, materials<br><br>b. Availing or rendering of the services<br><br>C. Hire Charges<br><br>All the transactions are proposed to be entered into are at arm's length and in the ordinary course of the business. |
| **2.** | Details of each type of the proposed transaction | a. Sale, Purchase, Supply of any goods, materials<br><br>b. Availing or rendering of the services<br><br>C. Hire Charges<br><br>(aggregate value not exceeding ₹10 crore during FY 2026-27) |
| **3.** | Tenure of the proposed transaction (tenure in number of years or months to be specified) | The shareholders' approval will be valid for the period commencing from the date of the 38th Annual General Meeting i.e., 29th September 2026 up to |

| | | |
|---|---|---|
| | | the date of the Annual General Meeting of the Company to be held in the year 2027. |
| **4.** | Whether Omnibus approval is being sought | Yes |
| **5.** | Value of the proposed transaction during a financial year (Rs. In lakhs). If the proposed transaction will be executed over more than one financial year, provide estimated breakup financial year-wise. | FY 2026-27 – 10 Crores |
| **6.** | Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity | The proposed Related Party Transactions are in the interest of the Company as they are commercially beneficial. The Company has derived business benefits from similar transactions with Shree Coratomic Limited in the past, and such transactions have been undertaken in the ordinary course of business and on an arm's length basis. The proposed transactions are expected to facilitate smooth and efficient business operations and are therefore considered to be in the best interests of the Company and its Members. |
| **7.** | Details of the promoter(s)/director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.<br><br>a. Name of the director /KMP<br>b. Shareholding of the director / KMP, whether direct or indirect, in the related party | Mr. Akash Sethi and Mr. Atul Kumar Sethi are Director of the Subsidiary Company. |
| **8.** | A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee. | Not Applicable |
| **9.** | Other information relevant for decision making | All relevant information has been appropriately disclosed herein for informed decision making. |

## PART B - ADDITIONAL INFORMATION FOR SPECIFIC TYPE OF RELATED PARTY TRANSACTION

### B1. Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

| | | |
|---|---|---|
| 1. | Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services | The party for sale, purchase or supply of goods or services and the procurement price has been fixed after taking into consideration comparable quotations/ pricing and commercial information obtained from unrelated third-party suppliers for entering into transaction at an arm's length price. |
| 2. | Basis of determination of price | The price has been fixed on the basis of Arm's Length Pricing. |
| 3. | In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the Related Party in relation to the transaction, specify the following:<br>a. Amount of trade advance<br>b. Tenure<br>c. Whether same is self-liquidating? | Not Applicable |

The related party transactions entered into between the Company and Shree Coratomic Limited would be reviewed on a quarterly basis by the Audit Committee and the Board of Directors of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives except Mr. Akash Sethi, Joint Managing Director; and Mr. Atul Kumar Sethi, Managing Director, of the Company and their relatives, are concerned or interested, financially or otherwise, in the above referred resolution.

The Board recommends the Ordinary Resolution as set out at Item No. 08 of the Notice for approval of the Members.

**By the order of the Board of Directors of**
**SHREE PACETRONIX LIMITED**

**Place:** Pithampur
**Date:** 13th August, 2026

**Rupali Ahire**
**Company Secretary**

**Registered Office:**
Plot No. 15, Sector-II,
Industrial Area, Pithampur,
Dhar, M.P. – 454775

SHREE PACETRONIX LIMITED
CIN: L33112MP1988PLC004317
Registered Office: PLOT NO 15, SECTOR-II, INDUSTRIAL AREA, PITHAMPUR
Dist. DHAR, MADHYA PRADESH, INDIA, 454775
Email: pacetronix@hotmail.com
Website: www.paceronix.com Ph: 07292-411105

**ATTENDANCE SLIP**
**Thirty-Eight (38TH) Annual General Meeting**
(To be handed over at the entrance of the meeting hall)

I hereby record my presence at the Thirty-Eight (38th) ANNUAL GENERAL MEETING of the Company on Tuesday, 29th September, 2026 at 01.00 P.M. at Plot No 15, Sector-II, Industrial Area, Pithampur Dist. Dhar, Madhya Pradesh, India, 454775

Full name of the Member (in BLOCK LETTERS) ____________________

DP ID: ____________ Folio No. / Client ID: ____________________

No. of Shares held: ____________________

Full name of the Proxy, if any (in BLOCK LETTERS) ____________________

(To be filled in if the valid proxy has been duly lodged with the Company)

Signature of Member /Proxy ____________________

**(Note: The Member must bring this Attendance Slip to the Meeting, duly completed and signed, and handover the same at the venue entrance.)**

**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: **L33112MP1988PLC004317**
Name of the Company: **SHREE PACETRONIX LIMITED**
**Registered Office**: Plot No 15, Sector-II, Industrial Area, Dhar, Pithampur Dist. Dhar, Madhya Pradesh, India, 454775
Tel: 07292-411105-Fax + 07292-400418- Website: www.paceronix.com

| | |
|---|---|
| Name of the Member(s) | ____________________ |
| Registered Address | ____________________ |
| E-mail Id | ____________________ |
| Folio No./Client Id | ____________________ |
| DP ID | ____________________ |

I/We, being the Member(s) holding ____________ shares of the above named Company, hereby appoint.

| | |
|---|---|
| 1. Name | ____________________ |
| Address | ____________________ |
| E-mail Id | ____________________ |
| Signature | ____________________, or falling him/her |
| 2. Name | ____________________ |
| Address | ____________________ |
| E-mail Id | ____________________ |
| Signature | ____________________, or falling him/her |
| 3. 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 **THIRTY-EIGHT (38TH) ANNUAL GENERAL MEETING (the "AGM")** of the Company, to be held on **Tuesday, 29th September, 2026 at 01:00 P.M.** at Plot No 15, Sector-II, Industrial Area, Dhar, Pithampur Dist. Dhar, Madhya Pradesh, India, 454775 and at any adjournment thereof in respect of the resolutions in respect of following resolutions:

| Resolution No. | Resolution |
|---|---|
| **Ordinary Businesses:** | |
| 1. | Adoption of Audited Standalone and Consolidated Financial Statements |
| 2. | Appointment of Mr. Akash Sethi (DIN: 08176396), Joint Managing Director, liable to retire by rotation. |
| 3. | Appointment of M/S. Agarwal Patel And Sinhal, Chartered Accountants, Indore (FRN: 012245C) as Statutory Auditor of the Company |
| **Special Businesses:** | |
| 4. | Re-appointment of Mr. Akash Sethi (DIN: 08176396) as a Joint Managing Director of the Company. |
| 5. | Re-appointment of Ms. Manali Tongia (DIN: 09542172) as a Non-Executive Independent Director of the Company. |
| 6. | Re-appointment of Ms. Somya Chabbra (DIN: 09597296) as a Non-Executive Independent Director of the Company. |
| 7. | Increase in remuneration of Mr. Akash Sethi (DIN: 08176396), Joint Managing Director of the Company. |
| 8. | Approval of Material Related Party Transaction(S) to be entered into during the Financial Year 2026-2027 |

Signed this______ day of ________ 2026

Signature of shareholder: ___________________________

Signature of Proxy holder(s): _________________________

Affix revenue

Stamp

**Note:**

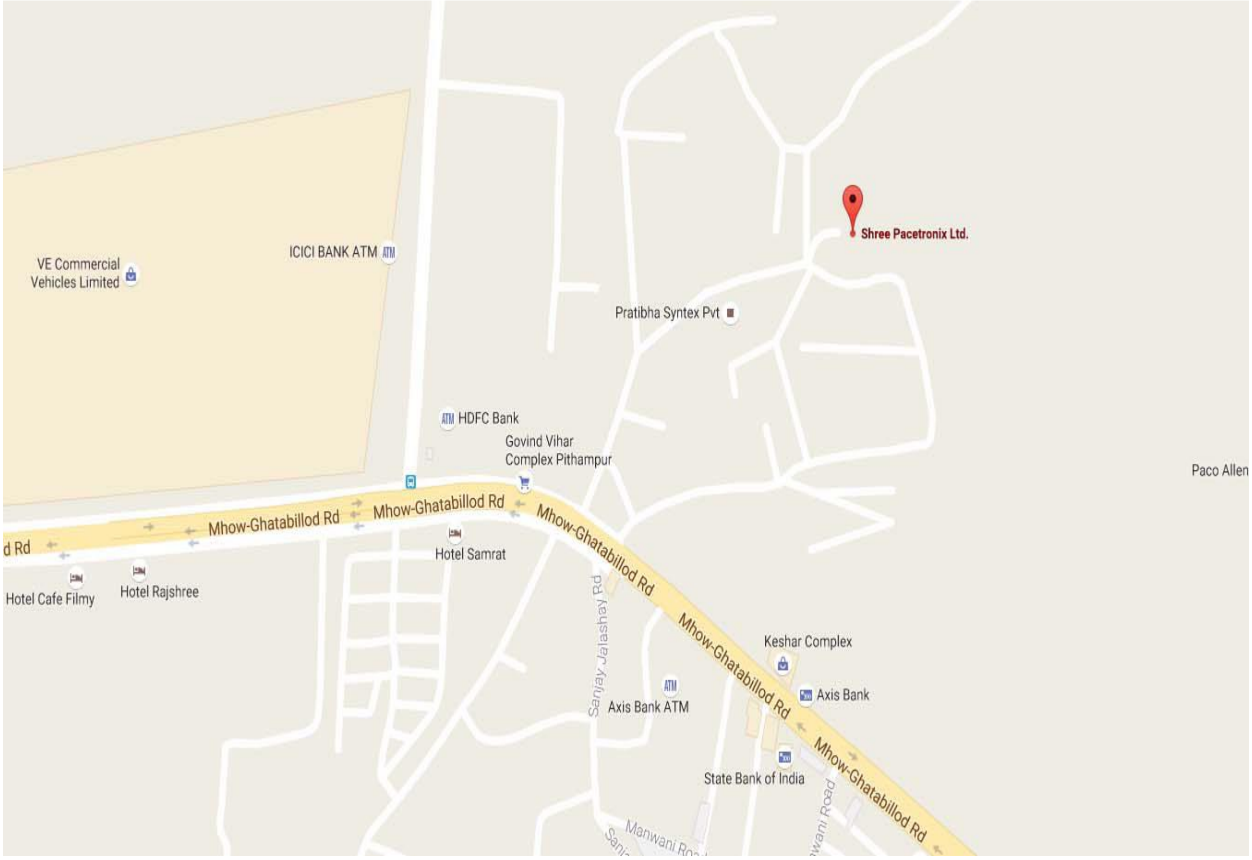
1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

2. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

3. Notwithstanding the above, the Proxies can vote on such other items which may be tabled at the meeting by the shareholders present.

## Route Map for the Venue of AGM

**Venue: Plot No. 15, Sector-II, Industrial Area, Pithampur Dist. Dhar, Madhya Pradesh, India, 454775**
**Day and Date: Tuesday, 29th September, 2026**
**Time: 01: 00 P.M.**




**By the order of the Board of Directors of**
**SHREE PACETRONIX LIMITED**

**Place:** Pithampur
**Date:** 13th August, 2026

**Rupali Ahire**
**Company Secretary**

**Registered Office:**
Plot No. 15, Sector-II,
Industrial Area, Pithampur,
Dhar, M.P. - 454775

# BOARD'S REPORT

To
The Members,
**Shree Pacetronix Limited,**
**Plot No 15, Sector-II,**
**Industrial Area, Pithampur**
**District Dhar, (M.P.)-454775**

Your Directors have the immense pleasure of presenting the 38th (Thirty-Eight) Director's Report of **Shree Pacetronix Limited**, together with the Standalone and Consolidated Audited Financial Statements for the year ended 31st March, 2026.

## 1. STATE OF AFFAIRS, FINANCIAL PERFORMANCE AND FUTURE OUTLOOK:

### a. Financial Performance

The financial highlights and summarized financial results of the Company are given below:

| (In Hundreds) | STANDALONE | | CONSOLIDATED | |
|---|---|---|---|---|
| PARTICULARS | Year ended 2025-2026 | Year ended 2024- 2025 | Year ended 2025-2026 | Year ended 2024- 2025 |
| **Revenue from operations** | 21,63,694.95 | 16,80,316.60 | 21,63,694.95 | 16,80,316.60 |
| **Other Income** | 11,618.70 | 11,597.46 | 12,318.59 | 12,147.48 |
| **Total Expenses [excluding interest & depreciation]** | 16,54,771.35 | 14,60,213.46 | 16,40,450.37 | 14,49,195.55 |
| **Profit before Interest, Depreciation & Tax** | **5,20,542.3** | **2,31,700.6** | **5,35,563.17** | **2,43,268.53** |
| **Less: Depreciation** | 72,722.77 | 69,903.19 | 73,503.60 | 80,777.71 |
| **Less: Interest** | 39,125.78 | 57,745.71 | 40,703.03 | 58,184.39 |
| **Profit/(Loss) Before Tax** | **4,08,693.75** | **1,04,051.70** | **4,21,356.54** | **1,04,306.43** |
| **Less: Tax Expenses** | | | | |
| **Current Tax** | 1,19,753.68 | 34,350.00 | 1,19,753.68 | 34,350.00 |
| **Deferred Tax** | (12,803.50) | (5,602.30) | (12,788.10) | (5,038.20) |
| **Net Profit/(Loss) after Tax** | **3,01,743.56** | **75,304.00** | **3,14,390.95** | **74,994.63** |

The Company's financial statements for the year ended 31st March, 2026 are the financial statement's prepared in accordance with Indian Accounting Standards (IND-AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and as applicable.

**Standalone:** During the Financial Year ended on 31st March, 2026, your Company has achieved on standalone basis an operational turnover and other income of Rs. 2175.31 Lakhs as against an operational turnover and other income of Rs. 1691.91 Lakhs in the previous Financial Year and the Profit after Tax of Rs. 301.74 Lakhs as against Profit after Tax of Rs. 75.30 Lakhs in the previous Financial Year.

**b. Performance of Subsidiary and overall contribution to the performance of the Company**

The Company has one subsidiary named 'Shree Coratomic Limited'. On consolidated basis, your Company has achieved operational turnover and other income of Rs. 2176.01 Lakhs as against an operational turnover and other income of Rs. 1692.46 Lakhs in the previous Financial Year and the Profit after Tax of Rs. 314.39 Lakhs as against Profit after Tax of Rs. 74.99 Lakhs in the previous Financial Year. The Company and its subsidiary on its standalone basis reported Profits during the year and their overall performance has increased as against the previous financial year.

**c. Operations and Future Outlook**

Shree Pacetronix Ltd. continues to strengthen its presence in the cardiac care and pacemaker industry, with a sustained focus on the development and manufacturing of reliable, high-quality and affordable cardiac pacing solutions. During FY 2025-26, the Company remained focused on product quality, technological advancement, operational efficiency and meeting the evolving needs of healthcare professionals and patients.

The Company continues to leverage its technical expertise and industry experience to enhance its product portfolio in line with advancements in cardiac care, with emphasis on device reliability, longevity, patient safety and clinical usability. The growing Indian cardiac care market, supported by rising cardiovascular diseases, an ageing population, improving healthcare infrastructure and increasing adoption of advanced medical technologies, presents meaningful opportunities for the Company.

The pacemaker industry is evolving rapidly, with increasing emphasis on smaller, smarter and more patient-centric pacemakers. Shree Pacetronix Ltd. intends to stay aligned with these developments by monitoring emerging pacemaker technologies and changing clinical requirements, while strengthening its understanding of global market trends and opportunities. This approach will support the Company in remaining relevant in a competitive and technology-driven cardiac care landscape.

Going forward, the Company aims to strengthen its product portfolio, enhance manufacturing capabilities, expand its customer and institutional network and explore opportunities in domestic and international markets. With a strong foundation in indigenous medical device manufacturing, Shree Pacetronix Ltd. remains committed to innovation, quality and operational excellence, while creating sustainable value for its stakeholders and contributing to improved cardiac care outcomes.

Looking ahead, the Company will continue to advance cardiac care through innovation and technological excellence, with a clear focus on patient well-being, sustainable growth and delivering dependable and accessible cardiac care solutions in India and across global markets.

With a legacy built on experience, quality and indigenous innovation, Shree Pacetronix Ltd. is well positioned to embrace the opportunities emerging in the evolving cardiac care landscape. The Company remains committed to building lasting trust with healthcare professionals and patients, strengthening its capabilities and delivering meaningful healthcare solutions that create long-term value for stakeholders and society.

**d. Change in nature of Business**

During the year there was no change in business activity of the company.

**e. Capital Structure**

During the Financial Year 2025–26, the capital structure of the Company changed pursuant to allotment of Equity Share and Warrants on a preferential basis in accordance with the applicable provisions of the Companies Act, 2013, the rules made thereunder, and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Pursuant to the approval of the Board of Directors at its meeting held on 14th November 2025, the Company allotted 75,150 Equity Shares and 2,25,450 Convertible Warrants into Equity Shares on a preferential basis, in accordance with the applicable provisions of the Companies Act, 2013, the rules made thereunder and the SEBI ICDR Regulations.

The aforesaid 2,25,450 Convertible Warrants into Equity Shares on a preferential basis were allotted in two series, namely Series A comprising 75,150 Warrants and Series B comprising 1,50,300 Warrants, on the terms and conditions as approved in accordance with the applicable regulatory framework.

Subsequently, pursuant to the approval accorded by the Board of Directors at its meeting held on 20th March 2026, the Company allotted 75,150 Equity Shares upon conversion of "Series A" Warrants, on receipt of the requisite amount and fulfilment of the applicable terms and conditions of the issue. Consequent upon the aforesaid conversion, the paid-up Equity Share Capital of the Company increased accordingly.

➢ **Authorized Share Capital**

The authorized share capital of the Company is Rs. 5,00,00,000/- (Rupees Five Crores) divided into 50,00,00 (Fifty lakh) Equity Shares of Rs. 10/- each.

➢ **Paid Up Share Capital**

During the year 2025-2026, pursuant to the aforesaid issue and allotment, the paid-up equity share capital of the Company stands increased to ₹3,74,97,000/- (Rupees Three

Crores Seventy-Four Lakhs Ninety-Seven Thousand Only), comprising 37,49,700 (Thirty-Seven Lakhs Forty-Nine Thousand Seven Hundred) Equity Shares of ₹10/- (Rupees Ten Only) each.

During the year under review, the Company has not issued any equity shares with differential voting rights, granted any stock options, or issued any sweat equity shares.

The Company's equity shares are listed with the Bombay Stock Exchange Limited.

**f. Revision of Annual Financial Statements**

There was no case of revision in financial statements during the year.

**2. <u>TRANSFER TO RESERVES</u>**

During the year the Company has not transferred any amount to the general reserves or any other reserves as the Company retains the entire amount of profits as retained earnings.

**3. <u>DIVIDEND</u>**

Your Directors have not recommended any Dividend for the year under review.

**4. <u>DEPOSITS</u>**

During the year under review, the Company did not accept any deposits within the meaning of provisions of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. Further, the Company has not accepted any deposit or loans in contravention of the provisions of the Chapter V of the Companies Act, 2013 and the Rules made there under.

**5. <u>MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY:</u>**

During the financial year 2025–26, there were material changes and commitments affecting the financial position of the Company. The details of such material changes and commitments are disclosed below:

1. Pursuant to the approval of the Board of Directors at its meeting held on 07th August, 2025, approval of the members of the Company at their Annual General Meeting held on 03rd September, 2025, and the in-principle approval granted by BSE Limited ("BSE") vide its letter dated 07th November, 2025, the Company, at its Board Meeting held on 14th November, 2025, allotted 75,150 (Seventy-Five Thousand One Hundred Fifty) equity shares at an issue price of ₹81/- (Rupees Eighty-One only) per equity share, including a premium of ₹71/- per equity share, on a preferential basis to the Promoter of the Company, in accordance with the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and other applicable laws.

Further, the Company, at the aforesaid Board Meeting held on 14th November, 2025, allotted 2,25,450 (Two Lakh Twenty-Five Thousand Four Hundred Fifty) fully convertible equity warrants, comprising 75,150 Series A Warrants and 1,50,300 Series B Warrants, at an exercise price of ₹81/- (Rupees Eighty-One only) per warrant, including a premium of ₹71/- per warrant, on a preferential basis to the Promoter of the Company, upon receipt of an aggregate amount of ₹45,65,362.50/- (Rupees Forty-Five Lakh Sixty-Five Thousand Three Hundred Sixty-Two and Fifty Paisa only), being 25% of the issue price per warrant, towards the warrant subscription price.

Each warrant is convertible into one fully paid-up equity share of face value of ₹10/- (Rupees Ten only) of the Company, upon payment of the balance consideration of ₹60.75/- per warrant, being 75% of the issue price per warrant, in accordance with the provisions of the SEBI ICDR Regulations and other applicable laws. The conversion of the warrants into equity shares shall be made upon exercise of the conversion option by the respective warrant holders and payment of the balance consideration, in one or more tranches, within the prescribed period.

2. The Board of Directors, at its meeting held on 20th March, 2026, allotted 75,150 (Seventy-Five Thousand One Hundred Fifty) equity shares pursuant to the conversion of 75,150 Series A fully convertible equity warrants, at an issue price of ₹81/- (Rupees Eighty-One only) per equity share, including a premium of ₹71/- per equity share, on a preferential basis to the Promoter of the Company, upon receipt of the balance 75% consideration amounting to ₹60.75/- per warrant, in accordance with the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and other applicable laws. As on the date of this Report, the conversion of the balance 1,50,300 (One Lakh Fifty Thousand Three Hundred) Series B Warrants is still pending.

3. Pursuant to the aforesaid preferential allotment of equity shares made by the Company during the year under review, an obligation to make an Open Offer was triggered in accordance with the applicable provisions of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Accordingly, an Open Offer was made by Mr. Akash Sethi ("Acquirer"), along with Mr. Atul Kumar Sethi ("PAC 1"), Mrs. Amita Sethi ("PAC 2") and Mr. Ashish Sethi ("PAC 3") (collectively, the "Acquirer and Persons Acting in Concert"), for the acquisition of equity shares of Shree Pacetronix Limited ("Target Company") from the Public Shareholders of the Company, in compliance with the applicable provisions of the aforesaid Regulations.

## 6. ANNUAL RETURN

Pursuant to provisions of Section 134(3)(a) and Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Annual Return of the Company for Financial Year 2025-26 is available on the Company's website at web link https://www.pacetronix.com/investor-corner/other-shareholders-information/.

## 7. SUBSIDIARY, ASSOCIATE COMPANIES OR JOINT VENTURES OF THE COMPANY

**Subsidiary**:

The Company has one Indian subsidiary “Shree Coratomic Limited” (CIN: U33112MP1995PLC008917). In accordance with Section 129 of the Companies Act, 2013, a separate statement containing salient features of the financial statement of the subsidiary of the Company forms part of Annual Report in the prescribed **Form AOC-1** as **Annexure I**.

Further, the Company has also formulated a policy for determining ‘material’ subsidiary which is available on the website of the Company at www.pacetronix.com.

**Associate Company or Joint Venture**: The Company does not have any joint venture or associate Company at the beginning or closing or any time during the year 2025-2026.

## 8. CONSOLIDATED FINANCIAL STATEMENTS

Pursuant to Section 129(3) of the Companies Act, 2013, the Consolidated Financial Statements of the Company and its subsidiary, which forms part of this Annual Report is prepared in accordance with the relevant Indian Accounting Standards (IND-AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133, as applicable along with other relevant provisions of the Act.

During the year under review, no Company has become or ceased to be a subsidiary of the Company.

In terms of Section 136 of the Companies Act, 2013 (‘the Act’), the Financial Statements of the subsidiary and related detailed information will be kept at the Registered Office of the Company and also at the registered office of the Subsidiary Company and will be available to the members of the Company on their request. They are also available on the website of the Company at www.pacetronix.com.

## 9. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the financial year 2025-2026, all contracts/ arrangements/ transactions entered into by the Company with its related parties were reviewed and approved by the Audit Committee and the Board. Prior omnibus approvals were obtained from the Audit Committee for related party transactions which were of repetitive nature, entered in the ordinary course of business and on an arm’s length basis. No transaction with any related party was in conflict with the interest of the Company.

All Related Party Transactions that were entered into during the financial year were on an arm’s length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Companies Act, 2013 (‘the Act’) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

There are no material contracts or arrangements or transactions during the year. Thus, the disclosure in Form AOC-2 under Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is not applicable.

The Company has adopted a Related Party Transactions Policy and the same is uploaded on the Company's website https://www.pacetronix.com/investor-corner/policies/.

Suitable disclosures as required under Indian Accounting Standards (Ind AS-24) have been made in the Note-31 to the Standalone financial statements.

## 10. DIRECTORS AND KEY MANAGERIAL PERSONNEL

At the year ended 31st March, 2026, the Board of Directors comprised of two Executive directors and Three Non-Executive Independent Directors, which includes two Independent Women Director. The Company has one Chief Financial Officer and a Company Secretary.

**Independent Directors:**

The Independent Directors on the Board of the Company comprise of Ms. Manali Tongia (DIN: 09542172), Ms. Somya Chhabra (DIN: 09597296) and Mr. Chandragupt Jain (DIN: 10262427) as on year ended 31st March 2026.

**Declaration by Independent Directors**

All Independent Directors of the Company have furnished a declaration pursuant to Section 149(7) of the Companies Act, 2013 affirming compliance to the criteria of Independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and there has been no change in the circumstances which may affect their status as Independent Director during the year. Independent Directors have also submitted declaration that they have registered themselves on the online data bank of Indian Institute of Corporate Affairs (IICA) in accordance with the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019.

Based on the declaration(s) of Independent Directors, the Board of Directors recorded its opinion that all Independent Directors are independent of the Management and have fulfilled the conditions as specified in the Companies Act, 2013 and the Rules made there under and as per Regulation 25 of SEBI (LODR) Regulations, 2015.

Independent Directors are not liable to retire by rotation, in terms of Section 149(13) of the Act.

**Change in Directors and Key Managerial Personnel:**

**Resignation and Appointment of Company Secretary during the Financial Year 2025-26:**

During the Financial Year 2025-26, Mr. Yash Bagora has resigned from the position of the Company Secretary of the Company in the Board meeting held on 30th May, 2025 with effect from closure of Working hours of 31st May, 2025 and Ms. Rupali Ahire is appointed as a Company secretary of the Company in the Board meeting held on 30th May, 2025 w.e.f. 01st June, 2025.

**Regularization of Managing Director of the Company:**

During the year under review, based on the recommendation of Nomination and Remuneration Committee the company has re-appointed Mr. Atul Kumar Sethi (DIN- 00245685) as a Managing Director of the Company for a further period of three (3) years commencing from 01st December, 2025 to 30th November 2028 in the Board meeting held on 07th August, 2025 and who shall be liable to retire by rotation, upon the terms and conditions.

**Director seeking re-appointment at the ensuing 38th Annual General Meeting:**

Based on the recommendation of Nomination and Remuneration Committee, the Board in its meeting held on Thursday, 13th August,2026, proposed the re-appointment of Mr. Akash Sethi (DIN: 08176396) as a Joint Managing Director of the Company for a further period of three (3) years commencing from 14th August, 2027 to 13th August, 2030 which is subject to the approval of shareholders in the ensuing 38th Annual General Meeting.

Further, based on the recommendation of Nomination and Remuneration Committee, the Board in its meeting held on Thursday, 13th August,2026, proposed the re-appointment of Ms. Manali Tongia (DIN: 09542172) as a Non-Executive Independent Director of the Company for a further period of five (5) years commencing from 24th March, 2027 to 23rd March, 2032 which is subject to the approval of shareholders in the ensuing 38th Annual General Meeting.

Further, based on the recommendation of Nomination and Remuneration Committee, the Board in its meeting held on Thursday, 13th August, 2026, proposed the re-appointment of Ms. Somya Chhabra (DIN: 09597296) as a Non-Executive Independent Director of the Company for a further period of five (5) years commencing from 06th May, 2027 to 05th May, 2032 which is subject to the approval of shareholders in the ensuing 38th Annual General Meeting.

**Director liable to Retire by Rotation:**

In accordance with the provisions of Section 152 of the Companies Act, 2013 and in terms of the Articles of Association of the Company, Mr. Akash Sethi (DIN: 08176396), Joint Managing Director of the Company is liable to retire by rotation and being eligible, offers himself for reappointment at the ensuing 38th Annual General Meeting.

**Disqualifications of Directors:**

During the year declarations received from the Directors of the Company pursuant to Section 164 of the Companies Act, 2013. The Board appraised the same and found that none of the director is disqualified for holding office as director.

Further the Certificate from Practicing Company Secretary certifying that none of the directors of the company disqualified for holding office as director of the Company is enclosed with this Board Report**.**

## 11. COMMITTEES OF THE BOARD OF DIRECTORS

The Board has three committees which have been constituted in compliance with the requirements of the relevant provisions of applicable laws and statutes. The following are the details of the Board Committees during the Financial Year 2025-2026:

**Committees of the Board of Directors**

The Board has three committees which have been constituted in compliance with the requirements of the relevant provisions of applicable laws and statutes. The following are the details of the Board Committees during the Financial Year 2025-2026:

| | |
|---|---|
| ***a.*** | ***Audit Committee*** |
| ***b.*** | ***Nomination & Remuneration Committee*** |
| ***c.*** | ***Stakeholders Relationship Committee*** |

**a. Audit Committee:**

| S. No. | Name of Director | Category |
|---|---|---|
| **1** | Ms. Manali Tongia | Chairman, Independent director |
| **2** | Ms. Somya Chhabra | Member, Independent director |
| **3** | Mr. Chandragupt Jain | Member, Independent director |

**b. Stakeholder Committee:**

| S. No. | Name of Director | Category |
|---|---|---|
| **1** | Ms. Manali Tongia | Chairman, Independent Director |
| **2** | Ms. Somya Chhabra | Member, Independent Director |
| **3** | Mr. Atul Kumar Sethi | Member, Executive Director |

**c. Nomination and Remuneration Committee:**

| S. No. | Name of Director | Category |
|---|---|---|
| **1** | Ms. Manali Tongia | Chairman, Independent Director |
| **2** | Ms. Somya Chhabra | Member, Independent Director |
| **3** | Mr. Chandragupt Jain | Member, Independent Director |

**Audit Committee**

At the year ended 31st March, 2026, the Company has an adequately qualified and experienced Audit Committee with Ms. Manali Tongia as Chairperson, Ms. Somya Chhabra, as Member and Mr. Chandragupt Jain as Member. The recommendations of the Audit Committee were duly approved and accepted by the Board during the year under review.

The details with respect to other Committees, their compositions, powers, roles and terms of reference, Meetings held and attendance of the Directors at such Meetings of the Committees are given in detail in the Report on Corporate Governance of the Company which forms part of this Report.

## 12. MEETINGS OF THE BOARD OF DIRECTORS AND ITS COMMITTEES

a. **Board Meetings**: During the year under review the Board has met 07 (Seven) times viz. **30th May, 2025; 07th August, 2025; 15th October 2025; 01st November, 2025; 14th November, 2025; 13th February, 2026; 20th March, 2026**

The details of meetings of the Board and the attendance of Directors at such Meetings are provided in the Corporate Governance Report.

b. **Committee Meetings**: During the year under review, the Committees duly met and the details of the Meetings held and attendance at such Meetings, are provided in the Corporate Governance Report.

c. **Separate Meeting of Independent Director:** During the year under review, a separate meeting of Independent Directors was held on 20th March, 2026. Details of the attendance of the Directors at such Meeting and detail about familiarisation programme, is provided in the Corporate Governance Report.

## 13. NOMINATION AND REMUNERATION POLICY

Pursuant to the provisions of Section 178(3) of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee has formulated a policy relating to the remuneration for the Directors, Key Managerial Personnel (KMP) and other Senior Management Personnel which is being approved and adopted by the Board and has been posted on the website of the Company and can be accessed through web link https://www.pacetronix.com/investor-corner/policies/.

**Salient Features of the policy:** The policy covers the following:

1. Definitions
2. Objective of the Committee
3. Appointment Criteria for Directors and Key Management Personnel.
4. Additional Criteria for Appointment of Independent Directors.

5. Tenure of the Directors.
6. Removal of the Director, KMP or Senior Management Personnel
7. Remuneration Criteria for Non-Executive Directors,
8. Remuneration criteria for Directors & Key Managerial Personnel & senior management.
9. Criteria for Evaluation of Performance of Independent Directors and the Board of Directors.

The Nomination and Remuneration Policy of the Company is placed on the Company's website at http://www.pacetronix.com/investor-corner/policies/.

**Other Policies:**

The other policies adopted by the Company pursuant to the provisions of the Companies Act, 2013 and SEBI Regulations are placed on the Company's website at http://www.pacetronix.com/investor-corner/policies/.

## 14. PERFORMANCE EVALUATION OF THE BOARD

Pursuant to the provisions of section 134(3)(p) of Companies Act 2013 and Regulation 25(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Guidance Note on Board Evaluation issued by the Institute of Company Secretaries of India and the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017, the Nomination and Remuneration Committee of the Company has defined the evaluation criteria and procedure for the Performance Evaluation process for the Board, its Committees and Directors.

The Board of Directors has carried out an annual performance evaluation of its own performance, the Directors and the Committees. Performance evaluation of independent Directors was in accordance with Regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which is done by the entire board, excluding the director being evaluated. The performance evaluation of the Executive Directors was carried out by the Independent Directors, who also reviewed the performance of the Board as a whole. The criteria on the basis which the evaluation has been carried out are explained in the Corporate Governance Report.

The performance of the board was evaluated by the board after seeking inputs from all the Directors on the basis of criteria such as board composition and structure, effectiveness of board processes, information and functioning, etc. as provided by the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India.

The performance of the committee was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of the committee, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual director on the basis of criteria such as the contribution of the individual directors to the board and committee meeting like preparation on the issues to be discussed, meaningful and constructive contribution and inputs in meeting, etc.

**15. DIRECTORS' RESPONSIBILITY STATEMENT**

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

a. In the preparation of the Annual Accounts for the financial year ended 31st March, 2026, the applicable Accounting Standards have been followed along with proper explanation relating to material departures.
b. The Directors have 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 31st March 2026 and of the profit for the year ended on that period.
c. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities.
d. The Directors had prepared the annual accounts on a going concern basis.
e. The Directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
f. The Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

**16. NAMES OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES**

During the period under review no new Company has become or ceased to become Subsidiaries, Joint Ventures or Associate Companies, however Shree Pacetronix Limited is the Holding Company of Shree Coratomic limited (Subsidiary Company).

**17. AUDITORS:**

**a. Statutory Auditors**

The Auditors, M/s S.R. Naredi & Co., Chartered Accountants (ICAI Firm Registration No. 002818C), who were appointed for a term of five years from conclusion of the 33rd Annual General Meeting held on 29th September, 2021 to hold the office till the conclusion of the 38th Annual General Meeting. Pursuant to section 139 and other applicable provisions of the Companies Act, 2013, it is mandatory to rotate the existing statutory auditor on completion of the maximum term permitted under the said section.

The Board of Directors of the Company at its meeting held on 25th May, 2026 proposed the appointment of M/s Agarwal Patel & Sinhal (formerly known as Bharat Kumar Agarwal & Co.), Chartered Accountants, Indore (ICAI Firm Registration No. 012245C), as the Statutory Auditors of the Company to hold office for a period of five consecutive years from the conclusion of the 38th Annual General Meeting till the conclusion of the 43rd Annual General Meeting to be held in the year 2031 as recommended by the Audit Committee of the company at their meeting held on 25th May, 2026. The Shareholder's attention is drawn to a Resolution proposing the appointment of M/s Agarwal Patel & Sinhal (formerly known as Bharat Kumar Agarwal & Co.), Chartered Accountants, Indore (ICAI Firm Registration No. 012245C), as the Statutory Auditors of the Company which is included at Item No. 3 of the Notice convening the 38th Annual General Meeting.

The Company has received a certificate from the Statutory Auditors confirming their eligibility and willingness for their appointment and affirmation that the appointment is in accordance with Section 139 read with Section 141 of the Act.

In accordance with Notification No. GSR 432(E) issued on 07th May, 2018 by the Ministry of Corporate Affairs the appointment of statutory auditors is not required to be ratified at every Annual General Meeting.

**Explanation to Auditor's Remark:**

The auditor's in their report have referred to the notes forming part of the Accounts which are self-explanatory and does not contain any qualification, reservation or adverse remark of disclaimer.

**Reporting of fraud by Statutory Auditors**

There was no fraud in the Company, which was required to report by statutory auditors of the Company under sub-section (12) of section 143 of Companies Act, 2013.

**b. Secretarial Auditor**

During the year, the Members of the company, at the 37th (Thirty-Seventh) AGM held on 03rd September,2025, had approved the appointment of Ms. **Shraddha Jain**, Practicing Company Secretary (Membership Number: 39488 and C.P. No.: 14717) (Peer Review No.: 1765_2022) as the Secretarial Auditor of the Company for a period of 5 (Five) consecutive years commencing from the financial year 2025-26 till financial year 2029-30 to conduct the secretarial audit of the company for the financial year 2025-26.

The secretarial Audit Report for the financial year ended 31st March, 2026 issued by **Ms. Shraddha Jain**, Practicing Company Secretary, Indore (Membership Number: 39488 and C.P. No.: 14717) (Peer Review No.: 1765_2022) in Form **MR-3** is enclosed vide **Annexure II** forming part of this report and does not contain any qualification. The Secretarial Audit Report does not contain any qualification, reservation or adverse remarks or disclaimer.

**c. Cost Record and Cost Audit**

The Company does not fall within the provisions of Section 148 of Companies Act, 2013 read with the Companies (Cost records & Audit) Rules, 2014 as amended from time to time, therefore no such records required to be maintained.

**d. Internal Auditor**

Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with Rule 13(1)(a) of Companies (Accounts) Rules, 2014, the Board of Directors of the Company have appointed M/s Shreyash Sethiya & Associates, Chartered Accountant, Indore (Firm Registration No. 033148C), to conduct Internal audit of the Company for the financial year 2025-2026.

## 18. INTERNAL FINANCIAL CONTROLS AND ITS ADEQUACY

Your Company has comprehensive Internal Financial Controls system for all major processes including financial statements to ensure reliability of reporting. The system also helps management to have timely data on various operational parameters for effective review. It also ensures proper safeguarding of assets across the Company and its economical use. The internal financial controls system of the Company is commensurate with the size, scale and complexity of its operations. The system and controls are periodically reviewed and modified based on the requirement.

The internal and operational audit for financial year 2025-2026 is entrusted to M/s. Shreyash Sethiya & Associates Internal Auditors. The main thrust of internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the industry. Based on the audit observations & suggestions, follow up & remedial measures are being taken on a regular basis.

The internal control are regularly tested for design and operational effectiveness by the management and through internal audits, where applicable. During the under review, no reportable material weakness in the operation of internal financial controls was observed.

The Board is of opinion that the internal financial controls with reference to the financial statements are adequate and operating effectively.

## 19. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the Financial Year 2025-2026, your Company has not given any loan, guarantee or made investments in any body corporate in terms of section 186 of the Companies Act, 2013. Details of investment and guarantee covered under the provisions of Section 186 of the Companies Act, 2013 are given in the Note No. 3 forming part of the financial statements of the Company.

20. **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The details of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo pursuant to the provisions of Section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of the Companies (Accounts) Rules, 2014 is attached as **Annexure III** to this report.

21. **RISK MANAGEMENT**

The Company recognizes that risk is an integral and unavoidable component of business and is committed to managing the risk in a proactive and efficient manner. The Company as part of business strategy has in place a mechanism to identify, assess, monitor risks and mitigate various risks with timely action.

22. **CORPORATE SOCIAL RESPONSIBILITY**

The Company does not fall under the provisions of the Section 135 of the Companies Act, 2013 and the rules made their under. Hence the obligations under section 135 of the Companies Act, 2013 are not applicable to the Company.

23. **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS**

During the year under review, there are no significant or material orders passed by the Regulators/ Courts which would impact the future operations/ going concern status of the Company.

24. **VIGIL MECHANISM/WHISTLE BLOWER POLICY**

The Company promotes ethical behaviour in all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. Pursuant to the provisions of Section 177 (9) & (10) of the Companies Act, 2013 read with Rule 7 of Companies (Meetings of Board and its Powers) Rules, 2014, SEBI (PIT) Regulations, 2015 and SEBI (LODR) Regulations, 2015, the Company has in place a Vigil Mechanism Policy under which the employees are free to report genuine concerns about unethical behaviour, actual or suspected fraud or violation of the Codes of Conduct or policy. The policy is posted on the website of the Company at https://www.pacetronix.com/investor-corner/policies/. It is hereby affirmed by the Board that no personnel have been denied access to the Audit Committee to lodge their grievances.

25. **COMMISSION RECEIVED BY DIRECTORS FROM HOLDING/SUBSIDIARY COMPANY**

None of the directors has received any commission from the subsidiary Company during the financial year 2025-2026 and the Company does not have any holding Company.

**26. DISCLOSURE OF RATIO OF REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

The prescribed particulars of employees required under section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is enclosed as **Annexure IV** and forms the part of this Board Report.

**27. PARTICULARS OF EMPLOYEES**

During the year, there was no employee drawing remuneration in excess of Rs. 1,02,00,000/- p.a. or Rs. 8,50,000/- p.m. Accordingly, information required to be given pursuant to provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, has not been given here.

Further, during the year, none of the employees (other than directors of the Company) along with his spouse and dependent children holds two percent of the equity shares of the Company.

Further the particulars of top ten employees in terms of remuneration drawn required under section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended and name of employees receiving remuneration in excess of that drawn by the Managing Director or Whole-time director is enclosed as **Annexure V** and forms the part of this Board Report.

**28. CHIEF FINANCIAL OFFICER AND MANAGING DIRECTOR CERTIFICATION**

As required under Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Managing Director and Chief Financial Officer of the Company have certified to the Board regarding the Financial Statements for the year ended 31st March, 2026 which is enclosed as **Annexure VI** and forms the part of this Board Report.

**29. COMPLIANCES ON SECRETARIAL STANDARDS**

During the period under review, the Company has complied with all the applicable Secretarial Standards i.e. Revised SS-1(Board Meetings) & Revised SS-2(Annual General Meeting) as issued by the Institute of Company Secretaries of India in both letter and in spirit.

**30. VOTING RIGHTS OF EMPLOYEES**

During the year under review the company has not given loan to any employee for purchase of its own shares as per section 67(3)(c) of Companies Act, 2013.

**31. DISCLOSURE REGARDING ISSUE OF EMPLOYEE STOCK OPTIONS**

The Company has not issued shares under employee's stock options scheme pursuant to provisions of Section 62 read with Rule 12 of Companies (Share Capital and Debenture) Rules, 2014.

**32. DISCLOSURE REGARDING ISSUE OF SWEAT EQUITY SHARES**

The Company has not issued sweat equity shares pursuant to provisions of Section 54 read with Rule 8 of Companies (Share Capital and Debenture) Rules, 2014 during the Financial Year.

**33. CORPORATE GOVERNANCE REPORT**

As per Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ["SEBI (LODR) Regulations, 2015"] the corporate governance provisions as specified in Regulations 17,17A, 18, 19, 20, 21, 22, 23, 24,24A, 25, 26, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V are not applicable on the Company as the paid up capital of the Company is less than Rs. 10 Crores and the net worth of the Company is less than Rs. 25 Crores as on the last day of the immediate previous financial year.

Hence on 21$^{st}$ July, 2025 your Company intimated to Stock exchange regarding non applicability of above corporate governance provisions for the financial year 2025-2026. **However, your Company has voluntary followed Corporate Governance Practice as far as possible.**

As a good corporate governance practice, your Directors present the Report on Corporate Governance provisions as prescribed under SEBI (LODR) Regulations, 2015 for the year ended 31$^{st}$ March 2026 to have more transparency and disclosures, and the same is attached with this report as **Annexure – VII.**

Certificate from Practicing Company Secretary confirming compliance of the Corporate Governance Practice is also attached as **Annexure-VIII** to this Report.

**34. MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Management Discussion and Analysis Report in pursuance of requirement of Para B of Schedule V SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as **Annexure – IX** and forms the part of this Board Report.

**35. LISTING AT STOCK EXCHANGE**

The Equity shares of the Company are listed on BSE Limited, Mumbai and the Listing Fee for the year 2025-2026 has been duly paid.

The Company has complied with SEBI (LODR) Regulations, 2015 including payment of Annual Listing Fees up to 31$^{st}$ March, 2026 to BSE Limited.

**36. INSURANCE**

The Company's assets are adequately insured against the loss of fire and other risks, as consider necessary by the Management from time to time.

## 37. BUSINESS RESPONSIBILITY SUSTAINABILITY REPORT

The Business Responsibility and Sustainability Reporting as required by Regulation 34(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, is not applicable to the Company for the financial year ending 31st March, 2026.

## 38. DEPOSITORY SYSTEM

The Company's shares are tradable compulsorily in electronic form and the Company has connectivity with both the Depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Service (India) Limited (CDSL).As per the SEBI (Listing Obligations & Disclosure Requirements) (Fourth Amendment) Regulations, 2018, vide Gazette notification dated June 8, 2018 and November 30, 2018, Share transfer shall be mandatorily carried out in dematerialized form only w.e.f from April 1, 2019. In view of the notification, members are requested to avail the facility of Dematerialization of the Company's shares on either of the Depositories mentioned as aforesaid.

## 39. PROVISION OF VOTING BY ELECTRONIC MEANS THROUGH REMOTE E-VOTING AND E-VOTING AT THE AGM:

Your Company is providing E-voting facility as required under section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015. The ensuing Annual General Meeting of the Company will be held physically and your company has make necessary arrangements with CDSL to provide facility for remote e-voting and e-voting at AGM. The details regarding e-voting facility is being given with the notice of the Annual General Meeting.

## 40. ENVIRONMENT AND SAFETY

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

## 41. INDUSTRIAL RELATIONS

Industrial relations remained cordial throughout the year. Your Directors recognize and appreciate the sincere, hard work, loyal, dedicated efforts and contribution of all the employees in the growth and performance of the Company during the year.

The Company continues to accord a very high priority to both industrial safety and environmental protection and these are ongoing processes at the Company's plant and facilities to maintain high awareness levels. The Company as a policy re-evaluates safety standards and practices from time to time in order to raise the bar of safety for its people as well as users and customers.

**42. DISCLOSURES AS REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 AND CONSTITUTION OF INTERNAL COMPLAINTS COMMITTEE:**

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at the Workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made there under. The Policy aims to provide protection to employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure. The Policy has also been posted on the website of the Company and can be accessed through web link http://www.pacetronix.com/wpcontent/uploads/2019/10/Sexual%20Harassment%20Policy.pdf.

Pursuant to Section 4 of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Directors has constituted Internal Complaints Committee in the Company for the purpose of redressal of the complaints of the women employees and for rendering all assistance to the woman employee making the complaint.

The details of complaints during the financial year are as follows:

| | |
|---|---|
| • *Number of complaints of Sexual harassments received during the year* | *Nil* |
| • *Number of complaints disposed of during the year* | *Nil* |
| • *Number of cases pending for more than 90 days* | *Nil* |
| • *Number of awareness programmes conducted* | *Nil* |

During the year under review, the Company has not received any grievance/complaint from any women employee.

**43. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) AND THEIR STATUS:**

There are no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year.

**44. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOANS FROM THE BANKS OR FINANCIAL INSTITUTION ALONG WITH THE REASONS THEREOF:**

There are no such events occurred during the period from 01st April, 2025 to 31st March, 2026, thus no valuation is carried out for the one-time settlement with the Banks or Financial Institutions.

**45. A STATEMENT BY THE COMPANY WITH RESPECT TO THE COMPLIANCE TO THE PROVISIONS RELATING TO THE MATERNITY BENEFITS ACT, 1961.**

The company has complied with the applicable provisions of the Maternity Benefit Act, 1961. It has ensured that all eligible female employees are extended the benefits mandated under the act, including paid maternity leave, nursing breaks, and protection from dismissal during the maternity leave.

The company remains committed to provide a safe, supportive and inclusive work environment and continues to implement policies that support the health and well being of women employees, especially during maternity and post maternity periods.

**46. ACKNOWLEDGEMENTS**

Your Directors place on record, their sincere appreciation and deep gratitude to all the Government and semi government departments and Company's Bankers, for the assistance and co-operation and encouragement they extended to the Company. Your Directors also wish to place on record their sincere thanks and appreciation for the continuing support and unstinting efforts of Customer, Vendors, Employees and all other stakeholders for valuable contribution in the working and growth of the Company.

For and on behalf of the Board of
**SHREE PACETRONIX LIMITED**

Date: 13th August, 2026
Place: Pithampur

| | |
|---|---|
| Atul Kumar Sethi | Akash Sethi |
| Managing Director | Joint Managing Director |
| (DIN: 00245685) | (DIN: 08176396) |

## ANNEXURE- I

**Form AOC-1**
**[Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014]**

**Statement containing salient features of the financial statement of subsidiaries/associate Companies/joint ventures**

**Part "A": Subsidiaries**

[Information in respect of each subsidiary to be presented with amounts in Rupees (INR)]

| S. No. | Particulars | Details |
|---|---|---|
| **1.** | Name of the subsidiary | Shree Coratomic Limited |
| **2.** | Reporting period for the subsidiary concerned, if different from the holding company's reporting period | Same as of Holding Company |
| **3.** | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries | NA |
| **4.** | Share capital | 80,07,000 |
| **5.** | Reserves & surplus | (14,82,054) |
| **6.** | Total Assets | 77,39,304 |
| **7.** | Total Liabilities | 12,14,358 |
| **8.** | Investments | - |
| **9.** | Turnover (includes other income) | 1,74,989 |
| **10.** | Profit before taxation | (2,14,479) |
| **11.** | Provision for taxation | 1,540 |
| **12.** | Profit after taxation | (2,16,019) |
| **13.** | Proposed Dividend | NA |
| **14.** | % of shareholding | 99.91% |

1. Names of subsidiaries which are yet to commence operations: **NA**
2. Names of subsidiaries which have been liquidated or sold during the year: **NA**

## Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

1. Associates and Joint Ventures: **NA**
2. Names of associates or joint ventures which are yet to commence operations: **NA**
3. Names of associates or joint ventures which have been liquidated or sold during the year: **NA**

**For S. R. Naredi & Company**
**Chartered Accountants**

For and on behalf of the Board of
**SHREE PACETRONIX LIMITED**

| | | |
|---|---|---|
| **CA S. R. NAREDI** | **Atul Kumar Sethi** | **Akash Sethi** |
| **Proprietor** | Managing Director | Joint Managing Director |
| **M. No. 072014** | (DIN: 00245685) | (DIN: 08176396) |

Date: 13th August, 2026
Place: Indore

Date: 13th August,2026
Place: Pithampur

## ANNEXURE-II

**FORM NO. MR-3**
**SECRETARIAL AUDIT REPORT**
**FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2026**
*[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,**
**Shree Pacetronix Limited**
**(CIN: L33112MP1988PLC004317)**
**Plot No. 15, Sector II, Industrial Area,**
**Pithampur, District Dhar (M.P.) 454775**

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SHREE PACETRONIX LIMITED** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2026 complied with the statutory provisions listed hereunder 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2026 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the Rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

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;

d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; ***which is not applicable to the Company during the Audit Period.***

*e)* The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021; ***which is 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, 2025 regarding the Companies Act and dealing with client; ***in so far as applicable to the Company during the Audit Period.***

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; ***which is not applicable to the Company during the Audit Period***

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; ***which is not applicable to the Company during the Audit Period***

i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments made thereunder ("Listing Regulations");

j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

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

(vi) Secretarial Standards relating to Board Meetings and General Meetings issued by The Institute of Company Secretaries of India.

(vii) The Listing Agreement entered into by the Company with Stock Exchange(s) pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR).

I report that, during the year under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines and Standards mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent 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.

Adequate notice is given to all the directors to schedule the Board Meeting, agenda and detailed notes on 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.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors and Committees of the Board, as the case may be.

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that:

Pursuant to the approval of the Board of Directors of Shree Pacetronix Limited (the "Company") at its meeting held on 07th August, 2025, approval of the members at the Annual General Meeting held on 03rd September, 2025, and the in-principle approval granted by BSE Limited ("BSE") vide its letter dated 07th November, 2025, the Company, at its Board Meeting held on 14th November, 2025, allotted 75,150 equity shares at an issue price of ₹81/- per share, including a premium of ₹71/- per share, and 2,25,450 fully convertible equity warrants, comprising 75,150 Series A Warrants and 1,50,300 Series B Warrants, at an exercise price of ₹81/- per warrant, including a premium of ₹71/- per warrant, on a preferential basis to the Promoter, in accordance with the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.

The Company, at its Board Meeting held on 20th March, 2026, allotted 75,150 (Seventy-Five Thousand One Hundred Fifty) equity shares pursuant to the conversion of 75,150 Series A fully convertible equity warrants, at an issue price of ₹81/- (Rupees Eighty-One only) per equity share, including a premium of ₹71/- per equity share, on a preferential basis to the Promoter of the Company, in accordance with the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and other applicable laws. As on the date of this Report, the conversion of the balance 1,50,300 (One Lakh Fifty Thousand Three Hundred) Series B Warrants is still pending.

I further report that, during the audit period, apart from the aforesaid events/actions, there were no other specific events or actions having a major bearing on the affairs of the Company in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc.

Place: Indore
Date: 13th August,2026

**Signature: ______________**
**Shraddha Jain**
**ACS No: 39488**
**C P No: 14717**
**UDIN: A039488H001106884**
**Peer Review Certificate No.1765_2022**

**Note:** This report is to be read with our Letter of even date which is annexed as Annexure herewith and forms an integral part of this report.

## ANNEXURE TO SECRETARIAL AUDIT REPORT

**To,**
**The Members,**
**Shree Pacetronix Limited**
**(CIN: L33112MP1988PLC004317)**
**Plot No. 15, Sector II, Industrial Area,**
**Pithampur, District Dhar (M.P.)-454775**

My report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.

2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.

3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, I have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Indore
Date: 13th August,2026

**Signature: _______________**
**Shraddha Jain**
**ACS No: 39488**
**C P No: 14717**
**UDIN: A039488H001106884**
**Peer Review Certificate No.1765_2022**

# ANNEXURE – III

The information under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended 31st March, 2026 is given here below and forms part of the Directors' Report.

## A. Conservation of Energy:

### i. The steps taken or impact on conservation of energy

- Company ensures that the manufacturing operations are conducted in the manner whereby optimum utilization and maximum possible savings of energy is achieved.
- Up-gradation of machineries and installation of new machineries based on fuel or power efficiency.
- Monitoring the maximum demand and power load factor on daily basis.
- Replacement of inefficient machines with energy efficient machines.

### ii. The steps taken by the Company for utilizing alternate sources of energy:

No alternate source used in the financial year 2025-2026.

### iii. Capital Investment on Energy Conservation Equipment: NIL

## B. Technology Absorption:

### i. The efforts made towards technology absorption

Research & Development activities are being carried out as part of the Company's normal business activities. The Company is regular in adding new equipment's for testing.

### ii. The benefits derived like increase in productivity and cost reduction

Product Improvement, Cost reduction & Product development activities are the ongoing processes in the Company.

### iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)

The Company is using manufacturing technology which is entirely indigenous.

### iv. Expenditure on R&D:

The Company has made the expenditure towards Research and Development of an amount Rs. 34,47,672/-

**C. Foreign Exchange Earnings and Outgo-**

**Amount in Actual Rupees**

| S.NO | PARTICULARS | 31.03.2026 | 31.03.2025 |
|---|---|---|---|
| 1 | Foreign Exchange earned | | |
| | FOB Value of Exports | 2,57,80,337 | 1,50,85,956 |
| **TOTAL EARNINGS** | | **2,57,80,337** | **1,50,85,956** |
| 2 | Expenditure in Foreign Exchange: | | |
| | Foreign travel | 32,67,892 | 23,39,009 |
| | Fees for Technical Services | NIL | 8,19,818 |
| | Capital Goods | 1,86,125 | 24,75,711 |
| | Raw Materials (CIF Value of Imports) | 2,16,92,598 | 5,30,68,579 |
| | R&D | 1,18,732 | 1,01,100 |
| | Repair to Machinery | NIL | NIL |
| | Business Promotion | NIL | NIL |
| **TOTAL EXPENDITURE** | | **2,52,65,347** | **5,88,04,217** |

**For S. R. Naredi & Company**
**Chartered Accountants**

For and on behalf of the Board of Directors of
**SHREE PACETRONIX LIMITED**

**CA S. R. NAREDI**
**Proprietor**
**M. No. 072014**

**Atul Kumar Sethi**
Managing Director
(DIN: 00245685)

**Akash Sethi**
Joint Managing Director
(DIN: 08176396)

Date: 13th August, 2026
Place: Indore

Date: 13th August, 2026
Place: Pithampur

# ANNEXURE –IV

**Details pertaining to remuneration as required under section 197(12) of the Companies Act, 2013, read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2025-2026, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2025-2026:

**Amount in Actual Rupees**

| S. No | Name of Director/KMP | Designation | Remuneration of directors/ KMP's for Financial year 2025-2026 | Remuneration of directors/ KMP's for financial year 2024-2025 | % increase in Remuneration in the financial year | Ratio of remuneration of each director to median remuneration of employees |
|---|---|---|---|---|---|---|
| 1. | **Mr. Atul Kumar Sethi** | Managing Director | 60,00,000 | 60,00,000 | - | 38.63:01 |
| 2. | **Mr. Akash Sethi** | Joint Managing Director | 42,00,000 | 42,00,000 | - | 27.04:01 |
| 3. | **Ms. Manali Tongia** | Non-Executive Independent Director | - | - | - | - |
| 4. | **Ms. Somya Chhabra** | Non-Executive Independent Director | - | - | - | - |
| 5. | **Mr. Chandragupt Jain** | Non-Executive Independent Director | - | - | - | - |
| 6. | **Mr. Ashok Atulkar** | Chief Financial Officer | 2,95,800 | 2,72,200 | 8.67% | - |
| 7. | **Ms. Rupali Ahire** | Company Secretary | 2,40,000 | - | - | - |

**The percentage decrease in the median remuneration of employees in the financial year-**

There was a decrease in the median remuneration of employees in the financial year by 10.58%.

i. **The number of permanent employees on the rolls of Company as on March 31, 2026**: 132

ii. **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile**

**decrease in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;**

There was decrease in Average percentile of the salaries of employees other than the managerial personnel in the financial year i.e. 2025-2026 by 11.57%.

The increase in remuneration of Key Managerial Personnel is not solely based on Company's performance but also includes various other factors like individual performance, experience, relevant expertise, skills, academic background, industry trends, economic situation and future growth prospects etc. besides Company's performance and there were no exceptional circumstances for increase in the managerial remuneration in comparison to remuneration of other employees.

**iii.** The key parameters for any variable component of remuneration availed by the directors are approved by the Board of Directors based on the recommendation of Nomination & Remuneration Committee.

**iv.** **Affirmation that the remuneration is as per the Remuneration Policy of the Company**
It is hereby affirmed that the remuneration paid is as per the Remuneration Policy of the Company.

For and on behalf of the Board of Directors of
**SHREE PACETRONIX LIMITED**

Date: 13th August,2026
Place: Pithampur

| | |
|---|---|
| **Atul Kumar Sethi** | **Akash Sethi** |
| Managing Director | Joint Managing Director |
| (DIN:00245685) | (DIN: 08176396) |

# ANNEXURE –V

**Details pertaining to remuneration as required under section 197(12) of the Companies Act, 2013, read with rule 5(2) & 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time for the year ended 31st March, 2026**

| S. No. | NAME | DESIGNATION | REMUNERATION RECEIVED DURING THE FINANCIAL YEAR (IN RS.) | NATURE OF EMPLOYMENT, WHETHER CONTRACTUAL OR OTHERWISE | QUALIFICATION AND EXPERIENCE | DATE OF JOINING | AGE (IN YEARS) | LAST EMPLOYMENT | WHETHER ANY SUCH EMPLOYEE IS A RELATIVE OF ANY DIRECTOR OR MANAGER OF THE COMPANY AND IF SO, NAME OF SUCH DIRECTOR OR MANAGER | THE PERCENTAGE OF EQUITY SHARES HELD BY THE EMPLOYEE IN THE COMPANY |
|---|---|---|---|---|---|---|---|---|---|---|
| 1. | Mr. Atul Kumar Sethi | Managing Director | 60,00,000 | Contractual | MBA Marketing, 29 years | 11.01.1988 | 64 | -- | 1. Mr. Akash Sethi<br>2. Mrs. Amita Sethi | Self :18.81%<br>Spouse: 3.07%<br>Children: 14.56% |
| 2. | Mr. Akash Sethi | Joint Managing Director | 42,00,000 | Contractual | Master of Science, 11 years | 14.08.2018 | 35 | -- | 1. Mr. Atul Kumar Sethi<br>2. Mrs. Amita Sethi | Self :13.51% |
| 3. | Mr. Vikas Gokhale | Technician in R&D dept. | 20,40,000 | Contractual | M tech, 25 years | 30.01.2012 | 51 | -- | -- | -- |
| 4. | Mrs. Amita Sethi | Empolyee | 18,60,000 | Contractual | MA, 24 years | 01.12.2010 | 60 | -- | 1. Mr. Atul Kumar Sethi<br>2. Mr. Akash Sethi | Self: 3.07%<br>Spouse: 18.81%<br>Children: 14.56% |

| | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| 5. | Mr. Pradip Tyagi | Assistant Quality control | 8,29,040 | Regular | Graduate, 18 years | 19.03.2007 | 40 | -- | -- | -- |
| 6. | Mr. Mayur Dilip Bhusari | General Manager, Production | 8,25,564 | Regular | Graduate, 20 years | 01.01.2006 | 52 | -- | -- | -- |
| 7. | Mr. Neeraj Tiwari | Territory Sales Manager | 6,30,000 | Regular | B.Sc. Biotechnology 13 years | 01.08.2013 | 35 | -- | -- | -- |
| 8. | Mr. Murtaza Faizee | Regional Sales Manager | 5,54,962 | Regular | Graduate, 29 years | 11.01.1988 | 52 | -- | -- | -- |
| 9. | Mr. Arvind Mishra | Engineer at Tool Room Department | 6,12,282 | Regular | Post Graduate, 18 years | 21.02.2014 | 40 | Man Trucks | -- | -- |
| 10. | Mr. Sumit Chakarbarti | Regional Marketing Manager | 4,09,889 | Regular | Graduate, 27 years | 01.12.1997 | 69 | CADILA | -- | -- |
| 11. | Advik Sharma | Reginal Manager | 5,86,993 | Regular | Graduate | 21/01/2021 | 33 | - | -- | -- |
| 12. | Susanta Lahiri | General sales manager | 5,46,000 | Regular | Graduate | 15/2/2021 | 58 | - | -- | -- |
| 13. | Mr. Vijay Kumar Soni | Lead Quality Control Manager | 4,58,426 | Regular | Graduate, 29 years | 01.09.1996 | 50 | -- | -- | -- |
| 14. | Mr. Rabin Chakraborty | Sales Manager | 4,61,000 | Regular | Graduate, 20 years | 01.06.2003 | 61 | -- | -- | -- |

1. All the above employees are permanent employees of the Company.

For and on behalf of the Board of
**SHREE PACETRONIX LIMITED**

Date: 13th August,2026
Place: Pithampur

**Atul Kumar Sethi**
Managing Director
(DIN:00245685)

**Akash Sethi**
Joint Managing Director
(DIN: 08176396)

## ANNEXURE-VI

## COMPLIANCE CERTIFICATE FROM THE MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER

[As per Regulation 17 (8) of SEBI (LODR) Regulations, 2015]

To,
The Board of Directors,
**Shree Pacetronix Limited**
Plot No 15, Sector-II,
Industrial Area,
Pithampur Dist. Dhar-454775

Dear Members' of the Board,

We, Atul Kumar Sethi, Managing Director and Ashok Atulkar, Chief Financial Officer of Shree Pacetronix Limited, to the best of our knowledge, information and belief, certify that:

1. We have reviewed Audited Financial Statements (Standalone and Consolidated) for the year ended 31st March, 2026 and that to the best of our knowledge and belief:
   a. These Statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
   b. These Statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. We further certify, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or volatile of the Company's code of conduct
3. We accept responsibility for establishing and maintaining internal controls for Financial Reporting and we have evaluated the effectiveness of Internal Control Systems of the Company pertaining to Financial Reporting and have not noticed any deficiency that need to be rectified or disclosed to the Auditors and the Audit.
4. We have indicated to the auditors and the Audit committee that there is:
   a. No significant change in internal control over financial reporting during the year;
   b. No significant change in accounting policies during the year under review, and
   c. No instance of any fraud in the company in which the management or an employee has any role.

For and on behalf of the Board of Directors
**SHREE PACETRONIX LIMITED**

Date: 13th August, 2026
Place: Pithampur

| | |
|---|---|
| **Ashok Atulkar** | **Atul Kumar Sethi** |
| Chief Financial officer | Managing Director |

## ANNEXURE-VII
## CORPORATE GOVERNANCE REPORT

As per Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ["SEBI (LODR) Regulations, 2015"] the corporate governance provisions as specified in Regulations 17,17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V are **NOT APPLICABLE** on the Company as the paid up capital of the Company is less than Rs. 10 Crores and the net worth of the Company is less than Rs. 25 Crores as on the last day of the previous financial year.

Hence on 21st July, 2025 your Directors intimated to Stock exchange regarding non applicability of above corporate governance provisions for the financial year 2025-2026.

However, your Company believes in Good Corporate Governance Practices, so the Directors present the Report on Good Corporate Governance for the year ended 31st March 2026 to have more transparency and disclosures.

The Company believes that sound Corporate Governance is critical for enhancing and retaining investor trust and your Company always seeks to ensure that its performance and goals are met with integrity. The Company has always worked towards building trust with shareholders, employees, customers, suppliers and other stakeholders based on the principles of good corporate.

### 1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

At Shree Pacetronix Limited, Corporate Governance continues to be a fundamental pillar of our business philosophy and a key driver of sustainable growth. During FY 2025–26, the Company remained committed to maintaining the highest standards of transparency, accountability, integrity and ethical conduct across its operations.

Our governance framework is designed to ensure responsible decision-making, effective oversight, regulatory compliance and protection of stakeholder interests. The Board of Directors continues to provide strategic guidance and oversight, with a strong focus on business performance, risk management, internal controls and long-term value creation. The Company also promotes a culture of openness and responsibility, encouraging employees to uphold ethical standards and raise concerns through appropriate channels.

We believe that effective Corporate Governance extends beyond compliance and reflects our commitment to building lasting trust with shareholders, customers, employees, business partners and other stakeholders. Going forward, the Company remains dedicated to continuously strengthening its governance practices and creating sustainable value while conducting its business in a responsible and transparent manner.

### 2. BOARD OF DIRECTORS

The Board of Directors along with its committees provides focus and guidance to the Company's Management as well as directs and monitors the performance of the Company.

**a. Composition & Category**

The Composition of Board of Directors is governed by the SEBI (LODR) Regulations, 2015 and the Companies Act, 2013.

| NAME OF DIRECTOR | CATEGORY |
|---|---|
| **Mr. Akash Sethi** | Promoter, Executive Director |
| **Mr. Atul Kumar Sethi** | Promoter, Executive Director |
| **Ms. Manali Tongia** | Non- Executive Independent Director |
| **Ms. Somya Chhabra** | Non- Executive Independent Director |
| **Mr. Chandragupt Jain** | Non- Executive Independent Director |

In accordance with the compliances, Board has an optimum combination of Executive & Non-Executive Directors.

Post 31st March, 2026 and as on date of this Report, the Board comprising of the following Directors

| CATEGORY | NO. OF DIRECTORS | PERCENTAGE (%) |
|---|---|---|
| • **Executive Directors** | 2 | 40 |
| • **Non- Executive Independent Directors** | 3 | 60 |
| **TOTAL** | **5** | **100** |

All Directors possess relevant qualifications and experience in general corporate management, marketing, finance and other allied fields which enable them to effectively contribute to the Company in their capacity as Directors.

All Independent Directors of the Company have been appointed as per the provisions of the SEBI (LODR) Regulations, 2015 and the Companies Act, 2013. Independent Directors play an important role in deliberations at the Board Meetings and bring to the Company their wide experience in the field of Business and Industry.

The Company has issued formal letter of appointment to all the Independent Directors on their appointment explaining inter-alia, their roles, responsibilities, terms of appointment, code of conduct, functions and duties. The terms and conditions of their appointment are disclosed on the Company's website at www.pacetronix.com .

All the Independent Directors (IDs) of the Company, have given a declaration affirming compliance to the criteria of independence pursuant to Section 149 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. These were placed before the Board. The Board, based on the declaration(s) received from the IDs, have verified the veracity of such disclosures and confirmed that the IDs fulfil the conditions of Independence specified in the SEBI (LODR) Regulations, 2015 and are independent of the management of the Company.

In the opinion of the Board, each Independent Director possesses appropriate balance of skills, experience and knowledge, as required.

**b. Details of Directors of the Company who holds Directorship in another Company as on 31st March, 2026:**

| NAME OF DIRECTOR | NAME OF THE COMPANY | CIN | DESIGNATION |
|---|---|---|---|
| **Akash Sethi** | Lifepace Medica Private Limited | U26600MP2025PTC074135 | Managing Director |
| | Shree Coratomic Limited | U33112MP1995PLC008917 | Director |

| NAME OF DIRECTOR | NAME OF THE COMPANY | CIN | DESIGNATION |
|---|---|---|---|
| **Atul Kumar Sethi** | Shree Coratomic Limited | U33112MP1995PLC008917 | Director |

| NAME OF DIRECTOR | NAME OF THE COMPANY | CIN | DESIGNATION |
|---|---|---|---|
| **Somya Chhabra** | Shree Coratomic Limited | U33112MP1995PLC008917 | Independent Director |

**c. The Names of Other Listed Entities where the Directors have Directorship and their Category of Directorship in such Listed Entities:**

None of the Director is holding Directorship in any other listed Company.

**d. Reason of Resignation of Independent Directors:**

None of the Non-Executive Independent Directors has resigned from the Company during the Financial Year 2025-26.

**e. Key Board Qualifications, Expertise and Attributes**

The Board comprises qualified members who bring in the required skills, competence and expertise that allow them to make effective contribution to the Board and its committees.

The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available with the Board Members:

1. Knowledge on Company's businesses, policies and business culture major risks / threats and potential opportunities and knowledge of the industry in which the Company operates.

2. Behavioural skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company.
3. Business Strategy, Sales & Marketing, Corporate Governance, Forex Management, Administration, Decision Making.
4. Financial and Management skills.
5. Technical / Professional skills and knowledge in relation to Company's business.

**DIRECTORS HAVING SUCH SKILL AND COMPETENCIES**

| NAME OF DIRECTORS | SKILLS | | | | |
|---|---|---|---|---|---|
| | **Knowledge on Company's businesses etc.** | **Behavioural skills** | **Business Strategy, Sales & Marketing etc** | **Financial and Management skills** | **Technical/ Professional skills etc.** |
| Mr. Atul Kumar Sethi | Yes | Yes | Yes | Yes | Yes |
| Mr. Akash Sethi | Yes | Yes | Yes | Yes | Yes |
| Ms. Manali Tongia | Yes | Yes | Yes | Yes | Yes |
| Ms. Somya Chhabra | Yes | Yes | Yes | Yes | Yes |
| Mr. Chandragupt Jain | Yes | Yes | Yes | Yes | Yes |

The Board is satisfied that the current composition reflects an appropriate mix of knowledge, skills, experience, diversity and independence required for it to function effectively. The Board periodically evaluates the need for change in its composition and size.

**f. Board Procedure and its Meetings**

The Board meets at least once in every quarter to review the results and other items on the agenda. The agenda is circulated well in advance to the Board/Committee members, along with comprehensive background information on the items in the agenda to enable the Board and Committees to arrive at appropriate decisions.

The Board in its meeting reviews the existing policies and programmes and also formulates various strategies for the betterment of the Company and enhancement of stakeholder's value. The Board considers matters relating to business, production, finance, marketing, personnel, materials and general administration also. The intervening gap between the two Board meetings was in compliance with the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

During the Financial year 2025-26, the Board met 07 (Seven) times on:

| S. NO. | DATE OF BOARD MEETING |
|---|---|
| 01 | 30th May, 2025 |
| 02 | 07th August, 2025 |
| 03 | 15th October, 2025 |
| 04 | 1st November, 2025 |
| 05 | 14th November, 2025 |
| 06 | 13th February,2026 |
| 07 | 20th March, 2026 |

**g. Details of attendance of each Director at Board Meetings and at the last year's Annual General Meeting with particulars of their other Directorships and Chairman/ Membership of Board Committees showing the position as at 31st March, 2026 are given in the following table:**

| Name of the Director | Category | Attendance at Board Meetings attended during | Attendance at last AGM held on 03rd September 2025 | No. of Directorships (including this company) | No. of Committee Membership Position (including this Company) | | Share |
|---|---|---|---|---|---|---|---|
| | | 2025-2026 | | | As Chairman | As Member | Holding |
| Mr. Atul Kumar Sethi (DIN: 00245685) | Promoter, Executive Director | 7 | Yes | 2 | - | 1 | 705506 |
| Mr. Akash Sethi (DIN: 08176396) | Promoter, Executive Director | 7 | Yes | 3 | - | - | 328471 |
| Ms. Manali Tongia (DIN:09542172) | Non-Executive Independent Woman Director | 7 | Yes | 1 | 3 | - | - |

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| Ms. Somya Chhabra (DIN:09597296 ) | Non-Executive Independent Woman Director | 7 | Yes | 2 | - | 3 | - |
| Mr. Chandragupt Jain (DIN : 10262427) | Non-Executive Independent Director | 7 | Yes | 1 | - | 2 | - |

**Note:**

Committee membership(s) and Chairmanship(s) of every Director is separately counted.

**h. Separate Meeting of Independent Directors**

Pursuant to the Regulation 25(3) of the SEBI (LODR) Regulations, 2015 and Schedule IV of the Companies Act, 2013, a separate meeting of the Independent Directors of the Company was held on **Friday, 20th March, 2026** without the attendance of non-independent directors and members of management. They discussed following at the meeting:

- Reviewed and evaluated the performance of Non-Independent Directors.
- Reviewed the performance of the Board of Directors as a whole.
- Assessed the quality, quantity and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and necessarily perform its duties.

All the independent directors were present at the meeting.

**i. Familiarization Programme**

The Company has adopted a policy on familiarization program for Independent Directors with the objective of familiarizing them with the Company, its operations, Business Model, Business Strategy, nature of the industry and environment in which it operates, the regulatory environment applicable to it, and also the roles, rights and responsibilities of Independent Directors. The policy can be accessed at http://www.pacetronix.com/investor-corner/policies/.

**j. Inter-se relationship among directors**

Mr. Akash Sethi, Joint Managing Director of the Company, is son of Mr. Atul Kumar Sethi, Managing Director of the Company. Except them, there are no relationships between the Directors of the Company, inter-se.

**k. Note on Directors Appointment/ Re-appointment**

Member at the 37th Annual General Meeting of the Company held on 03rd September,2025 approved the reappointment of Mr. Atul Kumar Sethi (DIN: 00245685) as the Managing Director of the Company for a further term of 3 years i.e. 01st December 2025 to 30th November 2028.

## 1. COMMITTEES OF THE BOARD

| BOARD HAS THREE COMMITTEES, VIZ: | | |
|---|---|---|
| **Audit Committee** | **Nomination and Remuneration Committee** | **Stakeholder Relationship Committee** |

The above said Committees consist of majority of Independent Directors. The quorum for the Meetings is either two directors or one third of the members of the Committee**,** whichever is higher.

### a. AUDIT COMMITTEE

A qualified and independent Audit Committee has been set up by the Board in compliance with the requirements of Regulation 18 of the SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013. All the members of the committee are financially literate and have accounting and financial management expertise.

#### i. Terms of reference

The terms of reference of the Audit Committee includes the matters specified in Part C of Schedule II to the SEBI (LODR) Regulations, 2015 and also as required under Section 177 of the Companies Act, 2013 which includes oversight of the Company's financial reporting process and disclosure of its financial information, review of financial statements, review of systems and controls, approval or any subsequent modification of transactions of the Company with related parties, review report of the internal auditor etc.

#### ii. Composition and Meetings:

The Audit Committee comprised of 3 (three) Directors, all of them are Non-Executive Independent Directors. The Audit Committee is chaired by Ms. Manali Tongia who is a Non-Executive independent director.

During the financial year ended on 31st March, 2026, 6 (Six) Audit Committee Meetings were held and the dates on which the said meetings were held are as follows:

| S. NO. | DATE OF AUDIT COMMITTEE MEETING |
|---|---|
| 01 | 30th May, 2025 |
| 02 | 07th August, 2025 |
| 03 | 01st November, 2025 |
| 04 | 14th November, 2025 |
| 05 | 13th February, 2026 |
| 06 | 20th March, 2026 |

The Composition and attendance record of the members at the meeting is as under:

| NAME | CATEGORY | NUMBER OF MEETINGS | |
|---|---|---|---|
| | | ELIGIBLE TO ATTEND | ATTENDED |
| **Ms. Manali Tongia (DIN: 09542172)** | Chairman, Independent Director | 6 | 6 |
| **Ms. Somya Chhabra (DIN: 09597296)** | Member, Independent Director | 6 | 6 |
| **Mr. Chandragupt Jain (DIN : 10262427)** | Member, Independent Director | 6 | 6 |

**Note:**

We hereby confirm composition of the Audit Committee is in line with requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI Listing Regulations.

**b. NOMINATION AND REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee is constituted in accordance with the provisions of Regulation 19 of the SEBI (LODR) Regulations, 2015 and the provisions of Section 178(1) of the Companies Act, 2013.

**i. Terms of reference**

The terms of reference of the Nomination and Remuneration Committee includes the matters specified in Part D of Schedule II to the SEBI (LODR) Regulations, 2015 which broadly includes determination and recommendation for appointment/removal of Executive, Non-Executive and Independent Directors to the Board etc.

**ii. Composition and Meetings**

The Nomination and Remuneration Committee comprised of 3 (three) Directors, all of them are Non-Executive Independent Directors. The Committee is chaired by Ms. Manali Tongia who is a Non-Executive independent director.

During the financial year ended on 31st March, 2026, 2 (Two) Nomination and Remuneration Committee Meetings were held and the dates on which the said meetings were held are as follows:

| S. NO. | DATE OF NRC COMMITTEE MEETING |
|---|---|
| **01** | **30th May, 2025** |
| **02** | **07th August, 2025** |

The composition and attendance record of the members at the meeting is as under:

| NAME | CATEGORY | NUMBER OF MEETINGS | |
|---|---|---|---|
| | | ELIGIBLE TO ATTEND | ATTENDED |
| **Ms. Manali tongia (DIN: 09542172)** | Chairman, Independent Director | 2 | 2 |
| **Ms. Somya Chhabra (DIN: 09597296)** | Member, Independent Director | 2 | 2 |
| **Mr. Chandragupt Jain (DIN : 10262427)** | Member, Independent Director | 2 | 2 |

**Note:**

We hereby confirm composition of the Nomination and Remuneration Committee is in line with requirements of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI Listing Regulations.

**i. Criteria for performance evaluation**

The Nomination and Remuneration Committee has laid down the criteria for performance evaluation of Executive Directors, Non-Executive Directors including Independent Directors and Board as a Whole.

The criteria for performance evaluation are as under:

**For Non-Executive Directors including Independent Directors:**

The criteria for evaluation of Non-Executive Directors, inter alia, includes attendance and contribution of Directors at Board and Committee meetings, study of agenda and active participation, discharge of other functions and responsibilities prescribed under law, monitoring the effectiveness of corporate governance practices, contribution to discussion on strategy, participate constructively and actively in committees of the Board, exercise of skills and diligence with due and reasonable care and to bring independent judgment to the Board, ability to bring in best practices from his/her experience, adherence to the code of conduct.

**For Executive Directors:**

The criteria for evaluation of Executive Directors, inter alia, includes his ability to conduct meetings, ability to elicit inputs from all members, ability to table and openly discuss challenging matters, attendance at meetings, assistance to board in formulating policies and setting standards, accessibility, ability to analyze strategic situations, ability to protect positive image of the Company, abides by the legal obligations and code of conduct, maintaining high level of confidentiality, compliance with regulatory requirements, monitor the performance of management and satisfy himself with integrity of the financial controls.

**For Board as a whole:**

The criteria for evaluation of the Board, inter alia, includes composition and diversity, induction programme, No. of meetings held, team work, performance culture, risk management and financial controls, integrity, credibility, trustworthiness, active and effective participation by members.

**For Board Committee:**

The criteria for evaluation of the Board Committee, inter alia, includes-Constitution of Committee, the terms of reference, independence of the Committee, reporting the Committees to the Board, Reviews its mandate and performance, proactive measures to perform its functions, suggestion and recommendation of committee, fulfillment of its functions as assigned by the Board, frequency of the Committee meetings, adequacy of attendance and participation in the Committee meetings, discussions and decision making.

**ii. Remuneration of Directors**

- **Transactions with Non- Executive Directors**
  The non-executive directors of the Company do not have any material pecuniary relationship or transactions vis-à-vis Company. The Company is neither paying any remuneration to the Non-Executive/Independent Directors and the company has paid sitting fees for attending the Board meetings.

- **Criteria for making payment**
  As per the Nomination and Remuneration Policy of the Company which is placed on the Company's website at www.pacetronix.com .

- **Remuneration to Executive Directors**
  During the financial year, there were only 2 (Two) directors who are in the whole time employment of the company and drawing remuneration. The details of remuneration to the Executive Directors are as follows:

**In Rupees(Rs.)**

| NAME OF DIRETORS | DESIGNATION | SALARY P.A. | BENEFITS | COMMISSION | BONUS | TOTAL |
|---|---|---|---|---|---|---|
| **Mr. Atul Kumar Sethi DIN:(00245685)** | Managing Director | 60,00,000 | - | - | - | 60,00,000 |
| **Mr. Akash Sethi DIN: (08176396)** | Joint Managing Director | 42,00,000 | - | - | - | 42,00,000 |

- The company does not have any service contract with any of its directors.
- The company has not granted any stock option to any of its Director/employees.

- No sitting Fees for attending the Board Meeting and/or Committee Meetings was paid to any Director of the Company during the financial year except Non-Executive/Independent Director.
- The Company is not paying any remuneration to the Non-Executive/Independent Directors.
- The Company is paying the sitting fees to the Non-Executive/Independent Directors for attending the Board Meeting.

**c. STAKEHOLDERS RELATIONSHIP COMMITTEE**

The Stakeholders Relationship Committee is constituted in accordance with the provisions of Regulation 20 of the SEBI (LODR) Regulations, 2015 and the provisions of Section 178 of the Act.

**i. Terms of reference**

The Board has set up a Stakeholders Relationship Committee to consider and resolve the grievances of the security holders including complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends etc.

**ii. Composition and Meetings**

The Stakeholders Relationship Committee ("SRC") comprised 3 (Three) Directors, out of which 2 (two) director are Independent Directors and one Director is Executive Director. The Committee is chaired by Ms. Manali Tongia, Independent Director.

During the financial year ended on 31st March, 2026, 5 (Five) Stakeholder Relationship Committee Meetings were held and the dates on which the said meetings were held are as follows:

| S. NO. | DATE OF NRC COMMITTEE MEETING |
|---|---|
| 01 | 30th May, 2025 |
| 02 | 07th August, 2025 |
| 03 | 01st November, 2025 |
| 04 | 26th December,2025 |
| 05 | 13th February, 2026 |

The composition and attendance record of the members at the meeting is as under:

| NAME | CATEGORY | NUMBER OF MEETINGS | |
|---|---|---|---|
| | | ELIGIBLE TO ATTEND | ATTENDED |
| **Ms. Manali Tongia (DIN: 09542172)** | Chairman, Independent Director | 5 | 5 |
| **Ms. Somya Chhabra (DIN: 09597296)** | Member, Independent Director | 5 | 5 |
| **Mr. Atul Kumar Sethi (DIN : 00245685)** | Member, Executive Director | 5 | 5 |

Details of the Complaints received to the Registrar and Share Transfer Agent of the Company are as below:

| S. NO | PARTICULARS OF INVESTOR GRIEVANCES | NO. OF INVESTORS GRIEVANCES |
|---|---|---|
| **1.** | Complaints received during the Year | 0 |
| **2.** | Complaints disposed of during the Year | 0 |
| **3.** | Complaints pending at the end of the Year | 0 |

Ms. Rupali Ahire, Company Secretary is the general compliance officer of the Company except specifically provided otherwise for specific purposes.

### d. INDEPENDENT DIRECTOR COMMITTEE

During the Financial Year 2025-2026, Pursuant to the preferential issue and in compliance with the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, the Company constituted a Committee of Independent Directors to provide reasoned recommendations on the open offer made by Mr. Akash Sethi (Acquirer) along with Atul Kumar Sethi ("PAC-1"), Amita Sethi ("PAC-2"), and Ashish Sethi ("PAC-3") to the shareholders of the Company. The Committee was formed to ensure transparency and protect the interests of the shareholders as per the regulatory requirements.

The Committee comprises the following Independent Directors:

- Ms. Manali Tongia Chairman, Independent Director
- Ms. Somya Chhabra Member, Independent Director
- Mr. Chandragupt Jain Member, Independent Director

Further, Separate Meeting of Independent Directors was held on 20th March, 2026.

## 2. GENERAL BODY MEETINGS

a. Details of the General Body Meetings held during last three years:

| AGM/EGM | DATE | VENUE | TIME | WHETHER ANY SPECIAL BUSINESS TRANSACTED |
|---|---|---|---|---|
| **37th AGM** | 03rd September, 2025 | Video Conferencing (VC) or Other Audio Video Means (OAVM) for which purposes the registered office of the company was deemed as the venue for the Meeting. | 1:00 PM | Yes |
| **36th AGM** | 20th September, 2024 | Video Conferencing (VC) or Other Audio Video Means (OAVM) for which | 11:30 AM | Yes |

| | | | | |
|---|---|---|---|---|
| | | purposes the registered office of the company was deemed as the venue for the Meeting. | | |
| **35th AGM** | 15th September 2023 | Video Conferencing (VC) or Other Audio Video Means (OAVM) for which purposes the registered office of the company was deemed as the venue for the Meeting. | 11:30 AM | Yes |

b. No Extra-Ordinary General Meeting of the shareholders was held during the year.

c. No Special resolutions were passed during 2024-2025 and 2025-2026 through postal ballot.

d. At present there is no proposal to pass any special resolution through postal ballot.

### 3. MEANS OF COMMUNICATION

#### a. Quarterly, Half Yearly and Annual Financial Results

The Board of Directors of the Company approves and takes on record the Quarterly, Half Yearly and Yearly Financial Results within 45/60 days of the end of the respective quarter in the proforma prescribed by SEBI (LODR) Regulations, 2015.

**Newspaper publications on Financial Results**

The Quarterly/ Half yearly/ Annual Results of the Company are published in accordance with the SEBI (LODR) Regulations, 2015 in English and Hindi newspapers.

#### b. Website

The Company's website www.pacetronix.com contains a dedicated segment called 'Investors Corner', where all the information as may be required by the Shareholders is available including quarterly results, shareholding pattern, stock exchange disclosures, Annual Reports, Subsidiary Financials, Policies, additional disclosures, etc. in accordance with Regulation 46 and other prescribed regulations of SEBI (LODR) Regulations 2015.

#### c. Official Media releases and presentations made to Institutional Investors/Financial Analysts:

No official media releases and presentations are made by the Company.

## 4. GENERAL SHAREHOLDERS INFORMATION

### a. Annual General Meeting

On **Tuesday, 29th September, 2026** at 01:00 P.M. (IST) at the registered office of the Company situated at **Plot No. 15, Sector-II, Industrial Area, Pithampur, District Dhar, Madhya Pradesh, 454775** shall be the venue for the meeting.

**b. Financial Year**: 1st April, 2025 to 31st March, 2026.

| Financial Calendar | (Tentative) |
|---|---|
| Results for the Quarter ending 30th June, 2025: | First Fortnight of August, 2025 |
| Results for the Quarter ending 30th September, 2025: | First Fortnight of November, 2025 |
| Results for the Quarter ending 31st December, 2025: | First Fortnight of February, 2026 |
| Results for the Quarter ending 31st March, 2026: | Last week of May, 2026 |

### d. Dividend

The Board of Directors of the Company has not declared any dividend on equity share for the financial year 2025-2026.

### e. Book Closure

From Wednesday, 23rd September, 2026 to Tuesday, 29th September, 2026 (both days inclusive) for the purpose of 38th AGM of the Company

### f. Listing:

| Stock Exchange | BSE Limited |
|---|---|
| Stock Code | 527005 |
| ISIN No | INE847D01010 |
| Listing Fees has been paid for financial year 2025-26 | |

**g. Plant Location:** **Shree Pacetronix Limited**
CIN: L33112MP1988PLC004317
Plot No. 15, Sector II, Industrial Area,
Pithampur, District Dhar (M.P.)
Pin code: 454775
Phone: 07292-411105,
Fax: 07292-400418
Email: pacetronix@hotmail.com

**h. Investor Correspondence Address:**

**1. Registrars and Share Transfer Agents**
**Ankit Consultancy Private Limited**

60, Electronics Complex, Pardesipura,
Indore (M.P.) - 452010
Phone- 0731-4065799 /97
Fax- 0731-4065798
E Mail Id: compliance@ankitonline.com, investor@ankitonline.com

**2. Compliance Officer/ Company Secretary**
**Rupali Ahire**
**Shree Pacetronix Limited**

Plot No. 15, Sector II, Industrial Area,
Pithampur, District Dhar (M.P.) - 454775
Phone: 07292-411105
Fax: 07292-400418
Email: pacetronix@hotmail.com

**i. Stock Market Data:**
Monthly High/Low/Close during each month at the BSE in the Financial Year 2025-2026:

**In Rupees (Rs.)**

| YEAR | HIGH | LOW | CLOSE |
|---|---|---|---|
| **Apr 25** | 75.00 | 64.00 | 70.00 |
| **May-25** | 85.00 | 66.37 | 81.60 |
| **Jun-25** | 86.00 | 66.10 | 74.85 |
| **Jul-25** | 100.65 | 73.00 | 74.16 |
| **Aug-25** | 164.06 | 71.00 | 164.06 |
| **Sep-25** | 223.95 | 167.10 | 223.80 |
| **Oct-25** | 283.15 | 203.55 | 265.00 |
| **Nov-25** | 281.20 | 232.30 | 232.30 |
| **Dec-25** | 279.00 | 182.90 | 182.80 |
| **Jan-26** | 189.90 | 127.30 | 142.00 |
| **Feb-26** | 172.80 | 121.50 | 125.00 |
| **Mar-26** | 126.00 | 90.00 | 91.55 |

**j. Performance in comparison to broad-based indices such as BSE Sensex, CRISIL Index etc;**


**k. Registrars and Share Transfer Agent**
**Ankit Consultancy Private Limited**
(SEBI Reg. No. INR 000000767)
60, Electronics Complex, Pardesipura,
Indore (M.P.)
Pin code: 452010
Phone- 0731- 4065799 /97
Fax- 0731-4065798
E mail Id: compliance@ankitonline.com, investor@ankitonline.com

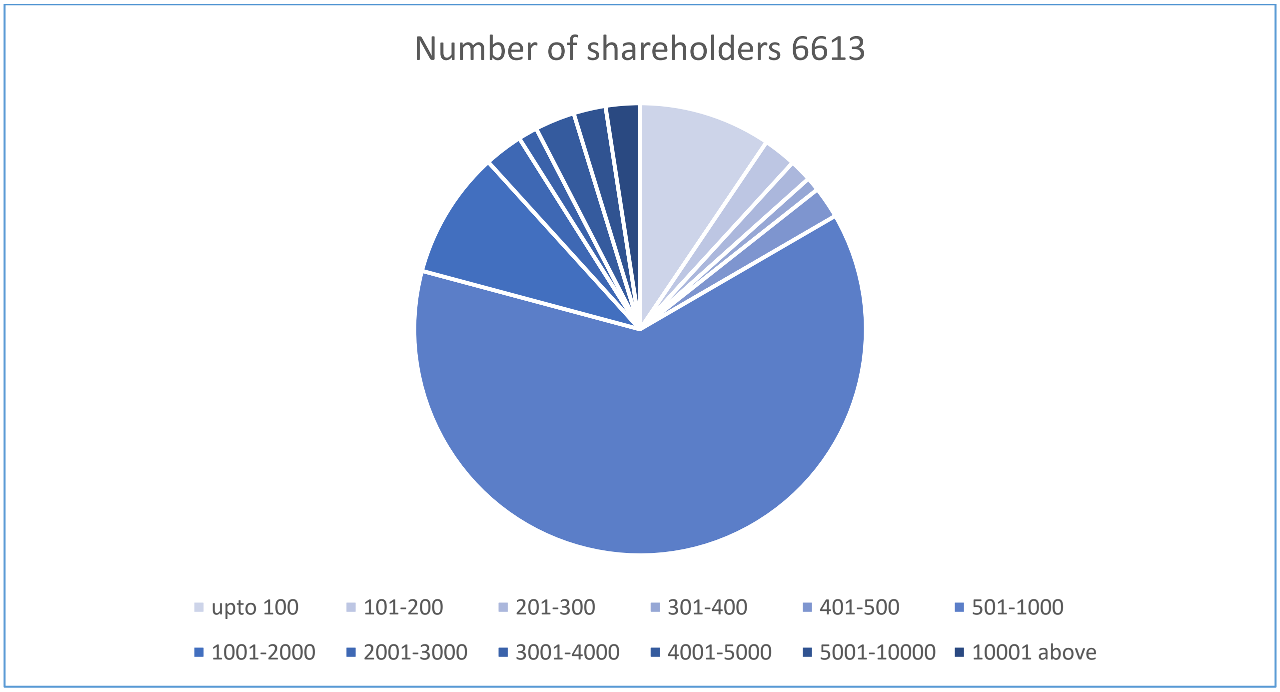
**l. Share Transfer System:**

To expedite the process of share transfer, transmission, split, consolidation, dematerialization, redressal of the shareholder's grievances in this respect, the Board of Directors have delegated the powers in respect of these matters to its Registrar and Share transfer Agent (RTA) – Ankit Consultancy Private Limited. Trading in Ordinary (Equity) Shares of the Company through recognized Stock Exchanges is permitted only in dematerialised form. The Stakeholders Relationship Committee meets as and when required to, inter alia, consider the issue of duplicate share certificates/transmission case and attend to Shareholders' grievances, etc.

**m. Distribution of shareholding as on 31st March, 2026**

| SHAREHOLDING | NUMBER OF SHAREHOLDERS | PERCENTAGE OF TOTAL | SHARE AMOUNT IN RS. | PERCENTAGE OF TOTAL |
|---|---|---|---|---|
| UPTO 100 | 626 | 9.47 | 23210 | 0.06 |
| 101 – 200 | 155 | 2.34 | 24980 | 0.07 |
| 201 – 300 | 105 | 1.59 | 27530 | 0.08 |
| 301 – 400 | 65 | 0.98 | 24260 | 0.07 |
| 401 -- 500 | 149 | 2.25 | 72570 | 0.20 |
| 501 -- 1000 | 4135 | 62.53 | 4096680 | 11.15 |
| 1001 -- 2000 | 602 | 9.10 | 1121400 | 3.05 |
| 2001 -- 3000 | 182 | 2.75 | 503230 | 1.37 |
| 3001 -- 4000 | 91 | 1.38 | 343730 | 0.94 |
| 4001 -- 5000 | 189 | 2.86 | 930820 | 2.53 |
| 5001 -- 10000 | 152 | 2.30 | 1193520 | 3.25 |
| 10001 ABOVE | 162 | 2.45 | 28383570 | 77.24 |
| TOTAL | **6613** | 100 | **36745500** | **100** |

**Note:** As at 31st March, 2026, the paid-up share capital of the Company stood at ₹3,74,97,000/-, consequent upon the conversion of 75,150 warrants into equivalent Equity Shares pursuant to the approval of the Board of Directors at its meeting held on 20th March, 2026. However, as the listing approval for the said Equity Shares was pending as at 31st March, 2026, such shares have not been considered for the purpose of the above Shareholding Distribution Table. Accordingly, the share capital reflected in the above table amounts to ₹3,67,45,500/-.

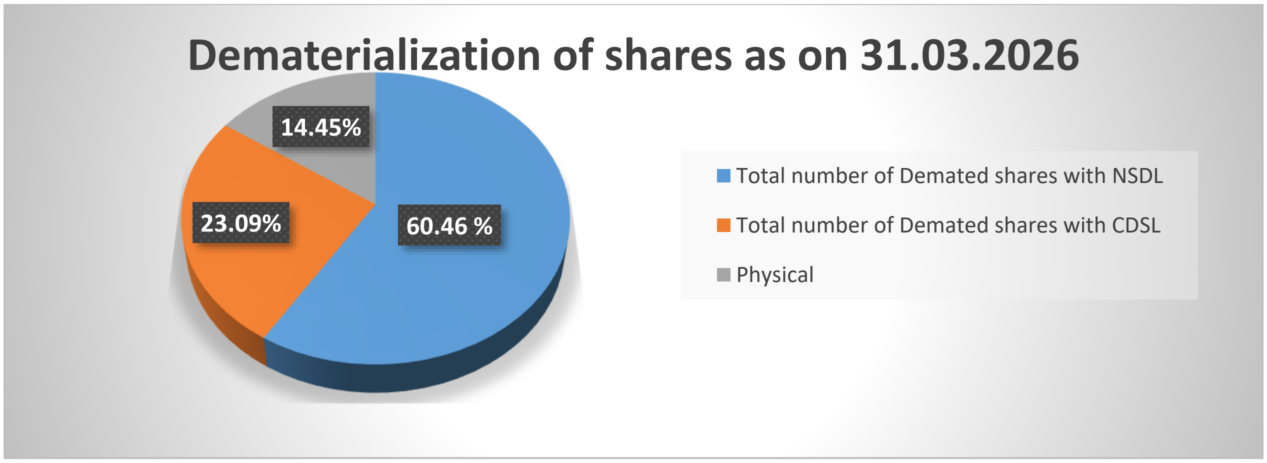


**n. Dematerialization of shares as on 31.03.2026:**

Trading in Company's equity shares is facilitated compulsorily in dematerialized form as per notification issued by SEBI. The break-up of holding of equity shares in physical and demat form as on 31st March, 2026 is as follows:

| CATEGORY | NO. OF EQUITY SHARES OF RS. 10/- EACH | PERCENTAGE (%) |
|---|---|---|
| Total number of Demat shares with NSDL | 22,66,882 | 60.46 |
| Total number of Demat shares with CDSL | 8,65,820 | 23.09 |
| Physical | 5,41,848 | 14.45 |
| **TOTAL** | **36,74,550** | **98** |

During the financial year, the Company allotted 75,150 equity shares on 20th March, 2026 and duly filed the requisite Form PAS-3 with the Registrar of Companies. However, the listing and trading approval for the said shares from the Stock Exchange was awaited as at 31st March, 2026. Accordingly, the said 75,150 equity shares, representing approximately 2% of the total equity share capital of the Company, form part of the issued and paid-up share capital but were not included in the listed capital as on 31st March, 2026, resulting in a difference of 75,150 shares between the issued and listed capital.




Shareholders, who continue to hold their equity shares in physical form are requested to dematerialize their shares at the earliest and avail various benefits of dealing in securities in electronic/dematerialized form. Further w.e.f 1st April, 2019 shares of the Company can only be deal in demat form.

**o. Shareholding Pattern as on 31st March, 2026:**

| S.NO | CATEGORY | NO. OF SHARES HELD | PERCENTAGE OF SHAREHOLDING |
|---|---|---|---|
| 1 | Promoters & Promoter Group | **1188528** | **31.7** |
| 2 | Indian Corporate Bodies | **193205** | **5.15** |
| 3 | Indian Public | **2282282** | **60.87** |

| | | | |
|---|---|---|---|
| 4 | NRIs/OCBs | **33523** | **0.89** |
| 5 | Clearing Member | **2903** | **0.08** |
| 6 | HUF | **39340** | **1.05** |
| 7 | Foreign National | **9919** | **0.26** |
| | **TOTAL** | **3749700** | **100.00** |

**p. Outstanding GDR's /ADR's /Warrant's /Convertible instruments and their impact on equity**

Pursuant to the approval of the Board of Directors at its meeting held on 07th August, 2025, approval of the members of the Company at their Annual General Meeting held on 03rd September, 2025, and the in-principle approval granted by BSE Limited ("BSE") vide its letter dated 07th November, 2025. The Company at its Board Meeting held on 14th November, 2025, allotted 75,150 'Series A' Warrants and 1,50,300 'Series B' Warrants to Mr. Akash Sethi, to the Promoter of the Company on a preferential basis, in accordance with the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and other applicable laws.

Subsequently, pursuant to the approval of the Board of Directors at its meeting held on 20th March 2026, the 75,150 'Series A' Warrants were converted into 75,150 Equity Shares and allotted to Mr. Akash Sethi, Promoter of the Company, upon receipt of the requisite consideration. The Company duly completed the requisite statutory compliances and filings with the Registrar of Companies in respect of the said conversion and allotment.

As at 31st March 2026, 1,50,300 'Series B' Warrants remained outstanding and are convertible into an equivalent number of Equity Shares, subject to applicable terms and regulatory provisions. Upon conversion, these warrants would correspondingly increase the issued and paid-up equity share capital of the Company.

Except for the aforesaid warrants, the Company has not issued any GDRs, ADRs or other convertible instruments as at the end of the financial year.

**q. Commodity price risk or foreign exchange risk and hedging activities**

The Company does not deal in any commodity or foreign exchange; hence it is not directly exposed to any commodity price risk or foreign exchange risk and hedging activities**.**

**r. List of Credit Ratings obtained by the Company along with any revisions there to during the relevant financial year, for all debt instruments of the Company or any fixed deposit programme or any scheme or proposal of the Company involving mobilization of funds, whether in India or:** Not Applicable

## 5. OTHER DISCLOSURES:

**a. Related Party Transactions**

There are no materially significant related party transactions of the Company which have potential conflict with the interest of the Company at large. Further details of related party transactions are as per Indian Accounting Standards (Ind AS 24) and are presented in Note-31 to Financial Statement forming part of this Annual Report.

The Company has also formulated a Policy on Related Party Transactions which has been posted on the website of the Company and can be accessed through web link http://www.pacetronix.com/investor-corner/policies/

**b. Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets during the last three years.**

During the last three financial years, a fine of ₹73,85,620/- was initially levied on the Company in relation to non-compliance with the applicable regulatory requirements. Subsequently, the said fine was waived/reduced by the concerned authority, and the Company has paid ₹27,140/- towards the settlement of the matter. The Company has taken appropriate measures to strengthen its compliance framework and ensure timely compliance with the applicable regulatory requirements.

**c. Vigil Mechanism/ Whistle Blower Policy**

The Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal or unethical behavior. The Company has a Vigil Mechanism Policy under which the employees are free to report genuine concerns about unethical behaviour, actual or suspected fraud or violation of the Codes of Conduct or policy. The same is posted on the website of the Company at https://www.pacetronix.com/investor-corner/policies/. It is hereby affirmed by the Board that no personnel have been denied access to the Audit Committee to lodge their grievances.

**d. Compliance with mandatory requirements**

The Company has complied with all the mandatory requirements of the SEBI (LODR) Regulations, 2015 during the year. The Company has not adopted any of the non-mandatory requirements of SEBI (LODR) Regulations, 2015. However, the Company has followed Corporate Governance provisions as far as possible.

**e. Disclosure of commodity price risks and commodity hedging activities**

The Company does not deal in any commodity and hence is not directly exposed to any commodity price risk.

**f. Disclosure of Accounting Treatment**

The Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under Section 133, as applicable along with other relevant provisions of the Act.

The company is duly following the Accounting Standards as applicable to the company.

**g. Disclosure of Subsidiaries**

The Company has 1 (one) unlisted Indian Public Company – Shree Coratomic Limited as its subsidiary as on 31st March 2026. The detail of subsidiary is provided in detailed manner in Directors' Report.

The performance of the subsidiary is monitored by the Company inter alia, by the following means:

- The Audit Committee reviews the financial statements of subsidiary, including the investments made by the subsidiary, if any, on a regular basis.
- Minutes of Board meetings of unlisted subsidiary are placed before the Board on a quarterly basis;
- A statement containing all significant transactions and arrangements entered into by unlisted subsidiary is placed before the Company's Board on a quarterly basis.

Pursuant to the requirements of the SEBI (LODR) Regulations, 2015, the Company has adopted a policy for determining material subsidiaries. The policy is available on the Company's website at:

http://www.pacetronix.com/investor-corner/policies/.

Further, the annual accounts and related documents of the subsidiary company shall be kept open for inspection at the registered office of the company. Further, pursuant to IND AS 24 issued by the Institute of Chartered Accountants of India, Consolidated financial statements presented by the Company in this Annual Report include the financial information of its subsidiary.

**6. MANAGEMENT DISCUSSION AND ANALYSIS**

The Management Discussion and Analysis is a part of the Annual report and annexed separately.

**7. DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT**

The Company does not have any shares in the demat suspense account/unclaimed suspense account.

**8.** Non-compliance of any requirement of corporate governance report of sub-paras (2) to (10) of Schedule V (c) of the Listing Regulations: **NIL. Further the Corporate Governance Provisions as specified in SEBI (LODR) Regulations, 2015 are not applicable to the Company**

**9.** Extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted. **NIL**

**10.** Regulations 17 to 27 and Clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 of the SEBI (LODR) Regulations, 2015 are not applicable to the Company. However, the Company has complied with Corporate governance provisions as far as possible.

**11. CODE OF CONDUCT FOR PROHIBITION OF INSIDER TRADING**

In compliance with the SEBI (Prevention of Insider Trading) Regulations, 2015 which came into effect from May 15, 2015 and as amended from time to time, the Company has placed Code of Conduct for prohibition of Insider Trading on its website http://www.pacetronix.com/investor-corner/policies/.

This code is applicable and binding on all the directors, designated persons and other connected persons of the Company. The code ensures that the specified persons deal in the shares of the Company only at a time when any price sensitive information that could be known to the employee is also known to the public at large.

## 12. CODE OF CONDUCT

In accordance with Regulation 17(5) of the SEBI Listing Regulations, 2015, the Company has adopted Code of Conduct for all the Board Members and senior management personnel including the code of conduct for Non-Executive Independent Directors and this code is available on Company's website at http://www.pacetronix.com/investor-corner/policies/. All Board of Directors and Senior Management Personnel of the Company have affirmed compliance with the Company's Code of Conduct for the Financial Year ended March 31, 2026. A declaration signed by the Managing Director to this effect is given below.

**Declaration by the Managing Director under Para D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, Atul Kumar Sethi, Managing Director of the Company hereby confirm that the Company has received declarations from all Board Members and Senior Management Personnel of the Company affirming compliance with the Code of Conduct, as applicable to them, for the Financial Year ended 31st March, 2026.

The Code is available on the website of the Company at www.pacetronix.com

Date: 25/05/2026
Place: Pithampur

Signature___________
Atul Kumar Sethi
Managing Director
(DIN- 00245685)

## 13. TOTAL FEES FOR ALL SERVICES PAID BY THE COMPANY AND ITS SUBSIDIARY ON A CONSOLIDATED BASIS, TO THE STATUTORY AUDITOR

The Company has paid Total fees of Rs. 2,60,000/- (Rupees Two Lakh Sixty Thousand only) for financial year 2025-2026 for all services, to the Statutory Auditor of the Company.

Further, the Subsidiary Company has paid total fees of Rs. 35,000 (Rupees Thirty-Five Thousand Only) to Statutory Auditor of the Subsidiary Company for financial year 2025-2026 for all services.

## 14. THE DISCLOSURES OF THE COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS SPECIFIED IN REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUB-REGULATION (2) OF REGULATION 46:

As per Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ["SEBI (LODR) Regulations, 2015"] the corporate governance provisions as specified in Regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V are not applicable on the Company. Hence on 21st July, 2025 your Directors intimated to Stock exchange regarding non applicability of above corporate governance provisions. However, your Company has voluntary followed Corporate Governance Practice as far as possible.

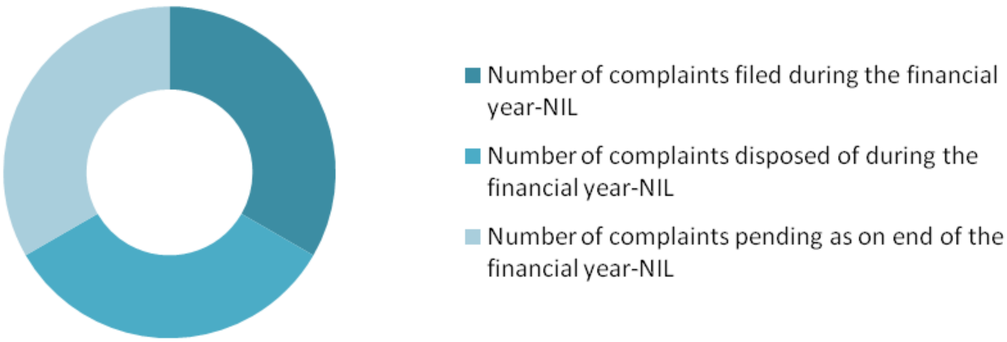
**15. CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE REGARDING NON-DEBARMENT AND NON-DISQUALIFICATION OF DIRECTORS**

A certificate from Company Secretary in Practice certifying that none of the Directors on the Board of the Company as on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/ Ministry of Corporate Affairs or any such Statutory Authority, is annexed as **Annexure X** to this Report.

**16. SEXUAL HARASSMENT POLICY**

The Company has in place a Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act 2013. The Policy is also available on the Company's website, at http://www.pacetronix.com/investor-corner/policies/. An Internal Complaint Committee has been set up to redress complaints received regarding sexual harassment. During the year no complaints of Sexual Harassment were received.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:




| | |
|---|---|
| *a. Number of complaints filed during the financial year:* | *Nil* |
| *b. Number of complaints disposed of during the financial year:* | *Nil* |
| *c. Number of complaints pending as on end of the financial year:* | *Nil* |

**17.** During the year under review, the Company at its Board Meeting held on 14th November, 2025, allotted 75,150 equity shares at an issue price of ₹81/- per share, including a premium of ₹71/- per share, and 2,25,450 fully convertible equity warrants, comprising 75,150 Series A Warrants and 1,50,300 Series B Warrants, at an exercise price of ₹81/- per warrant, including a premium of ₹71/- per warrant, on a preferential basis to Mr. Akash Sethi, Promoter of the Company in accordance with the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws. Subsequently, at its Board Meeting held on 20th March, 2026, the Company allotted 75,150 equity shares pursuant to the conversion of 75,150 Series A fully convertible equity warrants at an issue price of ₹81/- per equity share, including a premium of ₹71/- per equity share. As on 31st March, 2026, conversion of the balance 1,50,300 Series B Warrants is pending.

The Company has not undertaken any Qualified Institutions Placement (QIP) during the year under review. The funds raised through the aforesaid preferential issue were utilised for the purposes for which they were raised.

For and on behalf of the Board of

**SHREE PACETRONIX LIMITED**

Date: 13th August, 2026

Place: Pithampur

| | |
|---|---|
| **Atul Kumar Sethi** | **Akash Sethi** |
| Managing Director | Joint Managing Director |
| (DIN:00245685) | (DIN: 08176396) |

## ANNEXURE-VIII

## CERTIFICATE ON COMPLIANCE OF CORPORATE GOVERNANCE

**To the Members of**
**Shree Pacetronix Limited**
Plot No. 15, Sector-II, Industrial Area,
Pithampur, District Dhar,
Madhya Pradesh, 454775

I have examined the compliance of conditions of Corporate Governance by **Shree Pacetronix Limited** (hereinafter called "the Company"), for the financial year ended on 31st March, 2026 as specified in Regulations 17 to 27 and Clause (b) to (i) and (t) of sub regulation (2) of Regulation 46 and Para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [hereinafter referred to as "SEBI (LODR) Regulations, 2015"] for the period from 01st April, 2025 to 31st March, 2026.

As per Regulation 15 of SEBI (LODR) Regulations, 2015 the corporate governance provisions as specified above are not applicable on the Company and the Company intimated to Stock exchange on 21st July, 2025 regarding non-applicability of specified corporate governance provisions for the financial year 2025-2026. However, this certificate is presented to have more transparency and disclosures.

The compliance of the conditions of Corporate Governance is the responsibility of the Management. My examination has been limited to a review of the procedures and implementations thereof, adopted by the Company for ensuring compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the good Corporate Governance practices as stipulated in SEBI (LODR) Regulations, 2015 as far as possible.

I state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Indore
Date: 13th August, 2026

Signature: ________________

**Shraddha Jain**
**ACS No: 39488**
**C P No: 14717**
**UDIN: A039488H001106807**
**Peer Review Certificate No:1765_2022**

ANNEXURE-IX

# MANAGEMENT DISCUSSION & ANALYSIS REPORT

## CAVEAT

Certain statements and information contained in this section are based on external sources and information available to the Company and may include forward-looking statements reflecting the management's current views and expectations. While the Company has exercised due care in preparing this section and believes that the information and sources relied upon are reasonable, no representation or assurance is made regarding the accuracy, completeness or exhaustiveness of such information.

Actual results, performance, achievements and developments may differ materially from those expressed or implied due to various risks, uncertainties and other factors, including changes in economic, market, regulatory, technological and business conditions. The opinions and projections expressed herein are subject to change without notice and should not be construed as a guarantee of future performance.

Shareholders and other stakeholders are advised to exercise their own judgment and undertake appropriate analysis before relying on the information contained herein. The Company assumes no obligation to publicly update or revise any forward-looking statements or opinions contained in this section, except as may be required under applicable laws and regulations.

## GLOBAL MARKET

The global medical devices industry continues to witness steady growth, driven by technological advancements, increasing healthcare expenditure, rising prevalence of chronic diseases and an ageing global population. The industry is undergoing continuous transformation, with increasing emphasis on innovative, patient-centric, minimally invasive and technologically advanced medical solutions.

The global cardiac pacemaker market remains an important segment within the medical devices industry. According to industry estimates, the global cardiac pacemaker market generated approximately **USD 5.01 billion in 2026** and is projected to reach approximately **USD 5.95 billion by 2031**, registering a CAGR of around **3.49% during 2026-2031**. The growth is supported by the increasing prevalence of cardiovascular diseases, rising incidence of arrhythmias and heart failure, growing geriatric population and continued advancements in cardiac pacing technologies.

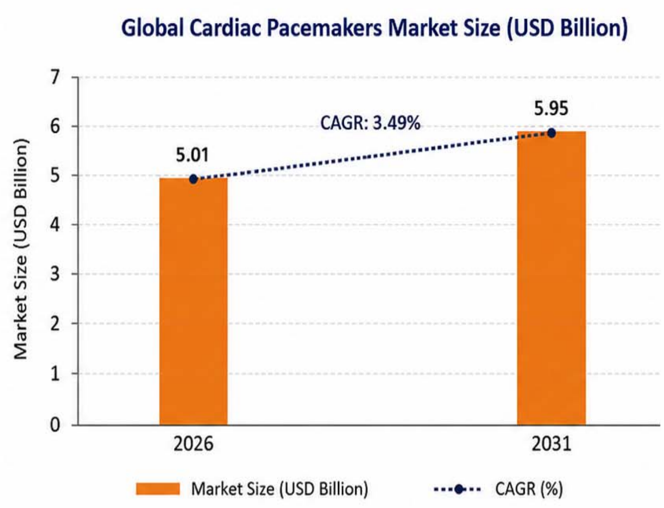
Cardiovascular diseases continue to be a major global healthcare challenge. According to the World Health Organization, cardiovascular diseases were responsible for an estimated **19.8 million deaths in 2022**, representing approximately **32% of all deaths globally**. This significant disease burden, together with increasing access to cardiac diagnosis and treatment, is expected to sustain demand for cardiac devices, including pacemakers.

The pacemaker industry is also witnessing a shift towards technologically advanced solutions, including **leadless pacemakers, MRI-compatible systems, improved battery longevity, remote monitoring and smarter device programming**. These developments are aimed at improving patient safety, device performance and overall clinical outcomes, while creating opportunities for manufacturers to enhance their product offerings.

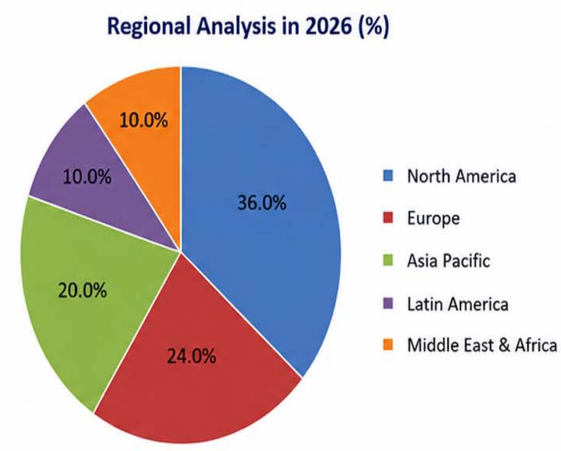
Emerging economies, particularly India, continue to gain importance in the global medical device ecosystem. India's medical devices market was valued at approximately **USD 16.97 billion in 2025** and is estimated to reach **USD 26.66 billion by 2031**, representing a CAGR of approximately **7.82% during 2026-2031**. The growth is supported by increasing healthcare infrastructure, rising healthcare expenditure, technological adoption and government initiatives promoting domestic medical device manufacturing.

With continued investment in R&D, strategic collaborations, and supportive regulatory frameworks in several countries, the industry is well-positioned to deliver both healthcare impact and commercial success in the years ahead.

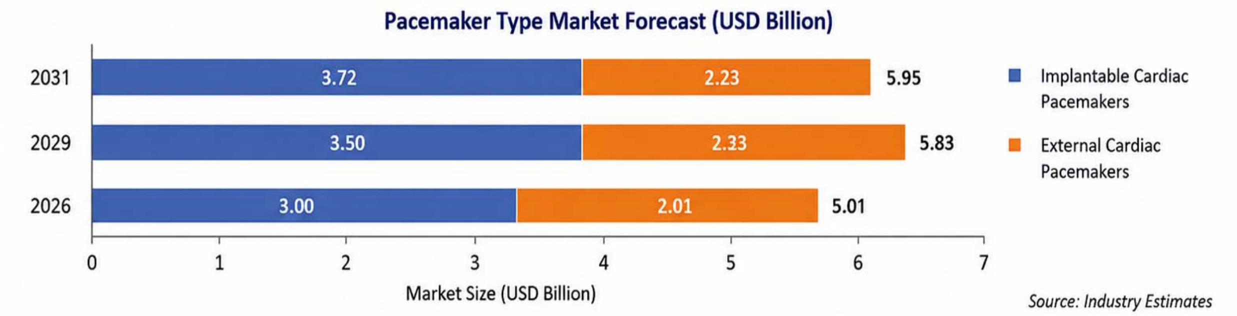
The global medical device and pacemaker markets are therefore expected to offer meaningful opportunities in the coming years. Increasing healthcare accessibility, technological innovation and demand for reliable and cost-effective cardiac solutions are likely to remain key growth drivers. Shree Pacetronix Ltd. remains focused on leveraging these evolving opportunities by strengthening its capabilities in the pacemaker segment, enhancing its product portfolio and exploring opportunities across domestic and international markets.




Source: Industry Estimates




Source: Industry Estimates




Source: Industry Estimates

The growth of the global medical devices and pacemaker industry is supported by several key factors:

- **Increasing prevalence of cardiovascular diseases and arrhythmias**, driving demand for pacemakers.
- **Growing ageing population**, resulting in higher demand for cardiac care.
- **Advancements in pacemaker technology**, including leadless, MRI-compatible and remotely monitored devices.
- **Expanding healthcare infrastructure and rising healthcare expenditure**, particularly in emerging markets.
- **Government initiatives promoting indigenous medical device manufacturing**, including “Make in India”.
- **Growing demand for affordable and technologically advanced cardiac care solutions** in domestic and international markets.

## GROWTH DRIVERS / OPPORTUNITIES

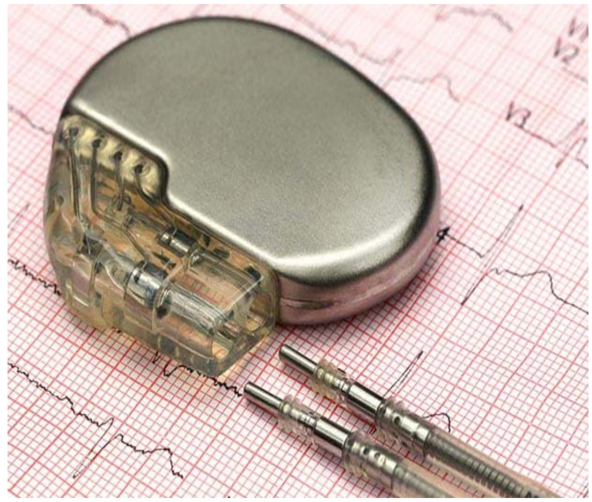
The global cardiac pacemaker industry is expected to witness sustained growth, supported by the increasing burden of cardiovascular diseases, demographic changes, technological advancements, improving healthcare infrastructure and greater access to cardiac care. The key growth drivers and opportunities for the industry include:

- **Rising prevalence of cardiovascular diseases and cardiac rhythm disorders:** The increasing incidence of cardiovascular diseases, arrhythmias, bradycardia and other cardiac rhythm disorders is expected to drive the need for pacemaker implantation. Growing awareness and improved diagnosis are also enabling earlier identification and treatment of patients requiring cardiac rhythm management.
- **Ageing global population:** The continued increase in the elderly population remains a significant structural driver for the pacemaker market. Ageing is associated with a higher prevalence of conduction disorders and other cardiovascular conditions, creating sustained long-term demand for cardiac rhythm management devices.
- **Technological advancements in pacemaker systems:** Continuous innovation is transforming the pacemaker industry through the development of leadless pacemakers, MRI-compatible devices, remote monitoring capabilities, improved battery performance, smaller device profiles and enhanced connectivity. These developments are improving patient convenience, clinical outcomes and the overall safety profile of pacemaker therapy.
- **Growing adoption of minimally invasive and patient-centric technologies:** The healthcare industry is increasingly shifting towards minimally invasive procedures and technologies that reduce complications, hospitalisation periods and recovery time. This trend is supporting the adoption of advanced pacemaker systems and creating opportunities for manufacturers offering compact, reliable and patient-friendly solutions.
- **Expansion of healthcare infrastructure in emerging markets:** Increasing investment in hospitals, diagnostic facilities, specialised cardiac centres and medical infrastructure across emerging economies is improving access to cardiac care. The expansion of healthcare services beyond major metropolitan centres is expected to create additional opportunities for pacemaker manufacturers.
- **Increasing healthcare expenditure and insurance coverage:** Rising healthcare expenditure, improving health insurance penetration and greater willingness to spend on specialised medical treatment are supporting the adoption of advanced cardiac devices.

Improved affordability and financing options can further expand access to pacemaker implantation, particularly in developing markets.

- **Significant growth opportunity in India:** India represents an attractive long-term market due to its large population, increasing cardiovascular disease burden, expanding healthcare infrastructure and growing awareness of cardiac treatment. The relatively lower penetration of advanced cardiac devices compared with developed markets provides considerable headroom for future market expansion, particularly across tier-2 and tier-3 cities.
- **Government initiatives supporting domestic medical-device manufacturing:** The Government of India continues to promote domestic manufacturing and innovation in the medical-device sector through initiatives focused on self-reliance, manufacturing capabilities, medical device parks and production-linked incentives. Such measures can encourage indigenous development of cardiac devices, strengthen domestic supply chains and reduce dependence on imports.
- **Increasing focus on indigenous and cost-effective medical technologies:** There is a growing need for high-quality cardiac devices that are affordable and suitable for the requirements of emerging markets. This creates an opportunity for Indian manufacturers to develop cost-effective pacemaker technologies while maintaining appropriate standards of safety, quality and clinical performance.
- **Growing research and development ecosystem:** Increasing collaboration among medical institutions, technology companies, start-ups, research organisations and established manufacturers is supporting innovation in medical technology. Greater focus on R&D can lead to the development of next-generation pacemakers with improved functionality, connectivity, battery life and patient-monitoring capabilities.
- **Digital healthcare and remote patient monitoring:** The increasing adoption of connected healthcare technologies is creating opportunities for remote monitoring of patients with implanted cardiac devices. Digital connectivity can facilitate continuous monitoring, early identification of potential complications and more efficient follow-up care, thereby enhancing the overall value proposition of modern pacemaker systems.
- **Expansion of cardiac care into underserved markets:** A significant opportunity exists in increasing access to cardiac rhythm management services in semi-urban and rural areas. Expansion of specialist cardiac centres, telemedicine, trained healthcare professionals and referral networks can help address the existing gap in pacemaker implantation and follow-up services.

Overall, the combination of rising cardiovascular disease prevalence, an ageing population, technological innovation, increasing healthcare expenditure, improving healthcare access and supportive government policies provides a favourable long-term environment for the cardiac pacemaker industry. For Indian manufacturers, the opportunity extends beyond domestic market growth to the development of affordable, technologically advanced and globally competitive cardiac devices for India and other emerging markets.

**RISK FACTORS, RESTRAINTS, THREATS AND CONCERNS**

The cardiac pacemaker industry continues to offer significant growth opportunities, supported by the increasing prevalence of cardiovascular diseases, an ageing population, improving diagnosis and treatment capabilities, and continued technological advancements. However, the industry remains exposed to a range of business, regulatory, operational, technological and market-related risks. During the year under review, the key industry-level risks and concerns continued to include the following:

**1. Affordability and Healthcare Access**

The cost of pacemaker therapy remains an important constraint, particularly in price-sensitive and emerging markets. The overall cost includes the device, implantation procedure, hospitalization, diagnostics and long-term follow-up and monitoring. Variations in healthcare infrastructure, insurance coverage and reimbursement mechanisms can influence the adoption of advanced cardiac devices. In developing markets, affordability constraints may continue to limit access to sophisticated pacemaker technologies despite the underlying clinical need.

**2. Regulatory and Compliance Environment**

The medical device industry continues to operate within a highly regulated environment, with increasing emphasis on product safety, clinical evidence, quality management, traceability, cybersecurity and post-market surveillance. Changes in regulatory requirements across jurisdictions may increase compliance costs, extend product approval timelines and require additional clinical, technical or quality documentation. Differences in regulatory frameworks between countries may also create challenges in maintaining consistent product strategies and timely market access.

**3. Supply Chain and Manufacturing Risks**

The manufacture of pacemakers requires highly specialized electronic components, medical-grade materials and precision manufacturing capabilities. Disruptions in the availability of critical components, logistics constraints, geopolitical developments, trade restrictions or supplier-related issues may affect production schedules and costs. Dependence on specialized suppliers also creates concentration and continuity risks. Companies are therefore required to maintain robust supplier qualification, quality assurance and business-continuity mechanisms.

**4. Product Quality, Patient Safety and Product Liability**

Pacemakers are life-sustaining medical devices and consequently require exceptionally high standards of product reliability, quality control and manufacturing consistency. Any product defect, malfunction, adverse clinical event or quality failure could result in regulatory action, product recalls, litigation, financial losses and reputational damage. Continued investment in quality management systems, validation, testing, traceability and post-market surveillance remains essential to mitigate these risks.

**5. Technological Change and Innovation Risk**

The pace of innovation in cardiac rhythm management continues to increase, including developments in leadless pacing, remote patient monitoring, connected devices, advanced sensing, battery technology, software-enabled platforms and data-driven clinical solutions. While these developments create opportunities for growth, they also increase the risk of technological obsolescence. Companies that are unable to invest adequately in research and development, product upgrades and new technologies may face pressure on their competitiveness and market position.

**6. Cybersecurity and Data Protection**

Increasing connectivity between implantable cardiac devices, programmers, remote monitoring platforms, healthcare providers and digital systems has increased the importance of cybersecurity. Potential cyber threats, unauthorized access, data breaches or vulnerabilities in connected systems may create risks relating to patient safety, data integrity, privacy and business continuity. Accordingly, cybersecurity, secure software development, access controls, vulnerability management and data governance are becoming integral components of medical device risk management.

**7. Economic, Geopolitical and Market Risks**

Macroeconomic conditions, inflation, currency movements, changes in healthcare expenditure and fluctuations in interest rates may affect healthcare spending and the affordability of medical procedures. Geopolitical tensions, changes in trade policies, tariffs and restrictions on international commerce may further affect sourcing and distribution. Such factors may result in increased input costs, supply chain uncertainty or delays in serving certain markets.

**8. Competition and Pricing Pressure**

The cardiac pacemaker market remains competitive, with established global medical device companies and emerging technology-oriented participants investing in product innovation and market expansion. Increasing competition may result in pricing pressure, higher expenditure on research and development, sales and marketing, clinical studies and regulatory approvals. Maintaining product differentiation, quality, clinical value and cost competitiveness will remain important for sustaining market position.

### 9. Talent and Technical Capability

The industry requires specialized capabilities across biomedical engineering, electronics, software, clinical research, quality assurance, regulatory affairs and cybersecurity. Competition for suitably qualified technical and regulatory professionals may increase operating costs and create challenges in scaling specialized capabilities. Continuous training and development of technical and quality personnel remain important for maintaining compliance and supporting innovation.

### 10. Market Access and Post-Market Obligations

Market access is increasingly influenced not only by regulatory approval but also by reimbursement policies, healthcare infrastructure, clinical adoption, procurement practices and physician acceptance. Following commercialization, manufacturers are required to maintain ongoing surveillance, complaint handling, adverse-event reporting, corrective and preventive actions and other regulatory obligations. Non-compliance or delays in addressing post-market issues may adversely affect product availability and the Company's reputation.

### 11. India-Specific Industry Considerations

In India, the cardiac medical device ecosystem continues to benefit from improvements in healthcare infrastructure, increasing awareness, expansion of specialized cardiac care and greater focus on domestic medical device capabilities. At the same time, the industry remains subject to challenges relating to affordability, availability of advanced healthcare facilities, skilled manpower, reimbursement coverage, regulatory implementation and access to specialized technologies across different regions. The pace of adoption may therefore vary significantly between urban and semi-urban/rural healthcare markets.

### Outlook and Risk Mitigation

The Company recognizes that the opportunities in the cardiac pacemaker industry are accompanied by inherent regulatory, technological, operational and market risks. The Company seeks to manage these risks through robust quality management systems, regulatory compliance, supplier qualification and diversification, stringent product testing and validation, continuous monitoring of product performance, investment in technology and employee capabilities, and appropriate cybersecurity and data-protection measures.

The Company also continues to monitor developments in healthcare policies, regulatory requirements, technology, supply chains and competitive dynamics so as to respond appropriately to changes in the operating environment. While the above risks may affect the pace of industry growth and individual business performance, the Company believes that disciplined risk management, continued focus on product quality and safety, technological innovation and efficient execution will remain critical to sustainable growth in the cardiac pacemaker and broader medical device sector.

## SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

Shree Pacetronix Ltd. continues to operate with a focused business model centred on the design, development and manufacturing of cardiac pacemakers. During the year under review, the

Company remained focused on strengthening its core product portfolio, enhancing manufacturing capabilities and meeting the evolving clinical requirements of the cardiac care segment.

The Company manufactures and markets a range of cardiac pacemakers, primarily comprising:

- **Single Chamber Pacemakers:** Designed to provide pacing support to a single cardiac chamber and used for patients requiring single-chamber pacing based on their clinical condition.
- **Dual Chamber Pacemakers:** Designed to coordinate pacing between the atrium and ventricle, supporting improved synchronization of cardiac activity in appropriate patients.
- **Biventricular Pacemakers:** Designed to provide synchronized stimulation of both ventricles and used in selected patients requiring cardiac resynchronization therapy.

During FY 2025-26, the Company achieved a **turnover of 2,163.69 Lakhs**, reflecting the performance of its core cardiac pacemaker business during the year. The Company continued to focus on improving operational efficiency, maintaining stringent quality standards and strengthening its manufacturing and regulatory processes.

The Company continued to pursue opportunities in both domestic and international markets, with emphasis on expanding its market reach and strengthening its presence in the cardiac medical device segment. Its established expertise in cardiac pacing, cost-effective manufacturing capabilities and focus on product quality provide a strong foundation for sustainable growth.

Going forward, the Company intends to remain focused on strengthening its core cardiac pacemaker business, improving operational efficiencies, pursuing appropriate product and technology enhancements and expanding its market presence. The Company remains committed to delivering reliable and accessible cardiac care solutions while maintaining high standards of quality, safety and regulatory compliance.

## OUTLOOK

The cardiac medical device industry continues to present favourable long-term growth opportunities, supported by the increasing prevalence of cardiovascular diseases, an ageing population, growing awareness of cardiac care and continued advancements in medical technology. Against this backdrop, Shree Pacetronix Ltd. remains focused on strengthening its position as an indigenous manufacturer of cardiac pacemakers and expanding access to reliable and cost-effective cardiac pacing solutions.

During the year under review, the Company continued to build upon its established expertise and experience in the cardiac pacing segment. Having achieved the significant milestone of **over approximately 1,00,000 pacemaker implants in India and overseas**, the Company remains focused on deepening the trust of healthcare professionals and patients and leveraging its experience to pursue further growth opportunities.

The Company continues to place emphasis on research and development, product enhancement, quality improvement and compliance with applicable regulatory requirements. Its focus remains on developing and upgrading products in line with evolving clinical needs and applicable international standards while maintaining cost competitiveness.

In the domestic market, the continued emphasis on indigenous medical device manufacturing and initiatives such as **"Make in India"** and **"Vocal for Local"** provide a supportive environment for Indian medical device manufacturers. The Company's established manufacturing capabilities and experience in the cardiac pacemaker segment position it to participate in the opportunities arising from the increasing adoption of locally manufactured medical devices.

The Company also continues to explore opportunities in international markets and aims to strengthen its export presence through appropriate market development initiatives, regulatory compliance and customer engagement. At the same time, the Company remains mindful of competitive pressures from established multinational players and the need to continuously improve product quality, cost efficiency, operational performance and market responsiveness.

Going forward, the Company will remain focused on **sustainable revenue growth, operational efficiency, prudent cost management, product and technology development, regulatory compliance and expansion of its domestic and international market presence**. With its specialized expertise, established product portfolio and continued focus on quality and innovation, Shree Pacetronix Ltd. believes it is well positioned to participate in the long-term growth of the cardiac medical device industry and contribute to the availability of affordable and reliable cardiac care solutions.

## INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has established and maintained an adequate system of internal controls commensurate with the nature, size and complexity of its operations. The internal control framework is designed to support the Company's objectives relating to operational efficiency, reliability of financial reporting, compliance with applicable laws and regulations, safeguarding of assets and prevention and detection of errors and irregularities.

The Company continues to maintain **internal financial controls** across key financial and operational processes, including accounting, financial reporting, authorization and approval mechanisms, asset management and compliance. These controls are periodically reviewed to ensure their continued effectiveness and relevance to the Company's evolving business requirements.

The **internal audit function** provides an independent assessment of the adequacy and effectiveness of internal controls and processes across relevant functional areas. Internal audit observations and recommendations are reviewed by the management and appropriate corrective measures are taken, wherever required.

The **Audit Committee of the Board** exercises oversight over the internal control and internal audit framework. It periodically reviews internal audit reports, significant observations and the status of corrective actions, and provides guidance for strengthening the control environment. The Company's statutory auditors also consider the internal financial control framework as part of the statutory audit in accordance with applicable laws and regulations.

The internal control framework enables management to monitor key financial and operational parameters and supports timely and informed decision-making. It also facilitates appropriate authorization of transactions, efficient utilization of resources, safeguarding of assets and adherence to established policies and procedures.

Based on the systems and processes established and the reviews undertaken during the year, the Company believes that its **internal control systems are adequate and operating effectively**, commensurate with the size and nature of its business. The Company remains committed to continuously strengthening its internal control environment through periodic reviews, process improvements, technology adoption and adherence to sound governance and risk management practices.

## DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

During the financial year under review, Shree Pacetronix Ltd. continued to focus on strengthening its core business of manufacturing and supplying cardiac pacemakers, with emphasis on operational efficiency, product quality, cost management and market development. The Company's financial performance during the year reflects the continued execution of its business strategy and its efforts to improve operational effectiveness in a competitive and highly regulated medical device industry.

During FY 2025–26, the Company achieved an operational revenue of ₹2163.69 Lakhs. The performance reflects the strength of its established product portfolio, sustained demand for cardiac pacing solutions, and expanding presence across both domestic and international markets.

The **Profit After Tax (PAT) stood at ₹301.74 Lakhs** during FY 2025–26, compared with **₹75.30 Lakhs** in FY 2024–25. The Company's profitability during the year was influenced by operating performance, cost management, product mix and overall market conditions. The Company continued to focus on prudent cost control and efficient utilization of resources with a view to maintaining sustainable profitability.

From an operational perspective, the Company continued to strengthen its manufacturing and quality processes and remained focused on maintaining high standards of product quality and regulatory compliance. Efforts were also directed towards improving production efficiency, optimizing internal processes and responding to evolving market and customer requirements.

The Company continued to invest attention in product development, technology enhancement, quality assurance and regulatory requirements, which remain important for maintaining competitiveness in the cardiac medical device industry. The Company's established experience and specialized capabilities in cardiac pacing provide a strong foundation for addressing emerging opportunities in both domestic and international markets.

Overall, the Company's financial and operational performance during FY 2025–26 reflects its continued focus on strengthening its core business and building a sustainable platform for future growth. Going forward, management remains focused on improving operational efficiencies, expanding market opportunities, maintaining stringent quality standards, optimizing costs and creating sustainable long-term value for its stakeholders.

## HUMAN RESOURCES / INDUSTRIAL RELATIONS

The Company recognizes its human resources as an important pillar of its sustained growth and operational performance. During the year under review, the Company continued to focus on developing a capable, engaged and responsible workforce aligned with its business objectives and the evolving requirements of the cardiac medical device industry.

As of **March 31, 2026, the Company had 132 permanent employees** across various functions. The Company's workforce continues to contribute towards manufacturing excellence, quality assurance, research and development, regulatory compliance, sales and other critical business operations. The Company remains focused on fostering a work environment that encourages accountability, teamwork, professional development and continuous improvement.

During the year, **industrial relations remained cordial and constructive** across the organization. The Company maintained an open and supportive working environment through regular communication and employee engagement, contributing to operational continuity and a positive workplace culture.

The Company continued to place emphasis on **employee training, skill development and capability enhancement** to keep pace with technological developments, regulatory requirements and changing business needs. Appropriate training and development initiatives are undertaken to strengthen functional capabilities, improve productivity and encourage continuous learning among employees.

The Company also encourages cross-functional collaboration and employee participation in process improvement initiatives. Management believes that a motivated and skilled workforce is essential for maintaining product quality, operational efficiency and customer confidence in the highly regulated medical device industry.

Going forward, the Company will continue to focus on **talent development, employee engagement, skill enhancement and retention of key capabilities**, while fostering a culture based on integrity, teamwork, innovation and continuous improvement. The Company remains committed to providing a professional and conducive work environment that supports both organizational objectives and the professional growth of its employees.

## SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

Details of significant changes (i.e. change of 25% or more as compared to immediately previous financial year) in key financial ratios, along with detailed explanations are as follows:

| S. NO | PARTICULARS | RATIO IN F.Y. 2025-2026 | RATIO IN F.Y. 2024-2025 | % OF CHANGE | EXPLANATIONS FORMATERIAL CHANGE (CHANGE OF 25% ORMORE) |
|---|---|---|---|---|---|
| **1.** | Debtors Turnover Ratio | 2.38 | 2.51 | -5.35% | NA |
| **2.** | Inventory Turnover Ratio | 2.29 | 1.88 | -67.16% | Due to decrease in Purchase. |
| **3.** | Interest Coverage Ratio | 11.45 | 2.80 | 308.93% | Due to increase in Profit |
| **4.** | Current Ratio | 2.69 | 2.07 | 29.95% | Due to decrease in current liabilities |
| **5.** | Debt Equity Ratio | 0.02 | 0.03 | -34.24% | Due to increase in total equity |
| **6.** | Operating Profit Margin | 20.70 | 9.63 | -114.95% | Due to increase in profit |
| **7.** | Net Profit Margin | 13.95% | 4.48% | 211.29% | Due to increase in Profit |
| **8.** | Return on Net worth | 17.18% | 5.58% | 207.88% | Due to increase in Profit |

## CHANGES IN RETURN ON NET WORTH

The Return on Net Worth for the financial year 2025–26 stood at 17.18%, as compared to 5.58% in FY 2024–25. The improvement in return on Net Worth is primarily attributable to the increase in the Company's profitability during the year. The Company's average net worth also increased during the year, supported by the retention of profits and stronger reserves. Despite the increase in shareholders' equity, the improvement in net profit resulted in a higher return on net worth during the year.

The Company continues to maintain a healthy Return on Net Worth, reflecting efficient utilisation of capital and sustained profitability. The Management remains focused on optimising returns through strategic growth initiatives, effective cost management, and prudent financial planning, with the objective of enhancing shareholder value over the long term.

## DISCLOSURE IN ACCOUNTING TREATMENT

During the financial year 2025–26, the Company has followed all applicable Indian Accounting Standards (Ind AS) as notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time. The financial statements have been prepared in accordance with the prescribed accounting principles, standards, and policies, and there has been no deviation in the accounting treatment from that prescribed under the applicable accounting standards.

This ensures transparency, consistency, and comparability in financial reporting, and reflects the Company's continued commitment to maintaining the highest standards of financial integrity and statutory compliance.

**For and on behalf of the Board of Directors**
**SHREE PACETRONIX LIMITED**

Date: 13th August,2026
Place: Pithampur

Atul Kumar Sethi
Managing Director
(DIN:00245685)

Akash Sethi
Joint Managing Director
(DIN: 08176396)

## ANNEXURE-X

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

***[Pursuant to Regulation 34(3) and sub-clause (i) of clause (10) of Para C of Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]***

To,
The Members of
**Shree Pacetronix Limited**
Plot No. 15, Sector-II, Industrial Area,
Pithampur Dist. Dhar (M.P.) 454775

I have examined the relevant registers, returns and records maintained by **Shree Pacetronix Limited** ("the Company") having CIN : L33112MP1988PLC004317 and registered office at Plot No. 15, Sector-II, Industrial Area, Pithampur Dist. Dhar (M.P.) 454775, forms and disclosures received from the Directors of the Company, produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with sub-clause (i) of clause (10) of Para C of Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors' Identification Number (DIN) status at the portal-www.mca.gov.in) as considered necessary and explanations furnished to me by the Company and its Officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial year ending on 31st March, 2026, have been debarred or disqualified from being appointed or continuing as Director of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such statutory Authority.

| S. NO. | NAME OF DIRECTOR | DIN | NATURE/ CATEGORY OF DIRECTORSHIP | DATE OF APPOINTMENT IN THE COMPANY |
|---|---|---|---|---|
| 1. | **Atul Kumar Sethi** | 00245685 | Managing Director | 11/01/1988 |
| 2. | **Akash Sethi** | 08176396 | Joint Managing Director | 14/08/2018 |
| 3. | **Manali Tongia** | 09542172 | Independent Director | 24/03/2022 |
| 4. | **Somya Chhabra** | 09597296 | Independent Director | 06/05/2022 |
| 5. | **Chandragupt Jain** | 10262427 | Independent Director | 01/08/2023 |

**Note:**

Ensuring eligibility for the appointment / continuity of every director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Indore
Date: 13th August, 2026

Signature: ________________
Shraddha Jain
ACS No: 39488; C P No: 14717
UDIN: A039488H001106928
Peer Review Certificate No:1765_2022

# INDEPENDENT AUDITOR'S REPORT

**TO**
**THE MEMBERS**
**OF SHREE PACETRONIX LIMITED**

## Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the accompanying standalone financial statements of **SHREE PACETRONIX LIMITED** (herein after referred to as the "Company"), which comprise the Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss (including Other Comprehensive Income),the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of material accounting policies and other explanatory information ( herein after referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the standalone financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the 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 2026, and its profit, total comprehensive income, changes in equity and its cash flows for the year then ended.

### Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing ("SA" s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

### Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report and Shareholder's Information, but does not include the financial statements, and our auditor's report thereon. The company's annual report is expected to be made available to us after the date of this auditor's report.

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 identified above when it becomes available 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.

**Responsibilities of Management for the Standalone Financial Statements**

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

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

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under regulation 33 of the Listing Regulations.
- 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 events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such

disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

**Report on Other Legal and Regulatory Requirements**

1. As required bySection143(3) of the Act, based on our audit, we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books of accounts and records maintained by the company.

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows 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 Indian Accounting Standards specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls with reference to standalone financial statements.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section197 (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.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.

ii. The Company did not have any long-term contract including derivative contracts for which there were any material foreseeable losses.

iii. There was no amount which required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. (a) 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;

(b) 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;

(c) 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) of Rule11 (e), as provided under (a) and (b) above, contain any material misstatement.

v. No dividend declared or paid during the year by the company.

vi. Based on our examination which included test checks, the company have used accounting software systems for maintaining its books of account for the financial year ended March 31,2026, which have a feature of recording audit trail (edit log) facility except at the application layer of accounting software's relating to stock register for raw material and the same has operated throughout the year for all relevant transactions recorded in the respective software system. We did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For: S.R. Naredi& Co.**
Chartered Accountants
(Registration No. 002818C)

**CA S.R. Naredi**
Proprietor
(Membership No.072014)
UDIN: 26072014HRPJBW7153

Place: Indore
Date: May 25, 2026

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**
**(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of SHREE PACETRONIX LIMITED of even date)**

**Report on the Internal Financial Controls with reference to Standalone Financials Statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")**

We have audited the internal financial controls with reference to standalone financial statements of **SHREE PACETRONIX LIMITED** (the "Company") as of March 31, 2026 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 with reference to standalone financial statements 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 (the "ICAI"). These responsibilities include the design implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Act.

**Auditor's Responsibility**
Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controlswith reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the 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 with reference to standalone financial statements.

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

of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 with reference to Standalone Financial Statements**

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 with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at March 31, 2026, based on the criteria established by the Company for internal financial control with reference to financial statements considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For: S.R. Naredi& Co.**
Chartered Accountants
(Registration No. 002818C)

**CA S.R. Naredi**
Proprietor
(Membership No.072014)
UDIN: 26072014HRPJBW7153

Place: Indore
Date: May 25, 2026

**ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of SHREE PACETRONIX LIMITED of even date)**

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

i. In respect of the Company's property, plant and equipment, right-of-use assets an Intangible asset:

(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and there are no right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a program of physical verification of property, plant and equipment so to cover all the assets once in a year which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain property, plant and equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.

(d) The Company has not revalued any of its property, plant and equipment (including right-of-use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988(as amended in 2016) and rules made there under.

ii. (a) The Inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the books records that were 10% or more in the aggregate for each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. The quarterly returns or statements filed by the company with bank are generally in agreement with the unaudited books of account of the Company.

iii. The Company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year except investment made in subsidiary.

(a)During the year, the company has not provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity. Hence, reporting under clause 3 (iii) (a), (c), (d), (e) of the Order is not applicable.

(b)According to the information and explanations given to us and based on the audit procedures performed, the Company has made investments in a subsidiary, Shree Coratomic Limited, the terms and conditions of the investment are not prejudicial to the interest of the Company.

(c) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3 (iii) (f) of the Order is not applicable.

iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3 (v) of the Order is not applicable.

vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (VI) of the Order is not applicable to the Company.

vii. In respect of statutory dues:

a. In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable except: -

| **Name of Statute** | **Amount** |
|---|---|
| MP Professional Tax Act,1995 (Employees' share ) | 400909/- |
| Payment of Gratuity Act, 1972 | 8899442/- |

b. Details of statutory dues referred to in sub-clause(a) above which have not been deposited as on March 31, 2026 on account of disputes are given below

| Nature of the statute | Nature of dues | Forum where Dispute is Pending | Period to which the Amount Relates | Amount |
|---|---|---|---|---|
| Goods and Service Tax Act, 2017 | Goods and Service Tax | Appellate Authority | F.Y.2024-25 | 20,00,000/- |

viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961(43of 1961).

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in payment of interest thereon to any lender.

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

(c) The Company has taken term loan during the year and the same has been applied for the purpose for which it was obtained.

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

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary.

(f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiary as defined under Companies Act,2013 and hence reporting on clause3(ix)(f) of the Order is not applicable.

x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause3 (x) (a) of the Order is not applicable.

(b) According to the information and explanations given to us and based on our examination of the records, during the year, the Company has made preferential allotment of equity shares to the extent of 75,150 shares of ₹10/- each at a price of ₹81/- (including security premium of ₹71/-) per share, and preferential allotment of 75,150 convertible warrants of (Series"A") and 1,50,300 convertible warrants (Series"B") of ₹10 each both at a price of ₹81/- (including security premium of ₹71/-) per warrant in compliance with the requirements of Section 42 and Section 62(1)(c) of the Companies Act, 2013. 75,150 Convertible Share Warrants (Series"A") has been converted into Share Capital during the year. 1,50,300 convertible warrants (Series"B") are partly paid-up. The funds so raised have been used for the purposes for which the funds were raised.

xi. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) The Company has not received the whistle blower complaints during the year (and upto the date of this report).

xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

xiv. (a) In our opinion, although the Company has an internal audit system commensurate with the size and the nature of its business but it requires further to be strengthened.

(b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause3 (xvi) (a), (b) and (c) of the Order is not applicable.

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

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

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

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

xx. In our opinion and according to the information and explanations given to us, the provisions of sections 135 of the Companies Act, 2013 are not applicable to the company. Accordingly, clause 3(xx) (a) and 3(xx) (b) of the order are not applicable for the year.

**For S.R. NAREDI & Co.**
Chartered Accountants
(FRN:.002818C)

Place: Indore
Date: May 25, 2026

**CA S.R. Naredi**
Proprietor
(MembershipNo.072014)
UDIN: 26072014HRPJBW7153

BALANCE SHEET AS AT 31st MARCH 2026 — Amount in Hundreds

| Particulars | Note No. | As at 31st March 2026 | As at 31st March 2025 |
|---|---|---|---|
| **Assets** | | | |
| **Non-current assets** | | | |
| Property, plant and equipment | 2.1 | 3,63,246.06 | 3,29,186.23 |
| Capital work-in-progress | 2.2 | 65,537.42 | - |
| Intangible assets | 2.3 | 13,453.96 | 4,356.93 |
| Financial assets | | | |
| Investments | 3 | 65,192.42 | 80,000.00 |
| Loans | | - | - |
| Other Financial Assets | 4 | 52,949.34 | 37,843.27 |
| Deferred tax assets (Net) | 5 | 55,027.80 | 42,224.30 |
| Other Non - current Assets | | - | - |
| **Total Non-Current Assets** | | **6,15,407.00** | **4,93,610.73** |
| **Current assets** | | | |
| Inventories | 6 | 4,82,749.51 | 7,02,783.92 |
| Financial assets | | | |
| Investments | | - | - |
| Trade Receivables | 7 | 10,63,670.99 | 7,57,755.96 |
| Cash and cash equivalents | 8 | 76,912.26 | 24,386.35 |
| Bank balance other than cash and cash equivalents | 9 | 92,537.59 | 85,894.43 |
| Loans | 10 | 7,676.41 | 4,775.83 |
| Other financial assets | 11 | 6,291.08 | 4,323.80 |
| Current Tax Assets (net) | | - | - |
| Other current assets | 12 | 2,30,068.67 | 2,30,212.93 |
| **Total Current Assets** | | **19,59,906.50** | **18,10,133.22** |
| **Total Assets** | | **25,75,313.50** | **23,03,743.95** |
| **Equity and liabilities** | | | |
| **Equity** | | | |
| Equity Share capital | 13 | 3,74,970.00 | 3,59,940.00 |
| Other equity | 14 | 14,35,997.00 | 10,30,867.15 |
| **Total Equity** | | **18,10,967.00** | **13,90,807.15** |
| **Liabilities** | | | |
| **Non-current liabilities:** | | | |
| Financial liabilities | | | |
| Borrowings | 15 | 32,126.52 | 33,608.63 |
| Other financial liabilities | 16 | 3,600.00 | 3,600.00 |
| **Total Non-current Liabilities** | | **35,726.52** | **37,208.63** |
| **Current liabilities:** | | | |
| Financial liabilities | | | |
| Borrowings | 17 | 2,28,636.96 | 4,63,565.83 |
| Trade payables | 18 | | |
| A) Total outstanding dues of micro enterprises and small enterprises | | 48,370.66 | 44,826.99 |
| B) Total outstanding dues of creditors other than micro enterprises and small enterprises | | 74,030.53 | 42,357.41 |
| Other financial liabilities | 19 | 63,443.98 | 57,510.51 |
| Other current liabilities | 20 | 1,59,792.99 | 1,58,945.74 |
| Provisions | 21 | 1,04,432.69 | 88,929.66 |
| Current tax liabilities (net) | 22 | 49,912.17 | 19,592.02 |
| **Total equity and liabilities** | | **25,75,313.50** | **23,03,743.95** |
| **TOTAL EQUITY AND LIABILITIES** | | **25,75,313.50** | **23,03,743.95** |

Summary of Material accounting policies
The accompanying notes form an Integral part of the financial statements

As per our report of even date attached

For and on behalf of the Board of Directors

For: S.R. Naredi & Co.
Chartered Accountants
Firm Registration Number: 002818C
CA S.R. Naredi
Proprietor
Membership Number: 072014

Atul Kumar Sethi
Managing Director
DIN- 00245685

Akash Sethi
Joint Managing Director
DIN-08176396

UDIN : 26072014HRPJBW7153
Place : Indore
Date: May 25, 2026

Ashok Atulkar
Chief Financial Officer

Rupali Ahire
Company Secretary

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

Amount in Hundred

| Particulars | Note No. | 31st March, 2026 | 31st March, 2025 |
|---|---|---|---|
| **INCOME** | | | |
| Revenue from operations | 23 | 21,63,694.95 | 16,80,316.60 |
| Other income | 24 | 11,618.70 | 11,597.46 |
| **TOTAL INCOME** | | **21,75,313.65** | **16,91,914.06** |
| **EXPENSES** | | | |
| Cost of materials consumed | 25 | 5,70,571.66 | 5,99,654.78 |
| Changes in inventories of finished goods, work-in-progress and stock-in-trade | 26 | 68,905.96 | (45,856.77) |
| Employee benefits expenses | 27 | 5,33,709.37 | 4,74,419.80 |
| Finance costs | 28 | 39,125.78 | 57,745.71 |
| Depreciation and amortization expenses | 2 | 72,722.77 | 69,903.19 |
| Other expenses | 29 | 4,81,584.36 | 4,31,995.65 |
| **TOTAL EXPENSES** | | **17,66,619.90** | **15,87,862.36** |
| **Profit before exceptional items and tax** | | 4,08,693.75 | 1,04,051.70 |
| Exceptional items | | - | - |
| **Profit before tax** | | **4,08,693.75** | **1,04,051.70** |
| **Tax expense** | | | |
| Current tax | | 1,19,753.68 | 34,350.00 |
| Deferred tax | | (12,803.50) | (5,602.30) |
| **PROFIT FOR THE YEAR (A)** | | **3,01,743.56** | **75,304.00** |
| **Other Comprehensive Income** | | - | - |
| A) (i) Items that will not be reclassified to Profit or Loss | | - | - |
| (ii) Income tax relating to items that will not be reclassified to profit or loss | | - | - |
| B) (i) Items that will be reclassified to Profit or Loss | | - | - |
| (ii) Income tax relating to items that will be reclassified to profit or loss | | - | - |
| **Total Other Comprehensive Income/ (Losses) (B)** | | - | - |
| **TOTAL COMPREHENSIVE INCOME FOR THE YEAR (A+B)** | | **3,01,743.56** | **75,304.00** |
| **Earnings per equity share of face value of 10 each (In Rs.)** | | | |
| Basic | **34** | **8.31** | **2.09** |
| Diluted | | **8.13** | **2.09** |

**The accompanying notes form an integral part of the financial statements**

As per our report of even date attached

**For and on behalf of Board of Directors**

**For: S.R. Naredi & Co.**
Chartered Accountants
Firm Registration Number: 002818C

**Atul Kumar Sethi**
**Managing Director**
**DIN- 00245685**

**Akash Sethi**
**Joint Managing Director**
**DIN-08176396**

CA S.R. Naredi
Proprietor

Membership Number: 072014

UDIN : 26072014HRPJBW7153

Place : Indore

Date: May 25, 2026

**Ashok Atulkar**
**Chief Financial Officer**

**Rupali Ahire**
**Company Secretary**

**Statement of changes in equity for the year ended 31st March, 2026**

**(Rs. In Hundred)**

**A. Equity Share Capital**

1) Current Reporting Period

| Balance at the beginning of the current reporting period | Changes in Equity Share Capital due to prior period errors | Restated balance at the beginning of the current reporting period | Changes in equity share capital during the current year | Balance at the end of the current reporting period |
|---|---|---|---|---|
| 359940.00 | - | - | 15030.00 | 374970.00 |

2) Previous Reporting Period

| Balance at the beginning of the current reporting period | Changes in Equity Share Capital due to prior period errors | Restated balance at the beginning of the current reporting period | Changes in equity share capital during the current year | Balance at the end of the current reporting period |
|---|---|---|---|---|
| 359940.00 | - | - | - | 359940.00 |

**B. Other Equity**

**1) Current Reporting Period**

| | Reserves and Surplus | | | | | |
|---|---|---|---|---|---|---|
| | **Capital Reserve** | **Security Premium Reserve** | **Retained Earnings** | **Money Received against Share Warrant** | **Other items of other Comprehensive Income** | **Total Equity** |
| Balance at the beginning of the current reporting period | 15,000.00 | 57,861.08 | 9,58,006.07 | - | - | 10,30,867.15 |
| Changes in accounting policy/prior period errors | - | - | - | - | - | - |
| Restated balance at the beginning of the current reporting period | - | - | - | - | - | - |
| Total Comprehensive Income for the current year | - | - | 3,01,743.56 | - | - | 3,01,743.56 |
| Dividends | - | - | - | - | - | - |
| Issue of Share Warrant | - | - | - | 30,435.75 | - | 30,435.75 |
| Transfer to retained earnings | - | - | - | - | - | - |
| Any other change (to be specified) | - | 72,950.54 | - | - | - | 72,950.54 |
| Balance at the end of the current reporting period | 15,000.00 | 1,30,811.62 | 12,59,749.63 | 30,435.75 | - | 14,35,997.00 |

**2) Previous Reporting Period**

| | Reserves and Surplus | | | | | |
|---|---|---|---|---|---|---|
| | **Capital Reserve** | **Security Premium Reserve** | **Retained Earnings** | **Capital Investment Subsidy** | **Other items of other Comprehensive Income** | **Total Equity** |
| Balance at the beginning of the current reporting period | - | 57,861.08 | 8,82,702.07 | 15,000.00 | - | 9,55,563.15 |
| Changes in accounting | - | - | - | (15,000.00) | -- | (15,000.00) |

| | | | | | | |
|---|---|---|---|---|---|---|
| policy/prior period errors | | | | | | |
| Restated balance at the beginning of the current reporting period | - | - | - | - | - | - |
| Total Comprehensive Income for the current year | - | - | 75,304.00 | - | - | 75,304.00 |
| Dividends | - | - | - | - | - | - |
| Transfer to retained earnings | - | - | - | - | - | - |
| Any other change (TFD from Capital investment Subsidy) | 15,000.00 | - | - | - | - | 15,000.00 |
| Balance at the end of the current reporting period | 15,000.00 | 57,861.08 | 9,58,006.07 | | - | 10,30,867.15 |

**The accompanying notes form an integral part of the financial statements**

**As per our report of even date attached** **For and on behalf of Board of Directors**

**For: S.R. Naredi & Co.**

Chartered Accountants
Firm Registration Number: 002818C

**Atul Kumar Sethi**
**Managing Director**
**DIN- 00245685**

**Akash Sethi**
**Joint Managing Director**
**DIN-08176396**

CA S.R. Naredi
Proprietor
Membership Number: 072014
UDIN : 26072014HRPJBW7153
Place : Indore
Date: May 25, 2026

**Ashok Atulkar**
**Chief Financial Officer**

**Rupali Ahire**
**Company Secretary**

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2026

Amount in Hundreds

| PARTICULARS | As at 31st March 2026 | As at 31st March 2025 |
|---|---|---|
| **A. CASH FLOW FROM OPERATING ACTIVITIES**: | | |
| Net Profit before Tax & Extraordinary items as per Statement of Profit & Loss | 4,08,693.75 | 1,04,051.70 |
| Adjusted for: | | |
| Depreciation and Amortization Expense | 72,722.77 | 69,903.19 |
| Impairment of Investment | 14,807.58 | - |
| Interest Income | (10,804.95) | (6,215.67) |
| Finance Cost | 39,125.78 | 57,745.71 |
| | **1,15,851.18** | **1,21,433.23** |
| Change in Operating Profit before Working Capital Changes | 5,24,544.93 | 2,25,484.93 |
| Net change in | | |
| Trade & other Receivables | (3,10,638.63) | (35,125.63) |
| Inventories | 2,20,034.41 | (1,28,392.77) |
| Trade & Other Payables | 57,500.54 | 53,078.58 |
| | **(33,103.68)** | **(1,10,439.81)** |
| **Cash Generated from Operations** | 4,91,441.25 | 1,15,045.12 |
| Taxes Paid | (89,433.53) | (1,10,005.56) |
| **NET CASH FROM OPERATING ACTIVITIES** | **4,02,007.72** | **5,039.56** |
| **B. CASH FLOW FROM INVESTING ACTIVITIES** | | |
| Cash flow from Other financial assets and Loans | (15,106.07) | 59,434.13 |
| Cash flow from Subsidy Received | 55,762.74 | 27,881.37 |
| Cash flow for purchase of property, plant and equipment | (2,37,179.80) | (71,674.12) |
| Bank balance other than cash and cash equivalents | (6,643.16) | (25,275.62) |
| Interest Income | 10,804.95 | 6,215.67 |
| **NET CASH FROM INVESTING ACTIVITIES** | **(1,92,361.33)** | **(3,418.57)** |
| **C. CASH FLOW FROM FINANCING ACTIVITIES** | | - |
| Proceeds from Long Term Borrowings (Net) | (1,482.11) | (18,386.78) |
| Proceeds from Short Term Borrowings (Net) | (2,34,928.87) | 88,084.77 |
| Proceeds from issue of Equity share through private placement | 1,21,743.00 | - |
| Proceeds from issue of share warrants | 30,435.75 | - |
| Amount paid against issuance of share capital/share warrants | (33,762.46) | - |
| Interest Paid | (39,125.78) | (57,745.71) |
| **NET CASH RECEIVED/ (USED) IN FINANCING ACTIVITIES** | **(1,57,120.47)** | **11,952.28** |
| Net Increase / Decrease (-) in Cash and Cash Equivalents | 52,525.91 | 13,573.27 |
| Opening Balance of Cash and Cash Equivalents | 24,386.35 | 10,813.08 |
| Closing Balance of Cash and Cash Equivalents | 76,912.26 | 24,386.35 |

As per our report of even date attached

**For and on behalf of the Board of Directors**

**For: S.R. Naredi & Co.**
Chartered Accountants
Firm Registration Number: 002818C

Atul Kumar Sethi
Managing Director
DIN- 00232920

Akash Sethi
Joint Managing Director
DIN-08176396

CA S.R. Naredi
Proprietor
Membership Number: 072014

UDIN : 26072014HRPJBW7153
Place : Indore
Date: May 25, 2026

Ashok Atulkar
Chief Financial Officer
Place: Pithampur

Rupali Ahire
Company Secretary
Date: May 25, 2026

**SHREE PACETRONIX LIMITED**
**Note – 1 : Notes to Standalone Financial Statements as of and for the year ended 31st March, 2026**

1) **Corporate information**

Shree Pacetronix Limited (CIN: L33112MP1988PLC004317) ("the Company") is a listed public company domiciled in India and is incorporated under the provisions of the Companies Act, 1956. Its shares are listed on Bombay Stock Exchange in India. The registered office of the company is located at Plot no. 15, Sector – II, Pithampur, Dist. Dhar, Madhya Pradesh, 454775.

The Company is mainly engaged in the business of Manufacturing of Pacemaker (**"Life Saving Devices"**).

The Board of Directors approved the standalone financial statements for the year ended March 31, 2026 and authorised for issue on May 25, 2026.

2) **Basis of preparation of Financial Statements**

These standalone financial statements of the Company have been prepared and presented in accordance with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 ("the Act") read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015,as amended from time to time and presentation requirements of Division II of Schedule III to the Companies Act, 2013, guidelines issued by the Securities and Exchange Board of India (SEBI) and other relevant provisions of the Act and accounting principles generally accepted in India.

The accounting policies have been consistently applied, except in cases where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard necessitates a change in the previously used accounting policy. The material accounting policy information used in preparing the audited financial statements has been disclosed below.

3) **Basis of Measurement**

These Standalone Financial Statements have been prepared on a historical cost convention and on an accrual basis, except for certain assets and liabilities which have been measured at fair value as per Ind AS. All assets and liabilities are classified into current and non-current generally based on the nature of product/activities of the company and the normal time between acquisition of assets/liabilities and their realization/settlement in cash or cash equivalent. The company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

These standalone financial statements have been prepared in Indian Rupee (₹) which is the functional currency of the Company. All amounts have been rounded to the nearest hundred (`00), except when otherwise indicated.

Foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are retranslated at the exchange rate prevailing on the balance sheet dates and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated. The material accounting policy information related to preparation of the standalone financial statements have been discussed in the respective notes.

**4) Use of Estimates and Judgements**

The preparation of standalone financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Company to make estimates and judgements that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at the date of standalone financial statements and the reported amounts of income and expenses for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

The Company uses the following critical accounting judgements, estimates and assumptions in preparation of its standalone financial statements:

**i) Useful lives of property plant & equipment and intangible assets**

Property, plant and equipment, and intangibles assets represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset’s expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

**ii) Provision for Income Taxes & Deferred tax**

The Company uses judgements based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences can be utilised. Accordingly, the Company exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

**iii) Provisions & Contingent Liabilities**

The Company estimates the provisions that have present obligations as a result of past events and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates.

The Company uses significant judgements to assess contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the standalone financial statements.

**iv) Accounting for defined benefit plans**

In accounting for Defined benefit plans, several statistical and other factors that attempt to anticipate future events are used to calculate plan expenses and liabilities. These factors include expected return on plan assets, discount rate assumptions and rate of future compensation increases. To estimate these factors, actuarial consultants also use estimates such as withdrawal, turnover, and mortality rates which require significant judgement. The actuarial assumptions used by the Company may differ materially from actual results in future periods due to changing market and economic conditions, regulatory events, judicial rulings, higher or lower withdrawal rates, or longer or shorter participant life spans.

**5) Material Accounting Policy Information**

**A. Property Plant & Equipment**

Property, plant and equipment are stated at cost comprising of purchase price and any initial directly attributable cost of bringing the asset to its working condition for its intended use, less accumulated depreciation (other than freehold land) and impairment loss, if any.

Depreciation is provided for property, plant and equipment on a written down value basis so as to expense the cost less residual value over their estimated useful lives as prescribed in Schedule II of the Companies Act, 2013

Capital work-in-progress comprises of direct costs, related incidental expenses and attributable interest. Depreciation is not recorded on capital work-in-progress until construction and installation are complete and the asset is ready for its intended use.

An item of property, plant and equipment, is de-recognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the profit or loss.

**B. Intangible Assets**

Intangible assets are stated at cost less accumulated amortization and accumulated impairment, if any. Intangible assets are amortized over their respective individual estimated useful lives on a straight line basis, from the date that they are available for use.

The Company amortises intangible assets with a finite useful life using the straight-line method over the following useful life:

| Type of asset | Useful life |
|---|---|
| Technological Know-how | 10 Years |
| Product Related Technology | 10 Years |

The amortisation period and the amortisation method for intangible assets with a finite useful life are reviewed at each reporting date.

**C. Impairment of assets**

At the end of each reporting period, the Company determines whether there is any indication that its assets (PPE, intangible assets and investments in equity instruments in subsidiary carried at cost) have suffered an impairment loss with reference to their carrying amounts. If

any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount exceeds the recoverable amount. Recoverable amount is higher of the fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

**D. Foreign currency transactions and balances**

The Company's foreign operations are an integral part of the Company's activities. In preparing the financial statements, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in the Statement of Profit and Loss in the period in which they arise.

**E. Inventories**

Inventories are valued at the lower of cost and net realisable value. The cost of all categories of inventory items are determined based on the weighted average cost method. Cost includes expenditures incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of finished goods and

work-in-progress, cost includes an appropriate proportion of overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

The Company regularly assesses whether there is any indication of a diminution in the value of inventories. Such indications may include, but are not limited to, evidence of obsolescence, damage, changes in market conditions, or significant declines in selling prices. This policy applies to all inventories held by the company, including raw materials, work in progress, and finished goods. If there is objective evidence of a diminution in the value of inventories, the carrying amount of the inventories is reduced to their net realizable value.

**F. Revenue Recognition**

Revenue is recognised when a performance obligation in a customer contract has been satisfied by transferring control over the promised goods to the customer. Control over a promised good refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from those goods. Control is usually transferred upon shipment, delivery to, upon receipt of

goods by the customer, or in certain cases, upon the corresponding sales by customer to a third party, in accordance with the individual delivery and acceptance terms agreed with the customer.

The amount of revenue to be recognised (transaction price) is based on the consideration expected to be received or receivable (net of variable consideration) like returns, replacement,

discounts, allowances, incentives and other related charges in exchange for goods, excluding amounts collected on behalf of third parties such as goods and services tax or other taxes directly linked to sales.

**G. Employee Benefit Expenses**

- **Defined Contribution Plan**

Payment made to defined contribution plan such as provident fund and employee state insurance (ESI) are charged to the statement of profit and loss during the period of incurrence when the services are rendered by the employees.

- **Defined Benefit Plans**

Postretirement benefit plan such as gratuity plan, which requires contributions to be made to a separately administered fund. The benefit plan surplus or deficit on the balance sheet comprises the total for each of the fair value of the plan assets less the present value of the defined liabilities.

In accordance with Indian law, the company deposited in a scheme of gratuity which is a defined benefit plan. The gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days' salary payable for each completed year of services. Vesting occurs upon completion of five continuous years of services.

- **Short-term employee benefits**

A liability is recognised for benefits accruing to employees in respect of salaries, wages, performance incentives, medical benefits and other short term benefits in the period the related service is rendered, at the undiscounted amount of the benefits expected to be paid in exchange for that service.

- **Compensated leave absences**

Compensated leave absences are encashed by employees before end of the year and carry forward of leave is permitted as per the leave policy. All leave remaining to be encashed at end of the year are fully provided.

**H. Taxes**

Income tax expense represents the sum of the tax currently payable and deferred tax. Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively.

- **Current income taxes**

Current income tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the applicable income tax law. The current tax is calculated using tax rates that have been enacted or substantively enacted, at the reporting date. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

- **Deferred Taxes**

Deferred tax is recognised in respect of temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. 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.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

**I. Provisions & Contingent Liabilities**

**a. Provisions**

Provisions are recognised when the company has a present legal or constructive obligation as a result of a past event, it is possible that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

**b. Contingent Liabilities**

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not possible that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

Contingent Assets are neither recognised nor disclosed in the financial statements.

**J. Earnings per Share**

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

**K. Financial assets, financial liabilities and equity instruments**

Purchase and sale of Financial Assets are recognised using trade date accounting. Trade receivables that do not contain a significant financing component are measured at transaction price. Other Financial Assets are generally measured at Fair Value Through Profit or Loss (FVTPL)

In determining the allowance for expected credit losses, the Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

The Company reviews its carrying value of investments carried at cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted in the statement of profit and loss. Investment in subsidiaries is carried at cost less impairment loss (if any) as per the Ind as 27- 'Separate Financial Statements'

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

➢ **Impairment of financial assets:**

A financial asset is regarded as credit impaired when one or more events that may have a detrimental effect on estimated future cash flows of the asset have occurred. The Company applies the expected credit loss model for recognising impairment loss on financial assets (i.e.

the shortfall between the contractual cash flows that are due and all the cash flows (discounted) that the Company expects to receive).

➤ **Financial liabilities**

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts are determined to approximate fair value due to the short maturity of these instruments.

**L. Cash Flow Statement**

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

For and on behalf of the Board of Directors

| | |
|---|---|
| Atul Kumar Sethi<br>Managing Director<br>DIN- 00245685 | Akash Sethi<br>Joint Managing Director<br>DIN-08176396 |
| Ashok Atulkar<br>Chief Financial Officer | Rupali Ahire<br>Company Secretary |

**Note 3: Property, Plant and Equipment**

The change in the carrying value of property, plant and equipment for the year ended 31st March , 2026 were as follow:

| Particulars | Lease Hold Land | Buildings | Plant & Machineries | Furniture & Fixture | Vehicles | Office Equipments | Computers | Temporary Shed | Total |
|---|---|---|---|---|---|---|---|---|---|
| Gross Carrying value April 1, 2025 | 1,933.50 | 2,10,986.90 | 8,53,298.17 | 72,514.99 | 1,57,115.91 | 47,182.00 | 54,491.76 | 2,453.92 | 13,99,977.15 |
| Additions | - | 17,445.06 | 36,919.65 | 6,963.57 | 40,588.26 | 6,974.58 | 4,326.40 | - | 1,13,217.52 |
| Deletions/Subsidy | - | - | 55,762.74 | - | - | - | - | - | 55,762.74 |
| **Gross Carrying value March 31, 2026** | **1,933.50** | **2,28,431.96** | **8,34,455.08** | **79,478.56** | **1,97,704.17** | **54,156.58** | **58,818.16** | **2,453.92** | **14,57,431.93** |
| Accumulated depreciation April 1, 2025 | - | 1,35,633.11 | 6,35,751.83 | 58,495.24 | 1,05,913.38 | 33,994.64 | 48,978.09 | 2,453.92 | 10,21,220.21 |
| Depreciation for the year | - | 7,383.94 | 30,611.05 | 3,815.33 | 20,647.46 | 6,478.64 | 3,664.22 | - | 72,600.64 |
| Accumulated depreciation on deletions | - | - | - | - | - | - | - | - | - |
| **Accumulated depreciation March 31, 2026** | **-** | **1,43,017.05** | **6,66,362.88** | **62,310.57** | **1,26,560.84** | **40,473.28** | **52,642.31** | **2,453.92** | **10,93,820.85** |
| Carrying value as at March 31, 2026 | 1,933.50 | 85,414.91 | 1,68,092.20 | 17,167.99 | 71,143.33 | 13,683.30 | 6,175.85 | - | 3,63,611.08 |
| Carrying value as at April 1, 2025 | 1,933.50 | 75,353.79 | 2,17,546.34 | 14,019.75 | 51,202.53 | 13,187.36 | 5,513.67 | - | 3,78,756.94 |

The change in the carrying value of property, plant and equipment for the year ended 31st March, 2025 were as follow:

| Particulars | Lease Hold Land | Buildings | Plant & Machineries | Furniture & Fixture | Vehicles | Office Equipments | Computers | Temporary Shed | Total |
|---|---|---|---|---|---|---|---|---|---|
| Gross Carrying value April 1, 2024 | 1,933.50 | 1,92,609.35 | 8,39,712.76 | 72,372.62 | 1,57,115.91 | 37,873.74 | 52,112.60 | 2,453.92 | 13,56,184.40 |
| Additions | | 18,377.55 | 41,466.78 | 142.37 | | 9,308.26 | 2,379.16 | | 71,674.12 |
| Deletions/Subsidy | - | - | 27,881.37 | - | - | - | - | - | 27,881.37 |
| **Gross Carrying value March 31, 2025** | **1,933.50** | **2,10,986.90** | **8,53,298.17** | **72,514.99** | **1,57,115.91** | **47,182.00** | **54,491.76** | **2,453.92** | **13,99,977.15** |
| Accumulated depreciation April 1, 2024 | - | 1,29,667.62 | 5,98,151.02 | 54,250.45 | 82,749.37 | 28,602.84 | 44,610.03 | 2,453.92 | 9,40,485.25 |
| Depreciation for the year | | 5,965.49 | 37,600.81 | 4,244.79 | 23,164.01 | 5,391.80 | 4,368.06 | - | 80,734.96 |
| Accumulated depreciation on deletions | - | - | - | - | - | - | - | - | - |
| **Accumulated depreciation March 31, 2025** | **-** | **1,35,633.11** | **6,35,751.83** | **58,495.24** | **1,05,913.38** | **33,994.64** | **48,978.09** | **2,453.92** | **10,21,220.21** |
| Carrying value as at March 31, 2025 | 1,933.50 | 75,353.79 | 2,17,546.34 | 14,019.75 | 51,202.53 | 13,187.36 | 5,513.67 | - | 3,78,756.94 |
| Carrying value as at April 1, 2024 | 1,933.50 | 62,941.73 | 2,41,561.74 | 18,122.17 | 74,366.54 | 9,270.90 | 7,502.57 | - | 4,15,699.15 |

## 2.2 Capital work-in-progress

The change in the carrying value of Intangible Assets for the year ended March 31,2026 were as follow:

| Particulars | Tangible CWIP | Intangible Assets under development | Total |
|---|---|---|---|
| Gross Carrying value April 1, 2025 | - | 92,632.40 | 92,632.40 |
| Additions | - | 65,537.42 | 65,537.42 |
| Deletions | - | 65,537.42 | 65,537.42 |
| Gross Carrying value March 31, 2026 | - | 92,632.40 | 92,632.40 |
| Carrying value as at April 1, 2025 | - | 92,632.40 | 92,632.40 |

| CWIP aging schedule for the year ended 31st March ,2026 | | | | | |
|---|---|---|---|---|---|
| Particulars | Amount in CWIP for a period of | | | | |
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| Projects in progress | - | - | - | - | - |
| Projects temporarily suspended | - | - | | 92632.40 | 92,632.40 |

The change in the carrying value of Intangible Assets for the year ended 31st March ,2025 were as follow:

| Particulars | Tangible CWIP | Intangible Assets under development | Total |
|---|---|---|---|
| Gross Carrying value April 1, 2024 | - | 92,632.40 | 92,632.40 |
| Additions | - | - | - |
| Deletions | - | - | - |
| Gross Carrying value March 31, 2025 | - | 92,632.40 | 92,632.40 |
| Carrying value as at April 1, 2024 | - | 92,632.40 | 92,632.40 |

| CWIP aging schedule for the year ended 31st March ,2025 | | | | | |
|---|---|---|---|---|---|
| Particulars | Amount in CWIP for a period of | | | | |
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| Projects in progress | - | - | - | - | - |
| Projects temporarily suspended | - | | 979.73 | 91,652.67 | 92,632.40 |

### 2.3 Intangible Assets

The change in the carrying value of Intangible Assets for the year ended 31st March ,2026 were as follow:

| **Particulars** | **Intangible Asset** | **Total** |
|---|---|---|
| Gross Carrying value April 1, 2025 | 1,66,058.14 | 1,66,058.14 |
| Additions | 10,000.00 | 10,000.00 |
| Deletions | - | - |
| Gross Carrying value March 31, 2026 | **1,76,058.14** | **1,76,058.14** |
| Accumulated depreciation April 1, 2025 | 1,57,701.23 | 1,57,701.23 |
| Depreciation for the year | 902.96 | 902.96 |
| Accumulated depreciation on deletions | - | - |
| Accumulated depreciation March 31, 2026 | **1,58,604.19** | **1,58,604.19** |
| Carrying value as at March 31, 2026 | 17,453.96 | 17,453.96 |
| Carrying value as at April 1, 2025 | 8,356.92 | 8,356.92 |

The change in the carrying value of Intangible Assets for the year ended March 31,2025 were as follow:

| **Particulars** | **Intangible Asset** | **Total** |
|---|---|---|
| Gross Carrying value April 1, 2024 | 1,66,058.14 | 1,66,058.14 |
| Additions | - | - |
| Deletions | - | - |
| **Gross Carrying value March 31, 2025** | **1,66,058.14** | **1,66,058.14** |
| Accumulated depreciation April 1, 2024 | 1,57,658.47 | 1,57,658.47 |
| Depreciation for the year | 42.75 | 42.75 |
| Accumulated depreciation on deletions | - | - |
| **Accumulated depreciation March 31, 2025** | **1,57,701.22** | **1,57,701.22** |
| Carrying value as at March 31, 2025 | 8,356.92 | 8,356.92 |

| | | |
|---|---|---|
| Carrying value as at April 1, 2024 | 8,399.67 | 8,399.67 |

For and on behalf of Board of Directors

Atul Kumar Sethi
Managing Director
DIN- 00245685

Akash Sethi
Joint Managing Director
DIN-08176396

Ashok Atulkar
Chief Financial Officer

Rupali Ahire
Company Secretary

(Rs. In Hundred)

| Particulars | 31st March 2026 | 31st March 2025 |
|---|---|---|
| **Note 3: Non- current Investments** | | |
| Investment measured at cost or fair value whichever is lower | | |
| In Equity Shares of Subsidiary Company (unquoted) | | |
| 800000 fully paid up equity shares of Rs. 10 each of Shree Coratomic Ltd. | 65,192.42 | 80,000.00 |
| | **65,192.42** | **80,000.00** |

| Note 4: Other Financial Assets | 31st March2026 | 31st March 2025 |
|---|---|---|
| **(Unsecured considered good)** | | |
| Non-current bank balance being deposit with remaining maturity of more than twelve months | 39,876.28 | 24,756.49 |
| Security and other deposits | 13,073.06 | 13,086.78 |
| **Total** | **52,949.34** | **37,843.27** |
| *Earmarked balance with bank of Rs. 24843.60 are primary related to margin money for bank guarantee | | |

| Note 5: Deferred tax assets (Net) | 31st March 2026 | 31st March 2025 |
|---|---|---|
| The movements on the deferred tax account is as follows: | | |
| At the start of the year | 42,224.30 | 36,622.00 |
| Changes to Statement of Profit and Loss | 12,803.50 | 5,602.30 |
| **At the end of the year** | **55,027.80** | **42,224.30** |
| **Component of Deferred tax assets/(liabilities)** | | |
| **Deferred tax assets in relation to:** | | |
| Property, plant and Equipment | 23,019.60 | 18,439.60 |
| Provisions | 32,008.20 | 23,784.70 |
| **Total** | **55,027.80** | **42,224.30** |

| Note 6: Inventories | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Finished Goods | 1,26,185.54 | 2,20,762.88 |
| Stock in process | 73,455.54 | 47,784.16 |
| Raw Material | 2,83,108.43 | 4,34,236.88 |
| **Total** | **4,82,749.51** | **7,02,783.92** |

| Note 7: Trade receivables | 31st March 2026 | 31st March 2025 |
|---|---|---|

| | | |
|---|---|---|
| Trade receivables considered good - Unsecured | 10,63,670.99 | 7,57,755.96 |
| | **10,63,670.99** | **7,57,755.96** |

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| **Trade receivables** | | |
| **Undisputed Trade Receivables - Considered Good** | | |
| Less Than 6 Months | 6,22,481.89 | 4,29,133.26 |
| 6 Months - 1 year | 3,41,174.16 | 1,12,876.22 |
| 1 Year- 2 year | 42,260.14 | 1,06,901.66 |
| 2 Year - 3 year | 15,129.04 | 28,404.81 |
| More Than 3 Years | 42,625.77 | 80,440.01 |
| **Total trade receivables** | **10,63,670.99** | **7,57,755.96** |

| **Note 8: Cash and cash equivalents** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| Cash on hand | 15,673.56 | 8,284.16 |
| Balance with Bank of India Current Account | 45,757.15 | - |
| Deposits with original maturity of less than three months.* | 15,481.55 | 16,102.19 |
| **Total** | **76,912.26** | **24,386.35** |

*Earmarked balance with banks of Rs. 4081.38 (P.Y. 14973.46) are primarily related to margin money for bank guarantee

| | **31st March 2026** | **31st March 2025** |
|---|---|---|
| **Note 9: Other Balances with Bank** | | |
| Deposits with maturity more than three months but less than twelve months | 92,537.59 | 85,894.43 |
| **Total** | **92,537.59** | **85,894.43** |

*Earmarked balance with banks of Rs. 13168.99 (P.Y. 14973.46) are primarily related to margin money for bank guarantee

| **Note 10: Loans Current** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| Loans and advances to employees | 7,676.41 | 4,775.83 |
| **Total** | **7,676.41** | **4,775.83** |

| **Note 11: Other Financial Assets** | **31st March 2026** | **31st March 2025** |
|---|---|---|

| | | |
|---|---|---|
| Accrued Interest on Fixed Deposit with Banks | 6,291.08 | 4,323.80 |
| **Total** | **6,291.08** | **4,323.80** |

| Note 12: Other current assets | 31st March 2026 | 31st March 2025 |
|---|---|---|
| (Unsecured, considered good ) | | |
| Advance to vendors | 86,482.60 | 51,317.55 |
| Advances recoverable in cash or kind | 1,43,586.07 | 1,78,895.38 |
| **Total** | **2,30,068.67** | **2,30,212.93** |

| Note 13: Share Capital | 31st March 2026 | 31st March 2025 |
|---|---|---|
| **Authorised**<br>50,00,000 (Previous year: 50,00,000) equity shares of Rs.10 each | 5,00,000.00 | 5,00,000.00 |
| **Issued, Subscribed and Paid up capital**<br>37,49,700 (Previous year: 35,99,400) equity shares of Rs.10 each fully paid up | 3,74,970.00 | 3,59,940.00 |

**(a) Rights, preferences and restrictions attached to shares**

The company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

**b) Reconciliation of number of Shares**

| Particulars | As at 31st March 2026 | As at 31st March 2025 |
|---|---|---|
| | No. of Shares | No. of Shares |
| Balance as at the beginning of the year | 3599400 | 3599400 |
| Add: Shares issued during the year | 150300 | - |
| Balance as at the end of the year | **3749700** | **3599400** |

**c) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company**

| Shares held by | As at 31st March 2026 | | As at 31st March 2025 | |
|---|---|---|---|---|
| | No. of Shares | Percentage | No. of Shares | Percentage |

| | | | | |
|---|---|---|---|---|
| Mr .Atul Kumar Sethi | 705506 | 18.81% | 705506 | 19.60% |
| Mr. Akash Sethi | 328471 | 8.76% | 12699 | 0.35% |
| M/s Bio Pace Technology | 423991 | 11.31% | 570087 | 15.84% |

**d) Shareholding of promoters**

| Promoters Name | No. of Shares | % of Total Shares | % change during the year No. of Shares |
|---|---|---|---|
| Atul Kumar Sethi* | 705506 | 18.81% | - |
| Amita Sethi | 115074 | 3.07% | - |
| Ashish Sethi | 39477 | 1.05% | - |
| Akash Sethi | 328471 | 8.76% | - |
| **Total** | **1188528** | **31.70%** | - |
| * 128965 Shares pledged with Bank of India as security against working capital limit. | | | |

| **Note 14 : Other equity** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| **Capital Reserve** | | |
| Balance as per last Financial Statements | 15,000.00 | - |
| Add: Transferred from Capital investment subsidy during the year | - | 15,000.00 |
| Balance as at the end of the year | **15,000.00** | **15,000.00** |
| **Capital investment subsidy** | | |
| Balance as per last Financial Statements | - | 15,000.00 |
| Less: Transferred to Capital Reserve during the year | - | 15,000.00 |
| Balance as at the end of the year | **-** | **-** |
| **Security Premium** | | |
| Balance as per last Financial Statements | 57,861.08 | 57,861.08 |
| Add: Increase during the year | 72,950.54 | - |
| Balance as at the end of the year | **1,30,811.62** | **57,861.08** |
| **Money received against share warrants** | | |
| Money received against share warrants | 30,435.75 | - |
| Balance as at the end of the year | **30,435.75** | **-** |
| **Surplus / (Deficit) in Statement of Profit and Loss** | | |
| Balance as per last Financial Statements | 9,58,006.07 | 8,82,702.07 |
| Profit/ (Loss) for the year | 3,01,743.56 | 75,304.00 |
| Balance at the end of the year | 12,59,749.63 | 9,58,006.07 |
| | **14,35,997.00** | **10,30,867.15** |

| **Note 15: Borrowings** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| **Term loan - Secured** | | |

**a) From Banks**

| | | |
|---|---|---|
| ICICI Bank (KUV400) | 5,273.01 | 9,081.94 |
| HDFC Bank Ltd. (Eicher Bus) | 9,470.53 | 16,280.21 |
| Bank of India (Star GECL) | - | 8,246.48 |
| Bank of India (Auto Loan) | 17,382.98 | - |
| | **32,126.52** | **33,608.63** |

**Nature of security:**

Secured Loans

1. Term loans from HDFC Bank Ltd, ICICI Bank and Bank of India are secured by hypothecation of vehicles.

| **Vehicle Loans** | **ICICI Bank** | **HDFC Bank** | **Bank of india** |
|---|---|---|---|
| Repayment: | | | |
| Tenure in months | 60 | 60 | 84 |
| Sanctioned Limit | 17,930.00 | 32,000.00 | 20,000.00 |
| Rate of Interest: | 9.10% | 9.50% | 7.90% |
| Monthly instalments in Rs. | 37,326.00 | 67,210.00 | 31,073.00 |

2. Loan under STAR GECL from Bank of India is secured by Hypothecation of Stock, Book Debts and Plant and Machineries as primary security and Equitable mortgage of factory land (leasehold) and buildings situated at Plot no. 15, Industrial Area No. 2, Pithampur, Dist. Dhar as collateral security, personal guarantee of Shri Atul Kumar Sethi, Smt. Amita Sethi and Shri Akash Sethi and guaranteed by National Credit Guarantee Trustee Company (NCGTC). Rate of interest is 9.25% (RBLR+1.75%) repayable in 36 months after 2 years moratorium period with monthly instalment of Rs. 71545/-.

| **Note 16: Other financial liabilities** | | |
|---|---|---|
| Deposit from Customers | 3,600.00 | 3,600.00 |
| | 3,600.00 | 3,600.00 |
| **Note 17 : Short Term Borrowings** | | |
| a) Working Capital Limit - Secured* From Bank of India | 2,07,521.98 | 4,45,179.04 |
| b) Current maturities of long term borrowings** | 21,114.98 | 18,386.79 |
| | 2,28,636.96 | 4,63,565.83 |

*Working Capital Limit from Bank of India repayable on demand is secured by Hypothecation of Stock, Book Debts and Plant and Machineries as primary security and Equitable mortgage of factory land (leasehold) and buildings situated at Plot no. 15, Industrial Area No. 2, Pithampur, Dist. Dhar as collateral security, pledge of 128965 shares of the Company M/s Shree Pacetronix Limited in the name of Mr. Atul Sethi, personal guarantee of Shri Atul Kumar Sethi, Smt. Amita Sethi and Shri Akash Sethi. Rate of interest is 10.56% (RBLR+2.21%)

** It includes loan from Bank of India (GECL), ICICI Bank, HDFC Bank and Bank of India auto loan Ltd to be repayable within a period of one year. Disclosures relating to nature of security and terms of repayment are same as provided in long term borrowings.

**Note 18: Trade payables**

| | 31st March2026 | 31stMarch,2025 |
|---|---|---|
| Due to Micro and small enterprises | 48,370.66 | 44,826.99 |
| Due to other than Micro and small enterprises | 74,030.53 | 42,357.41 |
| | **1,22,401.19** | **87,184.40** |

| Trade payables ageing schedule | 31st March 2026 | 31st March,2025 |
|---|---|---|
| **MSME** | | |
| Less Than 1 Year | 38,542.27 | 28,501.50 |
| 1 Year - 2 Year | 855.69 | 6,382.49 |
| 2 year - 3 year | 400.00 | 9,403.00 |
| More than 3 year | 8572.70 | 540.00 |
| | **48,370.66** | **44,826.99** |
| **Others** | | |
| Less Than 1 Year | 68,995.30 | 38,128.09 |
| 1 Year - 2 Year | 805.91 | 279.31 |
| 2 year - 3 year | 39.88 | - |
| More than 3 year | 4189.44 | 3950.01 |
| | **74,030.53** | **42,357.41** |

**Note 19: Other financial liabilities**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Other payables | 63,443.98 | 57,510.51 |
| | **63,443.98** | **57,510.51** |

**Note 20: Other liabilities**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Statutory dues | 11,577.18 | 15,154.70 |
| Advance from customers | 1,48,215.81 | 1,43,791.04 |
| | **1,59,792.99** | **1,58,945.74** |

**Note 21: Provisions**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Provision for Employee benefits | 1,04,432.69 | 88,929.66 |
| | **1,04,432.69** | **88,929.66** |

**Note 22: Current Tax liabilities (net)**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Provision for current tax | 49,912.17 | 19,592.02 |
| | **49,912.17** | **19,592.02** |

**Note 23: Revenue from operations**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Sale of products (Net of Taxes) | 21,63,694.95 | 16,80,316.60 |
| | **21,63,694.95** | **16,80,316.60** |

**Note 24: Other income**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Interest | 10,804.95 | 6,215.67 |
| Other Receipts | 813.75 | 5,022.77 |
| Discount Received | - | 359.02 |
| | **11,618.70** | **11,597.46** |

**Note 25: Cost of materials consumed**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Inventory at the beginning of the year | 4,34,236.88 | 3,51,700.88 |
| Add: Purchases | 4,19,443.21 | 6,82,190.78 |
| Inventory at the end of the year | 2,83,108.43 | 4,34,236.88 |
| | **5,70,571.66** | **5,99,654.78** |

**Note 26: Changes in inventories of finished goods and work-in-progress and stock-in-trade**

| **Inventory at the beginning of the year (a)** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| Finished goods | 2,20,762.88 | 1,26,296.55 |
| Stock in process | 47,784.16 | 96,393.72 |
| | **2,68,547.04** | **2,22,690.27** |
| **Inventory at the end of the year (b)** | | |
| Finished goods | 1,26,185.54 | 2,20,762.88 |
| Stock in process | 73,455.54 | 47,784.16 |
| | **1,99,641.08** | **2,68,547.04** |
| **Increase in inventories (a) - (b)** | **68,905.96** | **(45,856.77)** |

**Note 27: Employee benefits expense**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Salaries and wages | 4,90,069.86 | 4,16,381.91 |
| Contribution to provident and other funds | 33,393.60 | 24,484.83 |
| Staff welfare expenses | 10,245.91 | 33,553.06 |
| | **5,33,709.37** | **4,74,419.80** |

**Note 28: Finance cost**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Interest on term loan | 4,754.27 | 5,700.82 |

| | | |
|---|---|---|
| Interest-others | 34,371.51 | 52,044.89 |
| | **39,125.78** | **57,745.71** |

**Note 29: Other expense**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| **Manufacturing expenses (a)** | | |
| Consumables | 110.18 | 257.30 |
| Exchange difference (net) | 4,493.41 | (180.76) |
| Freight inward | 251.89 | 4,924.25 |
| Insurance | 3,627.90 | 2513.01 |
| Job Work & Labour Charges | 62,453.95 | 52,746.98 |
| Laboratory Expenses | 2,032.50 | 3,562.32 |
| Power, fuel and water | 15,909.41 | 21,026.60 |
| Repairs to Others | 9,473.74 | 9,037.11 |
| Repairs to buildings | 11,657.19 | 4,458.52 |
| Repairs to plant and equipments | 233.39 | 6,005.31 |
| | **1,10,243.56** | **1,04,350.64** |

| | | |
|---|---|---|
| **Selling and distribution expenses (b)** | | |
| Advertisement expenses | 1,344.40 | 1,004.32 |
| Packing materials | 11,591.50 | 16,435.57 |
| Commission | 9,141.25 | - |
| Implantation Charges | 92.00 | 39,742.50 |
| Travelling expenses | 1,07,957.25 | 74,177.61 |
| Freight outward | 5,675.41 | 3,796.39 |
| Selling and business promotion expenses | 22,943.59 | 9,613.80 |
| Tender Expenses | 444.72 | 71.70 |
| Discount Given | 2,394.73 | 11,909.73 |
| | **1,61,584.85** | **1,56,751.62** |

| | | |
|---|---|---|
| **Administrative Expenses (c)** | | |
| Auditor's remuneration | 2,600.00 | 2,500.00 |
| Conveyance | 16,406.69 | 12,274.51 |
| Courier and postage charges | 1,263.83 | 1,553.78 |
| Legal and Professional Expenses | 69,405.43 | 45,907.78 |
| Miscellaneous expenses | 3,658.93 | 4,935.26 |
| Printing and stationery | 6,499.03 | 3,210.79 |
| Rates and taxes | 13,252.83 | 3,019.52 |
| Rent | 10,806.86 | 24,890.75 |
| Telephone and mobile expenses | 1,098.66 | 1,093.57 |
| Vehicle running & Maintenance Expenses | 21,014.26 | 16,558.60 |
| R & D Expenses | 34,476.72 | 44,166.40 |
| Donation | 2,711.00 | 4,410.01 |

| | | |
|---|---|---|
| Bank charges | 7,416.43 | 2,524.67 |
| Security Charges | 3,137.70 | 2,647.75 |
| Director Sitting Fees | 1,200.00 | 1,200.00 |
| Impairment Loss on Investment in Subsidiary | 14,807.58 | - |
| | **2,09,755.95** | **1,70,893.39** |
| **(a)+(b)+(c)** | **4,81,584.36** | **4,31,995.65** |

| Particulars | 31st March 2026 | 31st March 2025 |
|---|---|---|

**Note 30: Segment reporting**

**A. Primary segment**

As the company's business activity falls within a single primary business segment i.e. "Life Saving Devices' hence there is no primary segments wise information to report as per Ind-108 "Segment Reporting".

**B. Secondary segment**

| Particulars | India | Rest of the world | Total |
|---|---|---|---|
| i) Segment revenue | 19,05,891.58<br>(15,29,457.04) | 2,57,803.37<br>(1,50,859.56) | 21,63,694.95<br>(16,80,316.60) |
| ii) Carrying cost of segment assets | 25,75,313.50<br>(23,03,743.95) | -<br>- | 25,75,313.50<br>(23,03,743.95) |
| iii) Addition to Fixed Assets | 2,37,179.80<br>(71,674.12) | -<br>- | 2,37,179.80<br>(71,674.12) |

**Note 31: Related party disclosures**

"As per Ind AS-24 the Company's related parties and transactions are disclosed below:"

**A. Subsidiary Company**

Shree Coratomic Ltd

**B. Key management personnel and relatives of such personnel**

(I) Key Management Personnel

| | |
|---|---|
| Atul Kumar Sethi | Managing Director |
| Akash Sethi | Joint Managing Director |
| Somya Chhabra | Director |
| Chandragupt Jain | Director |
| Manali Tongia | Director |

(II) Relatives of Key Management personnel and their enterprises where transactions have taken place

| | |
|---|---|
| Preena Salgiya | Wife of Joint Managing Director |
| Amita Sethi | Wife of Managing Director |

| Particulars | Year Ended | Year Ended |
|---|---|---|

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| **C. Details of transactions and closing balances** | | |
| **Shree Coratomic Ltd** | | |
| Purchase of Fixed Assets (excluding GST) | 1,13,962.28 | - |
| Machine Hire Charges (excluding GST) | 1,050.00 | 12,600.00 |
| Closing Balance - Payable/(Receivable) | 16,777.44 | (94,748.87) |
| **Mr. Atul Kumar Sethi** | | |
| Director Remuneration | 60,000.00 | 60,000.00 |
| Rent Paid | 3,600.00 | 6,600.00 |
| Closing Balance – Payable | 12,357.01 | 8,129.75 |
| **Mrs. Amita Sethi** | | |
| Salary | 18,600.00 | 18,600.00 |
| Rent Paid | 3,600.00 | 3,000.00 |
| Closing Balance - Payable | 782.63 | 2,030.26 |
| **Mr. Akash Sethi** | | |
| Director Remuneration | 42,000.00 | 42,000.00 |
| Closing Balance - Payable | 2,855.51 | 6,259.78 |
| **Mrs. Preena Salgiya** | | |
| Professional Charges | 12,130.00 | 7,350.00 |
| Closing Balance - Payable | 500.00 | 250.00 |
| **Mrs. Somya Chhabra** | | |
| Director Sitting Fees | 400.00 | 400.00 |
| **Mr. Chandragupt Jain** | | |
| Director Sitting Fees | 400.00 | 400.00 |
| **Mrs. Manali Tongia** | | |
| Director Sitting Fees | 400.00 | 400.00 |

**Note 32: Micro, Small and Medium Enterprises:**

The company has received information from some of the "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. Accordingly, the company has made separate list of such suppliers & disclosed the list in the attached financial Statements. However, payments to some of the suppliers outstanding beyond due dates have not been made as per the mutual terms of payments agreed by them. Hence no provision of interest on those overdue outstanding as per MSMED Act, 2006 has been made in the accounts.

**Details of amounts o/s to Micro, Small and Medium Enterprises based on available information with the company is under:**

| Particulars | Current Year | Previous Year |
|---|---|---|
| Principal amount due and remaining unpaid | 48,370.66 | 44,826.99 |
| Interest due on above and the unpaid interest | - | - |
| Interest paid | - | - |
| Payment made beyond the appointed day during the year | - | - |
| Interest due and payable for the period of delay | - | - |
| Interest Accrued and remaining unpaid | - | - |
| Amount of further interest remaining due and payable in succeeding years | - | - |

**Note 33: Taxation**

| Particulars | 31st March 2026 | 31st March 2025 |
|---|---|---|
| **Taxation** | | |
| Income tax recognised in Statement of Profit and Loss | | |
| Current tax | 1,19,753.68 | 34,350.00 |
| Deferred tax | (12,803.50) | (5,602.30) |
| **Total income tax expenses recognised in the current year** | 1,06,950.18 | 28747.70 |
| **The tax expenses for the period can be reconciled to the accounting profit as follows:** | | |
| Profit Before Tax | 4,08,693.75 | 1,04,051.70 |
| Applicable Tax Rate | 25.168% | 25.168% |
| Computed Tax Expense | 1,02,860.04 | 26,187.73 |
| **Tax Effect of:** | | |
| Expenses Disallowed | 12,341.77 | 5,996.69 |
| Additional Allowances / Deductions | 853.19 | 2,165.57 |
| Others | 3,698.68 | - |
| **Current Tax Provision (A)** | **1,19,753.68** | **34,350.00** |
| Incremental Deferred Tax Liability / (Asset) on account of Property, Plant and Equipment and Other Intangible Assets | (4,580.00) | (2,186.41) |
| Incremental Deferred Tax Liability / (Asset) on account of Financial Assets and Other Items | (8,223.50) | (3415.89) |
| **Deferred Tax Provision (B)** | **(12,803.50)** | **(5,602.30)** |
| **Tax Expenses recognised in Statement of Profit and Loss (A+B)** | **1,06,950.18** | **28,747.70** |
| **Effective Tax Rate** | **26.17%** | **27.63%** |

**Note 34: Earnings per share**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Profit after tax (a) | 3,01,743.56 | 75,304.00 |
| Weighted average number of equity shares Outstanding (b) | 36,30,284 | 35,99,400 |

| | | |
|---|---|---|
| Weighted average number of Diluted equity shares outstanding (c) | 37,13,052 | 35,99,400 |
| Nominal value of an equity share | 10.00 | 10.00 |
| Earnings per share (In Rs.) | | |
| Basic [(a) / (b)] | 8.31 | 2.09 |
| Diluted [(a) / (c)] | 8.13 | 2.09 |

**Note 35: Contingent liabilities**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| (i) Bank Guarantee | 54174.65 | 42004.65 |

(ii) The company has filed appeal against demand of Rs. 20.00 Lakhs under Goods & Service Tax Act. This demand is
covered by Bank Guarantee.

**Note 36: Payment to auditors**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| For Statutory Audit | 2,300.00 | 2,200.00 |
| For Tax Audit | 300.00 | 300.00 |

**Note 37: FINANCIAL RISK MANAGEMENT**

**Credit risk:**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk primarily relates to trade and other receivables, long-term loans, cash and cash equivalents.

The Company's exposure to credit risk with regards to trade and other receivables is influenced mainly by the individual characteristics of each customer and there is no significant concentration of risk related to industry segments. The granting of credit is controlled by well-established criteria that are reviewed on a regular basis. The maximum exposure to credit risk at the reporting date is the carrying amount of each trade receivable.

The credit policy requires each new customer to be analyzed individually for credit worthiness before delivery and payment terms are offered.

Other receivables consist primarily of security deposits, loans to employees and other receivables. The risk of default is assessed as low.

The credit risk surrounding loans receivable is assessed as low risk.

Credit risk on cash and cash equivalents is assessed as low risk as the Company deposits cash surpluses with financial institutions of high quality and standing.

**Liquidity Risk:**

The Company actively monitors its cash flows to ensure there is sufficient cash available to meet its working capital requirements. Due to the dynamic nature of the underlying businesses, the Company maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors rolling forecasts of the Company's cash and cash equivalents on the basis of expected cash flow.

Most of the Company's current trade and other payables are due within one year.

The table below summarizes the maturity profile of the Company's financial liabilities as at 31st March 2026 based on contractual undiscounted payments.

(Rs. in Lakhs)

| Particulars | Less than one ye | 1-2 Year | 2-4 Years | >4 Year | Tota |
|---|---|---|---|---|---|
| Trade Payable | 107.54 | 1.66 | 0.44 | 12.76 | 122.40 |
| Long Term borrowings (including current maturitie | 21.11 | 14.10 | 8.59 | 9.44 | 53.24 |
| Short Term borrowings | 207.52 | 0.00 | 0.00 | 0.00 | 207.52 |
| Others | 60.22 | 3.23 | 0.00 | 0.00 | 63.44 |

**Interest Rate Risk**:

The Company is exposed to interest rate risk on its cash and cash equivalents, long-term loans and borrowings, which can have an impact on the cash flows of these instruments. The exposure to interest rate risk is managed through the Company's Board by using counterparties that offers the best rates which enables the Company to maximize returns whilst minimizing risk.

**Notes to the financial statements as of and for the year ended March 31st, 2026**

**Note 38: Additional Regulatory Information**

| I | Disclosure of Analytical Ratios and Disclosure for change in the ratio by more than 25% as compared to the ratio of preceding year | | | | | | |
|---|---|---|---|---|---|---|---|
| | **Ratios** | **Numerator** | **Denominator** | **FY 2025-26** | **FY 2024-25** | **Change** | **Explaination** |
| | Current Ratio (in times) | Total Current Assests | Total Current Liabilities | 2.69 | 2.07 | 29.95% | Due to decrease in current liabilities |
| | Debt-Equity Ratio (in times) | Long Term Borrowings | Total Equity | 0.02 | 0.03 | -34.24% | Due to increase in total equity |

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| | Debt-Service Coverage Ratio | Earnings for Debt service = Net profit after tax + Non- cash operating expenses + interest + other non-cash adjustments+ Interest on debt debited in P&L | Debt service = Interest + Principal Repayment (Non-Current debts only) | 15.83 | 8.19 | 93.33% | Due to increase in Profit. |
| | Return on Equity Ratio (in times) | Profit for the year less preference dividend (if any) | Average Total Equity | 18.85% | 5.57% | 238.39% | Due to increase in Profit. |
| | Inventory Turnover Ratio (in times) | Cost of goods sold | Average Inventory | 2.29 | 1.88 | 21.69% | |
| | Trade Receivable Turnover Ratio (in times) | Credit Sales | Average Trade Receivable | 2.38 | 2.51 | -5.35% | |
| | Trade Payable Turnover Ratio (in times) | Credit Purchase | Average Trade Payable | 4.00 | 12.19 | -67.16% | Due to decrease in Purchase. |
| | Net Capital Turnover Ratio (in times) | Revenue From Operations | Working Capital (i.e. Total current assets less Total Current Liabilities) | 1.76 | 1.80 | -2.37% | |
| | Net Profit Ratio (in %) | Profit for the year before exception items | Revenue From Operations | 13.95% | 4.48% | 211.29% | Due to increase in Profit. |
| | Return On Capital Employed | Profit Before Tax And Finance Costs | Average capital Employed Capital Employed = Net Worth + Deferred Tax Liabilities | 25.50% | 12.00% | 112.53% | Due to increase in Profit. |
| | Retun on Investment | Income Generated from Investment Funds | Average invested Funds | NA | NA | | |

**Notes to the financial statements as of and for the year ended March 31st , 2026**

**38. Additional Regulatory Information**

**II** The company is not Banking Company or a Non-Banking Finance Company or a Nidhi Company or Chit Fund Company or a Financial Institution or a company on which any of the directives issued by the Reserve Bank of India are applicable.

**III Regrouping of previous year figures**

Previous year figures have been regrouped or reclassified where ever required.

**IV Title deeds of immovable Property not held in name of the Company**

Title deeds of immovable property are in name of the company except leasehold land. The company has leasehold agreement of 99 years lease.

**V 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**

The Company has not revalued its Property, Plant and Equipment during the year.

**VI 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:**

The company has not granted loans or advances in the nature of loan to promoters, directors, KMPs or the related parties.

**VII Capital Work In Progress (CWIP)**

There is capital work in progess (CWIP).

**VIII Intangible assets under development**

There is intangible assets under development.

**IX Details of Benami Property held**

The company does not held any benami property and no proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made there under.

**X Where the Company has borrowings from banks or financial institutions on the basis of current assets.**

The quarterly returns of current assets filed by the company with the bank are in agreement with figures as appearing in books of accounts and no material discrepancies were noticed.

| Quarter | Name of Bank | Particulars of Security Provided | Amount as per books of accounts | Amount Reported in Quarterly return / statement | Amount of Difference | Reason for Discrepancies |
|---|---|---|---|---|---|---|
| Jun-25 | Bank of India | Trade Receivable | 758.55 | 763.78 | -5.23 | No major variation |

| | | | | | | |
|---|---|---|---|---|---|---|
| | | Inventories | 640.95 | 633.50 | 7.45 | No major variation |
| Sep-25 | Bank of India | Trade Receivable | 878.5 | 875.19 | 3.31 | No major variation |
| | | Inventories | 549.49 | 566.03 | -16.54 | No major variation |
| Dec-25 | Bank of India | Trade Receivable | 942.49 | 941.63 | 0.86 | No major variation |
| | | Inventories | 506.32 | 505.15 | 1.17 | No major variation |
| Mar-26 | Bank of India | Trade Receivable | 1063.67 | 1019.65 | 44.02 | No major variation |
| | | Inventories | 482.75 | 483.41 | -0.66 | No major variation |

**XI Wilful Defaulter**

The company is neither wilful defaulter nor declared wilful defaulter by any bank or financial institution or other lender.

**XII Relationship with Struck off Companies**

The company has no relationship with struck off Companies.

**XIII Registration of charges or satisfaction with Registrar of Companies**

There is no pending registration or satisfaction of charge with Registrar of Companies.

**XIV Compliance with number of layers of companies**

The company has complied with prescribed layers of companies as per Companies Act, 2013.

**XV Compliance with approved Scheme(s) of Arrangements**

There is no scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

**XVI Utilisation of Borrowed funds and share premium**

The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:

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

- Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

**XVII Corporate Social Responsibility (CSR)**

| Particular | Current Year | Previous Year |
|---|---|---|
| Not Applicable | | |

**XVIII Details of Crypto Currency or Virtual Currency**

| Particular | Current Year | Previous Year |
|---|---|---|
| No Such transactions of Crypto currency/ virtual currency during the current year and previous year | | |

| | | |
|---|---|---|
| As per our report of even date attached | | For and on behalf of Board of Directors |
| For: S.R. Naredi & Co.<br>Chartered Accountants<br>Firm Registration Number: 002818C | Atul Kumar Sethi<br>Managing Director<br>DIN- 00245685 | Akash Sethi<br>Joint Managing Director<br>DIN-08176396 |
| CA S.R. Naredi<br>Proprietor<br>Membership Number: 072014<br>UDIN : 26072014HRPJBW7153 | | |
| Place : Indore<br>Date: May 25, 2026 | Ashok Atulkar<br>Chief Financial Officer | Rupali Ahire<br>Company Secretary |

**Independent Auditors' Report on Consolidated Financial Statements**

**To**
**The Members of**
**Shree Pacetronix Limited**

**Report on the Audit of the Consolidated Financial Statements**

**Opinion**

We have audited the consolidated financial statements of Shree Pacetronix Limited (hereinafter referred to as "the Holding Company") and its subsidiary (Holding Company and its subsidiary together referred to as "the Group"), which comprise the consolidated balance sheet as at 31st March 2026, and the consolidated statement of profit and loss (including other comprehensive income), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March 2026, of its consolidated profit, consolidated changes in equity and consolidated cash flows for the year then ended.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

**Information Other than the Financial Statements and Auditor's Report Thereon**

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's Annual Report, but does not include the consolidated financial statements and our auditor's report thereon. The Holding Company's annual report is expected to be made available to us after the date of this auditor's report.

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

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

**Management's and Board of Directors' Responsibilities for the Consolidated Financial Statements**

The Holding Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and consolidated other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act.

The respective Management and Board of Directors of the Companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each Company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

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

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

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the holding company have adequate internal financial controls over financial reporting system in place with reference to the consolidated financial statements 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 and Board of Directors of the holding company.
- Conclude on the appropriateness of Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements. We remain solely responsible for our audit opinion.

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

We communicate with those charged with governance of the Holding Company and such other entity included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

**Report on Other Legal and Regulatory Requirements**

As required by Section 143(3) of the Act, based on our audit, we report, to the extent applicable, that:

**a)** We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

**b)** In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.

**c)** The consolidated balance sheet, the consolidated statement of profit and loss (including consolidated other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

**d)** In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

**e)** On the basis of the written representations received from the directors of the Holding Company as on 31 March 2026 taken on record by the Board of Directors of the Holding Company and on the basis of written representations received by the management from directors of its subsidiary which is incorporated in India, as on 31$^{st}$ March 2026, none of the directors of the Group companies incorporated in India is disqualified as on 31$^{st}$ March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

**f)** With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary company incorporated in India and the operating effectiveness of such controls, refer to our separate report in 'Annexure A'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls with reference to consolidated financial statements.

**g)** With respect to the other matters to be included in the Auditor's 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.

The remuneration paid to any director by the Holding Company and its subsidiary companies, is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

**h)** With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.

ii. The Group did not have any long-term contracts including derivative contracts during the year ended 31st March 2026.

iii. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company and its subsidiary company incorporated in India during the year ended 31st March 2026.

iv. a) 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;

b) The Management of the holding company 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 Holding Company or its subsidiary company from any person or entity, including foreign entity ("Funding Parties"),with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiary 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;

c) 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) of Rule11 (e), as provided under (a) and (b) above, contain any material misstatement.

v. No dividend declared or paid during the year by the Holding Company and its subsidiary company incorporated in India.

vi. Based on our examination which included test checks, the holding company and its subsidiary company incorporated in India. have used accounting software systems for maintaining its books of account for the financial year ended March 31,2026, which have a feature of recording audit trail (edit log) facility except at the application layer of accounting software's relating to stock register for raw material and the same has operated throughout the year for all relevant transactions recorded in the respective software system. We did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

As required by paragraph 3(xxi) of the Companies (Auditor's Report) Order, 2020 ("CARO 2020"), issued by the Central Government of India in terms of sub section (11) of section 143 of the Act, we report that there are no disqualifications or adverse remarks included by the respective auditors in their CARO 2020 reports issued in respect of the standalone financial statements of the subsidiary company incorporated in India which are included in these Consolidated Financial Statements.

For: S.R. Naredi& Co.
Chartered Accountants
Registration No. 002818C
UDIN:26072014MXBDHX9425

CA S.R. Naredi
Proprietor
Membership No. 072014

Place: Indore
Date : May 25, 2026

**Annexure A to the Independent Auditors' Report on the consolidated financial statements of Shree Pacetronix Limited for the year ended 31 March 2026**

(**Referred to in paragraph A (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

**Report on the internal financial controls with reference to the aforesaid consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the Act)**

## Opinion

In conjunction with our audit of the consolidated financial statements of Shree Pacetronix Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2026, we have audited the internal financial controls with reference to the consolidated financial statements of the Holding Company and such company incorporated in India under the Companies Act, 2013 which is its subsidiary company, as of that date.

In our opinion, the Holding Company and such company incorporated in India which is its subsidiary company, have, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were generally operating effectively as at 31 March 2026, based on the internal financial controls with reference to consolidated financial statements criteria established by such companies considering the essential components of such internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

## Management's Responsibility for Internal Financial Controls

The respective Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the criteria established by the respective Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

**Auditors' Responsibility**

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

**Meaning of Internal Financial Controls with reference to Consolidated Financial Statements**

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of consolidated 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 that could have a material effect on the consolidated financial statements.

**Inherent Limitations of Internal Financial Controls with reference to Consolidated Financial Statements**

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

For: S.R. Naredi& Co.
Chartered Accountants
Registration No. 002818C
UDIN:26072014MXBDHX9425

CA S.R. Naredi
Proprietor
Membership No. 072014

## CONSOLIDATED BALANCE SHEET AS AT 31st MARCH 2026

Amount in Hundred

| Particulars | Note No. | As at 31st March 2026 | As at 31st March 2025 |
|---|---|---|---|
| **Assets** | | | |
| **Non-current assets** | | | |
| Property, plant and equipment | 2.1 | 3,63,611.08 | 3,78,756.94 |
| Capital work-in-progress | 2.2 | 92,632.40 | 92,632.40 |
| Intangible assets | 2.3 | 17,453.96 | 8,356.92 |
| Financial assets | | | |
| Investments | | - | - |
| Other Financial Assets | 3 | 68,047.01 | 52,970.94 |
| Deferred tax assets (Net) | 4 | 59,003.20 | 46,215.10 |
| Other Non-Current assets | 5 | 6,734.37 | 6,734.37 |
| **Total Non-Current Assets** | | **6,07,482.01** | **5,85,666.67** |
| **Current assets** | | | |
| Inventories | 6 | 4,82,749.51 | 7,02,783.92 |
| Financial assets | | | |
| Investments | | - | - |
| Trade receivables | 7 | 10,63,670.99 | 6,63,007.09 |
| Cash and cash equivalents | 8 | 78,948.03 | 25,422.12 |
| Bank balance other than cash and cash equivalents | 9 | 92,537.59 | 85,894.43 |
| Loans | 10 | 7,676.41 | 4,775.83 |
| Other Financial Assets | 11 | 7,084.58 | 4,455.22 |
| Currents Tax Assets (net) | | - | - |
| Other current assets | 12 | 2,30,587.56 | 2,32,522.98 |
| **Total Current Assets** | | **19,63,254.66** | **17,18,861.60** |
| **Total Assets** | | **25,70,736.67** | **23,04,528.27** |
| **Equity and liabilities** | | | |
| **Equity** | | | |
| Equity Share capital | 13 | 3,74,970.00 | 3,59,940.00 |
| Other equity | 14 | 14,35,996.97 | 10,18,217.83 |
| Non-controlling interest | | 57.06 | 58.95 |
| **Total Equity** | | **18,11,024.03** | **13,78,216.78** |
| **Liabilities** | | | |
| **Non-current liabilities:** | | | |
| Financial liabilities | | | |
| Borrowings | 15 | 32,126.52 | 36,108.63 |
| Other financial liabilities | 16 | 3600.00 | 3600.00 |
| | | **35,726.52** | **39,708.63** |
| **Current liabilities:** | | | |
| Financial liabilities | | | |
| Borrowings | 17 | 2,36,220.15 | 4,70,977.00 |
| Trade payables | 18 | | |
| A) total outstanding dues of micro enterprises and small enterprises | | 48,370.66 | 44,826.99 |
| B) total outstanding dues of creditors other than micro enterprises and small enterprises | | 57,253.09 | 42,357.41 |
| Other financial liabilities | 19 | 65,341.71 | 60,784.03 |
| Other current liabilities | 20 | 1,62,455.65 | 1,59,135.74 |
| Provisions | 21 | 1,04,432.69 | 88,929,66 |
| Current tax liabilities (net) | 22 | 49,912.17 | 19,592.02 |
| Total Current Liability | | **7,23,986.12** | **8,86,602.85** |
| **Total equity and liabilities** | | **25,70,736.67** | **23,04,528.27** |

Summary of Material accounting policies 1

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For and on behalf of Board of Directors

For S.R. Naredi & Co.
Chartered Accountants
Firm Reg No. 002818C
(CA S. R. Naredi) Proprietor ( M. N. 072014)
UDIN : 26072014MXBDHX9425
Place : Indore
Date : 25th May, 2026

Atul Kumar Sethi
Managing Director
DIN: 00245685

Akash Sethi
Joint Managing Director
DIN: 08176396

Rupali Ahire
Company Secretary
Place: Pithampur

Ashok Atulkar
Chief Financial Officer
Date: 25th May,2026

## STATEMENT OF CONSOLIDATED PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

**Amount in Hundreds**

| Particulars | Note No. | Year Ended 31st March, 2026 | Year Ended 31st March, 2025 |
|---|---|---|---|
| Revenue from operations | 23 | 21,63,694.95 | 16,80,316.60 |
| Other income | 24 | 12,318.59 | 12,147.48 |
| **Total Income** | | **21,76,013.54** | **16,92,464.08** |
| **Expenses** | | | |
| Cost of materials consumed | 25 | 5,70,571.66 | 5,99,654.78 |
| Changes in inventories of finished goods (including stock-in-trade) and work-in-progress | 26 | 68,905.96 | (45,856.77) |
| Employee benefits expenses | 27 | 5,33,709.37 | 4,74,419.80 |
| Finance costs | 28 | 40,703.03 | 58,184.39 |
| Depreciation and amortization expenses | 2 | 73,503.60 | 80,777.71 |
| Other expenses | 29 | 4,67,263.38 | 4,20,977.74 |
| **Total Expenses** | | **17,54,657.00** | **15,88,157.65** |
| **Profit before exceptional items and tax** | | **4,21,356.54** | **1,04,306.43** |
| **Exceptional items** | | - | - |
| **Profit before tax** | | **4,21,356.54** | **1,04,306.43** |
| **Tax expenses** | | | |
| Current tax | | 1,19,753.68 | 34,350.00 |
| Deferred tax | | (12,788.10) | (5,038.20) |
| **Profit/Loss For The Period Of Continuing Operations (A)** | | **3,14,390.95** | **74,994.63** |
| **Other Comprehensive Income** | | | |
| A)(i) items that will not be reclassified to Profit or Loss | | | |
| (ii) Income tax relating to items that will not be reclassified to Profit or Loss | | | |
| B)(i) items that will be reclassified to Profit or Loss | | | |
| (ii) income tax relating to items that will be reclassified to Profit or Loss | | **-** | **-** |
| **Total Other Comprehensive Income/Loss (B)** | | | |
| **Total Comprehensive Income for the year (A+B)** | | **3,14,390.95** | **74,994.63** |
| **Profit for the year attributable to** | | | |
| Equity Share Holders of the Company | | 3,14,392.84 | 74,994.90 |
| Non Controling Interest | | (1.89) | (0.27) |
| Other Comprehensive Income for the year attributable to | | | |
| Equity Share Holders of the Company | | - | - |
| Non Controling Interest | | - | - |
| **Earnings per equity share** | | | |
| Basic (Face value of Re. 10 each) | 34 | **8.66** | **2.08** |
| Diluted (Face value of Re. 10 each) | | **8.47** | **2.08** |

**The accompanying notes are an integral part of the financial statements**
**As per our report of even date attached**

For S. R. Naredi & Co
Chartered Accountants
Firm Reg No. 002818C

For and on behalf of Board of Directors

Atul Kumar Sethi
Managing Director
DIN: 00245685

Akash Sethi
Joint Managing Director
DIN: 08176396

(CA S. R. Naredi)
Proprietor
M. N. 072014
UDIN : 26072014MXBDHX9425
Place : Indore
Date : 25th May,2026

Rupali Ahire
Company Secretary
Place: Pithampur

Ashok Atulkar
Chief Financial Officer
Date:25th May,2026

**Consolidated Statement of changes in equity for the year ended 31st March, 2026**

**(Rs. In Hundred)**

A. Equity Share Capital

1) Current Reporting Period

| Balance at the beginning of the current reporting period | Changes in Equity Share Capital due to prior period errors | Restated balance at the beginning of the current reporting period | Changes in equity share capital during the current year | Balance at the end of the current reporting period |
|---|---|---|---|---|
| 359940.00 | - | - | 15030.00 | 374970.00 |

2) Previous Reporting Period

| Balance at the beginning of the current reporting period | Changes in Equity Share Capital due to prior period errors | Restated balance at the beginning of the current reporting period | Changes in equity share capital during the current year | Balance at the end of the current reporting period |
|---|---|---|---|---|
| 359940.00 | - | - | - | 359940.00 |

**B. Other Equity**

**1) Current Reporting Period**

| | Reserves and Surplus | | | | | | |
|---|---|---|---|---|---|---|---|
| | **Capital Reserve** | **Security Premium Reserve** | **Retained Earnings** | **Money Received against Share Warrant** | **Non-Controlling Interest** | **Other items of other Comprehensive Income** | **Total Equity** |
| Balance at the beginning of the current reporting period | 15,000.00 | 57,861.08 | 9,45,356.75 | - | 58.95 | - | 10,18,276.78 |
| Changes in accounting policy/prior period errors | - | - | - | - | - | -- | - |
| Restated balance at the beginning of the current reporting period | - | - | - | - | - | - | - |
| Total Comprehensive Income for the current year | - | - | 3,14,392.84 | - | (1.89) | - | 3,14,390.95 |
| Dividends | - | - | - | - | - | - | - |
| Issue of Share Warrant | - | - | - | 30,435.75 | - | - | 30,435.75 |
| Transfer to retained earnings | - | - | - | - | - | - | - |
| Any other change (to be specified) | - | 72,950.54 | - | - | - | - | 72,950.54 |
| Balance at the end of the current reporting period | 15,000.00 | 1,30,811.62 | 12,59,749.60 | 30,435.75 | 57.06 | - | 14,36,054.03 |

**2) Previous Reporting Period**

| | Reserves and Surplus | | | | | | |
|---|---|---|---|---|---|---|---|
| | **Capital Reserve** | **Security Premium Reserve** | **Retained Earnings** | **Capital Investment Subsidy** | **Non-Controlling Interest** | **Other items of other Comprehensive Income** | **Total Equity** |
| Balance at the beginning of the current reporting period | - | 57,861.08 | 8,70,361.85 | 15,000.00 | 59.22 | - | 9,43,282.15 |
| Changes in accounting | - | - | - | (15,000.00) | - | - | (15,000.00) |

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| policy/prior period errors | | | | | | | |
| Restated balance at the beginning of the current reporting period | - | - | - | - | - | - | - |
| Total Comprehensive Income for the current year | - | - | 74,994.90 | - | (0.27) | - | 74,994.63 |
| Dividends | - | - | - | - | - | - | - |
| Transfer to retained earnings | - | - | - | - | - | - | - |
| Any other change (TFD from Capital investment Subsidy) | 15,000.00 | - | - | - | - | - | 15,000.00 |
| Balance at the end of the current reporting period | 15,000.00 | 57,861.08 | 9,45,356.75 | 15,000.00 | 58.95 | - | 10,18,276.78 |

The accompanying notes form an integral part of the financial statements
As per our report of even date attached

For and on behalf of Board of Directors

For: S.R. Naredi & Co.
Chartered Accountants
Firm Registration Number: 002818C

Atul Kumar Sethi
Managing Director
DIN- 00245685

Akash Sethi
Joint Managing Director
DIN-08176396

CA S.R. Naredi
Proprietor
Membership Number: 072014
UDIN : 26072014MXBDHX9425
Place : Indore
Date: May 25, 2026

Ashok Atulkar
Chief Financial Officer

Rupali Ahire
Company Secretary

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2026

Amount in Hundreds

| PARTICULARS | As at 31st March 2026 | As at 31st March 2025 |
|---|---|---|
| **A. CASH FLOW FROM OPERATING ACTIVITIES**: | | |
| Net Profit before Tax & Extraordinary items as per Statement of Profit & Loss | 4,21,356.54 | 1,04,306.43 |
| Adjusted for: | | |
| Depreciation and Amortization Expense | 73,503.60 | 80,777.71 |
| Interest Income | (11,478.14) | (6,765.69) |
| Finance Cost | 40,703.03 | 58,184.39 |
| | **1,02,728.49** | **1,32,196.41** |
| Operating Profit before Working Capital Changes | 5,24,085.03 | 2,36,502.84 |
| Net change in | | |
| Trade & other Receivables | (4,04,258.42) | (52,361.62) |
| Inventories | 2,20,034.41 | (1,28,392.77) |
| Trade & Other Payables | 41,819.96 | 53,506.63 |
| | **(1,42,404.04)** | **(1,27,247.75)** |
| **Cash Generated from Operations** | 3,81,680.99 | 1,09,255.09 |
| Taxes Paid | (89,433.53) | (1,10,045.30) |
| **NET CASH FROM OPERATING ACTIVITIES** | **2,92,247.46** | **(790.21)** |
| **B. CASH FLOW FROM INVESTING ACTIVITIES** | | |
| Cash flow from Other financial assets | (15,076.07) | 49,614.87 |
| Cash flow from Subsidy Received | 55,762.74 | 27,881.37 |
| Payment for purchase of property, plant and equipment | (1,23,217.52) | (71,674.12) |
| Bank balance other than cash and cash equivalents | (6,643.16) | (16,720.76) |
| Interest Income | 11,478.14 | 6,765.69 |
| **NET CASH FROM INVESTING ACTIVITIES** | **(77,695.87)** | **(4,132.95)** |
| **C. CASH FLOW FROM FINANCING ACTIVITIES** | | |
| Proceeds from Long Term Borrowings (Net) | (3,982.11) | (18,386.78) |
| Proceeds from Short Term Borrowings (Net) | (2,34,756.85) | 95,495.94 |
| Proceeds from issue of Equity share through private placement | 1,21,743.00 | - |
| Proceeds from issue of share warrants | 30,435.75 | - |
| Amount paid for issuance of share capital/share warrants | (33,762.46) | - |
| Interest Paid | (40,703.03) | (58,184.39) |
| **NET CASH RECEIVED/ (USED) IN FINANCING ACTIVITIES** | **(1,61,025.70)** | **18,924.77** |
| Net Increase / Decrease (-) in Cash and Cash Equivalents | 53,525.90 | 14,001.60 |
| Opening Balance of Cash and Cash Equivalents | 25,422.12 | 11,420.52 |
| Closing Balance of Cash and Cash Equivalents | 78,948.03 | 25,422.12 |

As per our report of even date attached

**For and on behalf of Board of Directors**

**For: S.R. Naredi & Co.**
Chartered Accountants
Firm Registration Number: 002818C

Atul Kumar Sethi
Managing Director
DIN- 00245685

Akash Sethi
Joint Managing Director
DIN-08176396

CA S.R. Naredi
Proprietor
Membership Number: 072014

Ashok Atulkar
Chief Financial Officer
Date: 25th May,2026

Rupali Ahire
Company Secretary
Place: Pithampur

UDIN : 26072014MXBDHX9425
Place : Indore

Date: May 25, 2026

**SHREE PACETRONIX LIMITED**

**Note – 1 :Notes to Consolidated Financial Statements as of and for the year ended 31st March, 2026**

## 1) Corporate information

Shree Pacetronix Limited (CIN: L33112MP1988PLC004317) ("the holding Company") is a listed public company domiciled in India and is incorporated under the provisions of the Companies Act, 1956. Its shares are listed on Bombay Stock Exchange in India. The registered office of the company is located at Plot no. 15, Sector – II, Pithampur, Dist. Dhar, Madhya Pradesh, 454775. The Consolidated Financial Statements comprises of Financial Statements of Shree Pacetronix Limited and its subsidiary Shree Coratomic Limited , (the Company and its subsidiaries together referred to as 'the Group')

The Company is mainly engaged in the business of Manufacturing of Pacemaker (**"Life Saving Devices"**).

The Board of Directors approved the consolidated financial statements for the year ended March 31, 2026 and authorised for issue on May 25, 2026.

## 2) Basis of preparation of Financial Statements

These Consolidated financial statements of the Company have been prepared and presented in accordance with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 ("the Act") read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015,as amended from time to time and presentation requirements of Division II of Schedule III to the Companies Act, 2013, guidelines issued by the Securities and Exchange Board of India (SEBI) and other relevant provisions of the Act and accounting principles generally accepted in India.

The accounting policies have been consistently applied, except in cases where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard necessitates a change in the previously used accounting policy. The material accounting policy information used in preparing the audited financial statements has been disclosed below.

## 3) Basis of Measurement

These Consolidated Financial Statements have been prepared on a historical cost convention and on an accrual basis, except for certain assets and liabilities which have been measured at fair value as per Ind AS. All assets and liabilities are classified into current and non-current generally based on the nature of product/activities of the company and the normal time between acquisition of assets/liabilities and their realization/settlement in cash or cash equivalent. The company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

These consolidated financial statements have been prepared in Indian Rupee (₹) which is the functional currency of the Company. All amounts have been rounded to the nearest hundred (`00), except when otherwise indicated.

Foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are retranslated at the exchange rate prevailing on the balance sheet dates and exchange gains and losses arising on settlement and restatement are recognised in the statement of profit and loss. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated. The material accounting policy information related to preparation of the consolidated financial statements have been discussed in the respective notes.

**4) Basis of Consolidation**

The Company consolidates entities which it owns or controls. The Consolidated financial statements comprise the financial statements of the Company, and its subsidiary. Control exists when the parent has power over the entity, is exposed, or has rights to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiary is consolidated from the date control commences until the date control ceases. The financial statements of the Group companies are consolidated on a line-by-line basis and intra-group balances and transactions including unrealized gain / loss from such transactions are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the Group. Non-controlling interests which represent part of the net profit or loss and net assets of subsidiary that is not, directly or indirectly, owned or controlled by the Company, are excluded.

Details of Group’s components at the end of the year considered in preparation of the consolidated financial statements is as under:

| Name of the Component | Country of Incorporation | % voting power held as at 31.03.2026 | % voting power held as at 31.03.2025 |
|---|---|---|---|
| **Shree Coratomic Limited** | India | 99.91% | 99.91% |

**5) Use of Estimates and Judgements**

The preparation of Consolidated financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Company to make estimates and judgements that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at the date of consolidated financial statements and the reported amounts of income and expenses for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

The group uses the following critical accounting judgements, estimates and assumptions in preparation of its consolidated financial statements:

**i) Useful lives of property plant & equipment and intangible assets**

Property, plant and equipment, and intangibles assets represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Group assets are determined by the management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

**ii) Provision for Income Taxes & Deferred tax**

The Company uses judgements based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences can be utilised. Accordingly, the Group exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

**iii) Provisions & Contingent Liabilities**

The Group estimates the provisions that have present obligations as a result of past events and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates.

The Group uses significant judgements to assess contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the consolidated financial statements.

**iv) Accounting for defined benefit plans**

In accounting for Defined benefit plans, several statistical and other factors that attempt to anticipate future events are used to calculate plan expenses and liabilities. These factors include expected return on plan assets, discount rate assumptions and rate of future compensation increases. To estimate these factors, actuarial consultants also use estimates such as withdrawal, turnover, and mortality rates which require significant judgement. The actuarial assumptions used by the group may differ materially from actual results in future

periods due to changing market and economic conditions, regulatory events, judicial rulings, higher or lower withdrawal rates, or longer or shorter participant life spans.

## 6) Material Accounting Policy Information

### a) Property Plant & Equipment

Property, plant and equipment are stated at cost comprising of purchase price and any initial directly attributable cost of bringing the asset to its working condition for its intended use, less accumulated depreciation (other than freehold land) and impairment loss, if any.

Depreciation is provided for property, plant and equipment on a written down value basis so as to expense the cost less residual value over their estimated useful lives as prescribed in Schedule II of the Companies Act, 2013

Capital work-in-progress comprises of direct costs, related incidental expenses and attributable interest. Depreciation is not recorded on capital work-in-progress until construction and installation are complete and the asset is ready for its intended use.

An item of property, plant and equipment, is de-recognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the profit or loss.

### b) Intangible Assets

Intangible assets are stated at cost less accumulated amortization and accumulated impairment, if any. Intangible assets are amortized over their respective individual estimated useful lives on a straight line basis, from the date that they are available for use.

The Group amortises intangible assets with a finite useful life using the straight-line method over the following useful life:

| Type of asset | Useful life |
|---|---|
| Technological Know-how | 10 Years |
| Product Related Technology | 10 Years |

The amortisation period and the amortisation method for intangible assets with a finite useful life are reviewed at each reporting date.

### c) Impairment of assets

At the end of each reporting period, the Group determines whether there is any indication that its assets (PPE, intangible assets and investments in equity instruments in subsidiary carried at cost) have suffered an impairment loss with reference to their carrying amounts. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount exceedsthe recoverable amount. Recoverable amount is higher of the fair value less

costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

**d) Foreign currency transactions and balances**

The Group's foreign operations are an integral part of the Company's activities. In preparing the financial statements, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in the Statement of Profit and Loss in the period in which they arise.

**e) Inventories**

Inventories are valued at the lower of cost and net realisable value. The costs of all categories of inventory items are determined based on the weighted average cost method. Cost includes expenditures incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of finished goods and work-in-progress, cost includes an appropriate proportion of overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

The Group regularly assesses whether there is any indication of a diminution in the value of inventories. Such indications may include, but are not limited to, evidence of obsolescence, damage, changes in market conditions, or significant declines in selling prices. This policy applies to all inventories held by the Group, including raw materials, work in progress, and finished goods. If there is objective evidence of a diminution in the value of inventories, the carrying amount of the inventories is reduced to their net realizable value.

**f) Revenue Recognition**

Revenue is recognised when a performance obligation in a customer contract has been satisfied by transferring control over the promised goods to the customer. Control over a promised good refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from those goods. Control is usually transferred upon shipment, delivery to, upon receipt of goods by the customer, or in certain cases, upon the corresponding sales by customer to a third party, in accordance with the individual delivery and acceptance terms agreed with the customer.

The amount of revenue to be recognised (transaction price) is based on the consideration expected to be received or receivable (net of variable consideration) like returns, replacement, discounts, allowances, incentives and other related charges in exchange for

goods, excluding amounts collected on behalf of third parties such as goods and services tax or other taxes directly linked to sales.

**g) Employee Benefit Expenses**

**(i) Defined Contribution Plan**

Payment made to defined contribution plan such as provident fund and employee state insurance (ESI) are charged to the statement of profit and loss during the period of incurrence when the services are rendered by the employees.

**(ii) Defined Benefit Plans**

Post retirement benefit plan such as gratuity plan, which requires contributions to be made to a separately administered fund. The benefit plan surplus or deficit on the balance sheet comprises the total for each of the fair value of the plan assets less the present value of the defined liabilities.

In accordance with Indian law, the company deposited in a scheme of gratuity which is a defined benefit plan. The gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days' salary payable for each completed year of services. Vesting occurs upon completion of five continuous years of services.

**(iii) Short-term employee benefits**

A liability is recognised for benefits accruing to employees in respect of salaries, wages, performance incentives, medical benefits and other short term benefits in the period the related service is rendered, at the undiscounted amount of the benefits expected to be paid in exchange for that service.

**(iv) Compensated leave absences**

Compensated leave absences are encashed by employees before end of the year and carry forward of leave is permitted as per the leave policy. All leave remaining to be encashed at end of the year are fully provided.

**h) Taxes**

Income tax expense represents the sum of the tax currently payable and deferred tax. Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively.

**a. Current income taxes**

Current income tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the applicable income tax law. The current tax is calculated using tax rates that have been enacted or substantively enacted, at the reporting date. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

**b. Deferred Taxes**

Deferred tax is recognised in respect of temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. 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.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

**i) Provisions & Contingent Liabilities**

**a. Provisions**

Provisions are recognised when the company has a present legal or constructive obligation as a result of a past event, it is possible that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

**b. Contingent Liabilities**

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not possible that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

Contingent Assets are neither recognised nor disclosed in the financial statements.

**j) Earnings per Share**

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

**k) Financial assets, financial liabilities and equity instruments**

Financial assets and liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value, except for trade receivables / trade payables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired.

- **Cash & cash equivalents**

Cash and cash equivalents comprise cash on hand and cash at bank including fixed deposit with original maturity period of three months or less.

- **Trade receivables**

Trade receivables are initially recognised at transaction value. Subsequently, these assets are held at amortized cost net of any expected credit losses. Loss allowance on trade receivables is measured at an amount equal to life time expected losses. In determining the allowance for expected credit losses, the Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

- **Impairment of financial assets:**

A financial asset is regarded as credit impaired when one or more events that may have a detrimental effect on estimated future cash flows of the asset have occurred. The Group applies the expected credit loss model for recognising impairment loss on financial assets (i.e. the shortfall between the contractual cash flows that are due and all the cash flows (discounted) that the Group expects to receive).

- **Financial liabilities**

All financial liabilities are subsequently measured at amortized cost using the effective interest method.

**l) Cash Flow Statement**

the effects of transactions of a non – cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated.

For and on behalf of the Board of Directors

| | |
|---|---|
| **Atul Kumar Sethi** | **Akash Sethi** |
| Managing Director | Joint Managing Director |
| (DIN: 00245685) | (DIN: 08176396) |
| **Rupali Ahire** | **Ashok Atulkar** |
| Company Secretary | Chief Financial Officer |

**Note 2.1: Property, Plant and Equipment**

The change in the carrying value of property, plant and equipment for the year ended 31st March , 2026 were as follow:

| Particulars | Lease Hold Land | Buildings | Plant & Machineries | Furniture & Fixture | Vehicles | Office Equipments | Computers | Temporary Shed | Total |
|---|---|---|---|---|---|---|---|---|---|
| Gross Carrying value April 1, 2025 | 1,933.50 | 2,10,986.90 | 8,53,298.17 | 72,514.99 | 1,57,115.91 | 47,182.00 | 54,491.76 | 2,453.92 | 13,99,977.15 |
| Additions | - | 17,445.06 | 36,919.65 | 6,963.57 | 40,588.26 | 6,974.58 | 4,326.40 | - | 1,13,217.52 |
| Deletions/Subsidy | - | - | 55,762.74 | - | - | - | - | - | 55,762.74 |
| **Gross Carrying value March 31, 2026** | **1,933.50** | **2,28,431.96** | **8,34,455.08** | **79,478.56** | **1,97,704.17** | **54,156.58** | **58,818.16** | **2,453.92** | **14,57,431.93** |
| Accumulated depreciation April 1, 2025 | - | 1,35,633.11 | 6,35,751.83 | 58,495.24 | 1,05,913.38 | 33,994.64 | 48,978.09 | 2,453.92 | 10,21,220.21 |
| Depreciation for the year | - | 7,383.94 | 30,611.05 | 3,815.33 | 20,647.46 | 6,478.64 | 3,664.22 | - | 72,600.64 |
| Accumulated depreciation on deletions | - | - | - | - | - | - | - | - | - |
| **Accumulated depreciation March 31, 2026** | **-** | **1,43,017.05** | **6,66,362.88** | **62,310.57** | **1,26,560.84** | **40,473.28** | **52,642.31** | **2,453.92** | **10,93,820.85** |
| Carrying value as at March 31, 2026 | 1,933.50 | 85,414.91 | 1,68,092.20 | 17,167.99 | 71,143.33 | 13,683.30 | 6,175.85 | - | 3,63,611.08 |
| Carrying value as at April 1, 2025 | 1,933.50 | 75,353.79 | 2,17,546.34 | 14,019.75 | 51,202.53 | 13,187.36 | 5,513.67 | - | 3,78,756.94 |

The change in the carrying value of property, plant and equipment for the year ended 31st March, 2025 were as follow:

| Particulars | Lease Hold Land | Buildings | Plant & Machineries | Furniture & Fixture | Vehicles | Office Equipments | Computers | Temporary Shed | Total |
|---|---|---|---|---|---|---|---|---|---|
| Gross Carrying value April 1, 2024 | 1,933.50 | 1,92,609.35 | 8,39,712.76 | 72,372.62 | 1,57,115.91 | 37,873.74 | 52,112.60 | 2,453.92 | 13,56,184.40 |
| Additions | | 18,377.55 | 41,466.78 | 142.37 | | 9,308.26 | 2,379.16 | | 71,674.12 |
| Deletions/Subsidy | - | - | 27,881.37 | - | - | - | - | - | 27,881.37 |
| **Gross Carrying value March 31, 2025** | **1,933.50** | **2,10,986.90** | **8,53,298.17** | **72,514.99** | **1,57,115.91** | **47,182.00** | **54,491.76** | **2,453.92** | **13,99,977.15** |
| Accumulated depreciation April 1, 2024 | - | 1,29,667.62 | 5,98,151.02 | 54,250.45 | 82,749.37 | 28,602.84 | 44,610.03 | 2,453.92 | 9,40,485.25 |
| Depreciation for the year | | 5,965.49 | 37,600.81 | 4,244.79 | 23,164.01 | 5,391.80 | 4,368.06 | - | 80,734.96 |
| Accumulated depreciation on deletions | - | - | - | - | - | - | - | - | - |
| **Accumulated depreciation March 31, 2025** | **-** | **1,35,633.11** | **6,35,751.83** | **58,495.24** | **1,05,913.38** | **33,994.64** | **48,978.09** | **2,453.92** | **10,21,220.21** |
| Carrying value as at March 31, 2025 | 1,933.50 | 75,353.79 | 2,17,546.34 | 14,019.75 | 51,202.53 | 13,187.36 | 5,513.67 | - | 3,78,756.94 |
| Carrying value as at April 1, 2024 | 1,933.50 | 62,941.73 | 2,41,561.74 | 18,122.17 | 74,366.54 | 9,270.90 | 7,502.57 | - | 4,15,699.15 |

### 2.2 Capital work-in-progress

The change in the carrying value of Intangible Assets for the year ended March 31,2026 were as follow:

| Particulars | Tangible CWIP | Intangible Assets under development | Total |
|---|---|---|---|
| Gross Carrying value April 1, 2025 | - | 92,632.40 | 92,632.40 |
| Additions | - | 65,537.42 | 65,537.42 |
| Deletions | - | 65,537.42 | 65,537.42 |
| Gross Carrying value March 31, 2026 | - | 92,632.40 | 92,632.40 |
| Carrying value as at April 1, 2025 | - | 92,632.40 | 92,632.40 |

| CWIP aging schedule for the year ended 31st March ,2026 | | | | | |
|---|---|---|---|---|---|
| Particulars | Amount in CWIP for a period of | | | | |
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| Projects in progress | - | - | - | - | - |
| Projects temporarily suspended | - | - | | 92632.40 | 92,632.40 |

The change in the carrying value of Intangible Assets for the year ended 31st March ,2025 were as follow:

| Particulars | Tangible CWIP | Intangible Assets under development | Total |
|---|---|---|---|
| Gross Carrying value April 1, 2024 | - | 92,632.40 | 92,632.40 |
| Additions | - | - | - |
| Deletions | - | - | - |
| Gross Carrying value March 31, 2025 | - | 92,632.40 | 92,632.40 |
| Carrying value as at April 1, 2024 | - | 92,632.40 | 92,632.40 |

| CWIP aging schedule for the year ended 31st March ,2025 | | | | | |
|---|---|---|---|---|---|
| Particulars | Amount in CWIP for a period of | | | | |
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| Projects in progress | - | - | - | - | - |
| Projects temporarily suspended | - | | 979.73 | 91,652.67 | 92,632.40 |

### 2.3 Intangible Assets

The change in the carrying value of Intangible Assets for the year ended 31st March ,2026 were as follow:

| **Particulars** | **Intangible Asset** | **Total** |
|---|---|---|
| Gross Carrying value April 1, 2025 | 1,66,058.14 | 1,66,058.14 |
| Additions | 10,000.00 | 10,000.00 |
| Deletions | - | - |
| Gross Carrying value March 31, 2026 | **1,76,058.14** | **1,76,058.14** |
| Accumulated depreciation April 1, 2025 | 1,57,701.23 | 1,57,701.23 |
| Depreciation for the year | 902.96 | 902.96 |
| Accumulated depreciation on deletions | - | - |
| Accumulated depreciation March 31, 2026 | **1,58,604.19** | **1,58,604.19** |
| Carrying value as at March 31, 2026 | 17,453.96 | 17,453.96 |
| Carrying value as at April 1, 2025 | 8,356.92 | 8,356.92 |

The change in the carrying value of Intangible Assets for the year ended March 31,2025 were as follow:

| **Particulars** | **Intangible Asset** | **Total** |
|---|---|---|
| Gross Carrying value April 1, 2024 | 1,66,058.14 | 1,66,058.14 |
| Additions | - | - |
| Deletions | - | - |
| **Gross Carrying value March 31, 2025** | **1,66,058.14** | **1,66,058.14** |
| Accumulated depreciation April 1, 2024 | 1,57,658.47 | 1,57,658.47 |
| Depreciation for the year | 42.75 | 42.75 |
| Accumulated depreciation on deletions | - | - |
| **Accumulated depreciation March 31, 2025** | **1,57,701.22** | **1,57,701.22** |
| Carrying value as at March 31, 2025 | 8,356.92 | 8,356.92 |
| Carrying value as at April 1, 2024 | 8,399.67 | 8,399.67 |

For and on behalf of Board of Directors

Atul Kumar Sethi
Managing Director
DIN- 00245685

Akash Sethi
Joint Managing Director
DIN-08176396

Ashok Atulkar
Chief Financial Officer

Rupali Ahire
Company Secretary

| Particulars | As at 31st March, 2026 | As at 31st March, 2025 |
|---|---|---|
| | | (Rs. In Hundred) |
| **Note 3: Other Financial Assets** | | |
| **(Unsecured considered good)** | | |
| Non-current bank balance being deposit with remaining maturity of more than twelve months | 49,695.54 | 34,575.75 |
| Security and other deposits | 18,351.47 | 18,395.19 |
| **Total** | **68,047.01** | **52,970.94** |
| *Earmarked balance with bank of Rs. 24843.60 are primary related to margin money for bank guarantee | | |

| **Note 4: Deferred tax assets (Net)** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| The movements on the deferred tax account is as follows: | | |
| At the start of the year | 46,215.10 | 41,176.90 |
| Changes to Statement of Profit and Loss | 12,788.10 | 5,038.20 |
| **At the end of year** | **59,003.20** | **46,215.10** |
| **Component of Deferred tax assets/(liabilities)** | | |
| **Deferred tax assets in relation to:** | | |
| Property, plant and Equipment | 23,042.10 | 18,477.50 |
| Provisions | 35,961.10 | 27,737.60 |
| **Total** | **59,003.20** | **46,215.10** |

| | **31st March 2026** | **31st March 2025** |
|---|---|---|
| **Note 5: Other non-current assets** | | |
| MAT Receivable | 6,734.37 | 6,734.37 |
| **Total** | **6,734.37** | **6,734.37** |

| **Note 6: Inventories** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| Finished Goods | 1,26,185.54 | 2,20,762.88 |
| Stock in process | 73,455.54 | 47,784.16 |
| Raw Materials | 2,83,108.43 | 4,34,236.88 |
| **Total** | **4,82,749.51** | **7,02,783.92** |

| Note 7: Trade receivables | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Trade receivables considered good - Unsecured | 10,63,670.99 | 6,63,007.09 |
| | **10,63,670.99** | **6,63,007.09** |

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| **Trade receivables** | | |
| **Undisputed Trade Receivables - Considered Good** | | |
| Less Than 6 Months | 6,22,481.89 | 4,28,089.26 |
| 6 Months - 1 year | 3,41,174.16 | 1,10,619.99 |
| 1 Year- 2 year | 42,260.14 | 85,276.41 |
| 2 Year - 3 year | 15,129.04 | 2,233.18 |
| More Than 3 Years | 42,625.77 | 36,788.25 |
| **Total trade receivables** | **10,63,670.99** | **6,63,007.09** |

| Note 8: Cash and cash equivalents | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Cash on hand | 17,466.64 | 9,077.24 |
| Deposits with original maturity of less than three months.* | 15,481.55 | 16,102.19 |
| Balance with Bank of India Lean Account | 242.69 | 242.69 |
| Balance with Bank of India Current Account | 45,757.15 | - |
| **Total** | **78,948.03** | **25,422.12** |

*Earmarked balance with banks of Rs. 4081.38 are primarily related to margin money for bank guarantee.

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| **Note 9: Bank balance other than cash and cash equivalents** | | |
| Deposits with maturity more than three months but less than twelve months | 92,537.59 | 85,894.43 |
| **Total** | **92,537.59** | **85,894.43** |

*Earmarked balance with banks of Rs. 13168.99 are primarily related to margin money for bank guarantee.

| Note 10: Loans Current | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Loans and advances to employees | 7,676.41 | 4,775.83 |
| **Total** | **7,676.41** | **4,775.83** |

| Note 11: Other Financial Assets | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Accrued Interest on Fixed Deposit with Banks | 7,084.58 | 4,455.22 |
| **Total** | **7,084.58** | **4,455.22** |

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| **Note 12: Other current assets** | | |
| (Unsecured, considered good ) | | |
| Advance to vendors | 86,482.60 | 51,317.55 |
| Advances recoverable in cash or kind | 1,44,021.13 | 1,80,940.11 |
| TDS & TCS Receivable | 83.83 | 265.32 |
| **Total** | **2,30,587.56** | **2,32,522.98** |

| Note 13: Share Capital | 31st March 2026 | 31st March 2025 |
|---|---|---|
| **Authorised** | | |
| 50,00,000 (Previous year: 50,00,000) equity shares of Rs.10 each | 5,00,000.00 | 5,00,000.00 |
| **Issued and Subscribed and Paid up capital**<br>37,49,700 (Previous year: 35,99,400) equity shares of Rs.10 each fully paid up | 3,74,970.00 | 3,59,940.00 |

**(a) Rights, preferences and restrictions attached to shares**

The company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

**b) Reconciliation of Equity Shares**

| Equity Shares | As at 31st March 2026 | | As at 31st March 2025 | |
|---|---|---|---|---|
| | No. of Shares | Amount | No. of Shares | Amount |
| Balance as at the beginning of the year | 3599400 | 359940.00 | 3599400 | 359940.00 |
| Add: Shares issued during the year | 1,50,300 | 15030.00 | - | - |
| Balance at the end of the year | 3749700 | 374970.00 | 3599400 | 359940.00 |

**c) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company**

| Shares held by | As at 31st March 2026 | | As at 31st March 2025 | |
|---|---|---|---|---|
| | No. of Shares | Amount | No. of Shares | Amount |
| Atul Kumar Sethi | 705506 | 18.81% | 705506 | 19.60% |
| Akash Sethi | 328471 | 8.76% | 12699 | 0.35% |
| Bio Pace Technology | 423991 | 11.31% | 570087 | 15.84% |

**d) Shareholding of promoters**

| Sr. No. | Promoters Name | No. of Shares | % of Total Shares | % of Change during the year |
|---|---|---|---|---|
| 1 | Atul Kumar Sethi* | 705506 | 18.81% | - |
| 2 | Amita Sethi | 115074 | 3.07% | - |
| 3 | Ashish Sethi | 39477 | 1.05% | - |
| 4 | Akash Sethi | 328471 | 8.76% | - |
| | **Total** | **1188528** | 31.70% | - |

* 128965 Shares pledged with bank of india as security against working capital limit

| **Note 14. Other equity** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| **Capital Reserve** | | |
| Balance as per last Financial Statements | 15,000.00 | - |
| Add: Transferred from Capital investment subsidy during the year | - | 15,000.00 |
| Balance as at the end of the year | **15,000.00** | **15,000.00** |
| **Capital investment subsidy** | | |
| Balance as per last Financial Statements | - | 15,000.00 |
| Less: Transferred to Capital Reserve during the year | - | 15,000.00 |
| Balance as at the end of the year | - | - |
| **Securities Premium** | | |
| Balance as per last Financial Statements | 57,861.08 | 57,861.08 |
| Add: Increase during the year | 72,950.54 | - |
| Balance as at the end of the year | **1,30,811.62** | **57,861.08** |
| **Money received against share warrants** | | |
| Money received against share warrants | 30,435.75 | - |
| Balance as at the end of the year | **30,435.75** | **-** |
| | - | - |
| **Surplus / (Deficit) in Statement of Profit and Loss** | | |
| Balance as per last Financial Statements | 9,45,356.75 | 8,70,361.85 |
| Profit/ (Loss) for the year | 3,14,392.84 | 74,994.90 |
| Balance at the end of the year | 12,59,749.60 | 9,45,356.75 |
| | **14,35,996.97** | **10,18,217.83** |

| **Note 15: Borrowings** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| Term loan - Secured | | |
| a) From Banks | | |
| ICICI Bank (KUV400) | 5,273.01 | 9081.94 |
| HDFC Bank Ltd. (Eicher Bus) | 9,470.53 | 16,280.21 |
| Bank of India (Auto Loan) | 17,382.98 | 8,246.48 |
| | **32,126.52** | **33,608.63** |
| **Loans Unsecured** | | |
| **c) Loan from related parties** | | |
| Loan from Directors | - | 2,500.00 |
| | **-** | **2,500.00** |
| **Total (a+b+c)** | **32,126.52** | **36,108.63** |

**Nature of security:**

**Secured loans**

**1** Term loans from HDFC Bank Ltd, ICICI Bank and Bank of India are secured by hypothecation of vehicles.

| Vehicle Loans | ICICI Bank | HDFC Bank | Bank of india |
|---|---|---|---|
| **Repayment :** | | | |
| Tenure in months | 60 | 60 | 84 |
| Sanctioned Limit | 17,930.00 | 32,000.00 | 20,000.00 |
| Rate of Interest: | 9.10% | 9.50% | 7.90% |
| Monthly instalments in Rs. | 37,326.00 | 67,210.00 | 31,073.00 |

**2** Loan under STAR GECL from Bank of India is secured by Hypothecation of Stock, Book Debts and Plant and Machineries as primary security and Equitable mortgage of factory land (leasehold) and buildings situated at Plot no. 15, Industrial Area No. 2, Pithampur, Dist. Dhar as collateral security, personal guarantee of Shri Atul Kumar Sethi, Smt. Amita Sethi and Shri Akash Sethi and guaranteed by National Credit Guarantee Trustee Company (NCGTC). Rate of interest is 9.25% (RBLR+1.75%) repayable in 36 months after 2years moratorium period with monthly instalment of Rs. 71545/-.

**Note 16: Other financial liabilities**

| | **31st March 2026** | **31st March 2025** |
|---|---|---|
| Deposit from Customers | 3600.00 | 3600.00 |
| | **3600.00** | **3600.00** |

**Note 17: Short Term Borrowings**

| a) Working Capital Limit - Secured* | 31st March 2026 | 31st March 2025 |
|---|---|---|
| From Bank of India | 2,07,521.98 | 44,5,179.04 |
| b) Overdraft Limit from ICICI Bank | 7,583.19 | 74,117.17 |
| c) Current maturities of long term borrowings** | 21,114.98 | 18,386.79 |
| | **2,36,220.15** | **4,70,977.00** |

*Working Capital Limit from Bank of India repayable on demand is secured by Hypothecation of Stock, Book Debts and Plant and Machineries as primary security and Equitable mortgage of factory land (leasehold) and buildings situated at Plot no. 15, Industrial Area No. 2, Pithampur, Dist. Dhar as collateral security, pledge of 128965 shares of the Company M/s Shree Pacetronix Limited in the name of Mr. Atul Sethi, personal guarantee of Shri Atul Kumar Sethi, Smt. Amita Sethi and Shri Akash Sethi. Rate of interest is 10.56% (RBLR+2.21%)

** It includes loan from Bank of India (GECL), ICICI Bank, HDFC Bank and Bank of India auto loan Ltd to be repayable within a period of one year. Disclosures relating to nature of security and terms of repayment are same as provided in long term borrowings.

| **Note 18: Trade payables** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| **Trade payables** | **105623.75** | **87184.40** |
| Due to Micro and small enterprises | 48,370.66 | 44,826.99 |
| Due to other than Micro and small enterprises | 57,253.09 | 42,357.41 |
| | | |
| **MSME** | | |
| Outstanding Due to MSE | | |
| Less Than 1 Year | 38,542.27 | 28,501.50 |
| 1 Year - 2 Year | 855.69 | 6,382.49 |
| 2 year - 3 year | 400.00 | 9,403.00 |
| More than 3 year | 8,572.70 | 540.00 |
| **Others** | | |
| Outstanding Due to others | | |
| Less Than 1 Year | 52217.86 | 38,128.09 |
| 1 Year - 2 Year | 805.91 | 279.31 |
| 2 year - 3 year | 39.88 | - |
| More than 3 year | 4,189.44 | 3,950.01 |
| | **1,05,623.75** | **87,184.40** |

| **Note 19: Other financial liabilities** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| Other payables | 65,341.71 | 60,784.03 |
| | **65,341.71** | **60,784.03** |

| **Note 20: Other Current liabilities** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| Statutory dues | 14,239.84 | 15,344.70 |

| | | |
|---|---|---|
| Advance from customers | 1,48,215.81 | 1,43,791.04 |
| | **1,62,455.65** | **1,59,135.74** |

| **Note 21: Short Term Provisions** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| Provision for Employee benefits | 1,04,432.69 | 88,929.66 |
| | **1,04,432.69** | **88,929.66** |

| **Note 22: Current tax liabilities (net)** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| Provision for Current Tax | 49,912.17 | 19,592.02 |
| | **49,912.17** | **19,592.02** |

**Note 23. Revenue from operations**

| | **31st March 2025** | **31st March 2026** |
|---|---|---|
| Sale of products (Net of Taxes) | 21,63,694.95 | 16,80,316.60 |
| | **21,63,694.95** | **16,80,316.60** |

**Note 24. Other income**

| | **31st March 2026** | **31st March 2025** |
|---|---|---|
| Interest | 11,478.14 | 6,765.69 |
| Other Receipts | 840.45 | 5,022.77 |
| Discount Received | - | 359.02 |
| | **12,318.59** | **12,147.48** |

| **Note 25. Cost of materials consumed** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| Inventory at the beginning of the year | 4,34,236.88 | 3,51,700.88 |
| Add: Purchases | 4,19,443.21 | 6,82,190.78 |
| Inventory at the end of the year | 2,83,108.43 | 4,34,236.88 |
| | **5,70,571.66** | **5,99,654.78** |

**Note 26. Changes in inventories of finished goods and work-in progress and stock in trade**

| | **31st March 2026** | **31st March 2025** |
|---|---|---|
| Inventory at the beginning of the year (a) | | |
| Finished Goods | 2,20,762.88 | 1,26,296.55 |
| Stock-in-Process | 47,784.16 | 96,393.72 |
| Inventory at the beginning of the year (b) | | |
| Finished Goods | 1,26,185.54 | 2,20,762.88 |
| Stock-in-Process | 73,455.54 | 47,784.16 |
| **Increase in inventories (a) - (b)** | **68,905.96** | **(45,856.77)** |

| **Note: 27. Employee benefits expenses** | **31st March 2026** | **31st March 2025** |
|---|---|---|

| | | |
|---|---|---|
| Salaries and wages | 4,90,069.86 | 4,16,381.91 |
| Contribution to provident and other funds | 33,393.60 | 24,484.83 |
| Staff welfare expense | 10,245.91 | 33,553.06 |
| | **5,33,709.37** | **4,74,419.80** |

**Note: 28. Finance costs**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Interest on term Loan | 4,754.27 | 5,700.82 |
| Interest-others | 35,948.76 | 52,483.57 |
| | **40,703.03** | **58,184.39** |

| **Note:29. Other expenses** | **31st March 2026** | **31st March 2025** |
|---|---|---|
| **Manufacturing Expenses (a)** | | |
| Consumables | 110.18 | 257.30 |
| Exchange difference (net) | 4,493.41 | (180.76) |
| Freight Inward | 251.89 | 4,924.25 |
| Insurance | 3,627.90 | 2,513.01 |
| Job work & Labour Charges | 62,453.95 | 52,746.98 |
| Laboratory Expenses | 2,032.50 | 3,562.32 |
| Power, fuel and water | 15,909.41 | 21,026.60 |
| Repairs to Others | 9,473.74 | 9,037.11 |
| Repairs to buildings | 11,657.19 | 4,458.52 |
| Repairs to plant and equipments | 233.39 | 6,005.31 |
| **Selling & Distribution Expenses (b)** | | |
| Advertisement Expenses | 1,344.40 | 1,004.32 |
| Packing materials | 11,591.50 | 16,435.57 |
| Commission | 9,141.25 | - |
| Implantation Charges | 92.00 | 39,742.50 |
| Travelling expenses | 1,07,957.25 | 74,177.61 |
| Freight Outward | 5,675.41 | 3,796.39 |
| Selling and business promotion expenses | 22,943.59 | 9,613.80 |
| Tender Expenses | 444.72 | 71.70 |
| Discount Given | 2,394.73 | 11,909.73 |
| **Administrative Expenses (c)** | | |
| Auditor's Remuneration | 2,950.00 | 2,850.00 |
| Conveyance | 16,406.69 | 12,274.51 |
| Courier and postage charges | 1,263.83 | 1,553.78 |
| Legal and Professional Expenses | 70,096.91 | 46,858.17 |
| Miscellaneous expenses | 3,692.93 | 4,971.46 |
| Printing and stationery | 6,499.03 | 3,210.79 |
| Rates and taxes | 13,485.15 | 3,040.02 |
| Rent | 9,756.86 | 12,290.75 |
| Telephone and mobile expenses | 1,098.66 | 1,093.57 |

| | | |
|---|---|---|
| Vehicle running & Maintenance Expenses | 21,014.26 | 16,558.60 |
| R & D Expenses | 34,476.72 | 44,166.40 |
| Donation | 2,711.00 | 4,410.01 |
| Bank charges | 7,645.23 | 2,749.67 |
| Security Charges | 3,137.70 | 2,647.75 |
| Director Sitting Fees | 1200.00 | 1200.00 |
| **(a)+(b)+(c)** | **4,67,263.38** | **4,20,977.74** |

**(Rs. In Hundred)**

**Note 30: Segment reporting**
**A. Primary segment**

As the company's business activity falls within a single primary business segment i.e. "Life Saving Devices' hence there is no primary segments wise information to report as per Ind-108 "Segment Reporting".

**B. Secondary segment**

| Particulars* | India | Rest of the world | Total |
|---|---|---|---|
| i) Segment revenue | 19,05,891.58<br>(15,29,457.04) | 2,57,803.37<br>(1,50,859.56) | 21,63,694.95<br>(16,80,316.60) |
| ii) Carrying cost of segment assets | 25,70,736.67<br>(23,04,528.27) | -<br>- | 25,70,736.67<br>(23,04,528.27) |
| iii) Addition to Fixed Assets | 1,23,217.52<br>(71,674.12) | -<br>- | 1,23,217.52<br>(71,674.12) |

*** Previous year's figures are shown under brackets.**

**Note 31: Related party disclosures**

"As per Ind AS-24 the Company's related parties and transactions are disclosed below:"

**A. Group Company**

| | |
|---|---|
| Shree Pacetronix Ltd. | Holding Company |
| Shree Coratomic Ltd | Subsidiary Company |

**B. Key management personnel and relatives of such personnel**

(I) Key Management Personnel

| | |
|---|---|
| Atul Kumar Sethi | Managing Director |
| Akash Sethi | Joint Managing Director |
| Somya Chhabra | Director |
| Seetharamaiah Panchumarthy | Director |
| Vikas Gokhale | Director |
| Ganesh Kumar Kopisetti | Director |
| Chandragupt Jain | Director |
| Manali Tongia | Director |

(II) Relatives of Key Management personnel and their enterprises where transactions have taken place

| | |
|---|---|
| Preena Salgiya | Wife of Joint Managing Director |
| Amita Sethi | Wife of Managing Director |

(Rs. In Hundred)

| Particulars | Year Ended 31st March 2026 | Year Ended 31st March 2025 |
|---|---|---|
| **C. Details of transactions and closing balances** | | |
| **Mr. Atul Kumar Sethi** | | |
| Director Remuneration | 60,000.00 | 60,000.00 |

| | | |
|---|---|---|
| Rent Paid | 3,600.00 | 6,600.00 |
| Closing Balance – Payable | 12,357.01 | 8,129.75 |
| **Mrs. Amita Sethi** | | |
| Salary | 18,600.00 | 18,600.00 |
| Rent Paid | 3,600.00 | 3,000.00 |
| Closing Balance - Payable | 782.63 | 2,030.26 |
| **Mr. Akash Sethi** | | |
| Director Remuneration | 42,000.00 | 42,000.00 |
| Closing Balance Other - Payable | 2,855.51 | 6,259.78 |
| Closing Balance of Loan- Payable | 0.00 | 2,500.00 |
| **Mrs. Preena Salgiya** | | |
| Professional Charges | 12,130.00 | 7,350.00 |
| Closing Balance - Payable | 500.00 | 250.00 |
| **Mrs. Somya Chhabra** | | |
| Director Sitting Fees | 400.00 | 400.00 |
| **Mr. Chandragupt Jain** | | |
| Director Sitting Fees | 400.00 | 400.00 |
| **Mrs. Manali Tongia** | | |
| Director Sitting Fees | 400.00 | 400.00 |

**Note 32: Micro, Small and Medium Enterprises:**

The company has received information from some of the "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. Accordingly, the company has made separate list of such suppliers & disclosed the list in the attached financial Statements. However, payments to some of the suppliers outstanding beyond due dates have not been made as per the mutual terms of payments agreed by them. Hence no provision of interest on those overdue outstanding as per MSMED Act, 2006 has been made in the accounts.

**Details of amounts o/s to Micro, Small and Medium Enterprises based on available information with the company is under:**

| Particulars | Current Year | Previous Year |
|---|---|---|
| Principal amount due and remaining unpaid | 48,370.66 | 44,826.99 |
| Interest due on above and the unpaid interest | - | - |
| Interest paid | - | - |
| Payment made beyond the appointed day during the year | - | - |
| Interest due and payable for the period of delay | - | - |
| Interest Accrued and remaining unpaid | - | - |
| Amount of further interest remaining due and payable in succeeding years | - | - |

**Note 33: Taxation**

| Particulars | As at 31st March 2026 | As at 31st March 2025 |
|---|---|---|
| **Taxation** | | |
| Income tax recognised in Statement of Profit and Loss | | |
| Current tax | 1,19,753.68 | 34,350.00 |
| Deferred tax | (12,788.10) | (5,038.20) |
| **Total income tax expenses recognised in the current year** | 1,06,965.58 | 29,311.80 |

**The tax expenses for the period can be reconciled to the accounting profit as follows:**

| | | |
|---|---|---|
| Profit Before Tax | 4,21,356.54 | 1,04,306.43 |
| Applicable Tax Rate | 25.168% | 25.168% |
| Computed Tax Expense | 1,06,047.01 | 26,251.84 |
| **Tax Effect of:** | | |
| Expenses Disallowed | 9,154.80 | 5,996.69 |
| Additional Allowances / Deductions | 853.19 | 2,165.57 |
| Others | 3,698.68 | (64.11) |
| **Current Tax Provision (A)** | **1,19,753.68** | **34,350.00** |
| Incremental Deferred Tax Liability / (Asset) on account of Property, Plant and Equipment and Other Intangible Assets | (4,564.60) | (1,753.36) |
| Impact on account of change in Tax Rate | - | - |
| Incremental Deferred Tax Liability / (Asset) on account of Financial Assets and Other Items | (8,223.50) | (3,284.84) |
| **Deferred Tax Provision (B)** | **(12,788.10)** | **(5,038.20)** |
| **Tax Expenses recognised in Statement of Profit and Loss (A+B)** | **1,06,965.58** | **29,311.80** |
| **Effective Tax Rate** | **25.39%** | **28.10%** |

**Note 34: Earnings per share**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| Profit after tax (a) | 3,14,390.95 | 74,994.63 |
| Weighted average number of equity shares Outstanding (b) | 36,30,284 | 35,99,400 |
| Weighted average number of Diluted equity shares outstanding (c) | 37,13,052 | 35,99,400 |
| Nominal value of an equity share | 10.00 | 10.00 |
| Earnings per share (In Rs.) | | |
| Basic [(a) / (b)] | 8.66 | 2.08 |
| Diluted [(a) / (c)] | 8.47 | 2.08 |

**Note 35: Contingent liabilities**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| (i) Bank Guarantee | 54,174.65 | 42,004.65 |

(ii) The company has filed appeal against demand of Rs. 20.00 Lakhs under Goods & Service Tax Act. This demand is covered by Bank Guarantee.

**Note 36: Payment to auditors**

| | 31st March 2026 | 31st March 2025 |
|---|---|---|
| For Statutory Audit | 2,650.00 | 2,550.00 |
| For Tax Audit | 300.00 | 300.00 |

**Note 37: There are no other subsequent events that occurred after the reporting date.**

**Note 38: FINANCIAL RISK MANAGEMENT**

**Credit risk:**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk primarily relates to trade and other receivables, long-term loans, cash and cash equivalents.

The Company's exposure to credit risk with regards to trade and other receivables is influenced mainly by the individual characteristics of each customer and there is no significant concentration of risk related to industry segments. The granting of credit is controlled by well-established criteria that are reviewed on a regular basis. The maximum exposure to credit risk at the reporting date is the carrying amount of each trade receivable.

The credit policy requires each new customer to be analyzed individually for credit worthiness before delivery and payment terms are offered.

Other receivables consist primarily of security deposits, loans to employees and other receivables. The risk of default is assessed as low.

The credit risk surrounding loans receivable is assessed as low risk.

Credit risk on cash and cash equivalents is assessed as low risk as the Company deposits cash surpluses with financial institutions of high quality and standing.

**Liquidity Risk:**

The Company actively monitors its cash flows to ensure there is sufficient cash available to meet its working capital requirements. Due to the dynamic nature of the underlying businesses, the Company maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors rolling forecasts of the Company's cash and cash equivalents on the basis of expected cash flow.

Most of the Company's current trade and other payables are due within one year.

The table below summarizes the maturity profile of the Company's financial liabilities as at 31st March 2026 based on contractual undiscounted payments.

(Rs. in Lakhs)

| Particulars | Less than one year | 1-2 Years | 2-4 Years | >4 Years | Total |
|---|---|---|---|---|---|
| Trade Payable | 90.76 | 1.66 | 0.44 | 12.76 | 105.62 |
| Long Term borrowings (including current maturities) | 21.11 | 14.10 | 8.59 | 9.44 | 53.24 |
| Short Term borrowings | 215.11 | 0.00 | 0.00 | 0.00 | 215.11 |
| Others | 60.95 | 3.23 | 0.28 | 0.88 | 65.34 |

**Interest Rate Risk**:

The Company is exposed to interest rate risk on its cash and cash equivalents, long-term loans and borrowings, which can have an impact on the cash flows of these instruments. The exposure to interest rate risk is managed through the Company's Board by using counterparties that offers the best rates which enables the Company to maximize returns whilst minimizing risk.

**Notes to the financial statements as of and for the year ended March 31st, 2026**

**Note 39: Additional Regulatory Information**

| I | Disclosure of Analytical Ratios and Disclosure for change in the ratio by more than 25% as compared to the ratio of preceding year | | | | | | |
|---|---|---|---|---|---|---|---|
| | **Ratios** | **Numerator** | **Denominator** | **FY 2025-26** | **FY 2024-25** | **Change** | **Explaination** |
| | Current Ratio (in times) | Total Current Assests | Total Current Liabilities | 2.71 | 1.94 | 39.87% | Due to decrease in current liabilities |
| | Debt-Equity Ratio (in times) | Long Term Borrowings | Total Equity | 0.02 | 0.03 | -31.53% | Due to increase in total equity |
| | Debt-Service Coverage Ratio | Earnings for Debt service = Net profit after tax + Non-cash operating expenses + interest + other non-cash adjustments+ Interest on debt debited in P&L | Debt service = Interest + Principal Repayment (Non-Current debts only) | 16.42 | 5.10 | 222.04% | Due to increase in Profit. |
| | Return on Equity Ratio (in times) | Profit for the year less preference dividend (if any) | Average Total Equity | 19.72% | 5.59% | 252.47% | Due to increase in Profit. |
| | Inventory Turnover Ratio (in times) | Cost of goods sold | Average Inventory | 2.29 | 1.88 | 21.81% | |
| | Trade Receivable Turnover Ratio (in times) | Credit Sales | Average Trade Receivable | 2.51 | 2.98 | -15.82% | |
| | Trade Payble Turnover Ratio (in times) | Credit Purchase | Average Trade Payable | 4.35 | 12.19 | -64.31% | Due to decrease in Purchase. |

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| | Net Capital Turnover Ratio (in times) | Revenue From Operations | Working Capital (i.e. Total current assets less Total Current Liabilities) | 1.75 | 2.02 | -13.52% | |
| | Net Profit Ratio (in %) | Profit for the year before exception items | Revenue From Operations | 14.53% | 4.46% | 225.56% | Due to increase in Profit. |
| | Return On Capital Employed | Profit Before Tax And Finance Costs | Average capital Employed Capital Employed = Net Worth + Deferred Tax Liabilities | 25.61% | 11.85% | 116.15% | Due to increase in Profit. |
| | Retun on Investment | Income Generated from Investment Funds | Average invested Funds | NA | NA | | |

**Notes to the financial statements as of and for the year ended March 31st , 2026**

**39. Additional Regulatory Information**

**II Title deeds of immovable Property not held in name of the Company**

Title deeds of immovable property are in name of the company except leasehold land. The company has leasehold agreement of 99 years lease.

**III** The company is not Banking Company or a Non-Banking Finance Company or a Nidhi Company or Chit Fund Company or a Financial Institution or a company on which any of the directives issued by the Reserve Bank of India are applicable.

**IV Regrouping of previous year figures**

Previous year figures have been regrouped or reclassified where ever required.

**V 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**

The Company has not revalued its Property, Plant and Equipment during the year.

**VI 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:**

The company has not granted loans or advances in the nature of loan to promoters, directors, KMPs or the related parties except to Subsidiary.

**VII Capital Work In Progress (CWIP)**

There is capital work in progess (CWIP).

**VIII Intangible assets under development**

There is intangible assets under development.

**IX Details of Benami Property held**

The company does not held any benami property and no proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made there under.

**X Wilful Defaulter**

The company is neither wilful defaulter nor declared wilful defaulter by any bank or financial institution or other lender.

**XI Relationship with Struck off Companies**

The company has no relationship with struck off Companies.

**XII Registration of charges or satisfaction with Registrar of Companies**

There is no pending registration or satisfaction of charge with Registrar of Companies.

**XII Compliance with number of layers of companies**

The company has complied with prescribed layers of companies as per Companies Act, 2013.

**XIV Compliance with approved Scheme(s) of Arrangements**

There is no scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

**XV Utilization of Borrowed funds and share premium**

The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall :

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

- Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

**XVI Corporate Social Responsibility (CSR)**

| Particular | Current Year | Previous Year |
|---|---|---|
| Not Applicable | | |

**XVII Details of Crypto Currency or Virtual Currency**

| Particular | Current Year | Previous Year |
|---|---|---|
| No Such transactions of Crypto currency/ virtual currency during the current year and previous year | | |

| | | |
|---|---|---|
| As per our report of even date attached | | For and on behalf of Board of Directors |
| For: S.R. Naredi & Co.<br>Chartered Accountants<br>Firm Registration Number: 002818C | Atul Kumar Sethi<br>Managing Director<br>DIN- 00245685 | Akash Sethi<br>Joint Managing Director<br>DIN-08176396 |
| CA S.R. Naredi<br>Proprietor<br>Membership Number: 072014<br>UDIN : 26072014MXDDHX9425<br>Place : Indore<br>Date: May 25, 2026 | Ashok Atulkar<br>Chief Financial Officer | Rupali Ahire<br>Company Secretary |

# Thank You

We thank our shareholders, customers, partners, employees and all stakeholders for their continued trust and support. Together, we look forward to a future of sustained growth and shared success.