PEL/BSE/20/2026-27

August 24, 2026

BSE Limited
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Scrip Code: 517258

Subject: Annual Report for the Financial Year 2025-2026, including Notice of the 47th Annual General Meeting ("AGM") of Precision Electronics Limited

Dear Sir/ Madam,

Pursuant to Regulation 34(1) read with Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company along with the Notice of 47th Annual General Meeting ("AGM") for the Financial Year 2025-2026 which is sent to the members through electronic means as per the circulars from Ministry of Corporate Affairs and Securities and Exchange Board of India.

Important details with regard to the AGM are as under:

Sr. No.	Particulars	Details
1.	AGM details	**Day**: Wednesday **Date**: September 16, 2026 **Time**: 11:00 a.m. (IST) **Through Video Conference / Other Audio-Visual Means**
2.	Cut-off date to determine list of members entitled to receive the Notice of AGM and Annual Report	Friday, August 21, 2026
3.	Cut-off date to determine list of members entitled for e-voting	Wednesday, September 9, 2026
4.	Remote e-voting start time, day and date	9.00 a.m. (IST), Saturday, September 12, 2026
5.	Remote e-voting end time, day and date	5.00 p.m. (IST), Tuesday, September 15, 2026

The above documents are also being made available and can be accessed/downloaded from the Company's website www.pel-india.in and the website of National Securities Depository Limited ("NSDL"), the e-voting agency appointed by the Company, at www.evoting.nsdl.com.

Kindly update the same in your records.

Thanking you,

Yours faithfully,
For **Precision Electronics Limited**

Punit Amarpalsingh Bajaj
Digitally signed by Punit Amarpalsingh Bajaj
Date: 2026.08.24 20:03:08 +05'30'

(Punit A. Bajaj)
Company Secretary and Compliance Officer
Memp. No. FCS 13366

Encl: as above

Precision

"We always know who we are working for"



PRECISION ELECTRONICS LIMITED

Annual Report 2025-26

Precision

"We always know who we are working for"

AT A GLANCE

- Incorporated in 1979
- Listed on BSE Ltd.
- More than 200 employees
- Licensed for Defence Production

OBJECTIVES

- Become India's #1Tactical Elevation and Pointing Solutions provider for domestic and global markets.
- Become a top supplier for Small Arms parts to Indian and global customers.

PEL CORE VALUES

At Precision Electronics Limited, we take great pride in offering high-quality products and solutions with the highest degree of accuracy and quality standards to customers that demand it. We work harder to satisfy Reliability, Assurance and Availability for the most demanding customers. Our tagline is,"*Where Precision Meets Mission*"

BUSINESS

Products

- Telescopic Masts
- Tripods
- Pan-Tilt Systems
- ICT Solutions

Services

- Manufacturing
- SITIC
- Environmental and ESS Test Lab

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BOARD OF DIRECTORS & COMMITTEES

Board of Directors

Mr. Ashok Kumar Kanodia	Executive Chairman
Mr. Nikhil Kanodia	Managing Director
Mr. Amitbir Singh Banga	Non Executive Director
Ms. Preeti Grover	Independent Director
Mr. Deepto Roy	Independent Director
Mr. Dinesh Kumar Batra	Independent Director

Audit Committee

Ms. Preeti Grover	Chairperson
Mr. Dinesh Kumar Batra	Member
Mr. Deepto Roy	Member

Stakeholders Relationship Committee

Ms. Preeti Grover	Chairperson
Mr. Dinesh Kumar Batra	Member
Mr. Amitbir Singh Banga	Member

Nomination and Remuneration Committee

Ms. Preeti Grover	Chairperson
Mr. Dinesh Kumar Batra	Member
Mr. Amitbir Singh Banga	Member

COMPANY SECRETARY CUM COMPLIANCE OFFICER

Mr. Punit A. Bajaj

CHIEF FINANCIAL OFFICER

Mr. Manmohan Singh

STATUTORY AUDITORS

M/s Nemani Garg Agarwal & Co.

REGISTRAR & TRANSFER AGENT

Skyline Financial Services Pvt. Ltd.
D-153/A First Floor,
Okhla Industrial Area, Phase - I
New Delhi - 110 020
Contact No. - 011-64732681

BANKER OF THE COMPANY

South Indian Bank, Noida Branch

LISTED ON

Bombay Stock Exchange

CORPORATE IDENTITY NUMBER (CIN)

L32104DL1979PLC009590

ISIN No.

INE143C01024

STOCK CODE

517258

PLANTS

At Noida

D-10 & 11, Sector-3, Gautam Budh Nagar,
Noida-201301, (U.P.)

At Ballabgarh

Plot No.-1142-1145
Sector 58, Faridabad-121004
Haryana, India

Udyam Registration Number

UDYAM-UP-28-0002995

REGISTERED OFFICE

D-1081, New Friends Colony,
New Delhi-110025

CORPORATE OFFICE

D-10 & 11, Sector-3, Gautam Budh Nagar,
Noida-201301, (U.P.)

PRECISION ELECTRONICS LIMITED

CIN: L32104DL1979PLC009590
Regd. Office: D-1081, New Friends Colony, New Delhi - 110025
Phone: 120 2551556/7, **Fax:** 120 2524337
Email: cs@pel-india.in, **Website:** www.pel-india.in

NOTICE OF THE 47TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 47th **Annual General Meeting ("AGM")** of the members of Precision Electronics Limited ("the Company") will be held on Wednesday, September 16, 2026, at 11.00 a.m. (IST) through video conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business. The venue of the AGM shall be deemed to be the Registered Office of the Company. The following businesses will be transacted at the AGM.

ORDINARY BUSINESS:

1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON.

To consider and, if thought fit, to pass the following resolution as an **ordinary resolution**:

*"**RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2026, together with Reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby received, considered, and adopted."*

2. TO CONSIDER AND APPROVE THE RE-APPOINTMENT OF MR. ASHOK KUMAR KANODIA (DIN: 00002563), WHO RETIRES BY ROTATION, AS A DIRECTOR.

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 and rules made thereunder (including any statutory modification(s) and/or re-enactment(s) thereof, for the time being in force) read with the Articles of Association, as recommended by the Board of Directors, Mr. Ashok Kumar Kanodia (DIN: 00002563), who retires by rotation at this meeting, and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."*

SPECIAL BUSINESS:

3. TO APPROVE MATERIAL RELATED PARTY TRANSACTION WITH VICTORA STOCK-INVEST PRIVATE LIMITED

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

*"**RESOLVED THAT** pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and other applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder, if any, including any statutory modification(s), amendment(s), variation(s) or re-enactment(s) thereof for the time being in force, and in accordance with the Company's Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions, and subject to such approval(s), consent(s) and permission(s) as may be necessary, and based on the approval and recommendation of the Audit Committee of the Company, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company ("Board", which term shall include any Committee thereof authorised by the Board in this regard) to enter into and/or carry out and/or continue with contracts, arrangements and transactions with **Victora Stock-Invest Private Limited ("VSIPL")**, being a related party of the Company in terms of section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, whether by way of renewal(s), extension(s), continuation(s) or modification(s) of existing contracts, arrangements or transactions, other than any material modification requiring separate approval of the Members, for obtaining unsecured loan(s) in one or more tranches, up to an aggregate value of ₹ **30,00,00,000/- (Rupees Thirty Crore***

only)*, during the period commencing from the date of this 47th Annual General Meeting and upto the date of the next Annual General Meeting of the Company, on such terms and conditions as may be approved by the Board or any committee thereof, notwithstanding that the aggregate value of such transaction(s), together with transactions undertaken with VSIPL during the relevant financial year, may exceed the applicable materiality thresholds prescribed under Regulation 23 of the Listing Regulations or any other applicable law from time to time.*

RESOLVED FURTHER THAT *the aforesaid transactions shall be undertaken in the ordinary course of business of the Company and on an arm's length basis and on such other terms and conditions as may be approved by the Board or any committee thereof.*

RESOLVED FURTHER THAT *the Board be and is hereby authorised to determine, finalise and vary, from time to time, the terms and conditions of the aforesaid transactions, including the timing and manner of draw down and repayment, and to negotiate, execute and deliver all such agreements, documents, writings and instruments and to do all such acts, deeds, matters and things as may be necessary, expedient or incidental for giving effect to this resolution and to delegate all or any of the powers herein conferred to any Committee of Directors, Director(s) and/or Officer(s) of the Company."*

4. TO APPROVE MATERIAL RELATED PARTY TRANSACTION WITH VICTURA TECHNOLOGIES PRIVATE LIMITED (FORMERLY KNOWN AS VICTORA AUTO PRIVATE LIMITED)

To consider and, if thought fit, to pass the following resolution as an ***ordinary resolution****:*

*"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the applicable rules made thereunder, including any statutory modification(s), amendment(s), variation(s) or re-enactment(s) thereof for the time being in force, Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company's Policy on "Materiality of Related Party Transactions and dealing with Related Party Transactions", and subject to such approval(s), consent(s) and permission(s) as may be necessary from time to time, and based on the approval and recommendation of the Audit Committee of the Company and the consent of the Board of Directors of the Company ("Board", which term shall include any Committee thereof authorised by the Board in this regard), the consent of the Members of the Company be and is hereby accorded to the Board to enter into and/or carry out and/or continue with contracts, arrangements and transactions, whether individually or taken together or in a series of transactions or otherwise, with **Victura Technologies Private Limited (formerly known as Victora Auto Private Limited) ("VTPL")**, being a Related Party of the Company within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, from the date of this 47th Annual General Meeting up to the date of the next Annual General Meeting of the Company, whether by way of renewal(s), extension(s), continuation(s) or modification(s) of existing contracts, arrangements or transactions, other than any material modification requiring separate approval of the Members, in respect of transactions including but not limited to purchase or sale of goods or materials, rendering or receiving of services, job work arrangements, purchase or sale of fixed assets and any other similar arrangements or contracts, for an aggregate value not exceeding ₹ **25,00,00,000/- (Rupees Twenty-Five Crore only)**, notwithstanding that the aggregate value of such transactions may exceed the applicable materiality thresholds prescribed under the Listing Regulations or any other applicable law or regulation from time to time, provided that such contracts, arrangements and transactions shall be undertaken in the ordinary course of business of the Company and on an arm's length basis.*

RESOLVED FURTHER THAT *the Board be and is hereby authorised to determine, finalise and vary, from time to time, the terms and conditions of the aforesaid contracts, arrangements and transactions, including the timing and manner of execution thereof, and to negotiate, execute and deliver all such agreements, documents, writings and instruments and to do all such acts, deeds, matters and things as may be necessary, expedient or incidental for giving effect to this resolution and to delegate all or any of the powers herein conferred to any Committee of Directors, Director(s) and/or Officer(s) of the Company."*

5. TO CONSIDER AND APPROVE THE SALE / DISPOSAL OF THE NOIDA LAND AND BUILDING OF THE COMPANY SITUATED AT PLOT NO. 10 & 11, BLOCK-D, SECTOR-3, NOIDA, GAUTAM BUDH NAGAR, UTTAR PRADESH – 201301

To consider and, if thought fit, to pass the following resolution as a **special resolution**:

*"**RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and other applicable provisions of the Companies Act, 2013 ('Act') and Rules made thereunder, Regulation 37A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations") (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof, for the time being in force), the provisions of the Memorandum and Articles of Association of the Company, and subject to the necessary approvals, consents, permissions, no-objection letter and/or sanctions from the appropriate authorities/banks to the extent applicable, consent of the Members of the Company be and is hereby accorded to Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee(s) constituted/to be constituted by the Board, from time to time, to exercise its powers conferred by this resolution) to sell, assignment, transfer, conveyance or otherwise dispose of its the Noida Land And Building of the Company situated at Plot No. 10 & 11, Block-D, Sector-3, Noida, Gautam Budh Nagar, Uttar Pradesh – 201301, admeasuring approximately 4,732.23 square meters, to any prospective buyer's excluding a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, in one or more tranches and either as a whole or in part on "as is where is" basis to any prospective buyer(s), for such consideration and on such terms and conditions at such time(s) and in such form and manner, as the Board in its absolute discretion thinks fit in the best interest and favour of the Company, for consideration not less than the valuation arrived at by an independent registered valuer.*

***RESOLVED FURTHER THAT** the Company do utilize the sale proceeds of the aforesaid Noida land and building for working capital requirements, capex, to reduce part of the Company's debt and general corporate purpose.*

***RESOLVED FURTHER THAT** the Board be and is hereby authorised to finalise the amount of consideration to be received which shall be not less than the valuation arrived by an independent valuer and to do and perform all such acts, deeds, matters and things, as may be necessary, and to execute, modify, substitute, deliver and perform all such agreements, undertakings, contracts, deeds and other documents on behalf of the Company, file applications and make representation in respect thereof and seek approval from relevant authorities, including Government/Semi Government/Quasi Government authorities, Banks, regulatory and administrative authorities, statutory bodies etc. in this regard as may be applicable and deal with any matters, take necessary steps in this matter as the Board may in its absolute discretion deem necessary, desirable and expedient to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.*

***RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s) of the Company and to generally do and perform all such acts, deeds, matters and things as it may, in their absolute discretion, deem fit, necessary, proper or desirable, including finalizing, varying and settling the terms and conditions of such sale and to enter into agreements, execute any undertaking, indemnity, contracts, deeds or sign any other document on behalf of the Company and to represent the Company and appear before the authorities and also do all such acts, things, deeds and matters as may be deemed necessary for giving effect to this resolution."*

By Order of the Board
For Precision Electronics Limited

Sd/-
Punit A. Bajaj
Company Secretary
and Compliance Officer
Membership No. F13366

Place: New Delhi
Date: 12.08.2026

Notes

1. The Explanatory Statement pursuant to the provisions of section 102 of The Companies Act, 2013 ("the Act"), in respect of the businesses under Item Nos. 3 to 5 of the Notice is annexed hereto. The Board of Directors ("the Board") has considered and decided to include Item Nos. 3 to 5 given above in the 47th Annual General Meeting ("AGM"), as they are unavoidable in nature. Further, the relevant details with respect to Item No. 2 pursuant to regulation 36(3) of The Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("the ICSI"), in respect of Directors seeking re-appointment at this AGM are also annexed.

2. The Ministry of Corporate Affairs ("MCA") vide its general circulars dated April 8, 2020, April 13, 2020, May 5, 2020 and other relevant circulars, the latest being General Circular dated September 22, 2025 ("MCA Circulars for General Meetings") and The Securities and Exchange Board of India ("SEBI") vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023, and October 3, 2024 ("SEBI Circulars for General Meetings") (MCA Circulars for General Meetings and SEBI Circulars for General Meeting are collectively referred to as "the MCA and SEBI Circulars"), permitted the holding of the general meetings through VC / OAVM, without the physical presence of the members at a common venue. In compliance with the provisions of the Act, the Listing Regulations, the MCA and SEBI Circulars, the AGM of the Company is being held through VC / OAVM.

   As the AGM is being held pursuant to MCA Circulars and SEBI Circulars through VC/ OAVM, the facility to appoint a proxy will not be available for the AGM, and hence the Proxy Form and the Attendance Slip are not annexed to this Notice. However, a Body Corporate is entitled to appoint an authorised representative to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

   Further, pursuant to sections 112 and 113 of the Act, representatives of the members, such as the President of India or the Governor of a State or body corporate, can attend the AGM through VC / OAVM and cast their vote through e-voting. As the AGM will be held through VC / OAVM, the Route Map is not annexed to this Notice.

3. Members holding shares in physical mode are requested to intimate Skyline Financial Services Pvt. Ltd, the Registrar and Transfer Agent of the Company ('RTA') at D-153-A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi – 110 020, changes, if any, in their names, registered address along with pin code number, e-mail address, telephone / mobile number, Permanent Account Number ('PAN'), mandates, nominations, power of attorneys, bank details such as name of the bank and branch details, bank account number, 9 digit MICR code, 11 digit IFSC, etc. and relevant evidences. Members holding shares in electronic mode shall update such details with their respective Depository Participants ("DPs").

   As per the provisions of section 72 of the Act, the facility of making a nomination is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to the DP in case the shares are held by them in demat mode and to the Company/RTA, in case the shares are held in physical mode.

   Members holding shares in physical mode, in identical order of names, in more than 1 (one) folio(s) are requested to send to the Company / RTA the details of such folios together with the share certificates for consolidating their holdings in 1 (one) folio. A letter of confirmation will be issued to such members after making requisite changes. In case of joint holders, the members whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

4. In compliance with the MCA and SEBI Circulars, Notice of the AGM of the Company, inter-alia, indicating the process and manner of e-voting and the Annual Report 2025-2026 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/RTA/DP. The Notice can also be accessed from the websites of the Company, i.e., www.pel-india.in, as well as from the website of the Stock Exchange where the Company is listed, i.e., BSE Limited at www.bseindia.com. The AGM Notice is also available on the website of National Securities Depository Limited ('NSDL') (agency for providing the remote e-voting facility and e-voting during the AGM), i.e., www.evoting.nsdl.com. The Company shall send a letter providing the web-link, including the exact path, where complete details of the Annual Report are available to those members who have not registered their email IDs. The Company shall send the hard copy of the Annual Report to those members who request the same.

   The Register of Members and share transfer books of the Company will remain closed from Thursday, September 10, 2026, to Wednesday, September 16, 2026 (both days inclusive) for the purpose of the AGM.

5. In order to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical mode are requested to demat their holdings at the earliest.

6. Special window for re-lodgement of transfer deeds for physical transfer of shares:

Pursuant to the provisions of Regulation 40 of the Listing Regulations, requests for effecting transfer of securities shall not be processed unless the securities are held in demat mode, except for transmission or transposition and re-lodgement for transfer of securities. Further, SEBI, vide its circular No. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/236 dated December 2, 2020, had fixed March 31, 2021, as the cut-off date for re-lodgement of transfer deeds, and the shares that are re-lodged for transfer shall be issued only in demat mode. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider dematerialising their holdings at the earliest, as it will not be possible to transfer shares held in physical mode. The members can contact the Company / RTA for assistance in this regard.

In terms of SEBI circular No. SEBI/HO/MIRSD/MIRSDPoD/P/CIR/2025/97 dated July 2, 2025, a special window was opened only for re-lodgement of transfer deeds, which were lodged prior to the deadline of April 1, 2019 (which was extended till March 31 2021), and rejected/returned/not attended due to deficiency in the documents/process/or otherwise, for a period of 6 (six) months from July 7, 2025 till January 6, 2026. Subsequently, another special window has been opened for a period of 1 (one) year from February 5, 2026, to February 4, 2027. The Company has uploaded the summary of the circulars on the website of the Company at Special-Window-to-facilitate-transfer-and-dematerialization-requests-of-physical-shares.pdf.

During this period, any securities re-lodged for transfer, including those currently pending with the Company/RTA, shall be processed and issued only in dematerialized form, subject to verification and approval of all documents, and due process for such transfer-cum-demat requests shall be followed. The members who are eligible for this are requested to take advantage of the special window and complete the process of share transfer in their name(s).

7. Mandatory furnishing of KYC details and nominations by holders of physical securities:

SEBI, vide its circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021, has prescribed certain mandatory provisions with regard to "Common and Simplified Norms for processing investors' requests by RTAs and norms for furnishing PAN, KYC details and Nomination", where the shares are held in physical mode. Said SEBI circular prescribes the following norms:

i. Common and simplified norms for processing any service request from the holder, pertaining to the captioned items, by the RTAs.

ii. Electronic interface for processing investors' queries, complaints, and service requests.

iii. Mandatory furnishing of PAN, KYC details, and Nomination by holders of physical securities.

iv. Freezing of folios without valid PAN, KYC details, and Nomination and

v. Compulsory linking of PAN and Aadhaar by all holders of physical securities.

Members of the Company holding shares in physical mode shall provide the following documents/details to the RTA of the Company:

i. PAN.

ii. Nomination (for all eligible folios) in Form No. SH-13 or submit a declaration to "Opt-Out" in Form No. ISR-3.

Note: Any cancellation or change in nomination shall be provided in Form No. SH-14.

iii. Contact details, including postal address with pin code, mobile number, and e-mail address.

iv. Bank account details, including bank name and branch, bank account number, and IFSC.

v. Specimen signature.

Please provide the above documents/details to the RTA of the Company along with other basic details like name of the member, folio number, certificate number, and distinctive numbers.

As per the said SEBI circular, the Company has uploaded the following documents (along with the SEBI circular) on the website of the Company:

i. Form No. ISR-1-request for registering PAN, KYC details, or changes/updation thereof.

ii. Form No. ISR-2-confirmation of signature of securities holder by the Banker.

iii. Form No. ISR-3-declaration form for opting-out of nomination by holders of physical securities in listed companies.

iv. Form No. SH-13-nomination form.

v. Form No. SH-14-cancellation or variation of nomination.

Further, the contact details of the Company and the RTA are also available on the website of the Company.

The SEBI has issued a circular No. SEBI/HO/MIRSD/PoD-1/ CIR/2023/37 dated March 16, 2023 (subsumed as part of the SEBI Master Circular No. SEBI/HO/MIRSD/POD1/P/ CIR/2024/37 dated May 7, 2024) on 'Common and simplified norms for processing investors' service request by RTAs and norms for furnishing PAN, KYC details and Nomination', which is applicable from April 1, 2023. The norms / procedural requirements for processing service requests of investors are provided in the said SEBI Circular.

The link to view the said SEBI circular dated November 3, 2021 along with the various forms and the circular dated March 16, 2023 is available on the Company website at: www.pel-india.in

SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for the resolution of disputes arising in the Indian Securities Market. Pursuant to the above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA / Company directly and through the existing SCORES platform, the members can initiate dispute resolution through the ODR Portal (https://smartodr.in/login).

8. **Wednesday, September 9, 2026**, has been fixed as the 'Cut-off Date' for determining Members entitled to the facility of voting by remote e-voting and for e-voting at said AGM, following Regulation 44 of the Listing Regulations.

9. Equity Shares of the Company are available for dematerialisation both with NSDL and Central Depository Services (India) Limited ('CDSL'). ISIN is INE143C01024.

10. The information of the directors seeking re-appointment at the AGM is provided at Annexure "A" to the Notice as prescribed under Regulation 36(3) of the Listing Regulations and the Secretarial Standard on General Meetings issued by the ICSI.

11. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. A periodic statement of holdings should be obtained from the concerned Depository Participant, and holdings should be verified.

12. In terms of circulars issued by the SEBI, it is now mandatory to furnish a copy of the Permanent Account Number Card (PAN Card) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the RTA of the Company.

Further, the SEBI vide its circular dated April 20, 2018, directed all the listed companies to record the PAN and bank account details of all their members holding shares in physical mode. All those members who are yet to update their details with the Company / RTA are requested to do so at the earliest.

13. As per Regulation 40 of the Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 1st April 2019. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's RTA, M/s. Skyline Financial Services Pvt. Ltd for assistance in this regard. In view of the above, members are advised to dematerialize shares held by them in physical form.

    In case of joint holders, the members whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

14. **Issue of shares in demat mode only:**

    The SEBI vide its notification dated January 24, 2022, amended certain provisions of the Listing Regulations, inter-alia, pertaining to the issue of shares in demat mode only. Further, SEBI vide its circular No. SEBI/HO/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, issued operational guidelines for demat of securities received for processing the investor's service request.

    Dematerialization would facilitate paperless trading through state-of-the-art technology, quick transfer of corporate benefits to members, and avoid inherent problems of bad deliveries, loss in postal transit, theft, and mutilation of share certificate. It also substantially reduces the risk of fraud. Therefore, we request all those members who have still not dematerialized their shares to get their shares dematerialized at the earliest.

    For more details, please visit our website at https://www.pel-india.in.

15. Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communications, including Annual Report, Notices, Circulars, etc., from the Company electronically. The e-mail address can be registered with the DP in case the shares are held in electronic mode and with the RTA in case the shares are held in physical mode.

16. Members desiring any relevant information on the Audited Financial Statements or any matter to be placed at the AGM are requested to write to the Company at least 7 (seven) days in advance of the date of AGM through e-mail on cs@pel-india.in. The same will be replied to by the Company suitably.

17. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in this Notice will be available for inspection in electronic mode.

18. The copies of the documents will also be available for electronic inspection during normal business hours on working days from the date of circulation of the Notice up to the date of AGM. For any communication, members may also send requests to the Company's investor e-mail id cs@pel-india.in.

19. Members are requested to quote Folio No. or Client ID and DP ID Nos. in all communications with the Company.

20. Equity Shares of the Company are listed on the BSE Limited (Code: 517258) and regularly traded thereon.

21. E-voting (voting through electronic means):

    i. The businesses as set out in the Notice may be transacted through electronic voting system. In compliance with the provisions of section 108 of the Act read with The Companies (Management and Administration) Rules, 2014, standards 7 and 8 of the Secretarial Standard on General Meetings, regulation 44 of the Listing Regulations and pursuant to the MCA Circulars for General Meetings and the SEBI Circulars for General Meetings, the Company is pleased to offer the facility of voting through electronic means, to all its members to enable them to cast their votes electronically. The Company has made necessary arrangements with NSDL to facilitate the members to cast their votes from a place other than venue of the AGM ("remote e-voting"). The facility for voting shall be made available during the AGM through electronic voting and the members participating in the AGM who have not cast their votes by remote e-voting shall be able to exercise their right during the AGM. The facility of casting votes by a member using remote e-voting as well as the e-voting on the date of the AGM will be provided by NSDL.

As the Company is providing the facility of remote e-voting to the members, there shall be no voting by show of hands at the AGM in terms of the provisions of Section 107 of the Act.

ii. Pursuant to MCA and SEBI Circulars, physical attendance of the members at the AGM venue is not required, and the AGM can be held through VC/OAVM. The members can join the AGM through VC/OAVM mode 15 (fifteen) minutes before the scheduled time of the AGM and within 15 (fifteen) minutes after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available to atleast 1,000 (one thousand) members on a first-come, first-served basis. This will be in addition to large members (members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

iii. The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Act.

iv. A person whose name is recorded in the Register of Members / List of Beneficial Owners maintained by the Depositories as on Wednesday, September 9, 2026, being the cut-off date, shall be entitled to avail the facility of remote e-voting or e-voting during the AGM. Persons who are not members as on the cut-off date, but have received this Notice, should treat receipt of this Notice for information purposes only.

The members who have cast their votes by remote e-voting prior to the AGM may also attend the AGM, but shall not be entitled to cast their votes again.

The members whose names appear in the Register of Members/List of Beneficial Owners as on Wednesday, September 9, 2026, are entitled to vote on the resolutions set forth in the Notice. Eligible members who have acquired shares after sending the Notice electronically and holding shares as on the cut-off date may approach the Company for seeking assistance for issuance of the User Id and Password for exercising their right to vote by electronic means.

Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.

22. The Company has appointed Mr. Yogesh Saluja, Proprietor of M/S. Yogesh Saluja & Associates, Practicing Company Secretaries (Peer Review Certificate No. 3301/2023), to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.

23. **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING THE GENERAL MEETING ARE AS UNDER: -**

The remote e-voting period begins on **Saturday, September 12, 2026, at 09:00 A.M. (IST) and ends on Tuesday, September 15, 2026, at 05:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Wednesday, September 9, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, September 9, 2026.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with	1. 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are 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 4. 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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 evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
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

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

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

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

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your

mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

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

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to ysaluja2005@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre – Senior Manager at evoting@nsdl.com.

4. A member can opt for only one mode of voting i.e. either through remote e-voting or during the AGM. If a member cast votes by both modes, then voting done through remote e-voting shall prevail.
5. The Company has appointed Mr. Yogesh Saluja, Proprietor of M/S. Yogesh Saluja & Associates, Practicing Company Secretaries (Membership No. FCS 14192 COP No. 22676), to act as the Scrutinizer for conducting the e-voting and remote e-voting process in a fair and transparent manner.
6. The Scrutinizer will collate the votes cast at the AGM and votes downloaded from the e-voting system and make, within two working days from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
7. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny. The result of the voting on the resolutions at the AGM shall be announced by the Chairman or any other person authorised by him immediately after the results are declared.
8. The results declared along with the Scrutinizer's Report, will be posted on the website of the Company www.pel-india.in and on the website of NSDL www.evoting.nsdl.com and will be displayed on the Notice Board of the Company at its registered office immediately after the declaration of the results by the Chairman or any other person authorised by him and communicated to the Stock Exchange.
9. Subject to receipt of requisite number of votes, the Resolution(s) set out in the Notice shall be deemed to be passed on the date of the AGM.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@pel-india.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@pel-india.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

Instructions for members attending the AGM through VC/OAVM & e-voting during AGM are as under:

1. The procedure for attending the meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend the meeting will be available where the EVSN of the Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under the "Join Meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
5. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
6. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
7. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
8. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 (seven) days prior to the meeting,** mentioning their name, demat account number/folio number, email id, and mobile number at cs@pel-india.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 (seven) days prior to the meeting**, mentioning their name, demat account number/folio number, email id, mobile number at cs@pel-india.in. These queries will be replied to by the company suitably by email.
9. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
10. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
11. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

Contact Details:

Company	Mr. Punit A. Bajaj Precision Electronics Limited Registered Office: D-1081 New Friends Colony, New Delhi 110025 CIN: L32104DL1979PLC009590 E-mail: cs@pel-india.in

Registrar and Transfer Agent	Skyline Financial Services Pvt. Ltd. D-153-A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi – 110 020 Contact Person: Mr. Subhash Bhattachary E-mail: admin@skylinerta.com
e-Voting Agency	National Securities Depository Limited E-mail: evoting@nsdl.co.in Phone: 022 - 4886 7000 and 022 - 2499 7000
Scrutinizer	Mr. Yogesh Saluja Practising Company Secretary E-mail: ysaluja2005@gmail.com

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT pursuant to Section 102 of the Companies Act, 2013 ("Act") read with Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"):

Item No 3: TO APPROVE MATERIAL RELATED PARTY TRANSACTION WITH VICTORA STOCK-INVEST PRIVATE LIMITED

The Company presently has an approval of the members of the Company to enter in to material related party transaction for obtaining unsecured loan(s) from Victora Stock-Invest Private Limited ("VSIPL" or "Victora") up to an aggregate limit of ₹ 25 crore, which is valid up to September 30, 2026, in terms of the amended provisions of Regulation 23 of the Listing Regulations. The said transaction was approved by the Audit Committee and the Board of Directors at their respective meetings held on January 6, 2026, and subsequently approved by the Members through Postal Ballot as on February 8, 2026.

Since the aforesaid approval is valid up to September 30, 2026, the Audit Committee and the Board of Directors, at their respective meetings held on August 12, 2026, have considered and approved the proposed Material Related Party Transaction to obtain unsecured loan(s) from VSIPL up to an aggregate value of ₹ 30 crore, in one or more tranches, from the date of this 47th Annual General Meeting up to the date of the next Annual General Meeting of the Company, subject to approval of the Members.

The Audit Committee has approved the proposed Related Party Transaction with VSIPL and has assessed that the transaction is on an arm's length basis and in the ordinary course of business of the Company. The Audit Committee has also reviewed the certificate(s) provided by the Managing Director and Chief Financial Officer of the Company confirming that the terms of the proposed Related Party Transaction are in the interest of the Company and are in the ordinary course of business and on an arm's length basis.

In terms of the provisions of Regulation 23 of the Listing Regulations, all material related party transactions and subsequent material modifications, as defined by the Audit Committee, require prior approval of the Members of the Company by way of resolution, notwithstanding that such transactions are in the ordinary course of business and on an arm's length basis. Further, no related party shall vote to approve such resolutions, whether or not such related party is a party to the particular transaction.

As per the Listing Regulations, a transaction with a Related Party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds the applicable threshold prescribed under the Listing Regulations.

Accordingly, the approval of the Members is sought pursuant to Regulation 23 of the Listing Regulations for authorising the Board to enter into and/or carry out and/or continue with the aforesaid transactions with VSIPL, including renewal(s), extension(s), continuation(s) or modification(s) of existing arrangements/transactions, other than any material modification requiring separate approval of the Members, during the period commencing from the date of this 47th Annual General Meeting up to the date of the next Annual General Meeting of the Company, for an aggregate value not exceeding ₹ 30 crore, in one or more tranches.

Further, SEBI Master Circular No. HO/49/14/14(7)2025- CFD-POD2/I/3762/2026 dated January 30, 2026 and other circulars issued in this regard prescribe the minimum information to be provided to the Audit Committee and the

Members for approval of Related Party Transactions in accordance with the Industry Standards on "Minimum information provided for review of the Audit Committee and Shareholders for approval of Related Party Transactions". The necessary disclosures are provided hereinbelow:

Details of the Material Related Party Transaction

The details of the proposed Material Related Party Transaction and other particulars as required under the applicable SEBI Circulars and the Industry Standards on "Minimum information provided for review of the Audit Committee and Shareholders for approval of Related Party Transactions" are set out below:

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>A.</td><td colspan="2">Details of the related party and transactions with the related party</td></tr>
<tr><td>A(1).</td><td>Basic details of the related party</td><td></td></tr>
<tr><td>1.</td><td>Name of the related party.</td><td>Victora Stock-Invest Private Limited ('VSIPL')</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party.</td><td>India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>VSIPL is a Non-Banking Financial Company (NBFC), registered with Reserve Bank of India. The core business of VSIPL is investment and lending of funds.</td></tr>
<tr><td>A(2).</td><td colspan="2">Relationship and ownership of the related party</td></tr>
<tr><td>4.</td><td>Relationship between the listed entity and the related party –including nature of its concern (financial or otherwise) and the following:</td><td>Mr. Hardeep Singh Banga, father of Mr. Amitbir Singh Banga, Non-Executive Director of the Company, holds 24.88% equity shareholding in the Company and 48.55% equity shareholding in VSIPL, along with directorship in VSIPL.</td></tr>
<tr><td></td><td>• Shareholding of the listed entity whether direct or indirect, in the related party.</td><td>Nil</td></tr>
<tr><td></td><td>• 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).</td><td>Not Applicable</td></tr>
<tr><td></td><td>• Shareholding of the related party, whether direct or indirect, in the listed entity</td><td>Not Applicable</td></tr>
<tr><td>A(3).</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>5.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td>Transaction undertaken by the Company:
(₹ In Crore)
<table>
<tr><th>Sr. No.</th><th>Nature of Transactions</th><th>FY 2025-26</th></tr>
<tr><td>1.</td><td>Taken an Unsecured Loan</td><td>9.70</td></tr>
</table>
Apart from the above, the Company has not entered into any other transaction with the VSIPL.</td></tr>
</table>

<table>
<tr><td>6.</td><td>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 / up to date in which the approval is sought.</td><td>Transaction undertaken by the Company:
(₹ In Crore)
<table><tr><td>Sr. No.</td><td>Nature of Transactions</td><td>FY 2026-27 up to June, 2026</td></tr><tr><td>1.</td><td>Taken an Unsecured Loan</td><td>Nil</td></tr></table>Apart from the above, the Company has not entered into any other transaction with the VSIPL in the current financial year, except payment of Interest on loan outstanding.</td></tr>
<tr><td>7.</td><td>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</td><td>None</td></tr>
<tr><td>A(4).</td><td>Amount of the proposed transaction(s)</td><td></td></tr>
<tr><td>8.</td><td>Amount of the proposed transactions being placed for approval of the Shareholders.</td><td>₹30 (Thirty) Crore</td></tr>
<tr><td>9.</td><td>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?</td><td>Yes</td></tr>
<tr><td>10.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.</td><td>38% of consolidated turnover for the financial year 2025-26</td></tr>
<tr><td>11.</td><td>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).</td><td>Not Applicable</td></tr>
<tr><td>12.</td><td>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.</td><td>306% of the consolidated turnover for the financial year 2025-26 of the related party.

As per the audited figures received from VSIPL, ₹ 30 Crores (amount of unsecured borrowing) represents about 30% of the Total Loans and Advances given by VSIPL, as on March 31, 2026.</td></tr>
<tr><td>13.</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td><table><tr><td>Particulars</td><td>FY 2025-26 (₹ In Crores)</td></tr><tr><td>Turnover</td><td>9.79</td></tr><tr><td>Profit After Tax</td><td>1.16</td></tr><tr><td>Net worth</td><td>55.93</td></tr></table></td></tr>
<tr><td>A(5).</td><td>Basic details of the proposed transaction</td><td></td></tr>
<tr><td>14.</td><td>Specific type of the proposed transaction (e.g sale of goods/services, purchase of goods/ services, giving loan, borrowing etc.).</td><td>Obtaining an unsecured loan from VSIPL.</td></tr>
</table>

15.	Details of each type of the proposed transaction.	The Company proposes to obtain unsecured loan(s), in one or more tranches, up to an aggregate amount of ₹ 30 crore from VSIPL.
16.	Tenure of the proposed transaction (tenure in number of years or months to be specified).	As may be decided by the Board of Directors (including any committee thereof), from time to time.
17.	Whether omnibus approval is being sought?	Yes
18.	Value of the proposed transaction during a financial year.	If the proposed transaction will be executed over more than one financial year, provide an estimated break-up by financial year-wise.Aggregate value of transactions up to ₹ 30 crore during FY 2026-27 and FY 2027-28 from the date of this 47th Annual General Meeting up to the date of the 48th Annual General Meeting, as applicable.
19.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	The proposed borrowing of unsecured loan(s) from the related party is in the best interest of the Company as it ensures the timely availability of funds for meeting working capital requirements, capital expenditure and general corporate purposes. The loan is proposed to be availed at an interest rate which will be competitive and comparable with prevailing market rates for unsecured borrowings, and on an arm's length basis. Further, the unsecured nature of the borrowing provides financial and operational flexibility to the Company by avoiding the creation of security and restrictive covenants typically associated with institutional financing. The transaction has been reviewed and approved by the Audit Committee and the Board of Directors and is considered commercially prudent and beneficial to the Company.
20.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Mr. Amitbir Singh Banga, Non-Executive Director of the Company, is interested in the transaction to the extent that his father, Mr. Hardeep Singh Banga, holds 24.88% equity shareholding in the Company and 48.55% equity shareholding in VSIPL, along with directorship in VSIPL.
	a. Name of the director / KMP	Mr. Amitbir Singh Banga, Non-Executive Director
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party.	Mr. Amitbir Singh Banga does not hold any shareholding, directly or indirectly, in VSIPL. His father, Mr. Hardeep Singh Banga, holds 48.55% equity shareholding in VSIPL and is also a director therein.
21.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
22.	Other information relevant for decision-making.	Not Applicable
B(5)	**Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary**	
23.	Material covenants of the proposed transaction	The unsecured loan shall be availed from the date of this 47th Annual General Meeting up to the date of

		the 48th Annual General Meeting, as applicable, and shall carry interest at 10% per annum, payable quarterly. The loan shall be unsecured and shall not create any collateral, pledge or charge over the assets of the Company.
24.	Interest rate (in terms of numerical value or base rate and applicable spread)	10% Per Annum, payable quarterly.
25.	Cost of borrowing	The interest rate of 10% per annum is considered competitive and in line with prevailing market rates for unsecured borrowings and accordingly considered to be at arm's length and in the ordinary course of business.
26.	Maturity / due date	As may be decided by the Board of Directors or any committee thereof, from time to time.
27.	Repayment schedule & terms	As may be decided by the Board of Directors or any committee thereof, from time to time.
28.	Whether secured or unsecured	Unsecured
29.	If secured, the nature of security & security coverage ratio	Not Applicable
30.	The purpose for which the funds will be utilized by the listed entity / subsidiary	Working capital requirements, budgeted capital expenditure and general corporate purposes of the Company.
C(4).	**Disclosure in case of transactions relating to borrowings by the listed entity or its subsidiary**	
31.	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements	a. Before transaction: 1.73 b. After transaction: 3.75* * Assuming the entire unsecured loan proposed to be obtained is classified as long-term debt.
32.	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements:	a. Before transaction: 1.07 b. After transaction: 0.34

Point Nos. B(1), B(2), B(3), B(4), B(6), B(7), C(1), C(2), C(3), C(5) and C(6) of the table forming part of Clause 4 of the applicable Industry Standards are not applicable.

In compliance with the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions", the Company affirms that:

i. the disclosures provided herein contain sufficient information to enable the public shareholders to make an informed decision;

ii. justification as to why the proposed transaction is in the interest of the Company has been provided hereinabove;

iii. the promoters shall not derive any undue benefit from the Related Party Transaction at the expense of public shareholders;

iv. the Audit Committee has noted that the relevant disclosures required for decision-making on the proposal were placed before the Committee; and

v. the Audit Committee has reviewed and taken note of the certificate from the Chief Financial Officer and Managing Director of the Company confirming that the terms of the proposed transaction are in the interest of the Company.

Members may note that the transaction shall be reviewed and monitored by the Audit Committee on a quarterly basis in accordance with Regulation 23 of the Listing Regulations and Section 177 of the Act and shall remain within the amount approved by the Members.

Any subsequent material modification to the proposed transaction, as may be defined by the Audit Committee under the Company's Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions, shall be placed before the Members for approval in accordance with Regulation 23 of the Listing Regulations.

Except Mr. Amitbir Singh Banga and his relatives, none of the Directors, Key Managerial Personnel of the Company and/or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

The Board of Directors, based on the recommendation of the Audit Committee, recommends the resolution set out at Item No. 3 of the Notice for approval of the Members by way of an Ordinary Resolution.

Item 4: TO APPROVE MATERIAL RELATED PARTY TRANSACTION WITH VICTURA TECHNOLOGIES PRIVATE LIMITED (FORMERLY KNOWN AS VICTORA AUTO PRIVATE LIMITED)

The Company had previously obtained approval of the Audit Committee, Board of Directors and Members at the 46th Annual General Meeting held on September 22, 2025, for undertaking transactions with Victura Technologies Private Limited (formerly known as Victora Auto Private Limited) ("VTPL"), being a Related Party of the Company, up to an aggregate limit of ₹ 25 crore per annum.

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2025, effective from December 19, 2025, the validity of omnibus approval granted by Members for Material Related Party Transactions is subject to the provisions of the amended Regulation 23 of the Listing Regulations. Accordingly, the Company is seeking fresh approval of the Members for continuing to undertake transactions with VTPL for the period commencing from the date of the 47th Annual General Meeting and up to the date of the next Annual General Meeting of the Company.

Accordingly, the Company proposes to obtain fresh approval of the Members for continuing to undertake transactions with VTPL up to an aggregate value of ₹ 25 crore during the aforesaid period. The proposed transactions may include, inter alia, purchase or sale of goods or materials, rendering or receiving of services, job work arrangements, purchase or sale of fixed assets and other similar contracts, arrangements or transactions, as may be required in the ordinary course of business of the Company.

The proposed transactions are repetitive and ongoing in nature and are intended to support the Company's business and operational requirements. The transactions shall be undertaken on an arm's length basis and in the ordinary course of business.

The Audit Committee, at its meeting held on August 12, 2026, considered, approved and recommended the proposed Material Related Party Transaction with VTPL for an aggregate value of up to ₹ 25 crore to the Board of Directors. The Board of Directors, at its meeting held on August 12, 2026, considered and approved the proposal, subject to approval of the Members.

In terms of Regulation 23 of the Listing Regulations, all material related party transactions and subsequent material modifications, as defined by the Audit Committee, require prior approval of the Members of the Company by way of an Ordinary Resolution, notwithstanding that such transactions are in the ordinary course of business and on an arm's length basis. Further, no Related Party shall vote to approve such resolutions, whether or not such Related Party is a party to the particular transaction.

A transaction with a Related Party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceed the applicable threshold prescribed under the Listing Regulations.

The Audit Committee has, inter alia, assessed the proposed transaction and noted that the transaction is in the ordinary course of business and on an arm's length basis. The Audit Committee has also reviewed the certificate(s) provided by the Managing Director and Chief Financial Officer of the Company confirming that the terms of the proposed Related Party Transaction are in the interest of the Company and are in the ordinary course of business and on an arm's length basis.

Further, SEBI Master Circular No. HO/49/14/14(7)2025- CFD-POD2/I/3762/2026 dated January 30, 2026 and other circulars issued in this regard prescribe the minimum information to be provided to the Audit Committee and the Members for approval of Related Party Transactions in accordance with the Industry Standards on "Minimum information provided for review of the Audit Committee and Shareholders for approval of Related Party Transactions". The necessary disclosures are provided hereinbelow:

Details of the Material Related Party Transaction

The details of the proposed Material Related Party Transaction and other particulars as required under the applicable SEBI Circulars and the Industry Standards on "Minimum information provided for review of the Audit Committee and Shareholders for approval of Related Party Transactions" are set out below:

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>A.</td><td colspan="2">Details of the related party and transactions with the related party</td></tr>
<tr><td>A(1).</td><td>Basic details of the related party</td><td></td></tr>
<tr><td>1.</td><td>Name of the related party.</td><td>Victura Technologies Private Limited ('VTPL')</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party.</td><td>India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>Automotive manufacturing and allied activities.</td></tr>
<tr><td>A(2).</td><td colspan="2">Relationship and ownership of the related party</td></tr>
<tr><td>4.</td><td>Relationship between the listed entity and the related party – including nature of its concern (financial or otherwise) and the following:</td><td>Mr. Hardeep Singh Banga, father of Mr. Amitbir Singh Banga, Non-Executive Director of the Company, holds 24.88% equity shareholding in the Company and 48.55% equity shareholding in VSIPL, along with directorship in VSIPL.</td></tr>
<tr><td></td><td>• Shareholding of the listed entity whether direct or indirect, in the related party.</td><td>Nil</td></tr>
<tr><td></td><td>• 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).</td><td>Not Applicable</td></tr>
<tr><td>•</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity.</td><td>Not Applicable</td></tr>
<tr><td>A(3).</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>5.</td><td>Total amount of all the transactions undertaken by the listed entity or with the related party during the last financial year.</td><td>Transaction undertaken by the Company:
(₹ In Crore)
<table>
<tr><th>Sr. No.</th><th>Nature of Transactions</th><th>FY 2025-26</th></tr>
<tr><td>1.</td><td>Purchase of Goods and Services (Including Capital Goods)</td><td>1.27</td></tr>
<tr><td>2.</td><td>Sale of Goods and Services (Including Capital Goods)</td><td>0.27</td></tr>
</table>
Apart from the above, the Company has not entered into any other transaction with the VTPL.</td></tr>
</table>

<table>
<tr><td>6.</td><td>Total amount of all the transactions undertaken by the listed entity or with the related party in the current financial year up to the quarter immediately preceding the quarter / up to date in which the approval is sought.</td><td>Transaction undertaken by the Company:
(₹ In Crore)
<table><tr><td>Sr. No.</td><td>Nature of Transactions</td><td>FY 2026-27 up to June, 2026</td></tr><tr><td>1.</td><td>Purchase of Goods and Services (Including Capital Goods)</td><td>0.30</td></tr><tr><td>2.</td><td>Sale of Goods and Services (Including Capital Goods)</td><td>1.02</td></tr></table>Apart from the above, the Company has not entered into any other transaction with the VTPL in the current financial year</td></tr>
<tr><td>7.</td><td>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</td><td>None</td></tr>
<tr><td>A(4).</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>8.</td><td>Amount of the proposed transactions being placed for approval of the Shareholders.</td><td>₹25 Crore</td></tr>
<tr><td>9.</td><td>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?</td><td>Yes</td></tr>
<tr><td>10.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.</td><td>31.65% of consolidated turnover for the financial year 2025-26</td></tr>
<tr><td>11.</td><td>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).</td><td>Not Applicable</td></tr>
<tr><td>12.</td><td>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.</td><td>0.76% of the consolidated turnover for FY 2025-26 of VTPL, as per the financial information provided by VTPL.</td></tr>
<tr><td>13.</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td><table><tr><td>Particulars</td><td>FY 2025-26 (₹ In Crores)</td></tr><tr><td>Turnover</td><td>3289.33</td></tr><tr><td>Profit After Tax</td><td>364.37</td></tr><tr><td>Net worth</td><td>1502.92</td></tr></table></td></tr>
</table>

<table>
<tr><th>A(5).</th><th colspan="2">Basic details of the proposed transaction</th></tr>
<tr><td>14.</td><td>Specific type of the proposed transaction (e.g sale of goods/services, purchase of goods/ services, giving loan, borrowing etc.).</td><td>a) Sales of Goods
b) Sales of services
c) Purchase of Goods
d) Purchase of Services
e) Purchase of Fixed Assets
f) Sale of Fixed Assets
g) Any other transfer of resource, services or obligation</td></tr>
<tr><td>15.</td><td>Details of each type of the proposed transaction.</td><td>The Company proposes to Purchase/sale of goods or materials, rendering or receiving services, job work arrangements, or any other contracts or arrangements.</td></tr>
<tr><td>16.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified).</td><td>The proposed transactions are repetitive in nature and are undertaken in the ordinary course of the Company's business activities on an ongoing basis. The approval is proposed to cover transactions entered into from the date of the 47th Annual General Meeting up to the date of the 48th Annual General Meeting, subject to a period not exceeding fifteen months.</td></tr>
<tr><td>17.</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>18.</td><td>Value of the proposed transaction during a financial year.
If the proposed transaction will be executed over more than one financial year, provide an estimated break-up by financial year-wise.</td><td>Aggregate value of transactions up to ₹ 25 crore during FY 2026-27 and FY 2027-28 up to the date of the 48th Annual General Meeting to be held in 2027.
Break-up is as follows:
<table><tr><th>Financial Year</th><th>Expected Value of Transactions</th></tr><tr><td>2026-27</td><td>upto ₹ 25 crore</td></tr><tr><td>2027-28</td><td>upto ₹ 25 crore</td></tr></table></td></tr>
<tr><td>19.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.</td><td>The proposed transactions with VTPL are necessary for business continuity and operational efficiency. The arrangement enables reliable sourcing, supply chain synergies and support for expanding operations and is proposed to be undertaken on arm's length terms.</td></tr>
<tr><td>20.</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.

a. Name of the director / KMP</td><td>Mr. Amitbir Singh Banga, a Director of the Company, is also a Director of VTPL and holds 0.03% shareholding in VTPL. His father, Mr. Hardeep Singh Banga, who holds 24.88% shareholding in the Company, holds 92.59% shareholding in VTPL and is also a Director of VTPL.

Mr. Amitbir Singh Banga, Non-Executive Director of the Company.</td></tr>
</table>

	b. Shareholding of the director / KMP, whether direct or indirect, in the related party.	Mr. Amitbir Singh Banga holds 0.03% shareholding in VTPL. His father, Mr. Hardeep Singh Banga, holds 92.59% shareholding in VTPL and is also a Director of VTPL.
21.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
22.	Other information relevant for decision-making.	Not Applicable
B(1)	**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**	
23.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	In line with the business practices followed for the Company's customers and suppliers and the policies of the Company, no bids are invited by the Company for the proposed transactions with VTPL.
24.	Basis of determination of price including the indicative base price / current contracted price and the formula for variation in the price if any.	The transactions are proposed to be undertaken based on prevailing market/commercial rates and internal benchmarking.
25.	In case of Trade advance (of up to 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.	Not Applicable

Point Nos. B(2), B(3), B(4), B(5), B(6), B(7), C(1), C(2), C(3), C(4), C(5) and C(6) of the table forming part of Clause 4 of the Industry Standards are not applicable.

In compliance with the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions", the Company affirms that:

i. the disclosures provided herein contain sufficient information to enable public shareholders to make an informed decision;

ii. justification as to why the proposed transaction is in the interest of the Company has been provided hereinabove;

iii. the promoters shall not derive any undue benefit from the Related Party Transaction at the expense of public shareholders;

iv. the Audit Committee has noted that the relevant disclosures required for decision-making on the proposal were placed before it; and

v. the Audit Committee has reviewed and taken note of the certificate from the Chief Financial Officer and Managing Director of the Company confirming that the terms of the proposed transaction are in the interest of the Company.

Members may note that the transaction shall be reviewed and monitored by the Audit Committee on a quarterly basis in accordance with Regulation 23 of the Listing Regulations and Section 177 of the Act and shall remain within the amount approved by the Members.

Any subsequent material modification to the proposed transaction, as may be defined by the Audit Committee under the Company's Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions, shall be placed before the Members for approval in accordance with Regulation 23 of the Listing Regulations.

Except Mr. Amitbir Singh Banga and his relatives, none of the other Directors, Key Managerial Personnel of the Company and/or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board of Directors, based on the recommendation of the Audit Committee, recommends the resolution set out at Item No. 4 of the Notice for approval of the Members by way of an Ordinary Resolution.

Item no. 5: TO CONSIDER AND APPROVE THE SALE / DISPOSAL OF THE NOIDA LAND AND BUILDING OF THE COMPANY SITUATED AT PLOT NO. 10 & 11, BLOCK-D, SECTOR-3, NOIDA, GAUTAM BUDH NAGAR, UTTAR PRADESH – 201301

The Company owns land and building situated at Plot No. 10 & 11, Block-D, Sector-3, Noida, Gautam Budh Nagar, Uttar Pradesh – 201301, admeasuring approximately 4,732.23 square metres ("Noida Land and Building").

The Company is in the process of shifting its operations presently carried out from the Noida facility to its leasehold facility at Ballabhgarh, Faridabad, in a phased manner. Upon completion of the transition, the Noida Land and Building is not expected to be required for the Company's business operations.

Accordingly, with a view to optimise the Company's asset base and unlock value from the Noida Land and Building, the Audit Committee, at its meeting held on August 12, 2026, considered and recommended the proposed sale/disposal of the Noida Land and Building. Pursuant thereto, the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee(s) constituted/to be constituted by the Board, from time to time, to exercise its powers conferred by this resolution), at its meeting held on August 12, 2026, approved the proposed sale/disposal, subject to the approval of the Members and other requisite approvals, and authorised the sale, transfer, conveyance or otherwise disposal of the Noida Land and Building to prospective purchaser(s), other than related party(ies), on such terms and conditions as may be determined by the Board or its authorised representatives, in accordance with applicable law.

The proposed sale/disposal will enable the Company to monetise the Noida Land and Building and utilise the sale proceeds towards its business and financial requirements, including working capital requirements, capital expenditure, repayment/reduction of borrowings and other general corporate purposes.

The members may note that this resolution is an enabling resolution to the Board for sale/dispose off Noida Land and Building on the terms & conditions as set out in the resolution. The final terms and conditions of the transaction, including the identification of the purchaser(s), consideration, manner and timing of completion and other related matters, shall be determined by the Board or such person(s) as may be authorised by the Board, in the best interests of the Company and its Members, in accordance with the approval of the members.

The proposed sale/disposal constitutes disposal of the whole or substantially the whole of an undertaking of the Company within the meaning of Section 180(1)(a) of the Act and Regulation 37A of the Listing Regulations. Accordingly, it is proposed to seek the approval of the Members by way of a Special Resolution.

Further, pursuant to Regulation 37A of the Listing Regulations, the Special Resolution shall be acted upon only if the votes cast by the public shareholders in favour of the resolution exceed the votes cast by the public shareholders against the resolution. A public shareholder who is a party to the proposed sale/disposal, directly or indirectly, shall not be entitled to vote on the resolution.

Accordingly, the Board proposes to seek the approval of members by way of a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, directly or indirectly, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval of the Members.

ANNEXURE -A

Notes on Directors seeking appointment / re-appointment pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and additional Information required by Secretarial Standard -2 (SS-2) issued by Institute of Company Secretaries of India is as under:

Name of Director	Mr. Ashok Kumar Kanodia
Category / Designation	Executive Chairman
Director Identification Number (DIN)	00002563
Date of Birth/Age	07.01.1951 (75)
Date of first appointment on the Board	01.05.1979
Qualification	B.Sc. with Physics Honours from St. Xavier's College, Kolkata (Calcutta University); Graduate in Electrical Engineering and Business Management from Massachusetts Institute of Technology (MIT), USA
Terms and conditions of appointment/ re-appointment	Re-appointment by rotation in accordance with Section 152(6) of the Companies Act, 2013.
Nature of expertise in specific functional areas and experience	Mr. Ashok Kumar Kanodia has extensive experience in the fields of electronics, telecommunications and defence, with significant expertise in business strategy, industry policy and corporate leadership. He has been associated with various industry and Government committees relating to electronics, telecommunications and defence and has contributed to policy formulation and development of the industry.
Brief profile of the Director	Mr. Ashok Kumar Kanodia is the founder and Promoter Director of Precision Electronics Limited and has over four decades of experience in the electronics and telecommunications industry. He completed his B.Sc. with Physics Honours from St. Xavier's College, Kolkata (Calcutta University) in 1970 and thereafter pursued higher education at the Massachusetts Institute of Technology (MIT), USA, where he graduated in Electrical Engineering and Business Management. He has been associated with various Government and industry committees involved in policy formulation and development of the electronics, telecommunications and defence sectors. He was a member of the IT/Telecom Hardware Task Force constituted by the Prime Minister of India and served as President of the Telecommunication Equipment Manufacturers Association (TEMA) of India for consecutive terms from 1999 to 2001. He was also one of the industry representatives on the Kelkar Committee constituted by the Ministry of Defence to examine measures for strengthening self-reliance in defence preparedness and facilitating greater participation of private industry in national defence capability building. He is an Executive Committee Member of the Society of Indian Defence Manufacturers ("SIDM") and chairs its MSME Committee. He has also been associated with industry bodies including the Confederation of Indian Industry (CII) and Federation of Indian Chambers of Commerce and Industry (FICCI), and has represented the Indian defence industry at various national and international forums. His extensive industry experience and understanding of the electronics and defence sectors continue to contribute to the strategic development of the Company.

Names of the Company in which the person holds directorships	1. VM Farms Private Limited 2. Grauer & Weil (India) Limited.
Name of the listed entities from which the person has resigned as a Director in the past three years	Nil
Names of the Company in which the person holds chairmanship & membership of board committees (including this Company)	Grauer & Weil (India) Limited Audit Committee- Member
Justification for appointment	His extensive experience and expertise in the electronics, telecommunications and defence sectors, long-standing association with the Company and valuable contribution to its growth and strategic development make his continued association with the Board beneficial to the Company. Accordingly, the Board considers his re-appointment by rotation to be in the interest of the Company.
Shareholding, if any, in the Company including as a beneficial owner	1,02,806 equity shares
Number of Board Meetings attended during 2025-26	5 (Five) out of 5 (Five)
Remuneration last drawn during Financial Year 2025-26	Details of remuneration are provided in the Corporate Governance Report forming part of the Annual Report.
Remuneration sought to be paid	Disclosure regarding remuneration proposed to be paid does not apply to Mr. Ashok Kumar Kanodia as the resolution pertains to the re-appointment by rotation.
Disclosure of relationships with other directors, manager and other key managerial personnel (in case of appointment of a director).	Father of Mr. Nikhil Kanodia, Managing Director of the Company

By Order of the Board
For Precision Electronics Limited

Sd/-
Punit A. Bajaj
Company Secretary
and Compliance Officer
Membership No. F13366

Place: New Delhi
Date: 12.08.2026

DIRECTORS' REPORT

Dear Members,

Your directors are pleased to present the 47th Annual Report on the business and operations of Precision Electronics Limited ("the Company" or "PEL") along with the Audited Statements of Accounts for the Financial Year ended March 31, 2026.

FINANCIAL HIGHLIGHTS

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ("**Ind AS**") notified under section 133 of The Companies Act, 2013 ("the Act"), read with rule 7 of The Companies (Accounts) Rules, 2014 ("**the Accounts Rules**").

Pursuant to and in compliance with the provisions of section 134(3) read with rule 8 of the Accounts Rules, the financial performance of the Company for the Financial Year ended on March 31, 2026, is summarized below:

(Rs. in Lakh)

PARTICULARS	CURRENT YEAR (FY 2025-26)	PREVIOUS YEAR (FY 2024-25)
Revenue*	7,973.79	4748.38
Profit before Depreciation, Interest, & Tax	733.05	364.52
Depreciation	195.52	87.59
Finance Cost	394.02	258.12
Exceptional items	-	-
Net profit before Tax	143.51	18.81
Provision for Tax	82.62	76.46
Net profit after tax	60.90	(57.64)
Other Comprehensive Income	(3.16)	(8.55)
Total comprehensive Income	57.74	(66.19)

**Revenue is net of Goods and Services Tax.*

MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION

There have been no material change(s) and commitment(s), except elsewhere provided in this report, affecting the financial position of the Company between the end of the financial year of the Company i.e. March 31, 2026, and the date of this report.

CHANGE IN THE NATURE OF BUSINESS

There has been no change in the nature of the business of the Company during the financial year ended on March 31, 2026.

DIVIDEND

In view of conservation of financial resources of the Company, no dividend is recommended for the financial year under review (previous year nil).

TRANSFER TO RESERVES

Details of the amount which the Company carries to reserves are provided in Note No. 18 to the Financial Statements.

OPERATIONAL HIGHLIGHTS AND STATE OF THE COMPANY'S AFFAIRS

Overall revenue of the Company for the year ended March 31, 2026, was recorded at about ₹ 7,973.79 lakh with a Profit before Tax (PBT) of ₹ 143.51 lakh as compared to the previous Financial Year 2024-25 revenue of ₹ 4,748.38 lakh and PBT of ₹ 18.81 lakh respectively.

The Company has continued to strengthen its manufacturing and defence-oriented business, resulting in a significant evolution in the nature and revenue profile of its operations.

Accordingly, based on the nature of its business, revenue profile and internal reporting, and in accordance with Ind AS 108 – Operating Segments, the Company's existing single reportable operating segment, earlier described as "Telecom", has been revised to "Defence", effective from FY 2026-27.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

(I) INDUSTRY STRUCTURE AND DEVELOPMENTS

A. Indian Defence Manufacturing:

India's defence manufacturing sector continued to expand during FY 2025–26, supported by higher domestic procurement, progressive indigenisation, and increasing private-sector participation. Indigenous defence production reached approximately ₹ 1.78 lakh crore during FY 2025–26, representing growth of 15.6% over the preceding financial year. The private sector accounted for approximately 24% of total production, reflecting its increasing participation in the domestic defence manufacturing ecosystem.

Indian defence exports reached a record ₹ 38,424 crore during FY 2025–26, an increase of 62.66% over the preceding year, with Indian defence products being exported to more than 80 countries. The private sector contributed approximately 45% of total defence exports during the year.

The Union Budget for FY2026–27 allocated approximately ₹ 2.19 lakh crore under the capital head. Of the ₹ 1.85 lakh crore allocated for capital acquisition, approximately ₹ 1.39 lakh crore, representing around 75%, has been earmarked for procurement from the domestic defence industry. These allocations, together with the Government's preference for indigenous procurement under the Defence Acquisition Procedure, are expected to support continued growth of the Indian defence manufacturing base.

These developments create opportunities for qualified Indian manufacturers of defence electronics, precision-engineered components, tactical infrastructure and related subsystems. However, the timing of orders will continue to be influenced by procurement cycles, trials, customer qualification and program-specific approvals.

B. Global Defence Spending:

Global military expenditure reached approximately $ 2.89 trillion in 2025, recording its eleventh consecutive annual increase. While global expenditure increased by 2.9% in real terms, defence expenditure in Europe increased by approximately 14%, reflecting accelerated investment in military preparedness and industrial capacity.

The NATO commitment to progressively increase expenditure on core defence, infrastructure, resilience and defence-industrial capacity is also expected to support sustained investment over the medium to long term.

The expansion in international defence expenditure creates opportunities for Indian companies capable of meeting global requirements for product quality, qualification, traceability, delivery assurance, and lifecycle support.

C. Drone and Counter-Unmanned Aerial Systems ('UAS') Ecosystem:

The growing operational use of unmanned aerial systems has increased the requirement for surveillance, detection, command-and-control, electronic-warfare and counter-UAS capabilities. During FY 2025–26 and subsequently, the Ministry of Defence announced procurement and acquisition approvals covering integrated drone detection and interdiction systems, low-level radars and anti-UAV electronic-warfare systems.

Counter-UAS systems frequently require the rapid deployment of radars, electro-optical sensors, communications equipment and other payloads at suitable elevations. The Company's telescopic masts, tripods and pedestals provide deployable infrastructure for such payloads and are already used in selected defence communication, surveillance and counter-UAS applications.

Based on its existing orders, customer engagements and product development activities, Management expects surveillance, communication and counter-UAS applications to remain an important source of opportunity for the Company. Actual business conversion will, however, depend upon customer qualification, program timelines, system configuration and the Company's participation in individual procurements.

D. Tactical Infrastructure and Defence Communications:

Military operations increasingly require mobile, rapidly deployable and networked communication and surveillance systems capable of functioning across varied terrain and operating conditions. Recent Indian procurement initiatives include high-capacity radio-relay systems, software-defined radios, mobile electronic systems, surveillance systems and air-defence radars.

These programs support demand for associated tactical infrastructure, including masts, tripods, pedestals, equipment mounts, power-distribution products and precision-engineered components. The Company intends to address these opportunities through its existing product portfolio, product customisation capabilities and relationships with defence System Integrators.

E. International Supply Chains and Exports:

International aerospace and defence companies are increasingly focused on supply-chain resilience, geographic diversification and the development of qualified manufacturing partners. India's expanding defence exports and its increasing participation in global aerospace programs demonstrate the progressive integration of Indian manufacturing into international supply chains.

The Company believes that its experience in precision manufacturing, tactical infrastructure, quality-controlled production and defence customer requirements provides a foundation for participation in international sourcing and export programs. Conversion of such opportunities will depend on customer audits, product and process qualification, competitive pricing, delivery performance and compliance with applicable export-control requirements.

(II) OPERATIONAL HIGHLIGHTS AND STATE OF AFFAIRS:

The Company's revenue of about ₹ 7,973.79 lakh in the Financial Year 2025-26 against approximately ₹ 4,748.38 Lakh in the preceding year implies a growth of nearly 68%. The Profit after tax for the year was ₹ 60.90 lakh as against a loss of ₹ 57.64 lakh in the previous financial year. This growth has been driven primarily by strong execution of manufacturing orders, increasing demand for precision machined components and sustained orders for the Company's Telescopic Mast product range.

Financial performance for year under review is provided in Financial Highlights as above.

The Company's order book at the close of the financial year as at March 31, 2026 was about ₹ 40 Crore and subsequent orders as on 1st August 2026 stood at about ₹ 72 Crore, of which about ₹ 69 Crore is for delivery within the current financial year. Orders cover precision machined components, Telescopic Masts and electronic systems for Defence & Security sectors. The strong order book provides healthy revenue visibility for the current financial year.

During the year under review, the Company initiated the phased shifting of its operations from its Noida facility to its leasehold manufacturing facility at Ballabhgarh, Faridabad, Haryana ("Ballabhgarh Facility"). The Ballabhgarh Facility comprises a plot area of approximately 8,000 Sq. Mt. with more than 8,000 Sq. Mt. of constructed space.

Mast production facility is housed in about 2,100 Sq. Mt. Hall that offers unimpeded production line for each variety viz Pneumatic, Electro-Mechanical, Tripods with testing stations, a 10M high storage racks and sub system assembly areas. The production capacity is expected to increase to 4,000 masts per annum from the current capacity of 1,200 at Noida facility. The Ballabhgarh facility provides the infrastructure to support future growth, improved productivity and operational efficiencies.

The machining vertical is housed in a shop floor area of about 4,200 Sq Mt and has a capacity of more than 100

CNC/VMC machines in addition to store area, test rooms and administrative offices. Currently, about 44 nos have been installed.

A notable milestone during the year was the approval of the Company's Telescopic Mast Systems by an overseas defence customer following product evaluation further validating the quality. This strengthens the prospects of Company's products in International defence markets.

Electronic equipment manufacturing and design & development department has about 1,200 Sq Mt of floor space with nearly 50% more available for expansion.

The entire manufacturing space is dust-controlled with a forced-draft ventilation system and temperature-controlled areas.

The Company is leveraging its engineering and communications heritage to expand its position in defence manufacturing and tactical infrastructure.

(III) SEGMENT-WISE OUTLOOK

The Company operates under a single segment. However, the Company has structured its revenue streams as follows:

A. Manufacturing: This vertical consists of all the items that are manufactured in-house viz, Masts, Pedestals, Machined parts, electronic equipment, etc. This is the focus vertical of the Company and the revenue has seen an increase from about ₹ 3,400 lakh in FY 2024-25 to ₹ 5,594 lakh in FY 2025-26, a growth of about 65%. A similar growth is projected to be maintained in the current FY 2026-27 with a robust order in hand and expansion of production capacity.

B. ICT Solutions: The Company has positioned itself as a trusted ICT solutions provider in India, delivering advanced backbone and radio access network solutions for telecom, defence and critical infrastructure sectors. Its ICT vertical emphasizes reliability, innovation, and mission-critical performance. This is the growing vertical of the Company, and the revenue has seen an increase from about ₹ 417 lakh in FY 2024-25 to ₹ 2015 lakh in FY 2025-26, showcasing a robust growth in the revenue.

C. Service: This vertical consists of Engineering Services that are inclusive of SITIC (Supply, Install, Test, Integrate, and Commission) and Warranty & AMC support on behalf of foreign and local customers. This vertical targets large Domestic/ Foreign Original Equipment Manufacturers and Domestic/ Foreign Systems Integrators that require in-country support for highly sophisticated technologies and represents less than 10% of overall revenues.

(IV) OUTLOOK:

India's defence production is scaling up, driven by indigenisation, policy support and a shift towards self-reliance. Defence exports are witnessing strong growth, positioning India as a competitive player in global markets. Rising capital allocation in the Indian National budget is focussed on upgrading capabilities and capacities reflecting evolving defence priorities.

The Company enters FY 2026-27 with confidence supported by a robust order book, substantially enhanced manufacturing capacity and favourable industry dynamics. Increasing adoption of Anti-Drone Systems, expansion of defence communication infrastructure and growing export opportunities are expected to sustain demand for the Company's products.

The Company is benefiting from two long-term structural trends—India's defence indigenisation under the Make for India vision and the global increase in defence spending—rather than short-term business cycles. Management believes that the investments made in expansion of manufacturing capacity, together with its expanding customer base and specialised product portfolio is timely and positions the Company well for healthy growth in the coming years.

While inflationary pressures, raw material costs, working capital requirements, supply chain challenges and geopolitical uncertainties will continue to require close monitoring, the overall business outlook remains positive.

(V) SWOT ANALYSIS

The following SWOT analysis summarises the key internal strengths and weaknesses of the Company and the external opportunities and threats that may influence its business, operations and growth prospects, together with the Company's strategic response:

Strengths	Weaknesses
Established capabilities in precision manufacturing, telescopic masts, pedestals, machined components and electronic equipment.	Dependence on a limited number of major customers and defence programmes may result in concentration risk.
Enhanced manufacturing infrastructure and capacity at the Ballabhgarh Facility, supporting scalability and operational efficiencies.	Defence procurement cycles and customer qualification requirements may result in longer order conversion and execution timelines.
Experience in defence communication, tactical infrastructure, surveillance and counter-UAS applications.	Working-capital intensive operations may increase cash-flow challenges and borrowing requirements during periods of rapid growth.
Engineering, design and manufacturing capabilities supporting product customisation and integration requirements.	Dependence on specialised materials and certain single-source components may create cost and supply-chain exposure.
Growing capabilities and customer acceptance in international defence markets.	Availability and retention of skilled manpower may impact capacity utilisation, quality and timely execution.
Quality-controlled manufacturing infrastructure and systems supporting defence customer requirements.	Expansion and rapid scale-up of operations may create temporary productivity, quality and delivery challenges if not adequately managed.
Opportunities	**Threats**
Increasing defence indigenisation and preference for domestic procurement in India.	Delays in defence procurement programmes, trials, customer approvals and order conversion may affect revenue visibility.
Growing demand for telescopic masts, tripods, pedestals and related tactical infrastructure.	Dependence on a limited number of major customers/programmes may result in volatility in revenue and receivables.
Increasing deployment of drones and counter-UAS systems, creating opportunities for associated deployment infrastructure and support systems.	Geopolitical developments and export-control requirements may delay or restrict international business opportunities.
Expansion of defence communication, surveillance and electronic systems markets.	Foreign-exchange volatility may affect imported-input costs and export margins.
Growing defence exports and increasing participation of Indian manufacturers in international defence supply chains.	Supply-chain disruptions, specialised material availability and single-source components may affect cost and delivery schedules.
Opportunities to leverage the expanded Ballabhgarh manufacturing capacity for higher volumes and new programmes.	Warranty and field-performance obligations may result in additional costs and may affect customer confidence and reputation.
Potential for diversification across defence, security, telecommunications and critical infrastructure applications.	Cybersecurity threats and protection of sensitive defence information may create operational, reputational and compliance risks.

Management Response: The Company seeks to leverage its manufacturing and engineering capabilities, expanded production infrastructure, customer relationships and product portfolio to capitalise on identified opportunities. The Company is also focused on customer and programme diversification, strengthening its multi-program pipeline, monitoring programme milestones, improving receivable and inventory management, developing alternate sources for critical materials, investing in employee training and retention, strengthening quality and process controls, and maintaining appropriate cybersecurity, export-control and information-security measures.

(VII) INTERNAL FINANCIAL CONTROL & OTHERS

The Company has in place adequate Internal Financial Controls ("IFC") with reference to financial statements, and such internal financial controls are operating effectively. Your company has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and competence of the accounting records, and timely preparation of reliable financial disclosures.

Based on this evaluation, no significant events had come to notice during the Financial Year ended on March 31, 2026, that have materially affected or are reasonably likely to materially affect our IFC. The management has also come to the conclusion that the IFC and other financial reporting were effective during the Financial Year ended on March 31, 2026, and are adequate considering the business operations of the Company.

(VIII) HUMAN RESOURCE DEVELOPMENT

Your Company believes that employees are the most valuable assets of an organization and the optimum utilization of the skill, knowledge, and attitude they possess is instrumental to the growth of the organization. Your Company has lived and encouraged meritocracy, entrepreneurship, teamwork, and a performance-driven culture. The focus has been on creating reserves through cross-functional and interdisciplinary exposure at all levels to ensure redundancy and robustness in the organization. The total number of employees of the Company as on 31st March 2026 stood at 162.

(IX) SIGNIFICANT KEY FINANCIAL RATIOS

Ratio Analysis (2025-26)

Sl. No.	Particulars	FY 2025-26	FY 2024-25	REMARKS
1	Debt Service Coverage Ratio	1.07	1.02	Improved marginally
2	Return on Equity Ratio	0.04	(0.05)	Due to an increase in margins
3	Inventory Turnover Ratio	2.54	1.60	Due to better inventory management
4	Receivables turnover	4.68	3.82	Due to better receivable management
5	Net Profit Margin Ratio (%)	0.73	(1.41)	Due to an increase in margins
6	Return on Capital Employed	0.10	0.06	Due to an increase in margins
7	Return on Investment (%)	6.22	4.28	Due to an increase in margins

DEPOSITS

The Company has not invited or accepted any deposits during the year under review, falling within the ambit of section 73 of the Companies Act, 2013 ("the Act"), and the Companies (Acceptance of Deposit) Rules, 2014.

SHARE CAPITAL

The Company's Authorised share capital during the financial year ended March 31, 2026, remained at ₹ 20,00,00,000/- (Rupees Twenty Crores only). The paid-up share capital of the Company is ₹ 13,84,87,620/- (Rupees Thirteen Crore Eighty-Four Lakhs Eighty-Seven Thousand Six Hundred and Twenty Only) comprising of 1,38,48,512 fully paid-up equity shares of ₹ 10/- each amounting to ₹ 13,84,85,120/- and ₹ 2,500/- on account of forfeited equity shares.

RELATED PARTY TRANSACTIONS

All transactions with related parties entered into during the year under review were at arm's length basis and in the ordinary course of business and were in accordance with the provisions of the Act and the rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the Company's Policy on Related Party Transactions.

The Audit Committee comprises solely of Independent Directors of the Company. During the year under review, the Company did not enter into any contracts, arrangements or transactions requiring the disclosure Form AOC-2 prescribed under the Act and, hence, does not form part of this Annual Report.

During the year under review, the materially significant Related Party Transactions undertaken pursuant to the provisions of the Listing Regulations were duly approved by the shareholders of the Company through postal ballot/general meetings held on July 14, 2025, September 22, 2025 and February 8, 2026.

The Company did not enter into any Related Party Transactions during the year under review that could be considered prejudicial to the interest of minority shareholders.

The Policy on Related Party Transactions is available on the Company's website at: https://pel-india.in/wp-content/uploads/2025/10/1.-8.-Policy-on-Materiality-of-Related-Party_F.pdf

Prior approval of the Audit Committee is obtained for all Related Party Transactions of a repetitive nature that are entered into in the ordinary course of business and at arm's length basis. A statement containing details of the Related Party Transactions entered into pursuant to each omnibus approval granted by the Audit Committee is placed before the Audit Committee on a quarterly basis for its review.

Pursuant to Regulation 23(9) of the Listing Regulations, disclosures of Related Party Transactions are submitted to the Stock Exchanges on a half-yearly basis and are also published on the Company's website at: https://pel-india.in/useful-investor-data/.

The details of transactions with related parties of the Company for the financial year under review are disclosed in the Notes to the Financial Statements, which form part of this Annual Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY COMPANY

During the year under review, there was no transaction of loan, guarantee or investment by the Company within the ambit of Section 186 of the Act.

SUBSIDIARIES/JOINT VENTURES/ASSOCIATE COMPANIES

The Company does not have any subsidiary/ joint venture/ associate company. Further, no Company has become or ceased to be a subsidiary/joint venture/associate company of the Company during the year under review. Hence, Form AOC-1 containing salient features of the subsidiary/joint venture/associate Company is not required.

DISCLOSURE OF AGREEMENTS ENTERED BETWEEN THE COMPANY AND ITS SHAREHOLDERS/ PROMOTERS/DIRECTORS/KMP

As per Regulation 30A read with clause 5A to para-A of part A of Schedule III of Listing Regulations, the Company has not entered into any agreement with its Shareholders, Directors, or KMPs, etc. during the financial year which would impact the management or control of the listed entity.

DETAILS OF DEVELOPMENTS, ACQUISITIONS, AND ASSIGNMENTS OF MATERIAL INTELLECTUAL PROPERTY RIGHTS

During the period under review, the company has not made any developments, acquisitions, or assignments in respect of any material intellectual property rights.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Your Company recognizes the benefits of having a diverse Board, and increasing diversity at the Board level is viewed as an essential element in maintaining a competitive advantage. Your Company believes that a diverse Board will

leverage differences in thought, perspective, knowledge, skill, industry experience, cultural and geographical backgrounds, which will ensure that the Company retains its competitive advantage.

Your Company believes that a diverse Board contributes towards driving business results, making corporate governance more effective, enhancing quality and responsible decision-making capability, ensuring sustainable development, and enhancing the reputation of the Company.

Board of Directors:

1. On the recommendations of the Nomination and Remuneration Committee ("NRC"), the Board, subject to the approval of the shareholders, has approved the re-appointment of Ms. Preeti Grover (DIN: 00128513) as an Independent Director for her second consecutive term of 5 years, w.e.f. September 24, 2025. Subsequently, the shareholders of the Company at the 46th Annual General Meeting held on September 22, 2025, approved her second consecutive term as an Independent Director of the Company w.e.f. September 24, 2025, for a term of 5 years.
2. Mr. Harbir Singh Banga (DIN: 05313332) resigned from the position of Non-Executive Non-Independent Director of the Company w.e.f close of business hours of November 11, 2025. The Board in its meeting held on November 11, 2025, places on record its deep appreciation for the contributions and guidance provided by him during his tenure with the Company.
3. On the recommendations of NRC, the Board, subject to the approval of the shareholders, has approved the appointment of Mr. Amitbir Singh Banga (DIN: 07163599) as an Additional Director (Non-Executive and Non-Independent), liable to retire by rotation, w.e.f. November 11, 2025. His appointment as Director was approved by the shareholders vide an Ordinary Resolution passed through Postal Ballot on February 8, 2026.
4. On the recommendations of the NRC, the Board, the shareholders of the Company has approved the confirmation of appointment of Mr. Dinesh Batra (DIN: 08773363) as an Independent Director of the Company by way of a Special Resolution in accordance with Regulation 25(2A) of the Listing Regulations.

Retirement by Rotation:

In accordance with the provisions of section 152 of the Act, Mr. Ashok Kumar Kanodia (DIN: 00002563), is retiring by rotation at the ensuing AGM of the Company and is eligible for re-appointment.

The Board, on the recommendation of NRC of the Company, recommends the re-appointment of Mr. Ashok Kumar Kanodia as a Director for your approval. Brief details, as required under Secretarial Standard-2 and Regulation 36 of the Listing Regulations, are provided in the Notice of the ensuing AGM.

Key Managerial Personnel ('KMP'):

In compliance with the provisions of sections 2(51) and 203 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended from time to time), the following persons are acting as the Key Managerial Personnel (KMP) of the Company as on March 31, 2026:

1. Mr. Ashok Kumar Kanodia, Executive Chairman;
2. Mr. Nikhil Kanodia, Managing Director;
3. Mr. Manmohan Singh, Chief Financial Officer;
4. Mr. Punit Amarpalsingh Bajaj, Company Secretary and Compliance Officer.

Pursuant to Rule 8(5)(iii) of the Companies (Accounts) Rules, 2014, the following changes occurred among the Key Managerial Personnel of the Company during the year under review:

i. Ms. Veenita Khurana, Company Secretary cum Compliance Officer, has resigned w.e.f. June 30, 2025 and ceased to be the Key Managerial Personnel of the Company.

ii. On the Recommendation of NRC, the Board has appointed Mr. Manmohan Singh as Chief Financial Officer of the Company w.e.f. May 30, 2025.

iii. On the recommendations of NRC, the Board appointed Mr. Punit Amarpalsingh Bajaj, as Company Secretary and Compliance Officer of the Company w.e.f. August 6, 2025.

The Board places on record its appreciation towards valuable contribution made by them during their tenure with the Company.

BOARD EVALUATION

Pursuant to and in compliance with the provisions of the Act read with Rules framed thereunder and as provided in Schedule IV of the Act and Regulation 17(10) of the Listing Regulations, the NRC and the Board have carried out an annual evaluation of its own performance, the directors individually as well as its committees. Pursuant to and in compliance with the provisions of section 134(3)(p) of the Act read with rule 8(4) of the Account Rules, the manner in which the evaluation was carried out is provided in the Corporate Governance Report, which forms a part of this Annual Report.

In a separate meeting of Independent Directors, the performance of the non-independent directors, the Board as a whole and the Chairman of the Company was evaluated, taking into account the views of executive directors and non-executive directors.

The NRC and the Board evaluated the performance of the (i) committees constituted by the Board and (ii) individual directors taking into consideration various aspects (iii) Board as whole.

The functioning of the Board, the committees constituted by the Board and performance of individual directors was found satisfactory

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received declarations from each of the Independent Directors that they, respectively, meet the criteria of independence prescribed under section 149 read with schedule IV of the Act and rules made thereunder, as well as Regulations 16 and 25(8) of the Listing Regulations. Based on the declarations received, the Board considered the independence of each of the Independent Directors in terms of above provisions and is of the view that they fulfill the criteria of independence and are independent from the management.

In the opinion of the Board, there has been no change in the circumstances which may affect their status as Independent Directors of the Company and the Board is satisfied of the integrity, expertise and experience (including proficiency, in terms of section 150(1) of the Act and applicable rules thereunder) of all Independent Directors on the Board to discharge their duties. In terms of section 150 of the Act read with rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, all Independent Directors have enrolled themselves on the Independent Directors databank maintained with the Indian Institute of Corporate Affairs.

MEETINGS OF THE BOARD AND COMMITTEES

The Board of Directors met 5 (five) times during the period under review. The details of the number of meetings of the Board and various committees of the Board of the Company are set out in the Corporate Governance Report, which forms part of this report.

SECRETARIAL STANDARDS:

The Directors state that the applicable secretarial standards, i.e. SS-1 and SS-2, relating to meetings of the Board of Directors and General Meetings have been duly followed by the Company.

REMUNERATION POLICY

In accordance with the provisions of section 178 of the Act and part D of schedule II of the Listing Regulations, the policy on nomination and remuneration of Directors, KMPs, and senior management of your Company is uploaded on the website of the Company and may be accessed at www.pel-india.in. During the year under review, there has been no change to the policy.

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of the provisions of Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules and the disclosures relating to remuneration and other details, is annexed as Annexure A to this Report.

STATUTORY AUDITORS

In terms of Section 139 of the Act, read with rules made thereunder, M/s Nemani Garg Agarwal & Co., Chartered Accountants, were appointed as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of the 43rd AGM till the conclusion of the 48th AGM in the calendar year 2027.

The statutory auditors have confirmed that they are not disqualified from continuing as the auditors of the Company.

The statutory auditors have issued an unmodified opinion on the Company's financial statements for the financial year ended March 31, 2026, and the auditor's report for the year under review does not contain any qualification, reservation, adverse remark, or disclaimer.

The Board has duly reviewed the statutory auditors' report, and the observations and comments appearing in the report are self-explanatory and do not call for any further explanation/clarification by the Board as provided under section 134(3)(f) of the Act.

There are no instances of any fraud reported by the Statutory Auditors to the Audit Committee or the Board pursuant to section 143(12) of the Act.

SECRETARIAL AUDITORS

M/s. Yogesh Saluja & Associates, Company Secretaries, were appointed to conduct the Secretarial Audit for a period of 5 financial year commencing from financial year 2025-26. The Secretarial Audit Report for the financial year ended March 31, 2026, is annexed herewith as Annexure B, and the Board's comments/explanation in respect of the observations / reservations / adverse remark is annexed herewith as Annexure C to this Report.

ANNUAL SECRETARIAL COMPLIANCE REPORT

A Secretarial Compliance Report for the Financial Year ended March 31, 2026, on compliance with all applicable Acts and the Listing Regulations and circulars/ guidelines issued thereunder, was obtained from M/s. Yogesh Saluja & Associates, Company Secretaries, Secretarial Auditor of the Company and submitted to the Stock Exchange within stipulated timelines.

MAINTENANCE OF COST RECORDS:

In terms of Section 148 of the Act read with Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Company is not required to maintain the cost records.

RISK MANAGEMENT

The Company has in place a robust risk management framework that identifies and evaluates business risks and opportunities. The Company recognizes that the applicable risks need to be managed and mitigated to protect the interests of the shareholders and stakeholders, to achieve business objectives, and enable sustainable growth. The risk management framework is aimed at effectively mitigating the company's various business and operational risks through strategic and tactical actions. The factors that affect the Company's profitability and operations are regularly monitored.

CORPORATE SOCIAL RESPONSIBILITY(CSR)

During the year under review, the provisions of Section 135 of the Act, read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, are not applicable to the Company

SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

No significant material order(s) have been passed by the regulators/ courts which would impact the going concern status of the Company and its future operations during the period under review.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, your Directors state that:

a) in the preparation of the annual accounts for the Financial Year ended March 31, 2026, the applicable Accounting Standards and Schedule III of the Act have been followed, and there are no material departures from the same;

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 and of the Profit and Loss of the Company for the year under review;

c) the Directors have taken proper and sufficient care for the 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 fraud and other irregularities;

d) the Directors have 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 are operating effectively; and

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

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars relating to conservation of energy, technology absorption, and foreign exchange earnings and outgo as required to be disclosed under Section 134(3)(m) of the Act read with Rule 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as Annexure D to this Report.

ANNUAL RETURN

In accordance with the provisions of Section 92 and 134(3)(a) of the Act, read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return in e-form MGT-7, for the financial year ended March 31, 2026, in the prescribed Form No. MGT-7 is available on the website of the Company at www.pel-india.in. The Annual Return will be filed with the Registrar of Companies within the prescribed time frame.

CORPORATE GOVERNANCE

Your Company is committed to achieving the highest standards of corporate governance and adhering to the corporate governance requirements set out by the Securities and Exchange Board of India.

The report on corporate governance as stipulated under the Listing Regulations for the financial year 2025-26, and a certificate issued by M/s. Yogesh Saluja & Associates, Company Secretaries is annexed herewith as Annexure-E to this report.

VIGIL MECHANISM

A vigil mechanism of the Company, which includes whistle blower policy pursuant to section 177(9) & (10) of the Act, has been established and can be accessed at the Company's website www.pel-india.in.

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

In adherence to the Sexual harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, and the rules made thereunder, your Company has constituted an Internal Complaints Committee to redress complaints regarding sexual harassment.

The details pertaining to complaints received on matters pertaining to sexual harassment during the Financial Year 2025-26 are as below:

(a) number of complaints of sexual harassment received in the year: Nil

(b) number of complaints disposed of during the year: Nil

(c) number of complaints pending for more than ninety days: NA

ENVIRONMENTAL PROTECTION, HEALTH AND SAFETY

The Safety & Health of employees and external stakeholders are embedded in the core organizational values of the Company. This aims to ensure the safety of the public, employees, plant & equipment, ensure compliance with all statutory rules and regulations, imparting training to its employees, carrying out safety audits of its facilities, and promoting eco-friendly activities.

The Company continues to maintain an excellent track record on safety. The site had no accidents during the year 2025-26. PEL also has a Workman Safety Committee under section 41G of the Factories Act 1948. This Committee meets at regular intervals to take measures for workers' protection in order to make PEL a safe place to work.

DISCLOSURE UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

There was no application made by the Company initiating insolvency proceedings against any other entity nor are any proceedings pending against the Company under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year under review.

DIFFERENCE IN VALUATION IN THE CASE OF ONE TIME SETTLEMENT OF LOAN FROM BANK OR FINANCIAL INSTITUTION

There was no one-time settlement of loans from banks or financial institutions by the Company during the period under review. Accordingly, there are no details regarding the difference between the amount of the valuation done at the time of one-time settlement and the valuation done while taking a loan from the Banks or financial institutions.

COMPLIANCE OF THE MATERNITY BENEFIT ACT, 1961

The Company has complied with provisions relating to the Maternity Benefit Act, 1961

GENERAL DISCLOSURES

During the Financial Year ended on March 31, 2026, the Company has not-

a. issued any shares, warrants, debentures, bonds, or any other convertible or non-convertible securities,

b. issued any shares with differential voting rights,

c. issued any sweat equity shares, and

d. made any changes in voting rights.

CAUTIONARY STATEMENT

Statements in the Board's report and the Management Discussion and Analysis describing the Company's objectives, expectations, or forecasts, may be forward-looking within the meaning of applicable Securities Laws and Regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include global and domestic demand and supply conditions, input availability and prices, changes in government regulations, tax laws, economic developments within the country, and other related factors.

ACKNOWLEDGMENTS:

Your Directors wish to place on record their appreciation for the sincere services rendered by the Company's staff and workers at all levels. Also, they wish to place on record their appreciation and gratitude for the valuable support received from Bankers, their Customers, Business Associates, Government Departments, and Shareholders, and look forward to similar support and co-operation in the future. The Directors also commend the continuing commitment and dedication of the employees at all levels, which has been critical for the Company's success. The Directors look forward to their continued support in the future. .

FOR AND ON BEHALF OF THE BOARD

Sd/-
Ashok Kumar Kanodia
Executive Chairman
DIN: 00002563
Add: D-1081, New Friends Colony, Delhi -110025

Place: New Delhi
Date: 12.08.2026

ANNEXURE -A

STATEMENT OF INFORMATION TO BE FURNISHED 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 AS ON MARCH 31, 2026

i. Ratio of the remuneration of each Executive Director to the median remuneration of the employees of the Company for the financial year 2025-26, the percentage increase in remuneration of each Executive Director during the financial year 2025-26:

S.No.	Name and Designation	% increase of remuneration in FY 2025-26	Ratio of remuneration of each Executive Director to median remuneration of employees
1	Mr. Ashok Kumar Kanodia, Executive Chairman	Nil	8.42
2	Mr. Nikhil Kanodia, Managing Director	Nil	17.30

ii. The percentage increase in remuneration of Chief Financial Officer and Company Secretary during the financial year 2025-26:

S.No.	Name and Designation	% increase of remuneration in FY 2025-26	Ratio of remuneration to each key managerial personnel to median remuneration of employees
1	Mr. Manmohan Singh, CFO	Nil	7.17
2	Ms. Punit Amarpal Singh Bajaj**, Company Secretary cum Compliance Officer	Nil	2.75

*Mr. Manmohan Singh, appointed as Chief Financial Officer of the Company w.e.f. May 30, 2025.

** Mr. Punit Amsrpalsingh Bajaj, appointed as Company Secretary and Compliance Officer w.e.f. August 6, 2025.

iii. The number of permanent employees on the rolls of the Company as on March 31, 2026, was 162 and the median remuneration was Rs. 4,83,696/-.

iv. The percentage increase in the median remuneration of employees for the Financial Year ended on March 31, 2026, was 0.77%

v. The average annual increase in the salaries of the employees other than managerial personnel was 17%, whereas the weighted average increase in the managerial remuneration was 12.11% for the Financial Year ended on March 31, 2026. The increase in remuneration was on the recommendation of the Nomination and Remuneration Committee, considering the performance of the managerial personnel and the Company.

Further, there was no change in remuneration of executive directors (i.e. Managing Director and Executive Chairman) during FY 2025-26, there remuneration was approved by the shareholders at the 45th Annual General Meeting while their re-appointment.

vi. The remuneration of Directors, KMPs and other employees is as per the remuneration policy of the Company.

STATEMENT CONTAINING THE PARTICULARS OF EMPLOYEES UNDER SECTION 197(12) OF THE ACT READ WITH RULE 5(2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 AS ON MARCH 31, 2026

The Company does not have any employee employed throughout the financial year and in receipt of remuneration of Rs. 1.02 crore per annum or more, or employed for part of the year and in receipt of remuneration of Rs. 8.50 Lakh or more a month, under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The list of top ten employees of the Company in terms of their remuneration is as follows:

Mr. Nikhil Kanodia (49), Managing Director, 24.67% equity shares, Rs. 83,69,520/-, M.S. Electrical & Computer Engineering (28), Fujitsu Network Communications; **Mr. Deepak Jagga (54)**, Senior Vice President Marketing, 01.04.2002, Rs. 42,62,076/-, B.E (Electronics) (38); **Mr. Manmohan Singh (36**), Chief Financial Officer, 01.04.2025,

Rs.41,61,612/-, Chartered Accountant (17), ALP Nishikawa Co. Pvt. Ltd..; **Mr. Ashok Kumar Kanodia (75)**, Executive Chairman, 01.05.1979, 0.74% equity shares, Rs. 40,73,040/-, B.E. Electrical (47); **Ms. Puneet Kaur Arora (43)** VP –HR Operations, 01.06.2009, Rs. 30,00,000, MBA (HR) (19), Digi Tech Information Technologies Private Limited; **Mr. Amit Kumar Mittal (56)**, Senior Deputy General Manager, 14.02.2006, Rs. 24,59,184/-, B.E (E&C) (32), Punjab Wireless System Ltd.; **Mr. Punit Amarpalsingh Bajaj (33)** CS cum Compliance Officer, 06.08.2025, Rs. 22,84,272, CS (10), Ballarpur Industries Limited; **Mr. Yogesh Singh (43)** DGM - Production, 03.10.2007, Rs. 19,20,000, MBA (Operations) (25), Ahuja Radios Private Limited; **Mr. Chandra Pal (58)** DGM Machining, 01.03.2023, Rs. 18,53,280, Diploma Mechanical (36), Kalyani Engineering; **Mr. Sanjay Singh (50)** AGM Mechanical, 01.11.2010, Rs. 18,00,000, Diploma Mechanical (29), MD Equipment Pvt. Ltd.;

Notes:

1. **Remuneration includes Basic Salary, Transport Allowance, Leave Travel Allowance, Company's Contribution to Provident Fund, Other Allowance, Gratuity, Earned Leave, reimbursements, monetary value of perquisites, target variable pay, etc.**
2. None of the employees (other than Managing Director and Whole Time Director) hold by himself / herself or along with his/ her spouse and dependent children, 2% or more of equity shares of the Company.
3. All appointments are/ were contractual in accordance with terms and conditions as per company rules.
4. None of the employees is a relative of any Director of the Company, (other than Managing Director and Whole Time Director)

ANNEXURE-B

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 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
PRECISION ELECTRONICS LIMITED
Regd. Office: D-1081, New Friends Colony,
New Delhi-110065

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Precision Electronics Limited (CIN No: L32104DL1979PLC009590)** (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 our opinion thereon.

Based on our verification of the **Precision Electronics Limited**'s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2026 ("Audit Period")**, generally 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:

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

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

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

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(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 -Not applicable during the audit period

  (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021- **Not applicable during the audit period**

  (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - **Not applicable during the audit period**;

  (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021.- **Not applicable during the audit period**

  (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. - Not applicable during the audit period.

  (i) The Securities and Exchange Board of India (Listing obligations and disclosures requirements) Regulations, 2015 (Listing Regulations)

(vi) We have also examined compliance with the applicable clauses of the following:

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

(ii) Listing Agreements entered into by the Company with BSE Limited.

(vii) We further inform that, as informed by the Management the following industry specific laws, are applicable to the Company.

The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

During the period under review the Company is generally regular in compliance of the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except the following:

a. The Company has not complied with the provisions of Regulation 31 of the Listing Regulations, as the shareholding of Mr. Hans Jurgen Wagner, person forming part of promoter and promoter group, is not in dematerialised form.

b. The Company has not complied with the provisions of Regulation 30 read with Schedule III of the Listing Regulations read with SEBI circular dated July 13, 2023., as the disclosure made by the company, on May 30, 2025 and August 06, 2025, pertaining to the receipt of orders by the company along with the total order book of the company, has not provide the details required pursuant to Regulation 30, read with Para B of Part A of Schedule III of the SEBI Listing Regulations, read with SEBI circular dated July 13, 2023.

We have not examined compliance by the Company with Applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals and other compliances, in the laws applicable to the Company, for which Statutory Auditors have given their observations in the Statutory Audit Report.

We further report that:

1. The Board of Directors of the Company was duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors except elsewhere reported in this report. 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 except elsewhere reported in this report.
2. Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance other than those held at shorter notice 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.
3. All the decisions of the Board and Committees thereof were carried through with requisite majority.

We further report that based on the information received and records maintained there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with other applicable laws, rules, regulations and guidelines.

We further report that *the Company has in it's AGM held on September 22, 2025 obtained the approval of members of the Company under section 180(1)(a) the Act, to create charges on the assets of the Company/ratify the charge already created on the assets of the Company.*

We further report that during the period under review, the following resolutions, were passed by the shareholders:

Through Postal Ballot concluded on July 14, 2025

a. Material Related Party transaction with Victora Stock Invest Private Limited.

Through Postal Ballot concluded on February 08, 2026

a. To approve material related party transaction with Victora Stock-Invest Private Limited

b. To consider and approve the appointment of Mr. Amitbir Singh Banga (DIN: 07163599) as a Director of the Company.

Through Annual General Meeting held on September 22, 2025:

a. Adoption of Audited financial statements of the Company for the financial year ended March 31, 2025 together with reports of Board of Directors and Auditors thereon.

b. Re-Appointment of Mr. Harbir Singh Banga (DIN: 05313332), who retires by Rotation and being eligible, has offered himself for Reappointment.

c. Confirmation for the appointment of Mr. Dinesh Kumar Batra (DIN: 08773363) as an Independent Director of the Company, according to regulation 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

d. Re-appointment of Ms. Preeti Grover (DIN: 00128513) as an independent director for the second term of 5 (five) consecutive years.

e. To Approve and Amend the Material Related Party Transaction limits with Victura Technologies Private Limited (formerly known as Victora Auto Private Limited).

f. Appointment of M/s. Yogesh Saluja & Associates, Practicing Company Secretaries, as the Secretarial Auditor.

g. To Increase the borrowing limits of the Company in terms of section 180(1)(c) of the Companies Act, 2013.

h. To Approve the selling, leasing, or disposing of assets and creating a charge/ security over company assets in terms of 180(1)(a) of the Companies Act 2013.

For Yogesh Saluja & Associates
Company Secretaries
Firm Registration No. S2020DE718100

Yogesh Saluja
Proprietor
Membership No:- A21916
CP No.: 22676
UDIN:- A021916H000546871
Peer Review Certificate no. 3301/2023

Place: New Delhi
Date: 29.05.2026

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

Annexure –"A"

To,
The Members,
PRECISION ELECTRONICS LIMITED
Regd. Office: D-1081, New Friends Colony,
New Delhi-110065

Our report of even date is to be read along with this letter as under:

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

b. We have followed the audit practices and processes 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 the secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.

c. We have not verified the correctness and appropriateness of the financial statements of the Company.

d. Wherever required, we have obtained the any Management Representation about the compliances of laws, rules and regulations and happening of events etc.

e. The compliance of the provisions of the Corporate and other applicable laws, rules, regulation, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

f. 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.

For Yogesh Saluja & Associates
Company Secretaries
Firm Registration No. S2020DE718100

Yogesh Saluja
Proprietor
Membership No:- A21916
CP No.: 22676
UDIN:- A021916H000546871
Peer Review Certificate no. 3301/2023

Place: New Delhi
Date: 29.05.2026

ANNEXURE-C

Explanation or comments by the Board on every qualification, reservation or adverse remark, or disclaimer made by the Secretarial Audit Report

Sr. No.	Observations/ Remarks by the PCS	Management Response
1.	*The Company has not complied with the provisions of Regulation 31 of the Listing Regulations, as the shareholding of Mr. Hans Jurgen Wagner, person forming part of promoter and promoter group, is not in dematerialised form.*	Mr. Hans Jurgen Wagner (German National) was intimated at his given email address to get his shares dematerilaised, but no response was received from him
2.	*The Company has not complied with the provisions of Regulation 30 read with Schedule III of the Listing Regulations read with SEBI circular dated July 13, 2023., as the disclosure made by the company, on May 30, 2025 and August 06, 2025, pertaining to the receipt of orders by the company along with the total order book of the company, has not provide the details required pursuant to Regulation 30, read with Para B of Part A of Schedule III of the SEBI Listing Regulations, read with SEBI circular dated July 13, 2023.*	The Management was of the view that the disclosure related to the order book position was intended as a general update to stakeholders regarding the Company's expected business performance. Subsequently, the Company has been regularly making disclosures relating to the receipt of orders/contracts, wherever applicable.

ANNEXURE-D

PARTICULARS OF ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO REQUIRED UNDER THE COMPANIES (ACCOUNTS) RULES, 2014

(A) CONSERVATION OF ENERGY

1. The Steps taken or impact on conservation of energy:

The Company continues to undertake regular preventive maintenance and servicing of its energy-intensive machinery and equipment to ensure their efficient and optimum operation and utilisation of energy.

2. The Steps taken by the company for utilizing alternate sources of energy:

The Company continues to evaluate the use of alternate sources of energy, including rooftop solar energy. The Management is evaluating the feasibility of implementing a rooftop solar energy project, which is proposed to be undertaken in the coming years.

3. The Capital investment on energy conservation equipment:

No capital expenditure has been incurred on energy conservation equipment during the Financial Year 2025-26.

(B) TECHNOLOGY ABSORPTION

1. Efforts, in brief

With the renewed policy initiative of the Government to promote MSMEs, make in India and provide preferential market access to "Indigenous Design Developed and Manufactured", our design and development efforts are geared towards increasing the local content in all our products and developing products asked for by customers. The company's R&D initiatives during the year were focused in following areas:

a) Man-portable light masts and Tripods sought by the armed forces and homeland security agencies.

b) Motorized electronically controlled Pedestals family for precision alignment of payload viz; Antenna, Radar, Electro-optical devices, laser gun etc.

c) Power Distribution Units for the healthcare sector

2. Benefits

a) PEL will have ownership of the design which will lead to control on cost, quality and the supply chain

b) Ability to enhance the product, in line with global customer expectations which will result in higher revenues and better margin.

c) Product portfolio will get expanded and export potential has increased.

3. Information regarding technology imported during last 3 years:

No new technology has been imported during the last 3 years.

4. Expenditure on R&D

The details of the expenditure of Research and Development are given below:

(₹ in Lakh)

Particulars	Current Year 2025-26	Previous Year 2024-25
Capital	-	-
Recurring	92.46	72.41
Total	92.46	72.41
Total R&D as a Percentage of total turnovers:	1.17%	1.54%

(C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

The details of the foreign exchange earnings and outgo are given below:

(₹ in Lakh)

Particulars	Current Year 2025-26	Previous Year 2024-25
Inflow	1730.92	811.83
Outflow	152.38	225.64
Total	1883.3	1037.47

The detailed bifurcation in respect of Foreign Exchange Earnings and Outgo has been given in 'Note on Accounts' forming part of this Report.

ANNEXURE-E

CORPORATE GOVERNANCE REPORT

Corporate Governance is the modus operandi of governing a corporate entity, which includes a set of systems, procedures, and practices that ensure that the Company is maintaining a valuable relationship and trust with all stakeholders. We consider stakeholders as partners in our progress, and we remain committed to maximising stakeholders' value, be it shareholders, employees, suppliers, customers, investors, communities, or policy makers. Fundamentals of corporate governance include transparency, accountability, and independence.

For accomplishment of the objective of ensuring fair corporate governance, the Government of India has put in place a framework based on stipulations contained under the Companies Act, 2013 ("the Act"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Accounting standards and Secretarial standards, etc, and the Company strictly adheres to practicing fair, transparent and ethical governance par excellence.

CORPORATE GOVERNANCE PHILOSOPHY

The Company views corporate governance more as a way of business life than a mere legal obligation. It forms part of business strategy, which includes, inter alia, creating an organisation intended to maximise value of shareholders, establish productive and lasting relationships with all stakeholders, with emphasis on fulfilling the responsibility towards the entire community and society. Corporate governance is not an end; it is just beginning towards the growth of the Company for long-term prosperity.

BEST CORPORATE GOVERNANCE PRACTICES

The Company maintains the highest standards of corporate governance to protect, recognise and facilitate shareholders rights and ensure timely and accurate disclosure to them. Some of the best implemented global governance norms include the following:

1. The Company has independent Board Committees for matters related to Stakeholders Relationship, Nomination and Remuneration of Directors / Key Managerial Personnel (KMP) and Senior Management, etc.
2. The Company also undergoes a secretarial audit conducted by an independent company secretaries' firm. The Board of Directors considers the audit report before adopting the same as part of this Report.
3. Observance and adherence to the secretarial standards issued by the Institute of Company Secretaries of India.

BOARD OF DIRECTORS

Composition

The Company has an optimum combination of Executive and Non-Executive Directors. As of March 31, 2026, the Board of the Company consists of six (6) Directors, comprising two executive directors, one non-executive non-independent director, and three non-executive independent directors, including one woman director. The composition of the Board is in conformity with the Act and the Listing Regulations, maintaining the specified combination of executive and non-executive independent directors as well as women independent directors.

None of the Directors on the Board is a member of more than 10 Committees or Chairperson of more than 5 Committees (pursuant to the requirement of Regulation 26 of the Listing Regulations across all the public Companies in which he/she is a director). Necessary disclosures regarding Committee positions in other public Companies for the year ended March 31, 2026, have been made by the Directors.

Inter-se Relationship among Directors

Mr. Ashok Kanodia is the father of Mr. Nikhil Kanodia. No other Director is related to any other Director on the Board in terms of the definition of "relative" as defined in Section 2(77) of the Act.

Directors' Profile

A brief resume of the Directors is given as under:

Mr. Ashok Kumar Kanodia- Executive Chairman

(Promoter & Promoter Group)

Mr. Ashok Kumar Kanodia has over four decades of experience in the field of Electronics and is the founder, promoter director of "Precision Electronics Ltd.". He completed B.Sc with Physics honours from St Xavier College, Kolkata

(Calcutta University) in 1970 and thereafter went for higher education to the prestigious Massachusetts Institute of Technology (MIT), USA, where he graduated in Electrical Engineering and Business Management. He has always been associated with various committees formulated for policy-making. His leadership extends to shaping National Policies and Regulations as a Member of the IT/Telecom Hardware Task Force set up by the Prime Minister of India and as President of the Telecommunication Equipment Manufacturers Association (TEMA) of India, the only Government-recognized association of domestic telecom equipment manufacturers. He served back-to-back terms from 1999-2001.

He was one of the four industry representatives in the "Kelkar Committee" set up by the Defence Minister 'Towards strengthening self-reliance in Defence preparedness', where the focus of the committee was to recommend policy measures and procedures to facilitate participation of the Private industry in National Defence capability building.

He is currently the Chairman of the Specialist group on Defence MSME in the Confederation of Indian Industry (CII) and a National Defence Committee Member of the Federation of Indian Chambers of Commerce and Industry (FICCI) and Associated Chambers of Commerce (ASSOCHAM), apex Forums for Industry in India and has made several contributions as industry representative in Defence international seminars, exhibitions and led industry delegations around the world. He is an acknowledged spokesperson of the Defence MSME units in India. He is highly qualified and extremely well regarded in the industry, both in India as well as internationally.

Mr. Nikhil Kanodia – Managing Director

(Promoter & Promoter Group)

Mr. Nikhil Kanodia is a second-generation technocrat industrialist who graduated from Carnegie Mellon University, USA, where he obtained his B.S. and M.S. degrees in Electrical and Computer Engineering. As an M.S. student, he worked as a Research Assistant under Prof. Dave Johnson, who is credited with being the father of "Mobile Ad-Hoc Networking". As an Engineer in the late 90's he contributed to the research of Gigabit Ethernet Technology and holds an Intellectual Patent for his work done on "Gigabit Ethernet Link Aggregation" during his tenure at Fujitsu Network Communications in Texas, USA.

He moved back home to India in 2002 and, as the Chief Technology Officer of Precision Electronics Ltd (PEL), developed several products in the areas of Communications & Networking and Data Acquisition Systems for Military and Industrial customers. He is responsible for the Business Development and Operations of the company. Under his leadership and initiative, the company is now doing business in Israel, the USA and France and has developed new vistas in the market segments of Healthcare, Hi-Tech equipment, and Railway Signaling.

Mr. Amitbir Singh Banga – Non-Executive Director

Mr. Amitbir Singh Banga holds a Post Graduate Diploma in Management (PGDM) in Business Administration and Management from Annamalai University, and a Postgraduate Degree in Financial Management from Arizona State University – W.P. Carey School of Business.

He has over a decade of rich experience in the automotive industry and has been associated with Victura Technologies Private Limited (formerly known as Victora Auto Private Limited) ('VTPL') since 2015, where he worked in various managerial roles from 2015 to 2017, gaining extensive operational and strategic experience. Since 2017, he has been serving as a Director in the company, where he has played a pivotal role in rebranding the company's positioning and enhancing the group's financial performance by effectively aligning all resources. He is also well-acquainted with the business domain in which Precision operates.

His father, Mr. Hardeep Singh Banga, holds 34,45,777 equity shares in the Company, comprising of 24.88% of the shareholding.

Ms. Preeti Grover - Non-Executive Independent Director

Ms. Preeti Grover is a Regional Council Member of the Northern India Regional Council of The Institute of Company Secretaries of India. She is a seasoned corporate sector professional, a practicing Company Secretary, and a fellow member of ICSI. She is a post-graduate in Commerce and also a Law Graduate. She is a faculty at the Institute of Directors (IOD) and also a regular faculty at NIRC of ICSI, and has taken various sessions on topics like SEBI (LODR), POSH, Secretarial Audit, etc. She has been invited as a speaker on various other platforms as well.

She is a registered Social Impact and a certified CSR Professional. She has qualified for a certificate course in BRSR and ESG from The ICSI. Currently, she is serving on the Board of 4 public companies, namely "IL&FS Engineering & Construction Company Limited", "Precision Electronics Limited", "Hindustan Oil Exploration Company Limited"

and "Roadstar Investment Managers Limited" as an Independent Director. She has successfully qualified for the online proficiency exam for Independent Directors conducted by the Indian Institute of Corporate Affairs.

Having 28 plus years of experience, earlier worked in the private sector as a Company Secretary in Havells India Limited, at the Board Secretariat of Oriental Bank of Commerce. She is now working as a practicing Company Secretary (Founder-PG & Associates, a peer-reviewed firm) with specialisation in Company law consultancy, listing compliances, Secretarial Audit for public, Government and Listed Companies.

Mr. Deepto Roy – Non-Executive Independent Director

Mr. Deepto Roy is a graduate with a BA, LLB Hons from the West Bengal National University of Juridical Sciences and has been admitted to the Bar Council of Maharashtra and Goa since 2005. He is a corporate lawyer specializing in projects, infrastructure, Companies Law, and Foreign Direct Investment. His acumen on his subject proved highly beneficial during his span of association with the Company.

Mr. Dinesh Kumar Batra – Non-Executive Independent Director

Mr. Dinesh Kumar Batra is the Former Chairman & Managing Director of Bharat Electronics Limited. He was a change agent and facilitator for the sustainable and continuous growth of the organisation. He has received various awards wiz the Public Sector CFO of the year 2022 award from the national awards for leadership & CFO excellence, Greentech Corporate Governance professional of the year 2021 award, and many more.

The Company's Board is well balanced and has an optimum combination of skills and competencies as follows::

Precision Electronics Limited designs and manufactures Communication & Electronics Products and Solutions for Mission Critical & Critical Infrastructure customers. In addition, it undertakes turnkey installation and support services, including Works Contracts.	
Core Competencies required by the Board of Directors	Core Competencies available with the Board
Experience and Knowledge of industry and finance, Specialist Technical skills of its industry segments, Integrity, Commitment and Passion towards the company, understanding of Legal/Corporate law, Interpersonal Skills and experience in Risk Management	The Board of Directors has in whole all the competencies as required: Experience and Knowledge of industry and finance, Specialist Technical skills of its industry segments, Integrity, Commitment and Passion towards the company, understanding of Legal/Corporate law, Interpersonal Skills and experience in Risk Management

Given below is the chart setting out the skills/ expertise/ competence of the Board of Directors and the Names of the Listed Companies wherein the Directors of the Company are Directors:

Director(s)	Expertise in a specific functional area	List of Directorships held in other Listed Companies and Category of Directorship
Mr. Ashok Kumar Kanodia	Vast experience in the field of Electronics and Telecommunication, and also an active member in various committees formed by the Government, CII, FICCI, etc, in policy formulation for promotion of business.	• Graur & Weil (India) Limited -(Non-Executive Independent Director)
Mr. Nikhil Kanodia	Vast technical knowledge and experience in Communications, Networking, and Cyber Technologies. Is responsible for the Business Development and Operations of the Company.	
Mr. Amitbir Singh Banga	Rich experience in operations of the manufacturing industry and has acumen for strategizing marketing activities of the company.	

Mr. Deepto Roy	Corporate lawyer specializing in projects, infrastructure, Companies Law, and Foreign Direct Investment.	
Mrs. Preeti Grover	A fellow member of ICSI and a Practicing Company Secretary with more than two decades of vast experience in Public, Private, and Listed Companies. A seasoned corporate sector professional with specialization in Company Law compliance, consultancy, and Secretarial Audit. She is appointed as the Vice Chairperson of the Northern India Regional Council (NIRC)-ICSI (2024) and was also Past Chairperson of Noida Chapter of NIRC-ICSI.	• IL&FS Engineering and Construction Company Limited (Non-Executive Independent Director) • Hindustan Oil Exploration Company Limited (Non -Executive Independent Director) (appointed w.e.f. May 12, 2026)
Mr. Dinesh Kumar Batra	A rich background spanning over Thirty-Nine years in various aspects of Management including Marketing, Finance, Accounts, Corporate Governance, and Risk Management, he held the esteemed position of Chairman & Managing Director of Bharat Electronics Limited at the time of his retirement in October 2022.	• Som Distilleries Breweries & Wineries Limited (Non-Executive Independent Director) • Solar Industries India Limited (Non-Executive Independent Director)

BOARD MEETINGS, BOARD COMMITTEE MEETINGS AND PROCEDURES

The Board of Directors is the apex body constituted by shareholders for overseeing the Company's overall functioning. The Board provides and evaluates the Company's strategic direction, management policies, and their effectiveness, and ensures that shareholders' long-term interests are being served.

There are three mandatory committees of the Board, namely the Audit Committee, Nomination and Remuneration Committee, and Stakeholders' Relationship Committee. The Board is authorised to constitute additional functional committee(s) from time to time, depending on business needs.

Board Meetings

The Board meets at regular intervals to discuss and decide on Company/ business policies and strategy apart from other regular business matters. The Board/ Committee meetings are pre-scheduled, and the agenda of the meeting is circulated to all Directors well in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings. However, in case of special and urgent business needs, the Board's approval is taken by passing a resolution by circulation, for the matters permitted by law, which is noted and confirmed in the subsequent meetings of the Board / Committee(s). The Board is updated on the discussions held at the Committee meetings and the recommendations made by various committees.

The agenda of the Board/ Committee meetings is set by the Company Secretary in consultation with the MD/ WTD and CFO of the Company. Usually, meetings are held at the corporate office of the Company at Noida either through video conference or through physical presence.

The Board meets at least once in a quarter to review the quarterly results, performance of the Company, and other items on the agenda. Additional meetings are held when necessary, on a need basis. The Company also provides a facility to the Directors to attend the meetings of the Board and its committees through video conferencing mode.

Five (5) Board Meetings were held during the financial year 2025-26 on May 30, 2025, August 6, 2025, November 11, 2025, January 6, 2026 and February 7, 2026. The Board meetings were convened during every calendar quarter, and the intervening gap between two Board meetings was within the limit prescribed under the Act and Listing Regulations.

During the year, all the relevant information required to be placed before the Board of Directors as per the Listing Regulations was considered and taken on record/approved by the Board. Further, the Board periodically reviews Compliance Reports in respect of laws and regulations applicable to the Company.

The details of attendance of each Director at the Board Meetings held during the financial year 2025-26 and at the 46th Annual General Meeting ("AGM") (i.e. last AGM Held), along with the number of Companies and Committees where he/she is a Director, Member, Chairman/ Chairperson, and shareholdings of each Director in the Company, as on March 31, 2026, are given below::

Name of Directors	Category	No. of Board Meeting Attended	Attended last AGM	No. of other Directorships		No of other Board Committees in which he/she is member/ Chairperson.		No. of Director-ships in the other listed and unlisted public Companies	Shareholding in the Company as on March 31, 2026 (no. of equity shares held)
				Private	Public	Chair-person	Member		
Mr. Ashok Kumar Kanodia	Executive Chairman	5/5	Yes	1	1	-	1	1	1,02,806
Mr. Nikhil Kanodia	Managing Director	5/5	Yes	2	-	-	-	-	34,15,901
Mr. Harbir Singh Banga (refer note no. 4)	NED	1/3	Yes	10	-	-	-	-	-
Ms. Preeti Grover (refer note no. 5)	NEID	5/5	Yes	1	2	2	2	2	-
Mr. Dinesh Kumar Batra	NEID	5/5	Yes	1	3	3	1	3	-
Mr. Amitbir Singh Banga (refer note no. 6)	NED	2/3	No	9	-				-
Mr. Deepto Roy	NEID	2/5	Yes	2	-	-	1	-	-

Notes:

1. MD-Managing Director, WTD-Whole Time Director, NED-Non-Executive Director & NEID- Non-Executive Independent Director.
2. The Number of other directorships includes directorship in other listed companies only, and other committees refers to their position as chairman/member in audit/stakeholder committees only (excluding Precision Electronics Limited).
3. The last Annual General Meeting was held on September 22, 2025.
4. Mr. Harbir Singh Banga (DIN: 05313332) resigned from the position of Non-Executive Director of the Company w.e.f. close of business hours of November 11, 2025.
5. Ms. Preeti Grover (DIN: 00128513) has been re-appointed for her second consecutive term of 5 years as an Independent Director, w.e.f. September 24, 2025. Subsequently, the shareholders of the Company at the 46th Annual General Meeting held on September 22, 2025, approved her second consecutive term as an Independent Director of the Company w.e.f. September 24, 2025, for a term of 5 years.
6. Mr. Amitbir Singh Banga (DIN: 07163599) has been appointed as an Additional Director (Non-Executive and Non-Independent), liable to retire by rotation, w.e.f. November 11, 2025. His appointment as Director was approved by the shareholders vide an Ordinary Resolution passed through Postal Ballot on February 8, 2026.
7. The number of Directorship(s) and Committee Membership(s) / Chairmanship(s) of all Directors is/are within the respective limits prescribed under the Act and the Listing Regulations.
8. All the Independent Directors fulfil the criteria of being independent as mentioned under Regulation 16(1) (b) of the Listing Regulations read with Section 149(6) of the Act. The Company has issued formal letters of appointment to Independent Directors in the manner as provided in the Act. The terms and conditions of appointment of Independent Directors, including their roles, responsibilities, and duties, are available on the Company's website

and can be accessed at https://pel-india.in/wp-content/uploads/2026/04/Terms-and-conditions-of-appointment-of-Independent-Directors.pdf

9. The details of familiarisation programmes imparted to independent directors are given at the company's website and can be accessed at https://pel-india.in/wp-content/uploads/2026/07/10.-PEL-Familiarization-Prog_F.pdf

10. Details of the Director seeking appointment/re-appointment, pursuant to Regulation 36(3) of the Listing Regulations, are provided in the annexure to the AGM Notice forming part of this Annual Report.

DETAILED REASONS FOR RESIGNATION:

During the financial year ended March 31, 2026, there was no resignation of any Independent Director of the Company.

COMMITTEES OF THE BOARD

The Board committees play a vital role in strengthening the corporate governance practices and focus effectively on the issues and ensure the expeditious resolution of the diverse matters. The minutes of the proceedings of the meetings of all committees are placed before the Board for its review.

1. Audit Committee

Powers

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure the attendance of outsiders with relevant expertise, if it is considered necessary.

Terms of Reference

The Audit Committee has been entrusted with the job of reviewing the reports of the Internal Auditors and the Statutory Auditors periodically and discussing their findings, and suggesting corrective measures. The role of the Audit Committee is as follows:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient, and credible.
- Recommending for the appointment, remuneration, and terms of appointment of the Auditor.
- Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors.
- Reviewing with the management the Annual Financial Statements before submission to the Board for approval, with particular reference to :
    a) Matters required to be included in the Directors' Responsibility Statements to be included in the Board's report in terms of Clause(c) of sub-section 3 of Section 134 of the Act.
    b) Changes, if any, in accounting policies and practices and reasons for the same.
    c) Major accounting entries involving estimates based on the exercise of judgment by management.
    d) Significant adjustments made in the Financial Statements arising out of audit findings.
    e) Compliance with listing and other legal requirements relating to Financial Statements.
    f) Disclosure of any Related Party Transactions.
    g) Qualifications in the draft audit report.
- Reviewing, with the management, the Quarterly Financial Statements before submission to the Board for approval.

- Reviewing with the management, the statement of uses/application of funds raised through an issue (public issue, right issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
- Reviewing and monitoring the auditor's independence and performance, and the effectiveness of the audit process.
- Approval or any subsequent modification of transactions of the Company with related parties.
- Scrutiny of inter-corporate loans and investments.
- Valuation of undertakings or assets of the Company, wherever it is necessary.
- Evaluation of internal financial controls and risk management systems.
- Reviewing with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.
- Reviewing the adequacy of the internal audit function, if any, including the structure of the internal audit department, staffing, and seniority of the official heading the department, reporting structure coverage, and frequency of Internal Audit.
- Discussing with Internal Auditors any significant findings and follow up thereon.
- Reviewing the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Discussing with statutory Auditors before the Audit commences, about the nature and scope of the Audit as well as post-audit discussion to ascertain any area of concern.
- Looking into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends), and creditors.
- Reviewing the functioning of the Whistle Blower mechanism.
- Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance or discharging that function) after assessing the qualifications, experience, and background, etc. of the candidate.
- Carrying out any other function as mentioned in the terms of reference of the Audit Committee.
- Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower, including existing loans/advances/investments.
- Consider and comment on the rationale, cost-benefits, and impact of schemes involving merger, demerger, amalgamation, etc., on the listed entity and its shareholders.

Review of information by Audit Committee

The Audit Committee reviews the following information:

- Management Discussion and Analysis of financial condition and results of operations;
- Statement of significant Related Party Transactions (as defined by the Audit Committee) submitted by management;

- Management letters/letters of internal control weakness issued by the statutory auditors;
- Internal auditors' reports relating to internal control weakness; and
- The appointment, removal, and terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee.
- Statement of deviations:
    a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the Listing Regulations.
    b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7) of the Listing Regulations.

Meetings and Attendance

During the year 6 (Six) Audit Committee meetings were held on May 2, 2025, May 30, 2025, August 6, 2025, November 11, 2025, January 6, 2026 and February 7, 2026. The time gap between two meetings of the Committee was not more than one hundred and twenty days.

Composition and Attendance of each member at the Audit Committee Meetings:

S. No.	*Name of Directors*	*Category*	*Status*	*Meetings attended/held*
1.	Mr. Dinesh Kumar Batra*	NEID	Chairperson	6/6
2.	Ms. Preeti Grover**	NEID	Member	6/6
3.	Mr. Deepto Roy	NEID	Member	2/6

The Company Secretary acted as Secretary to the Committee.

* Mr. Dinesh Kumar Batra (DIN: 08773363) was elevated and appointed as the Chairperson of the Audit Committee w.e.f. November 3, 2025.

** Ms. Preeti Grover (DIN: 00128513) continues as a Member of the Committee consequent to the elevation of Mr. Dinesh Kumar Batra as the Chairperson.

The Committee is vested inter alia with the aforesaid powers and terms of reference as prescribed under relevant provisions of the Act and Listing Regulations.

2. Nomination And Remuneration Committee

Terms of Reference

The role of the committee shall inter alia, include the following:

- Formulation of the criteria for determining qualification, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.
- Formulation of criteria for evaluation of Independent Director and the Board.
- Devising a policy on Board diversity.
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
- Whether to extend or continue the term of appointment of Independent Directors, on the basis of the report of performance evaluation of Independent Directors.
- Recommend to the Board all remuneration, in whatever form, payable to senior management.

During the year 2025-26, three (3) Nomination and Remuneration Committee meetings were held on May 6, 2025, August 6, 2025 and November 11, 2025. The composition and attendance of the Nomination and Remuneration Committee during FY 2025-26 were as follows:

S. No.	*Name of Directors*	*Date of Cessation*	*Category*	*Status*	*Meetings attended/held*
1.	Ms. Preeti Grover*	--	NEID	Chairperson	3/3
2.	Mr. Dinesh Kumar Batra**	--	NEID	Member	1/1
3.	Mr. Amitbir Singh Banga***	--	NED	Member	0/0
4.	Mr. Deepto Roy****	03/11/2025	NEID	Member	2/2
5.	Mr. Harbir Singh Banga*****	11/11/2025	NED	Member	2/2

The Company Secretary acted as Secretary to the Committee.

* Ms. Preeti Grover (DIN: 00128513) was elevated and appointed as the Chairperson of the Nomination & Remuneration Committee w.e.f. November 3, 2025.

** Mr. Dinesh Kumar Batra (DIN: 08773363) was appointed as a Member of the Committee w.e.f. November 3, 2025.

***Mr. Amitbir Singh Banga (DIN: 07163599) was appointed as a Member of the Nomination & Remuneration Committee w.e.f. November 11, 2025.

****Mr. Deepto Roy (DIN: 01241534) ceased to be the Chairperson and Member of the Committee w.e.f. November 3, 2025.

***** Mr. Harbir Singh Banga (DIN: 05313332) has ceased to be a member of the Nomination & Remuneration Committee w.e.f., November 11, 2025.

NOMINATION AND REMUNERATION POLICY FOR DIRECTORS, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGERIAL PERSONS

1. INTRODUCTION:

Precision Electronics Limited (the "Company") has formulated this Nomination and Remuneration Policy ("Policy") to provide a framework for remuneration of members of the Board of Directors (the "Board") of the Company, Key Managerial Personnel ("KMP"), Senior Managerial Persons ("SMP"), and to determine the incentive mechanism for employees of the Company.

This Policy is guided by the provisions of Section 178 of the Companies Act, 2013, along with applicable rules made thereunder and Regulation 19 read with Part D of Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time.

2. POLICY OVERVIEW & SCOPE:

a. **Matters to be dealt with and recommended by the Nomination and Remuneration Committee ("NRC") to the Board:**

i. To formulate the criteria for determining qualifications, competencies, positive attributes and independence for the appointment of a director and recommend to the Board of Directors a policy relating to the Remuneration of the Directors, Key Managerial Personnel, Senior Management and other employees.

ii. To formulate the criteria for evaluation of performance of Independent Directors and the Board of Directors.

iii. To devise a policy on the diversity of the Board of Directors.

iv. To recommend remuneration of Directors, KMP, and Senior Management to the Board.

v. To decide on extension or continuation of term for Independent Director based on performance evaluation.

vi. Evaluation of performance of Independent Directors and the Board.

b. Appointment and Removal of Directors, KMP and Senior Management:

i. Qualifications and Criteria for appointment:

The NRC and the Board shall annually assess the review of the skills, knowledge, and experience needed for a diverse and effective Board.

In evaluating potential Directors, the NRC shall consider:

- Understanding of the Company's business dynamics, global business, environmental, and social perspectives.
- Educational and professional background and professional standing.
- Personal and professional ethics, integrity, and values.
- Ability to devote sufficient time and effort to fulfill duties effectively.

ii. The proposed appointees must meet the following requirements:

- Possess a Director Identification Number (DIN).
- Fulfil the requirements and shall not be disqualified under the Companies Act, 2013, Listing Regulations or other applicable laws.
- Provide written consent to serve as a director, and commit to attending Board and relevant Committee meetings.

iii. Removal:

Due to reasons for any disqualification mentioned in the Applicable Laws, the Committee may recommend to the Board, with reasons recorded in writing, removal of a Director, KMP or Senior Management subject to the provisions and compliance of the Applicable Laws.

iv. Retirement:

The Directors, KMP and Senior Management shall retire in compliance with the Applicable Law and relevant policies of the Company. The Board will have the discretion to retain the Directors, KMP and Senior Management at the same position/remuneration or otherwise, even after attaining the retirement age, for the benefit of the Company, subject to approvals as required under the Applicable Laws.

3. CRITERIA OF INDEPENDENCE

The NRC shall be governed by the terms of reference as provided under the Listing Regulations and the Charter applicable to the NRC on the website of the Company. It shall evaluate the Independence of Directors at appointment or re-appointment, while the Board shall conduct an annual reassessment and review independence whenever a Director discloses new interests or relationships.

An Independent Director must:

- Meet the criteria for independence under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations, as amended.
- Comply with requirement as per Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Independent Directors shall adhere to the "Code for Independent Directors" outlined in Schedule IV of the Companies Act, 2013.

Further the appointment, re-appointment or removal of an Independent Director shall be subject to the approval of shareholders of the Company and shall hold office for a term up to 5 consecutive years on the Board of the Company and disclosure of such appointment in the Board's Report. No Independent Director shall hold the office for more than two consecutive terms of maximum up to 5 years each and shall be eligible for appointment after 3 years of ceasing to be an Independent Director. Whether to extend or continue the term of appointment of the Independent Director is based on the performance evaluation of independent directors.

4. Other Directorships and Committee Memberships

- Board members must possess sufficient time, expertise and experience to contribute effectively to the Company's Board. The NRC shall assess a Director's commitments, including the nature and time required for other board roles, when evaluating their suitability and making recommendations to the Board.
- A Director shall not hold directorships in more than 20 companies (including private and public), with a maximum of 10 being public limited companies, pursuant to Section 165 of the Companies Act, 2013.
- An Independent Director shall not serve on more than 7 listed entities; if serving as a Whole-time Director or Managing Director in a listed entity, the limit is 3 listed entities as per Regulation 17A of the Listing Regulations.
- A Director shall not be a member of more than 10 committees or chair more than 5 committees across all listed entities where they hold directorship as per Regulation 26 of the Listing Regulations. For this reason, only Audit Committees and Stakeholders' Relationship Committees of public limited companies (listed or unlisted) are counted, excluding private limited companies, foreign companies and Section 8 companies under the Companies Act 2013.

5. Remuneration Principles:

A. Remuneration to Non-Executive Directors (NEDs):

a) NEDs receive remuneration as permitted under Section 197 of the Companies Act, 2013.

b) In case of no profits or inadequate profits, the Board may approve commission to NEDs, in compliance with Section 197(3) and Schedule V of the Companies Act, 2013 and applicable rules.

B. Remuneration to Key Managerial Personnel (KMP) and Whole-time Directors:

The remuneration/compensation/commission etc. paid to the Directors will be determined by the Committee in accordance with the provisions of the Act and recommended to the Board for approval.

The remuneration and commission to be paid to the managing Director/ whole-time Directors/executive Directors shall be in accordance with the provisions of the Act.

Where the Company provides insurance on behalf of its Managing Director & Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel.

The NRC may, award and approve for grants of options in favor of any of its employees and may oversee a performance matrix to be established to assess the eligibility of such executive directors, SMPs, KMPs or employees, who will also be eligible for schemes for stock options to employees or the management, duly defined thereunder and in force from time to time.

C. Remuneration criteria for Senior Management:

The remuneration for Senior Management is considered based on but not limited to the below:

a) Experience, qualifications, talent, and performance (including financial and ESG - Environmental, Social and Governance – parameters).

b) Industry benchmarks for comparable roles.

6. Review of Nomination and Remuneration Policy:

The NRC may periodically review and recommend to the Board amendments to this Policy as required by statutory or regulatory changes. Any amendments to applicable laws, including the Companies Act, 2013 or Listing Regulations, shall automatically modify the Policy to the extent of such changes.

PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES AND INDEPENDENT DIRECTORS

Pursuant to the applicable provisions of the Act and Listing Regulations, the Nomination and Remuneration Committee has formulated a framework, containing inter alia, the process, format, attributes, criteria for performance evaluation of the entire Board of the Company, its committees and individual directors including independent directors. The framework is monitored, reviewed and updated by the Board in consultation with NRC, based on need and new compliance requirements.

For the evaluation of the Board and its committees, a structured questionnaire covering various aspects of the functioning of the Board and its committees is in place. Similarly, for individual directors' performance, the questionnaire compares various parameters like the contribution in the Board/ Committee meetings, duties, obligations, and regulatory compliance.

For the performance evaluation of the Chairman, Executive Directors, and Independent Directors, certain additional parameters, depending upon the roles and responsibilities, are also considered.

Accordingly, the annual performance evaluation of the Board, its committees, and each director was carried out for the financial year 2025-26.

The performance evaluation of all the Independent Directors was done by the entire Board, excluding the Director being evaluated. On the basis of performance evaluation and other factors, the Board determines whether to extend or continue this term of appointment whenever the respective term expires.

The Directors expressed their satisfaction with the evaluation process.

The independent directors had met separately on March 20, 2026, without the presence of non-independent directors and discussed, inter-alia the performance of non-independent directors and the Board as a whole, the performance of Chairman of the Company, after taking into consideration the views of Executive an Non-Executive directors and to assess, quality, quantity and timeliness of flow of information between the Company's management and the Board that is necessary for the Board of Directors to effectively and reasonable perform their duties.

Confirmation that Independent Directors are independent of the management forms part of the Directors' report.

Details of remuneration and perquisites paid to Directors for the year 2025-26

(Rs. in Lakhs)

Directors	*Salary*	*Perquisites*	*Commission*	*Sitting Fees*	*Total*
Mr. Ashok Kumar Kanodia	36.00	2.41	-	-	38.41
Mr. Nikhil Kanodia	73.78	0.72	-	-	74.50
Mr. Harbir Singh Banga	Nil	Nil	Nil	0.85	0.85
Mr. Deepto Roy Nil	Nil	Nil	1.40	1.40	
Mr. Dinesh Kumar Batra	Nil	Nil	Nil	3.15	3.15
Ms. Preeti Grover	Nil	Nil	Nil	3.55	3.55
Mr. Amitbir Singh Banaga	Nil	Nil	Nil	0.50	0.50

Elements of Remuneration and Tenure of Service of Executive Directors:

Name	Tenure of Appointment	Date of Appointment
Mr. Ashok Kumar Kanodia	3 years	August 14, 2024
Mr. Nikhil Kanodia	5 years	August 12, 2024

Appointment of Executive Directors is governed by resolutions passed by the Board of Directors and the shareholders of the Company, which cover the terms and conditions of such appointments. There is no separate provision for payment of a severance fee under the resolutions governing the appointment.

Further, salary and perquisites include all elements of remuneration, i.e., salary, reimbursement, and other allowances and benefits.

3. STAKEHOLDERS RELATIONSHIP COMMITTEE

During the year, 1 (One) meeting of the Stakeholders Relationship Committee was held on August 6, 2025. The composition and Attendance of members at the Stakeholders Relationship Committee as on March 31, 2026, is as follows:

S. No.	*Name of Directors*	*Date of Cessation*	*Catogory*	*Status*	*Meeting Attended/held*
1.	Ms. Preeti Grover	--	NEID	Chairperson	1/1
2.	Mr. Harbir Singh Banga*	11/11/2025	NED	Member	1/1
3.	Mr. Dinesh Kumar Batra	--	NEID	Member	1/1
4.	Mr. Amitbir Singh Banga**	--	NED	Member	0/0

The Company Secretary acted as Secretary to the Committee.

* Mr. Harbir Singh Banga (DIN: 05313332) has ceased to be a Member of the Stakeholders Relationship Committee w.e.f. November 11, 2025

** Mr. Amitbir Singh Banga has been appointed as a Member of the Stakeholders Relationship Committee w.e.f. November 11, 2025.

Transfer requests and complaints from the shareholders were attended to and responded to promptly by the Company's Registrar & Transfer Agent as and when they were received.

Name and designation of Compliance Officer*: Mr. Punit A. Bajaj, Company Secretary cum Compliance Officer

Analysis of Complaints:

The Complaints received during the year are as follows:

PARTICULARS	*Q1*	*Q2*	*Q3*	*Q4*	*TOTAL*
NUMBER OF COMPLAINTS					
At the beginning of the quarter	0	0	0	0	0
Received during the quarter	1	1	0	2	4
Resolved during the quarter	1	1	0	2	4
At the end of the quarter	0	0	0	0	0

INTERNAL AUDIT

The Company has hired the services of M/s Rajendra K. Goel & Co., Chartered Accountants, as the internal auditors of the Company for the financial year 2025-26. They review internal controls, operating systems, processes and procedures of various departments.

SENIOR MANAGEMENT

Details of Senior Management personnel, as defined under section 16(1)(d) of Listing Regulations, as at March 31, 2026 along with changes therein during FY 2025-26, are as follows:

Name of Senior Management Personnel	**Category**	**Appointment / Cessation**
Manmohan Singh	Chief Financial Officer	Appointed – w.e.f. May 30, 2025
Deepak Jagga	Sr. Vice President	-
Puneet Kaur Arora	VP – Operations and HR	-
Chandra Pal	DGM Machining	Ceased – w.e.f. July 14, 2026
Siddharth Gupta	Deputy Manager	-
Amit Kumar Mittal	Sr. DGM	Ceased – w.e.f. June 30, 2026
Sumit Saini	Manager Purchase	Appointed – w.e.f. February 23, 2026
Punit Amarpalsingh Bajaj	Company Secretary and Compliance Officer	Appointed – w.e.f. August 6, 2025
Yogesh Singh	DGM Production	-
Narendra Malik	GM Operation	Appointed – w.e.f. April 1, 2025 and ceased – w.e.f. May 20, 2026

GENERAL MEETINGS OF SHAREHOLDERS

a) The particulars of last three Annual General Meetings of the Company are given below:

AGM	Day, Date & Time	Nature of Special Resolutions Passed	Venue
44th AGM	Wednesday, September 25, 2023 at 12:00 Noon	–	Held through Video Conferencing/Other Audio-Visual Means and the deemed address for all the meetings was at the Company's Registered Office at D-1081, New Friends Colony, New Delhi-110025
45th AGM	Thursday, September 24, 2024 at 11:00 a.m.	• To Appoint Mr. Nikhil Kanodia as Managing Director of the Company. • To Appoint Mr. Ashok Kumar Kanodia as Whole-Time Director of the Company and • To consider and approve the Amendment in Articles of Association (AOA) of the Company.	
46th AGM	Monday, September 22, 2025 at 03:00 p.m.	• Confirmation for the appointment of Mr. Dinesh Kumar Batra (DIN: 08773363) as an Independent Director of the Company, according to regulation 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 • Re-appointment of Ms. Preeti Grover (DIN: 00128513) as an independent director for the second term of 5 (five) consecutive years • To Increase the borrowing limits of the Company in terms of section 180(1)(c) of the Companies Act, 2013 • To Approve the selling, leasing, or disposing of assets and creating a charge/ security over company assets in terms of 180(1)(a) of the Companies Act 2013.	

b) **Details of Extraordinary General Meeting ("EGM")**

No Extraordinary General Meeting of the Members was held during FY 2025-26.

c) Postal Ballot during the FY 2025 -26

Sr. No.	Subject matter of the resolution passed	Date of the Notice	Date of dispatch to Shareholders	Period of voting as stated in the Postal Ballot Notice
1.	Material Related Party Transaction with Victora Stock Invest Private Limited.	May 30, 2025	June 13, 2025	Sunday, 15th Day of June, 2025 (09:00 A.M. IST) and ends on Monday, 14th Day of July, 2025 (05:00 P.M. IST).

2.	To approve a material related party transaction with Victora Stock-Invest Private Limited.	January 6, 2026	February 8, 2026	Saturday, 10th Day of January, 2026 (09:00 A.M. IST) and ends on Sunday, 8th Day of February, 2026 (05:00 P.M. IST).
3.	To consider and approve the appointment of Mr. Amitbir Singh Banga (DIN: 07163599) as a Director of the Company.			

The Company had appointed Mr. Yogesh Saluja (Membership no. A21916), Proprietor of M/s. Yogesh Saluja & Associates, Company Secretaries, as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner and in accordance with the law for above the Postal Ballots.

Details of voting pattern and the scrutinizer's report are placed on the website of the company www.pel-india.in.

Procedure adopted for Postal Ballot

i) The Postal Ballot notice together with explanatory statement, dated May 30, 2025, and January 6, 2026, was sent only through email to the members of the company as on the Cut-off Date i.e., June 6, 2025, and January 2, 2026, respectively.

ii) The Company had engaged the services of National Securities Depository Limited ("NSDL") ("e-voting agency") as the agency to provide e-voting facility to the Members of the Company. The e-voting period for the notice dated May 30, 2025, commenced from Sunday, 15th Day of June, 2025 (09:00 A.M. IST) and ends on Monday, 14th Day of July, 2025 (05:00 P.M. IST). The e-voting for the notice dated January 2, 2026, postal ballot commenced from Saturday, 10th Day of January, 2026 (09:00 A.M. IST) and ends on Sunday, 8th Day of February, 2026 (05:00 P.M. IST).

iii) As required under the Act and the Listing Regulations, a newspaper advertisement was also published in Financial Express: English and Jansatta: Hindi on June 14, 2025 and January 10, 2026, respectively.

iv) The remote e-voting was unblocked by the Scrutinizer on Monday, July 14, 2025 and February 8, 2026, respectively, in the presence of two witnesses who were not in the employment of the Company. The Scrutinizer submitted his report dated July 15, 2025 and February 9, 2026, respectively, addressed to the Chairman of the Company in the prescribed format. Based on the report, the resolutions set out in the Postal Ballot Notice were passed as special resolutions and ordinary resolutions accordingly on July 14, 2025 and February 8, 2026.

d) Special Resolutions proposed to be conducted through Postal Ballot: As on the date of this report, the Board of Directors has proposed no Special Resolutions for the Shareholders' approval through postal ballot.

8. MEANS OF COMMUNICATION

a) The quarterly, half-yearly and annual financial results of the Company were published in "Financial Express" in English and "Jansatta" in Hindi. The results are made available on the Company's website www.pel-india.in.

b) The Company keeps on updating its website to provide comprehensive relevant information. The Company believes that all the stakeholders should have access to adequate information about the Company and in today's electronic age, the website is the best medium for such dissemination of information. All information, which could have a material bearing on the share prices, is released at the earliest.

c) The Company has not made any formal presentations to the institutional investors or to the analysts during the year.

9. GENERAL SHAREHOLDER INFORMATION

i)	**AGM -Date, Time and Venue**	**:**	September 16, 2026, at 11.00 a.m. VC/ OAVM at at D-1081, New Friends Colony, New Delhi-110025
ii)	**Financial Year**	**:**	April 1, 2025 to March 31, 2026
iii)	**Dividend payment**	**:**	Not applicable
iv)	**Listing on Stock Exchanges**	**:**	Equity Shares are listed on BSE Ltd., 1st Floor, New Trading Ring, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai – 400 001. The Company has paid the Listing fee for the period April 1, 2026 -March 31, 2027
v)	**Stock Code**	**:**	517258

vi) Financial Calendar :

The financial results for FY 2025-26 were announced on:

Financial Results	Actual Date
Quarter ended June 2025	August 6, 2025
Quarter ended September 2025	November 22, 2025
Quarter ended December 2025	February 7, 2026
Year ended March 2026	May 29, 2026

Tentative Financial calendar for FY 2026-27:

Financial Results	Actual Date
Results for the quarter ended June 2026	On or before August 14, 2026
Results for the quarter ended September 2026	On or before November 14, 2026
Results for the quarter ended December 2026	On or before February 14, 2027
Results for the quarter and year ended March 2027	On or before May 30, 2027

The trading window closure for the financial results shall be from the first day, from the closure of the quarter till the completion of 48 (forty-eight) hours after the financial results become generally available.

vii) Registrar & share Transfer Agent:

Skyline Financial Services Pvt. Ltd. is the RTA of the Company.

For lodgement of any documents or any grievances/complaints, members may contact the Company's RTA at the following address:

Skyline Financial Services Pvt. Ltd.

(Unit: Precision Electronics Limited)

D- 153/A First Floor Okhla Industrial Area Phase – 1

New Delhi – 110020

Email: grievances@skylinerta.com or admin@skylinerta.com

Contact No.: 011-40450193-97 & 011-26812682-83

Website: www.skylinerta.com

viii) Share Transfer System:

The SEBI, effective April 01, 2019, barred physical transfer of shares of listed companies and mandated transfers only through demat. In order to facilitate ease of investing for investors and to protect their rights, the SEBI vide its circular dated July 2, 2025 opened a special window for re-lodgement of transfer deeds, which were lodged prior the deadline of April 1, 2019 and rejected / not attended to due to deficiency in the documents/process/or otherwise for a period of six months i.e. from July 7, 2025 till January 06, 2026.

The SEBI vide its circular dated January 30, 2026 also opened a special window for transfer and dematerialisation of physical securities which were sold/purchased prior to April 1, 2019 for a period of one year from February 05, 2026 to February 04, 2027. As per the said circular securities so transferred shall be mandatorily credited to the transferee in demat mode only and shall be under a lock-in period of one year from the date of registration of such transfer and no transfer/pledge/lien is allowed.

Investors may re-lodge their earlier requests with the Company's Registrar and Share Transfer Agent ('RTA'), Skyline Financial Services Pvt. Ltd., D-153/A First Floor Okhla Industrial Area Phase – 1, New Delhi - 110020 along with requisite documents and rectifying deficiencies, during the special window period opened for a period of 1 (one) year from February 5, 2026, to February 4, 2027.

The securities re-lodged for transfer, including eligible requests pending with the Company/RTA, shall be processed in accordance with the applicable SEBI requirements and, upon completion of the prescribed transfer process, shall be issued only in dematerialised form.

The Company encourages eligible investors who had submitted transfer requests in the past and whose

requests could not be processed due to deficiencies to avail themselves of the special window available up to February 4, 2027.

ix) Reconciliation of share capital:

A Practicing Company Secretary carried out an audit in respect of each of the quarters in the Financial Year ended on March 31, 2026, to reconcile the total admitted capital with the Depositories and total issued and listed capital. The audit reports confirm that the total issued / paid up capital is in agreement with the total number of shares in physical mode and the total number of shares in demat mode held with the Depositories.

x) Distribution of Shareholding

The distribution of shareholding as on March 31, 2026 was as follows:

Distribution of Equity Shareholding				
Shareholding range (Nos.)	**No. of Shareholders**	**% of Shareholders**	**No. of Shares held**	**% of Shareholding**
1 – 500	13,241	97.25	4,79,834	3.46
501 – 1000	162	1.19	1,28,447	0.93
1,001 - 2,000	84	0.62	1,27,315	0.92
2,001 - 5,000	64	0.46	2,11,726	1.53
5,001 - 10,000	22	0.16	1,51,882	1.10
10,001 and above	43	0.32	1,27,49,308	92.06
Total	**13,616**	**100.00**	**1,38,48,512**	**100.00**

(ix) Categories of Shareholding Pattern as on March 31, 2026:

Category Code	**Category of Shareholder**	**Number of shareholders**	**Total number of shares**
(A)	**Promoter and Promoter Group**		
(1)	**Indian**		
(a)	Individuals / Hindu Undivided Family	7	36,26,890
(b)	Central Government / State Government(s)	0	0
(c)	Bodies Corporate	2	21,592
(d)	Financial Institutions / Banks	0	0
(e)	Any Other (specify)	0	0
	Sub-Total (A)(1)	**9**	**36,48,482**
(2)	**Foreign**		
(a)	Individuals (Non Resident Individuals/ Foreign Individuals)	1	1,89,730
(b)	Bodies Corporate	1	31,59,905
(c)	Institutions	0	0
(d)	Any Other (specify)	0	0
	Sub-Total (A)(2)	**2**	**33,49,635**
	Total Shareholding of Promoter and Promoter group (A)= (A)(1)+(A)(2)	**11**	**69,98,117**
(B)	**Public shareholding**		
(1)	**Institutions**		
(a)	Mutual Funds	4	8,700
(b)	Venture Capital funds	0	0
(c)	Alternative investment funds	0	0
(d)	Foreign Venture Capital Investors	0	0
(e)	Foreign portfolio investors	0	0
(f)	Financial institutions/ banks	5	3,050

(g)	Insurance Companies	0	0
(h)	Provident fund/ pension funds	0	0
	Any other specify		
	Sub-Total (B)(1)	**9**	**11,750**
2	Central Government / State Government(s)/ president of India	0	0
	Sub-Total (B)(2)	**0**	**0**
3	**Non-Institutions**		
(a)	Individual shareholders holding nominal share capital up to Rs. 2 lakh.	13,291	10,56,021
ii.	Individual shareholders holding nominal share capital in excess of Rs. 2 lakh.	17	53,51,523
(b)	NBFCs registered with RBI	0	0
	Employee trusts	0	0
	Overseas depositories (holding DRs) (balancing figure)	0	0
	Any other specify	199	4,27,385
	Sub-Total (B)(3)	**13,507**	**68,34,929**
	Total Public Shareholding (B) = (B)(1) + (B)(2) + (B)(3)	**13,516**	**68,50,395**
	Total (A) + (B)	**13,527**	**1,38,48,512**

xii) Dematerialisation of shares and Liquidity: As on March 31, 2026 of the total eligible shares 1,34,09,858 were held in dematerialized form and the balance 4,38,654 shares in physical form.

The Company's equity shares are listed and traded on BSE Limited.

To enable the Company to serve the shareholders better, the shareholders whose shares are in physical mode are requested to get their shares dematerialised and update their bank accounts and email ids with respective DPs.

xiii) Outstanding GDR/ADR or warrants or any other convertible instruments, conversion date and likely impact on equity: NIL

xiv) Commodity Price Risk or Foreign Exchange Risk and hedging activity: NIL

xv) Plant Location : **Noida Plant**

D-10, Sector-3, Gautam Budh Nagar, Noida - 201301
Uttar Pradesh

Ballabhgarh Plant
Plot No. 1142-1145,
Sector-58, Faridabad – 121 004
Haryana (India)

xiv) Address for correspondence :

Members' correspondence should be addressed to the RTA at the address mentioned above.

Members may also contact the Company Secretary at the Registered Office/Corporate Office of the Company for any assistance.

Registered Office:

D-1081, New Friends Colony, New Delhi-110025

Corporate Office:

D-10, Sector-3, Gautam Budh Nagar, Noida-201301

Mr. Punit A. Bajaj, Company Secretary and Compliance Officer
Telephone: 0120-2551556/ 1557/ 5176/ 5177
E-mail: investors@pel-india.in ; cs@pel-india.in

10. OTHER DISCLOSURES

a. Related Party Transactions:

All Related Party Transactions entered into during the Financial Year were on arm's length and were in the ordinary course of business. All Related Party Transactions were placed before the Audit Committee of the Board of Directors for their approval.

Related party transactions during the year have been disclosed as a part of financial statements as required under Ind-AS 24 issued by The Institute of Chartered Accountants of India. The Audit Committee reviews these transactions. The Company has formulated a policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions. The policy is available on the Company's website https://pel-india.in/wp-content/uploads/2025/10/1.-8.-Policy-on-Materiality-of-Related-Party_F.pdf.

The current and future transactions will be deemed to be material related party transactions as determined in accordance with Regulation 23 of the Listing Regulations and the Company's Policy on Related Party Transactions. All related party transactions and subsequent material modifications shall require prior approval of the audit committee as per Regulation 23(2) of the Listing Regulations, and all material related party transactions shall require approval of shareholders through resolution, and the related party shall abstain from voting on such resolution whether the Company is a related party to the particular transaction or not.

b. Code of Conduct:

The Company has laid down a Code of Conduct for all the Board members and Senior Management. The Code of Conduct is available on the website of the Company at https://pel-india.in/wp-content/uploads/2026/04/PEL-Code-of-Conduct-for-Board-Directors-Seniors-Managements_F.pdf

Pursuant to and in compliance with regulation 26(3) of the Listing Regulations, all the Board members and the Senior Management have affirmed compliance with the Code of Conduct for the Financial Year ended on March 31, 2026. A copy of the declaration of the Managing Director is attached to this Report.

c. CEO/CFO Certification:

The Managing Director and the Chief Financial Officer ('CFO') of the Company give annual certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the Listing Regulations, a copy of which is attached to this Report.

d. Details of the Non-compliance by the Company, penalties, strictures imposed on the Company by the Stock exchange or SEBI or any statutory authority or any matter related to capital markets, during last Three (3) years.

There were certain instances of delayed filings by the Company, wherein penalties were imposed by BSE Limited. There was no other non-compliance by the Company, penalties, strictures imposed on the Company by the Stock exchange or SEBI or any statutory authority or any matter related to capital markets, during last Three (3) years.

e. The Company has formulated and implemented a vigil mechanism/ Whistle Blower Policy and no personnel is denied access to the audit committee. The Vigil Mechanism/Whistle Blower Policy has also been uploaded on Company's website at the following link: https://pel-india.in/wp-content/uploads/2025/10/3.-Vigil-Mechanism-and-Whistle-Blower-Policy.pdf

f. The company has complied with all the mandatory requirements of the Listing Regulations

g. Demat Suspense Account-Nil

h. The Company does not have any material subsidiaries. Shareholders can access for Company's policies and business information at https://pel-india.in/useful-investor-data/ which is regularly updated in order to meet the corporate governance requirements and for the benefit of shareholders/ investors.

i. A certificate from the Company Secretary in practice is obtained that none of the directors on the Board of the Company has 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, and is annexed herewith.

j. The Company has not raised funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the Listing Regulations.

k. The total fees paid to the statutory auditors of the Company for the financial year 2025-26 are Rs. 5,00,000 per annum.

l. There is no complaint filed in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

m. The Company has complied with all mandatory requirements of Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Listing Regulations except as reported by the Practicing Company Secretaries in their certificate, which forms a part of this report. M/S. Yogesh Saluja & Associates, Practicing Company Secretaries, have certified the compliance of the conditions of Corporate Governance. The certificate shall also be sent to the Stock Exchanges along with the Annual Report.

n. The Company has obtained a certificate from M/S. Yogesh Saluja & Associates, Practicing Company Secretaries, that none of the Directors of the Company have been debarred or disqualified from being appointed or re-appointed, or continuing as Directors of the Company by SEBI, Ministry of Corporate Affairs, or other regulatory authorities, and the same is attached to this Report.

o. Mandatory/Non-Mandatory Disclosure

   i. The Board of Directors confirms that during the year, they have accepted all mandatory recommendations received from its committees.

   ii. The Company has complied with all the mandatory requirements as stipulated under Regulation 34(3) read with Para C of Schedule V of the Listing Regulations, to the extent applicable to the Company. The audit reports on the financial statements of the Company do not contain any modified opinion, and the internal auditors report to the Audit Committee.

   iii. During Financial Year 2025-26, the Company has not given any Loans and advances in the nature of loans to firms/companies in which directors are interested.

   iv. The Company publishes its criteria for making payment of sitting fee/remuneration to its Non-Executive Directors in this Annual Report.

   v. A new appointee on the Board discloses his shareholding, including as a beneficial owner in the Company prior to his appointment. These details are also disclosed in the notice to the general meeting called for the appointment of Directors.

   vi. The quarterly/half-yearly results are not sent to the members. However, the mandatory extract of the same are published in the newspapers and full results posted on the Company's website.

   vii. The Company's financial statements for the Financial Year ended on March 31, 2026, do not contain any audit qualification.

   viii. The internal auditors report to the Audit Committee, and they make quarterly presentations on their reports.

   ix. The auditors' report on the financial statements of the Company is with an unmodified opinion.

The above represents the Company's philosophy on, and implementation of, its corporate governance. The certificate on Corporate Governance as required forms a part of this Annual Report.

FOR AND ON BEHALF OF THE BOARD

Sd/-
Ashok Kumar Kanodia
Executive Chairman
DIN: 00002563

Place: New Delhi
Date: 12.08.2026

DECLARATION ON COMPLIANCE WITH THE CODE OF CONDUCT

Dear Members,

Pursuant to Regulation 26 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, your directors have laid down a Code of Conduct for Directors and Senior Management. The same has been posted on the website of the Company.

It is hereby certified that the members of the Board and Senior Management personnel have confirmed their compliance with the "Code of Conduct for the Members of the Board and Senior Management".

FOR AND ON BEHALF OF THE BOARD

Sd/-
Nikhil Kanodia
Managing Director
DIN: 03058495

Place: Noida
Date: 29.05.2026

CEO / CFO CERTIFICATION UNDER REGULATION 17(8) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To

The Board of Directors,
Precision Electronics Limited

A. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2026, and that to the best of our knowledge and belief:
   - these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
   - 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.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended March 31, 2026 which are fraudulent, illegal or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee:
   - There has not been any significant changes in internal control over financial reporting during the year;
   - There has not been any significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
   - We are not aware of any instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Precision Electronics Limited

Place: Noida
Date: 29.05.2026

Nikhil Kanodia
Managing Director
DIN: 03058495

Manmohan Singh
Chief Financial Officer

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) and Clause (10) (i) of Para C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members,
Precision Electronics Limited
Regd. Office: D-1081, New Friends Colony,
New Delhi-110065

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Precision Electronics Limited (CIN L32104DL1979PLC009590)** having registered office at D-1081, New Friends Colony, New Delhi-110025, (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Sub-clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our 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 us by the Company & its directors/officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended March 31, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name of the Director	DIN	Date of appointment in Company*
1.	Mr. Deepto Roy	01241534	27/09/2014
2.	Mr. Ashok Kumar Kanodia	00002563	01/05/1979
3.	Mr. Nikhil Kanodia	03058495	11/08/2017
4.	Mrs. Preeti Grover	00128513	19/12/2019
5.	Mr. Amitbir Singh Banga	07163599	11/11/2025
6.	Mr. Dinesh Kumar Batra	08773363	07/08/2024

**as per MCA portal*

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our 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.

For Yogesh Saluja & Associates
Company Secretaries
Firm Registration No. S2020DE718100

Yogesh Saluja
Proprietor
Membership No:- FCS14192
CP No.: 22676
UDIN:- F014192H001095571
Peer Review Certificate no. 3301/2023

Place: New Delhi
Date: 12.08.2026

CERTIFICATE ON CORPORATE GOVERNANCE

[As per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members,

PRECISION ELECTRONICS LIMITED
D-1081, New Friends Colony,
New Delhi-110065

We have examined the compliance of the conditions of Corporate Governance by **Precision Electronics Limited** ('the Company') for the year ended on March 31, 2026, as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2026.

We further state that such compliance 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.

For Yogesh Saluja & Associates
Company Secretaries
Firm Registration No. S2020DE718100

Yogesh Saluja
Proprietor
Membership No:- FCS14192
CP No.: 22676
UDIN:- F014192H001095580
Peer Review Certificate no. 3301/2023

Place: New Delhi
Date: 12.08.2026

INDEPENDENT AUDITORS' REPORT

To
The Members of
Precision Electronics Limited

Opinion

We have audited the accompanying stand-alone financial statements of Precision Electronics Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2026, the Statement of Profit & Loss (*including Other Comprehensive Income*), the Statement of Changes in Equity and the Cash Flow Statement for the year ended, and a summary of the Significant Accounting Policies and other explanatory information (*hereinafter referred to as Standalone Financial Statements*).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March, 2026, the net profit and total comprehensive income, changes in equity and the cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs).

Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, 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 we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

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

A. Evaluation of uncertain Sales Tax positions and GST

The Company has uncertain Sales Tax positions and GST including matters under dispute which involves significant judgment to determine the possible outcome of these disputes. Refer Note 37 to the Standalone Financial Statements.

Auditor's Response

We obtained from the Company's management, details of the status as of 31 March 2026 concerning these tax assessments and demands for current as well as past years. We assessed the management's underlying assumptions in estimating the tax provision and the possible outcome of the disputes to evaluate whether any change was required to management's position on these uncertainties.

B. Borrowings	Auditor's Response
As at March 31, 2026, the Company had a borrowing liability of Rs.5828.67 Lakhs representing 63.61% of total liabilities. Borrowings as a percentage of the total assets size of the Company is 54.76% as at March 31, 2026. The borrowings are under agreements with terms and conditions detailed in Note No. 19,22 &24 of the financial statements. Given the size of the borrowings balance and the importance of the capital structure for continued growth, the accounting for the Company's borrowings is considered a key audit matter.	Our audit procedures in respect of this area included: • We read the agreements between the Company and its financiers to understand the terms associated with the facilities. • We obtained confirmations from the Company's banks/financial institutions to confirm all significant borrowings, including amounts, tenure and conditions. • Where debt is regarded as non-current, we tested whether the Company has the unconditional right to defer payment such that there were no repayments required within 12 months from the balance date. • We further considered whether the disclosures related to the borrowings in the financial statements are appropriate in all material respects.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of 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, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

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

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

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

Management's Responsibility 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, total comprehensive income, changes in equity and cash flows of the Company in accordance with 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are 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 controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 financial statements may be influenced.

  We consider quantitative materiality and qualitative factors in;

  (i) planning the scope of our audit work and in evaluating the results of our work; and

  (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters.

We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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 1**" a statement on the matters specified in paragraphs 3 and 4 of the Order.

As required by Section 143(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.

c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors as on 31 March 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 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 Financial Statements of the Company and the operating effectiveness of such controls, please refer to our separate Report in "Annexure 2". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to 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 & to the best of our information & according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with 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 has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

   iii. There has been no delay in transferring amounts, 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 there presentations under sub-clause(i) and (ii) of Rule11(e), as provided under (a) and (b) above, contain any material misstatement.

(d) The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1st April 2023

Based on our examination which included test check, except for the instances mentioned below, the Company has used accounting software for maintaining its books of accounts which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software.

The features of recording audit trail (edit log) facility were not enabled for the software relating to payroll, Sale Invoice generation, Property, plant and Equipment and Production records.

Further for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instances of the audit trail feature being tempered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

. The company has not declared or proposed dividend during the year.

For Nemani Garg Agarwal & Co.
Chartered Accountants
Firm Registration No. 010192N

J.M. Khandelwal
Partner
Membership No: 074267
UDIN:26074267KJRAVJ7946
Place: New Delhi
Dated: 29 May, 2026

ANNEXURE '1' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of PRECISION ELECTRONICS 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 and intangible assets :

(a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of 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 and right-of-use assets so to cover all the assets once every three years 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 thereunder.

ii. (a) Physical verification of inventory has been conducted at reasonable intervals by the; management and in the opinion of the auditor, the coverage and procedure of such verification by the management is appropriate; whether any discrepancies of 10% or more in the aggregate for each class of inventory were noticed and if so they have been properly dealt with in the books of account

(b) The Company has sanction of working capital limits in excess of ₹ 5 crore, in aggregate, during the year, from banks or financial institutions on the basis of security of current assets, and quarterly returns or statements filed by the company with banks are in agreement with the books of accounts of the Company.

iii. The Company has not made investments in, companies, firms, Limited Liability Partnerships, and has not granted unsecured loans to other parties, during the year, hence reporting under clause 3(iii) (a)to (f)of the order are not applicable to the company.

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.

(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:

Name of the Statute	Nature of Dues	Forum where dispute is pending	Period to which the amount relates	Amount (Rs. in Lac)
Central Sales Tax Act,1956	Central Sales Tax	Additional Commissioner Sales Tax Appeals	2012-13	9.99
Goods and Service Tax Act	Goods and Service Tax Act Including interest up to 31.03.2026	Appeal to be filed with GST tribunal	FY 2017-18	59.17
Goods and Service Tax Act	Goods and Service Tax Act Including interest up to 31.03.2026	Appeal to be filed with GST tribunal	FY 2020-21	36.95
Goods and Service Tax Act	Goods and Service Tax Act Including interest up to 31.03.2026	Additional Commissioner Central Appellate Authority	FY 2017-18	3.00
Goods and Service Tax Act	Goods and Service Tax Act Including interest up to 31.03.2026	Appeal to be filed with GST Commissioner	FY 2019-20	31.06
Goods and Service Tax Act	Goods and Service Tax Act Including interest up to 31.03.2026	Appeal to be filed with GST Commissioner	FY 2020-21	15.50

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 (143(3) of 1961).

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest from any lender.

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

(c) The Company has applied the term loan for the purpose for which the loans were 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 subsidiaries, associates or joint ventures.

(f) The Company has not raised any loans on the pledge of securities held in its subsidiary, joint ventures or associates companies.

x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

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) As per information and explanation provided to us, no whistle blower complaints was received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.

xii. 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 the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(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 section192 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 clause 3 (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 loss during the financial year covered by our audit and during 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. (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

(b) No Corporate Social Responsibility (CSR) amount was payable by the company during the current financial year.

For Nemani Garg Agarwal & Co.
Chartered Accountants
Firm Registration No. 010192N

J.M. Khandelwal
Partner
Membership No: 074267
UDIN: 26074267KJRAVJ7946
Place: New Delhi
Dated: 29 May, 2026

ANNEXURE - 2

(Referred to in paragraph "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 Financial 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 Financial Statements of Precision Electronics Ltd. ("the Company") as of 31 March 2026 in conjunction with our audit of the stand-alone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Control over to Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to 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 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 Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Financial Statements included obtaining an understanding of internal financial controls with reference to 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 judgement, 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 financial statements.

Meaning of Internal Financial Controls With Reference to Financial Statements

A company's internal financial control with reference to 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 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 authorisations 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 Financial Statements

Because of the inherent limitations of internal financial controls with reference to 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 Financial Statements to future periods are subject to the risk that the internal financial control with reference to 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, an adequate internal financial controls system with reference to Financial Statements and such internal financial controls with reference to Financial Statements were operating effectively as at 31 March 2026, based on the internal financial control with reference to Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Nemani Garg Agarwal & Co.
Chartered Accountants
Firm Registration No. 010192N

J.M.Khandelwal
Partner
Membership No: 074267
UDIN: 26074267KJRAVJ7946
Place: New Delhi
Dated: 29 May, 2026

BALANCE SHEET AS AT MARCH 31, 2026

Amount Rs. in Lakhs

Particulars	Note No(s)	As at March 31, 2026	As at March 31, 2025
I. ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipments	4	2,320.96	1,396.78
(b) Intangible Assets	5	9.40	18.34
(c) Right to Use Assets	5A	1,268.51	-
(d) Capital work in Progress	6	1,151.43	507.03
(e) Deferred tax assets (Net)	7	279.30	331.28
(f) Financial Assets			
i. Investments		-	-
ii. Others financial assets	8	268.16	159.91
(g) Other non-current assets	9	44.61	982.95
Total non-current assets		5,342.39	3,396.29
Current Assets			
(a) Inventories	10	1,730.76	2,010.89
(b) Financial assets			
i. Investments		-	-
ii. Trade receivables	11	1,686.76	1,231.94
iii. Cash and cash equivalents	12	9.51	22.78
iv. Bank balance other than (iii) above	13	806.06	559.34
v. Other financial assets	14	249.40	167.12
(c) Current Tax Assets (Net)	15	0.02	16.40
(d) Other current assets	16	818.57	307.54
Total Current Assets		5,301.08	4,316.02
Total Assets		10,643.46	7,712.30
II. EQUITY AND LIABILITIES			
Equity			
(a) Equity share Capital	17	1,384.88	1,384.88
(b) Other Equity	18	95.39	37.65
Total Equity		1,480.26	1,422.53
Liabilities			
Non-Current liabilities.			
(a) Financial Liabilities			
i. Borrowings	19	2,554.55	2,771.90
ii. Lease liabilities	20	1,300.70	8.72
(b) Provisions	21	126.23	104.59
(c) Other non-current liabilities		-	-
Total non-current liabilities		3,981.48	2,885.20

BALANCE SHEET AS AT MARCH 31, 2026

Amount Rs. in Lakhs

Particulars	Note No(s)	As at March 31, 2026	As at March 31, 2025
Current liabilities			
(a) Financial liabilities			
i. Borrowings	**22**	**2,801.49**	**1,852.07**
ii. Trade payables	**23**	**1,128.37**	**913.68**
iii. Other financial liabilities	**24**	**472.62**	**264.40**
(b) Other current liabilities	**25**	**717.36**	**356.67**
(c) Provisions	**26**	**61.87**	**17.76**
Total Current Liabilities		**5,181.72**	**3,404.58**
Total Liabilities		**9,163.20**	**6,289.78**
Total Equity and Liabilities		**10,643.46**	**7,712.30**

Note No. 1 to 54 forming part of the financial statements.

As per our Report of even date attached

For Nemani Garg Agarwal & Co.
Firm Regn. No. 010192N
Chartered Accountants

J.M. Khandelwal
Partner
M.No.: 074267

Place: New Delhi
Dated: 29th May, 2026

For and on behalf of the board

Ashok Kumar Kanodia
Executive Chairman
DIN: 00002563

Nikhil Kanodia
Managing Director
DIN: 03058495

Punit A. Bajaj
Company Secretary

Manmohan Singh
Chief Financial Officer

STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED MARCH 31, 2026

All Amount Rs. in Lakhs except EPS

Particulars		Note No(s)	For the Year ended 31.03.2026	For the Year ended 31.03.2025
I.	**INCOME**			
	Income from Operations	27	7,901.65	4,710.41
	Other Income	28	72.14	37.96
	Total Income		7,973.79	4,748.38
II.	**EXPENSES**			
	Cost of materials consumed	29	3,793.57	2,408.43
	Purchase of Traded Goods		-	-
	Changes in inventories of workin-progress, stock-in-trade and finished goods	30	227.82	(238.14)
	Other Direct Costs	31	825.27	583.37
	Employee benefit expenses	32	1,152.74	827.39
	Finance costs	33	394.02	258.12
	Depreciation and amortisation expenses	4,5	195.52	87.59
	Other expenses	34	1,241.34	802.80
	Total Expenses		7,830.28	4,729.56
III.	Profit / (Loss) before exceptional items and income tax.(I-II)		143.51	18.81
IV.	Exceptional items		-	-
V.	Profit/ (Loss) before tax (III-IV)		143.51	18.81
VI.	Tax Expenses			
	Current tax		25.44	-
	Earlier years tax		-	-
	MAT Credit Entitlement		-	-
	Deferred tax expenses/(income)		53.08	(7.75)
	Earlier years deferred tax expenses		4.10	84.20
	Total tax expenses		82.62	76.46
VII.	Profit / Loss for the year (V -VI)		60.90	(57.64)
VIII.	Other Comprehensive Income:			
	A.) Items that will not classified to profit or loss		-	-
	(i) Remeasurement of Gain/(Loss) defined benefit plans;		(4.27)	(11.55)
	(ii) Equity Instruments through OCI.		-	-
	B.) Items that will be re classified to profit or loss		-	-
	C) Income tax effect on such items		1.11	3.00
	Other comprehensive income for the year after tax (VIII)		(3.16)	(8.55)
IX.	Total comprehensive income for the year (VII+VIII)		57.74	(66.19)
	Earnings per share from continuing and discontinued operations attributable to the equity holders of the company during the year,			
	Basic earnings per share (Rs.)	35	0.44	(0.42)
	Diluted earning per share (Rs.)	35	0.44	(0.42)

Note No. 1 to 54 forming part of the financial statements.

As per our Report of even date attached
For Nemani Garg Agarwal & Co.
Firm Regn. No. 010192N
Chartered Accountants

J.M. Khandelwal
Partner
M.No.: 074267

Place: New Delhi
Dated: 29th May, 2026

For and on behalf of the board

Ashok Kumar Kanodia
Executive Chairman
DIN: 00002563

Nikhil Kanodia
Managing Director
DIN: 03058495

Punit A. Bajaj
Company Secretary

Manmohan Singh
Chief Financial Officer

CASH FLOW STATEMENT FOR THE PERIOD ENDED MARCH 31, 2026

Amount Rs. in Lakhs

Particulars		Year ended 31.03.2026	Year ended 31.03.2025
I.	CASH FLOW FROM OPERATING ACTIVITIES		
	Total Comprehensive Income	57.74	(66.19)
	Adjustments for:		
	Depreciation and amortization expenses	195.52	87.59
	Notional Interest paid on Lease rent as per Ind As	19.14	-
	Profit on disposal of property, plant and equipment	(1.33)	-
	Fixed Assets written off	3.81	-
	Deferred Tax	51.97	(10.75)
	Dividend and interest income classified as investing cash flows	(55.33)	(19.98)
	Finance costs	374.88	258.12
		646.40	248.78
	Change in operating assets and liabilities		
	(Increase) / decrease in trade and other receivables	(454.82)	65.61
	(Increase) / decrease in inventories	280.13	(588.21)
	Increase/(decrease) in trade payables	214.68	298.54
	(Increase) / decrease in other financial assets	(130.55)	110.13
	(Increase)/decrease in other non-current assets	(21.87)	(1.72)
	(Increase)/decrease in other current assets	(494.65)	(94.55)
	Increase/(decrease) in provisions	91.19	3.88
	Increase/(decrease) in Other non current Liabilities	(64.17)	0.04
	Increase/ (decrease)in other current liabilities	360.70	7.01
	Cash generated from operations	427.04	49.51
	Income taxes paid	(25.44)	-
	Prior period adjustments		
	Net cash inflow from/(used) operating activities	401.59	49.51
II.	CASH FLOW FROM INVESTING ACTIVITIES		
	Payments for property, plant and equipment (including Capital Advances)	(164.85)	(1,822.98)
	Payment for CWIP	(410.33)	(507.03)
	Proceeds from sale of property, plant and equipment.	38.24	67.40
	Interest received	55.33	19.98
	Decrease /(Increase) in Term Deposits with Banks	(306.70)	(486.99)
	Net cash flow from /(used) in investing activities.	(788.30)	(2,729.61)
III.	CASH FLOW FROM FINANCING ACTIVITIES		
	Proceeds from borrowings	1,823.63	3,093.14
	Repayment of borrowings	(883.33)	(146.84)
	Repayment of Lease Liabilities	(192.00)	-
	Interest Paid (net)	(374.88)	(258.12)
	Net cash flow from /(used) in financing activities.	373.43	2,688.18
IV.	NET INCREASE /(DECREASE) IN CASH & CASH EQUIVALENTS (I+II+III)	(13.28)	8.08

CASH FLOW STATEMENT FOR THE PERIOD ENDED MARCH 31, 2026

Amount Rs. in Lakhs

Particulars		Year ended 31.03.2026	Year ended 31.03.2025
V.	CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE FINANCIAL YEAR	22.78	14.70
	Effects of exchange rate changes on cash and cash equivalents		
VI.	CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	9.51	22.78

NOTES: Change in Equity

1 The Statement of cash flow has been prepared under the indirect method as set out in the IND AS -7 " Statement of Cash Flow" issued by the institute of Chartered Accountants of India.

2 Figures in bracket indicate cash outflow.

3 Cash and Cash equivalents (Note No.12)

Cash In hand	8.94	22.23
Balances with Scheduled banks in Current accounts	0.57	0.55
Balances per statement of cash flows	9.51	22.78

As per our Report of even date attached

For Nemani Garg Agarwal & Co.
Firm Regn. No. 010192N
Chartered Accountants

J.M. Khandelwal
Partner
M.No.: 074267

Place: New Delhi
Dated: 29th May, 2026

For and on behalf of the board

Ashok Kumar Kanodia
Executive Chairman
DIN: 00002563

Nikhil Kanodia
Managing Director
DIN: 03058495

Punit A. Bajaj
Company Secretary

Manmohan Singh
Chief Financial Officer

Statement of Changes in Equity for the period ended 31st March, 2026

Amount Rs. in Lakhs

EQUITY SHARE CAPITAL.

As at March 31, 2024	**1,384.88**
Changes in equity share capital.	
As at March 31, 2025	**1,384.88**
Changes in equity share capital.	
As at March 31, 2026	**1,384.88**

OTHER EQUITY	Reserves and Surplus					Other Comprehensive Income		
	Share Application Pending allotment	Equity component of compound financial instruments	Securities Premium Reserve	General Reserve	Retained Earnings	Changes in fair value of FVOCI equity instruments	Remeasurement of defined benefit plan -Other comprehensive income	Total
Balance as at March 31, 2024	-	-	-	84.09	18.26	-	1.49	103.84
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting period.								-
Total Comprehensive Income for the year	-	-	-	-	(57.64)	-	(8.55)	(66.19)
Transfer to retained earnings								-
Any other change to be specified.								-
Balance as at March 31, 2025	-	-	-	84.09	(39.38)	-	(7.06)	37.65
Changes in accounting policy or prior period errors								-
Restated balance at the beginning of the reporting period.								-
Total Comprehensive Income for the year	-	-	-	-	60.90	-	(3.16)	57.74
Transfer to retained earnings								-
Any other change to be specified.								-
Balance as at March 31, 2026	-	-	-	84.09	21.52	-	(10.22)	95.39

As per our Report of even date attached

For Nemani Garg Agarwal & Co.
Firm Regn. No. 010192N
Chartered Accountants

J.M. Khandelwal
Partner
M.No.: 074267

Place: New Delhi
Dated: 29th May, 2026

For and on behalf of the board

Ashok Kumar Kanodia
Executive Chairman
DIN: 00002563

Nikhil Kanodia
Managing Director
DIN: 03058495

Punit A. Bajaj
Company Secretary

Manmohan Singh
Chief Financial Officer

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

NOTE 1. CORPORATE INFORMATION

Precision Electronics Limited ('PEL' or 'the Company') is a public limited company domiciled and incorporated in India having its registered office at D-1081, New Friends Colony, New Delhi -110025. The Company's shares are listed and traded on Stock Exchanges in India. Established in 1979, Precision Electronics Limited (PEL) is a diverse telecom infrastructure enabler with active interest spanning telecom infrastructure development, system integration, and manufacture and supply of high-end telecom equipment.

The financial statements are approved for issue by the Company's Board of Directors on May 29th, 2026.

NOTE 2. APPLICATION OF NEW AND REVISED IND -AS

All the Indian Accounting Standards issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) read with Section 133 of the Companies Act, 2013 to the extent applicable have been considered in preparing these financial statements.

Accounting policies not specifically referred to otherwise, are consistent and in accordance

with Indian generally accepted accounting practices comprising of the mandatory

Accounting Standard, Guidance notes and other pronouncements issued by ICAI and the provision of the Companies Act, 2013.

NOTE 3. SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation

Compliance with Ind AS

In accordance with the notification dated February 16, 2015, issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 1, 2017 the Financial Statements have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015.

Historical Cost Convention

The Standalone Financial Statements have been prepared on the historical cost convention, on accrual basis and on the principal of going concern.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The Standalone Financial Statements are presented in Indian Rupees except where otherwise stated.

Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

a. Expected to be realized or intended to be sold or consumed in normal operating cycle.

b. Held primarily for the purpose of trading, or

c. Expected to be realized within twelve months after the reporting period other than for above, or

d. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

a) It is expected to be settled in normal operating cycle

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

b) It is held primarily for the purpose of trading

c) It is due to be settled within twelve months after the reporting period other than for (a) above, or

d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

Fair value measurement

The Company measures financial assets at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

The Company categorizes assets and liabilities measured at fair value into one of three levels as follows:

- Level 1 — Quoted (unadjusted)

This hierarchy includes financial instruments measured using quoted prices.

- Level 2

  Level 2 inputs include the following:

  a. quoted prices for similar assets or liabilities in active markets.

  b. quoted prices for identical or similar assets or liabilities in markets that are not active.

  c. inputs other than quoted prices that are observable for the asset or liability.

  d. Market – corroborated inputs.

- Level 3

  They are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants. Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

Non-current assets held for sale

Non-current assets and disposal group classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell.

Property Plant and Equipment

Property, Plant and Equipment and intangible assets are not depreciated or amortized once classified as held for sale.

For transition to Ind AS, the Company has elected to continue with the carrying value of its Property, Plant and Equipment (PPE) recognized as of April 1, 2016 (transition date) measured as per the Previous GAAP and used that carrying value as its deemed cost as on the transition date except leasehold land which is remeasured at fair value based on the lease payments and amortized over the period of lease.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

PPE are stated at actual cost less accumulated depreciation and impairment loss. Actual cost is inclusive of freight, installation cost, duties, taxes and other incidental expenses for bringing the asset to its working conditions for its intended use (net of CENVAT) and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended by the Management. It includes professional fees and borrowing costs for qualifying assets.

Significant Parts of an item of PPE (including major inspections) having different useful lives & material value or other factors are accounted for as separate components. All other repairs and maintenance costs are recognized in the statement of profit and loss as incurred.

Depreciation of these PPE commences when the assets are ready for their intended use.

Depreciation is provided for on PPE on straight line method on the basis of useful life. On assets acquired on lease (including improvements to the leasehold premises), amortization has been provided for on Straight Line Method over the period of lease.

The estimated useful lives and residual values are reviewed on an annual basis and if necessary, changes in estimates are accounted for prospectively.

Depreciation on subsequent expenditure on PPE arising on account of capital improvement or other factors is provided for prospectively over the remaining useful life.

The useful life of property, plant and equipment are as follows: -

Asset Class	**Useful Life**
Freehold Buildings	Office Building: 60 years
	Factory Building: 30 years
Leasehold Buildings	Over the period of lease
Plant & Machinery	15 years
Furniture & Fixtures	10 years
Electrical Installations	10 years
Computers	3 – 6 years
Office Equipment's	5 years
Vehicles	8 -10 years

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or over the shorter of the assets useful life and the lease term if there is an uncertainty that the company will obtain ownership at the end of the lease term.

An item of PPE is de-recognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of PPE is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

Fixed Assets costing below Rs. 5,000 is fully depreciated in year of purchase.

Intangible Assets

Deemed cost on transition to Ind AS

For transition to Ind AS, the Company has elected to continue with the carrying value of intangible assets recognized as of April 1, 2016 (transition date) measured as per the Previous GAAP and use that carrying value as its deemed cost as on the transition date.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Intangible assets

Recognition of intangible assets

Research and development

Research and development expenditure that do not meet the criteria as below, are recognized as an expense as incurred. Development costs previously recognized as an expense are not recognized as an asset in a subsequent period.

The company initially recognizes development expenses as intangible assets when the company can demonstrate:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- Its intention to complete and its ability and intention to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortization and accumulated impairment losses. Amortization of the asset begins when development is complete and the asset is available for use.

It is amortized over the period of expected future benefit. Amortization expense is recognized in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

During the period of development, the asset is tested for impairment annually.

Computer software

Purchase of computer software used for the purpose of operations is capitalized. However, any expenses on software support, maintenance, upgrade etc. payable periodically is charged to the Statement of Profit & Loss.

De-recognition of intangible assets

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in the Statement of Profit and Loss when the asset is derecognized.

Intangible assets under development

All costs incurred in development, are initially capitalized as Intangible assets under development till the time these are either transferred to Intangible Assets on completion or expensed as Software Development cost (including allocated depreciation) as and when determined to be of no further use.

Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame are recognized on the trade date, i.e. the date that the Company commits to purchase or sell the asset.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in following categories based on business model of the entity:

- Debt instruments at amortized cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

De-recognition

A financial asset is de-recognized only when

- The Company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, it evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognized.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is de-recognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset continues to be recognized to the extent of continuing involvement in the financial asset.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of Impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortized cost e.g., loans, debt securities, deposits, trade receivables and bank balance

b) Financial assets that are debt instruments and are measured as at FVTOCI

c) Lease receivables under Ind AS 17

d) Trade receivables or any contractual right to receive cash or another financial asset that results from transactions that are within the scope of Ind AS 11 and Ind AS 18

e) Loan commitments which are not measured at FVTPL

f) Financial guarantee contracts which are not measured at FVTPL.

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables and
- All lease receivables resulting from transactions within the scope of Ind AS 17.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L).

Financial liabilities

Financial liabilities and equity instruments issued by the company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Initial recognition and measurement

Financial liabilities are recognized when the company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortized cost unless at initial recognition, they are classified as fair value through profit and loss.

Subsequent measurement

Financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognized in the statement of profit and loss.

Trade and other payables

These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial period, which remain unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the Effective Interest Rate (EIR) method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Financial guarantee contracts

Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognized less cumulative amortization.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use.

Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets.

When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

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. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognized in the statement of profit and loss.

A previously recognized impairment loss (except for goodwill) is reversed only if there has been a change in the

assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited to the carrying amount of the asset.

Inventories

Inventories are valued at the lower of cost and net realizable value.

Costs incurred in bringing each product to its present location and conditions are accounted for as follows:

- Raw materials: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on Weighted Average Cost Method.
- Finished goods and work in progress: Cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Cost is determined on Weighted Average Cost Method.
- Traded goods: Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.
- Contract Work in Progress: It is valued at estimated cost.
- Loose Tools (Consumable): It is valued at cost.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Revenue recognition

Sale of Goods and Rendering of Services

Revenue from the sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Revenue includes sales during trial run but does not include GST. Liquidated damages are accounted for as and when they are ascertained.

Infra revenue and costs are recognized by reference to the stage of completion of the construction activity at the balance sheet date, as measured by the proportion that contract costs incurred for work performed to date bear to the estimated total contract costs. Where the outcome of the infra cannot be estimated reliably, revenue is recognized to the extent of the infra costs incurred if it is probable that they will be recoverable. In the case of contracts with defined milestones and assigned prices for each milestone, it recognizes revenue on transfer of significant risks and rewards which coincides with achievement of milestone and its acceptance by its customers. Provision is made for all losses incurred to the balance sheet date. Any further losses that are foreseen in bringing contracts to completion are also recognized. Variations in contract work, claims and incentive payments are recognized to the extent that it is probable that they will result in revenue and they are capable of being reliably measured. Contract revenue in excess of billing is reflected as unbilled revenue and billing in excess of contract revenue is reflected as unearned revenue.

Revenue in respect of long-term turnkey works contracts is recognized under percentage of completion method subject to such contracts having progressed to a reasonable extent. Revenue in respect of other works contracts and services is recognized on completed contract method

Interest income

For all debt instruments measured either at amortized cost or at fair value through other comprehensive income, interest income is recorded using EIR.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Dividends

Revenue is recognized when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

Rental income

Rental income arising from operating leases or on investment properties is accounted for on a straight-line basis over the lease term and is included in other non- operating income in the statement of profit and loss.

Insurance Claims and Export Incentives

Insurance claims and Export incentives are accounted for on receipts basis.

Leases

As a lessee

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to statement of profit and loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As a lessor

Lease income from operating leases where the Company is a lessor is recognized in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases.

Foreign currency transactions

The functional currency of the Company is Indian Rupees which represents the currency of the economic environment in which it operates.

Transactions in currencies other than the Company's functional currency are recognized at the rates of exchange prevailing at the dates of the transactions. Monetary items denominated in foreign currency at the year end and not covered under forward exchange contracts are translated at the functional currency spot rate of exchange at the reporting date.

Any income or expense on account of exchange difference between the date of transaction and on settlement or on translation is recognized in the profit and loss account as income or expense.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation difference on such assets and liabilities carried at fair value are reported as part of fair value gain or loss.

In case of forward exchange contracts, the premium or discount arising at the inception of such contracts is amortized as income or expense over the life of the contract. Further exchange difference on such contracts i.e. difference between the exchange rate at the reporting /settlement date and the exchange rate on the date of inception of contract/the last reporting date, is recognized as income/expense for the period.

Employee Obligations

Short term employee benefits: -

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when

the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Long-Term employee benefits

Compensated expenses which are not expected to occur within twelve months after the end of period in which the employee renders the related services are recognized as a liability at the present value of the defined benefit obligation at the balance sheet date.

Post-employment obligations

Defined contribution plans

Provident Fund and employees' state insurance schemes

All employees of the Company are entitled to receive benefits under the Provident Fund, which is a defined contribution plan. Both the employee and the employer make monthly contributions to the plan at a predetermined rate (presently 12%) of the employees' basic salary. These contributions are made to the fund administered and managed by the Government of India. In addition, some employees of the Company are covered under the employees' state insurance schemes, which are also defined contribution schemes recognized and administered by the Government of India.

The Company's contributions to both these schemes are expensed in the Statement of Profit and Loss. The Company has no further obligations under these plans beyond its monthly contributions.

Defined benefit plans

Gratuity

The Company provides for gratuity obligations through a defined benefit retirement plan (the 'Gratuity Plan') covering all employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement or termination of employment based on the respective employee salary and years of employment with the Company. The Company provides for the Gratuity Plan based on actuarial valuations in accordance with Indian Accounting Standard 19 (revised), "Employee Benefits". The Company makes annual contributions to Life Insurance Corporation of India for the Gratuity Plan in respect of employees. The present value of obligation under gratuity is determined based on actuarial valuation using Project Unit Credit Method, which recognizes each period of service as giving rise to additional units of employee benefit entitlement and measures each unit separately to build up the final obligation.

Defined retirement benefit plans comprising of gratuity, un-availed leave, post-retirement medical benefits and other terminal benefits, are recognized based on the present value of defined benefit obligation which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. These are accounted either as current employee cost or included in cost of assets as permitted.

Leave Encashment

The company has provided for the liability at period end on account of un-availed earned leave as per the actuarial valuation as per the Projected Unit Credit Method.

Actuarial gains and losses are recognized in OCI as and when incurred.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest as defined above), are recognized in other comprehensive income except those included in cost of assets as permitted in the period in which they occur and are not subsequently reclassified to profit or loss.

The retirement benefit obligation recognized in the Financial Statements represents the actual deficit or surplus in the

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of reductions in future contributions to the plans.

Termination benefits

Termination benefits are recognized as an expense in the period in which they are incurred.

Borrowing Costs

Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying asset are capitalized as part of cost of such asset. Other borrowing costs are recognized as an expense in the period in which they are incurred.

Borrowing costs consists of interest and other costs that an entity incurs in connection with the borrowing of funds.

Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable 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.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

Contingent assets are disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

Contingent liabilities are disclosed in the Financial Statements by way of notes to accounts, unless possibility of an outflow of resources embodying economic benefit is remote.

Cash Flow Statement

Cash flows are reported using the indirect method. The cash flows from operating, investing and financing activities of the Company are segregated.

Input Tax Credit (ITC)

The ITC available on purchase of raw materials, other eligible inputs and capital goods is adjusted against GST duty payable on sale of goods and supply of services. The unadjusted ITC is shown under the head "short term loans and advances".

Earnings per share

Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

Income taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses, if any.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of

amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Standalone Financial Statement. However, deferred tax liabilities are not recognized if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

The carrying amount of deferred tax assets are reviewed at the end of each reporting period and are recognized only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax liabilities are not recognized for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where the Company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognized for temporary differences between the carrying amount and tax bases of investments in subsidiaries, associates and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. 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 realize the asset and settle the liability simultaneously.

Dividend distribution tax paid on the dividends is recognized consistently with the presentation of the transaction that creates the income tax consequence.

Segment Accounting:

i) Segment Revenue & Expenses:

Joint revenue & expenses of the segments are allocated among them on reasonable basis. All other segment revenue and expenses are directly attributed to the segments.

ii) Segment Assets & liabilities:

Segment assets include plant & machinery, Inventory, security deposit, earnest money and material in transit and segment liabilities include sundry creditors.

iii) Inter Segment sales:

Inter segment sales between operating segments are accounted for at market price. These transactions are eliminated in consolidation.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

NOTE-4. PROPERTY, PLANT AND EQUIPMENT

Amount Rs. in Lakhs

	Land Leasehold Noida	Building Freehold	Plant and Machinery	Electric Installation	Lab Equipments and other Fixed assets	Computers	Office Equipments	Furnitures and fixtures	Vehicles	Mould and dies	Total
As at March 31,2024	24.44	205.27	1,010.25	-	58.45	130.56	82.13	116.55	127.93	18.35	1,773.93
Additions	-	-	822.38	-	-	6.12	4.74	0.62	-	-	833.86
Machine Under Installation	-	-	-	-	-	-	-	-	-	-	-
Disposal/ Adjustments	-	-	67.40	-	-	-	-	-	-	-	67.40
As at March 31,2025	24.44	205.27	1,765.24	-	58.45	136.68	86.87	117.17	127.93	18.35	2,540.39
Additions	-	-	886.87	176.37	-	14.30	3.02	31.18	11.39	-	1,123.13
Machine Under Installation	-	-	-	-	-	-	-	-	-	-	-
Disposal/ Adjustments	-	-	40.41	-	-	105.72	-	0.41	30.01	-	176.55
As at March 31,2026	**24.44**	**205.27**	**2,611.69**	**176.37**	**58.45**	**45.26**	**89.89**	**147.94**	**109.31**	**18.35**	**3,486.96**
Accumulated depreciation and impairment	-	-	-	-	-	-	-	-	-	-	-
As at March 31,2024	2.72	195.01	475.44	-	55.26	120.67	66.92	110.50	32.15	1.88	1,060.55
Depreciation for the year	0.39	-	62.28	-	0.04	2.60	4.24	0.88	11.08	1.55	83.05
Disposal/ Adjustments	-	-	-	-	-	-	-	-	-	-	-
Reversal of op bal adjs	-	-	-	-	-	-	-	-	-	-	-
As at March 31,2025	3.10	195.01	537.72	-	55.30	123.28	71.16	111.38	43.22	3.44	1,143.60
Depreciation for the year	0.39	-	114.61	1.83	0.06	7.10	7.74	5.72	19.00	1.77	158.22
Disposal/ Adjustments	-	-	11.95	-	-	101.91	-	0.41	21.5	-	135.83
Reversal of op bal adjs	-	-	-	-	-	-	-	-	-	-	-
As at March 31,2026	**3.49**	**195.01**	**640.38**	**1.83**	**55.36**	**28.47**	**78.90**	**116.69**	**40.66**	**5.20**	**1,166.00**
Net Book Value	-	-	-	-	-	-	-	-	-	-	-
As at March 31,2024	21.73	10.26	534.82	-	3.19	9.89	15.21	6.04	95.78	16.47	713.37
As at March 31,2025	21.34	10.26	1,227.52	-	3.15	13.40	15.71	5.79	84.70	14.91	1,396.78
As at March 31,2026	**20.95**	**10.26**	**1,971.31**	**174.54**	**3.09**	**16.78**	**10.99**	**31.25**	**68.65**	**13.15**	**2,320.96**

1 Gross Block and Net Block of Fixed assets are net of provision for impairment.

2 The Company has elected to continue with the carrying value of its Property, Plant & Equipment (PPE) recognized as of April 1, 2016 (transition date) measured as per the previous GAAP and used that carrying value as its deemed cost as on the transition date except for decommissioning liabilities included in the cost of other Property, Plant and Equipment (PPE) which has been adjusted in terms of para D 21 of IND AS 101 and leasehold land at Noida.

3 Significant estimate : useful life of tangible assets.

The company has estimated the useful life of the tangible assets based on the expected technical obsolescence of such assets. However , the actual useful life may be shorter or longer than the life taken, depending on technical innovations and competitor actions.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Amount Rs. in Lakhs

NOTE-5. OTHER INTANGIBLE ASSETS

		As at March 31, 2026		As at March 31, 2025
Application Software				
Cost or Deemed cost				
Opening Balance	18.34	-	10.68	-
Addition during the year	1.93	-	12.20	-
Disposal/adjustment/transfer	-	20.27	-	22.88
Accumulated amortization	-	-	-	-
Opening Balance	-	-	-	-
Additions during the year	10.87	-	4.54	-
Disposal/adjustment/transfer	-	10.87	-	4.54
	-	9.40	-	18.34

1. The Company has elected to continue with the carrying value of its Intangible Assets, recognized as of April , 2016(transition date) measured as per the previous GAAP and used that carrying value as its deemed cost as on the transition date.
2. Significant estimate: Useful life of intangible assets.

   The Company estimates the life of the software to be 3 years based on the expected technical obsolescence of such assets . However , the actual useful life may be shorter or longer than 3 years, depending on technical innovations and competitor actions.

NOTE-5A. RIGHT TO USE ASSETS

Amount Rs. in Lakhs

	As at March 31, 2026	As at March 31, 2025
Lease hold Improvement (Faridabad)		
Gross Value	1,427.07	-
Less Amortisation	26.43	-
Less Transfer to Pre-operative	132.14	-
Balance as on 31.03.2026	1,268.51	-

NOTE-6. Capital Assets under Development

Amount Rs. in Lakhs

	As at March 31, 2026	As at March 31, 2025
Application Software		
Gross Cost		
Opening Balance	507.03	-
Addition during the year	2,284.87	507.03
Less: Transfer to Assets	1,640.47	-
	1,151.43	507.03

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Capital Work-in Progress (CWIP)- Ageing Schedule as at 31 March 2026

Amount Rs. in Lakhs

Capital Work-in Progress (CWIP)	Amount in CWIP for the period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Plant and Machinery under Installation	1,151.43	-	-	-	1,151.43

Capital Work-in Progress (CWIP)- Ageing Schedule as at 31 March 2025 Amount Rs.in Lakhs

Capital Work-in Progress (CWIP)	Amount in CWIP for the period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Plant and Machinery under Installation	507.03	-	-	-	507.03

NOTE-7. DEFERRED TAX ASSETS (NET) Amount Rs. in Lakhs

	As at March 31, 2026	As at March 31, 2025
Deferred Tax Assets (Net)		
A) Deferred Tax Assets		
Provision for doubtful receivable & Advances	15.08	10.00
Expenses disallowed u/s 43B of Income Tax Act, 1961	44.54	28.81
Accumulated losses and unabsorbed depreciation as per Income Tax Act.	218.76	235.56
Mat Credit Entitlement	59.86	85.36
	338.24	**359.73**
B) Deferred Tax Liability		
Difference between WDV of Income tax and Companies Act	60.04	31.46
C) Deferred Tax assets/(Liability) on OCI	1.11	3.00
D) Deferred Tax Assets/(Liability) Net (A-B+C)	**279.30**	**331.28**

Significant estimate:

The Company has recognised deferred tax assets on carried forward tax losses.The company has concluded that the deferred tax assets will be recoverable using the estimated future taxable income based on the approved business plans and budgets . The losses can be carried forward for a period of 8 years as per local tax regulations and the company expects to recover the losses.

Movement in Deferred tax assets

	Tax Losses	Defined Benefit Obligation	Mat Credit Entitlement	Other Items	Total
As at March 31,2024	200.97	25.36	84.20	10.00	320.53
(Charged) / credited	-	-	-	-	-
- to profit or loss	3.14	3.45	1.16	-	7.75
- to other comprehensive income	-	3.00	-	-	3.00
- Deferred tax on basis adjustments	-	-	-	-	-
As at March 31,2025	204.10	31.81	85.36	10.00	331.28
(Charged) / credited	-	-	-	-	-
- to profit or loss	-45.39	12.73	-25.50	5.08	-53.08
- to other comprehensive income	-	1.11	-	-	1.11
- Deferred tax on basis adjustments	-	-	-	-	-
As at March 31,2026	**158.71**	**45.65**	**59.86**	**15.08**	**279.30**

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Amount Rs. in Lakhs

NOTE-8. NON CURRENT FINANCIAL ASSETS OTHER

	As at March 31, 2026	As at March 31, 2025
Fixed deposits with Bank (Maturity more than twelve months)		
(Lien with bank against BG & Term Loan limits)	**208.50**	148.51
Security Deposits	**59.67**	11.40
Total	**268.16**	159.91

NOTE-9. OTHER NON CURRENT ASSETS

Amount Rs. in Lakhs

	As at March 31, 2026	As at March 31, 2025
Prepaid Expenses	**27.90**	6.03
Advances for Capital Goods (Machinery)	**16.71**	976.92
Total	**44.61**	982.95

NOTE-10 INVENTORIES

Amount Rs. in Lakhs

	As at March 31, 2026	As at March 31, 2025
Inventories (As certified and valued by the management)		
Raw Materials & Components	**1,063.55**	1,094.64
Goods-in-process (Manufacturing)	**592.85**	495.80
Finished Goods	**34.87**	359.74
Stores & Spare Parts	**39.48**	60.69
Total	**1,730.76**	2,010.89

NOTE-11 CURRENT FINANCIAL ASSETS - TRADE RECEIVABLES

Amount Rs. in Lakhs

	As at March 31, 2026	As at March 31, 2025
Unsecured - Considered good:	1,744.76	1,270.41
Less;- Provision for doubtful debts	58.00	38.47
Total	**1,686.76**	**1,231.94**

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

NOTE-11.1 AGE OF RECEIVABLES AS ON 31.03.2026 **Amount Rs. in Lakhs**

Particulars	Outstanding for following periods from the due date of payment					
	Less Than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	1,475.51	69.08	141.93	0.25	-	1,686.76
(ii) Undisputed Trade receivables - considered doubtful.	-	-	-	-	58.00	58.00
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered doubtful.	-	-	-	-	-	-

NOTE-11.1 AGE OF RECEIVABLES AS ON 31.03.2025 **Amount Rs. in Lakhs**

Particulars	Outstanding for following periods from the due date of payment					
	Less Than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	1,057.51	144.19	5.24	25.00	-	1,231.94
(ii) Undisputed Trade receivables - considered doubtful.	-	-	-	-	38.47	38.47
(iii) Disputed Trade receivables - considered good	-	-	-	-	-	-
(iv) Disputed Trade receivables - considered doubtful.	-	-	-	-	-	-

NOTE-12 CURRENT FINANCIAL ASSETS - CASH & CASH EQUIVALENTS **Amount Rs. in Lakhs**

	As at March 31, 2026	As at March 31, 2025
Balances with Banks	**0.57**	0.55
Cash in Hand	**8.94**	22.23
Total	**9.51**	22.78

NOTE-13 CURRENT FINANCIAL ASSETS - OTHER BANK BALANCES **Amount Rs. in Lakhs**

	As at March 31, 2026	As at March 31, 2025
Fixed Deposit with Bank (Maturity less than twelve months)	**806.06**	559.34
(Lien with bank against BG & Term Loan limits)		
Total	**806.06**	559.34

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

NOTE-14 CURRENT FINANCIAL ASSETS - OTHER ASSETS/ADVANCES

Amount Rs. in Lakhs

	As at March 31, 2026	As at March 31, 2025
Advances other than capital advances		
a. Security Deposits		
Secured - Considered good;	**0.22**	0.69
b. Other advances		
Unsecured - Considered good;	**249.18**	166.43
Total	**249.40**	167.12

NOTE-15 CURRENT TAX ASSETS (NET)

Amount Rs. in Lakhs

	As at March 31, 2026	As at March 31, 2025
Advance tax/TDS(net of tax)	**0.02**	15.24
MAT credit entitlement	**-**	1.16
Total	**0.02**	16.40

NOTE-16 OTHER CURRENT ASSETS

Amount Rs. in Lakhs

	As at March 31, 2026	As at March 31, 2025
Balance with Central Excise, GST , VAT and custom authorities	**760.79**	259.16
Interest Receivable	**0.15**	0.32
Prepaid expenses	**41.71**	38.75
Others	**15.91**	9.31
Total	**818.57**	307.54

NOTE-17 EQUITY SHARE CAPITAL

Amount Rs. in Lakhs

	As at March 31, 2026	As at March 31, 2025
Authorised Share Capital		
2,00,00,000 nos of equity share of Rs. 10 each		
(PY 2,00,00,000 nos of equity share of Rs. 10 each)		
At the beginning of the period	**2,000.00**	2,000.00
Increase during the year	**-**	-
As at end of the period	**2,000.00**	2,000.00

(i) ISSUED , SUBSCRIBED AND PAID UP

Amount Rs. in Lakhs

	As at March 31, 2026	As at March 31, 2025
1,38,48,512 Equity shares of Rs 10/- each fully paid up.	**1,384.85**	1,384.85
(PY 1,38,48,512 Equity shares of Rs 10/- each fully paid up)		
Add: Forfieted Shares (Amount paid up)	**0.03**	0.03
Total	**1,384.88**	1,384.88

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(ii) MOVEMENT IN EQUITY SHARE CAPITAL

	As at March 31, 2026	As at March 31, 2025
	No. of shares held in Lakhs	No. of shares held in Lakhs
At the beginning of the period	**138.49**	138.49
Add: Shares issued during the year	**-**	-
Add: Bonus shares issued during the year.	**-**	-
Less: Shares bought back during the year	**-**	-
As at end of the period	**138.49**	138.49

The Company has only one class of Equity Shares having a par value of Rs.10 per equity share . The holders of the equity shares are entitled to receive dividend as declared from time to time and are entitled to voting rights proportionate to their shareholdings at the meeting of shareholders.

(iii) Share held by promoters at the end of the year 2025-26

S.NO	Promoter Name	No. of Shares	% of total shares	% Change during the year
1	NIKHIL KANODIA	34.16	24.67	-
2	ASHOK KANODIA	1.03	0.74	-
3	ASHOK KANODIA (HUF)	0.80	0.58	-
4	GAURI KANODIA	0.20	0.15	-
5	VEENA KANODIA	0.08	0.06	-
6	AMARTYA KANODIA	0.00	0.00	-
7	VM FARMS PRIVATE LIMITED	0.15	0.11	-
8	SNK ELECTRONICS PVT LTD	0.06	0.05	-
9	HANS JURGEN WAGNER	1.90	1.37	-
10	KNOWLEDGE HOLDINGS & INVESTMENTS PTE. LTD.	31.60	22.82	-
	Total	**69.98**	**50.53**	-

(iv) Share held by promoters at the end of the year 2024-25

S.NO	Promoter Name	No. of Shares	% of total shares	% Change during the year
1	NIKHIL KANODIA	34.16	24.67	-
2	ASHOK KANODIA	1.03	0.74	-
3	ASHOK KANODIA (HUF)	0.80	0.58	-
4	GAURI KANODIA	0.20	0.15	-
5	VEENA KANODIA	0.08	0.06	-
6	VM FARMS PRIVATE LIMITED	0.15	0.11	-
7	SNK ELECTRONICS PVT LTD	0.06	0.05	-
8	HANS JURGEN WAGNER	1.90	1.37	-
9	KNOWLEDGE HOLDINGS & INVESTMENTS PTE. LTD.	31.60	22.82	-
	Total	**69.98**	**50.53**	-

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(v) Shareholders holding more than 5 percent of Equity Shares	Amount Rs. in Lakhs	
	As at March 31, 2026	As at March 31, 2025
	No. of shares held	No. of shares held
Knowledge Holding and Investment Pte Ltd	31.60	31.60
Percentage of Holdings	22.82%	22.82%
Mr. Nikhil Kanodia	34.16	34.16
Percentage of Holdings	24.67%	24.67%
Mr. Hardeep Singh Banga	34.46	34.46
Percentage of Holdings	24.88%	24.88%

NOTE-18 OTHER EQUITY

	Amount Rs. in Lakhs	
	As at March 31, 2026	As at March 31, 2025
(i) General Reserve	**84.09**	84.09
(ii) Retained Earnings	**11.30**	(46.44)
	95.39	37.65

(i) RETAINED EARNINGS

	As at March 31, 2026	As at March 31, 2025
Opening Balance	**(46.44)**	19.75
Changes in accounting policy or prior period items	**-**	-
Net Profit for the period	**60.90**	(57.64)
Items of Other Comprehensive Income recognised directly in Retained Earnings.	**-**	-
Remeasurement of Defined Benefit plans	**(3.16)**	(8.55)
Closing Balance	**11.30**	(46.44)

NOTE-19 NON CURRENT FINANCIAL LIABILITIES - BORROWINGS

	Amount Rs. in Lakhs	
	As at March 31, 2026	As at March 31, 2025
Secured Loan		
Vehicle Loans*	**10.56**	20.66
Machinery Loans**	**1,542.76**	1,874.50
Unsecured Loan		
Loans from Director	**998.54**	841.71
MSME Loan (SIB)***	**2.69**	35.03
Total	**2,554.55**	2,771.90

Security
*Hypothecation of Car
** Hypothecation of machinery financed and lien of FDR.
Terms of Repayment
** Balance Principal Monthly Installment of Rs. 2,69,444 for 13 Months.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

NOTE-20 NON CURRENT FINANCIAL LIABILITIES-LEASE LIABILITIES **Amount Rs. in Lakhs**

	As at March 31, 2026	As at March 31, 2025
Leasehold Obligations	**1,300.70**	8.72
Total	**1,300.70**	8.72

NOTE-21 NON CURRENT PROVISIONS **Amount Rs. in Lakhs**

	As at March 31, 2026	As at March 31, 2025
Provisions for Employee Benefits	**126.23**	104.59
Total	**126.23**	104.59

NOTE-22 CURRENT FINANCIAL LIABILITIES - BORROWINGS **Amount Rs. in Lakhs**

	As at March 31, 2026	As at March 31, 2025
Secured Loan		
(i) from Banks- Secured*	**958.70**	1,191.70
(ii) from NSIC**	**297.20**	206.28
Unsecured Loan		
(i) MSME Loan (SIB)	**32.33**	32.33
(ii) Loans from Director	**102.22**	-
(iii) Inter Corporate Deposit	**1,411.04**	421.76
	2,801.49	1,852.07

* Working capital facilities from The South Indian Bank Limited is secured by way of hypothecation of stock of raw materials, finished and semi finished goods, stores and spares, debtors , present and future , other current assets, fixed, movable assets, equitable mortgage of immovables of company and are also personally guaranteed by Chairman and Managing Director of the company.

**Raw Material Assistance Scheme from NSIC against BG issued by South Indian Bank Ltd.

NOTE-23 CURRENT FINANCIAL LIABILITIES - TRADE PAYABLES **Amount Rs. in Lakhs**

	As at March 31, 2026	As at March 31, 2025
For Goods & Services		
Trade payables due for payment.	**1,128.37**	913.68
	1,128.37	913.68

NOTE-23.1 as on 31.03.2026 **Amount Rs. in Lakhs**

Particulars	Outstanding for following periods from the due date of payment				
	Less Than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	92.07	-	-	-	92.07
(ii) Others	877.45	158.85	-	-	1,036.30
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

NOTE-23.1 as on 31.03.2025 **Amount Rs. in Lakhs**

Particulars	Outstanding for following periods from the due date of payment				
	Less Than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	234.70	-	-	-	234.70
(ii) Others	675.26	2.61	-	1.12	678.98
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-

NOTE-24 CURRENT LIABILITIES - OTHER FINANCIAL LIABILITIES **Amount Rs. in Lakhs**

		As at March 31, 2026	As at March 31, 2025
a)	Current maturities of long term debts		
	Secured		
	Loans from others	**-**	-
	South Indian Bank Vehicle Loan	**11.06**	12.74
	SIDBI Machine Loan	**342.00**	207.25
	SIB Machine Loan	**109.12**	35.04
	Yes Bank Machine Loan	**10.45**	9.36
b)	Interest Accrued	**-**	-
		472.62	264.40

NOTE-25 CURRENT LIABILITIES - OTHER CURRENT LIABILITIES **Amount Rs. in Lakhs**

		As at March 31, 2026	As at March 31, 2025
a)	Advances from customers	**206.58**	238.40
b)	Others:		
	i) Creditors for capital goods	**-**	-
	ii) Expenses Payable	**123.56**	19.05
	iii) Other Employees related liabilities	**83.73**	42.84
	iv) Statutory Liabilities	**239.28**	56.38
	v) Leasehold Obligations	**64.21**	-
		717.36	356.67

NOTE-26 CURRENT LIABILITIES - PROVISIONS **Amount Rs. in Lakhs**

	As at March 31, 2026	As at March 31, 2025
Provision for Employee Benefits	**49.34**	17.76
Provision for Income Tax	**12.53**	-
	61.87	17.76

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Amount Rs. in Lakhs

NOTE-27. REVENUE FROM OPERATIONS

	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of products	**7,628.70**	4,121.15
Sale of Services	**217.94**	583.19
	7,846.64	4,704.34
Other Operating Revenue		
Duty Drawback	**17.93**	3.67
Sales of Scrap	**26.26**	2.40
Rodtep	**10.83**	-
Total	**7,901.65**	4,710.41

NOTE-28. OTHER INCOME

Amount Rs. in Lakhs

	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit on Sale of Fixed Assets	**2.67**	-
Interest Income	**55.33**	19.98
Others	**14.14**	17.98
Total	**72.14**	37.96

NOTE-29. COST OF MATERIAL CONSUMED

Amount Rs. in Lakhs

	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Stock	**1,094.64**	805.27
Add: Purchases during the year	**3,762.48**	2,697.81
	4,857.12	3,503.08
Less: Closing Stock	**1,063.55**	1,094.64
Total	**3,793.57**	2,408.43

NOTE-30 CHANGES IN INVENTORIES OF WORK IN PROGRESS, STOCK IN TRADE AND FINISHED GOODS

Amount Rs. in Lakhs

	For the year ended March 31, 2026	For the year ended March 31, 2025
Valued and as certified by Management		
Opening Stock		
- Finished Goods (Manufacturing)	**359.74**	-
- Goods-in-process (Manufacturing)	**495.80**	539.78
- Goods-in-process (Infra Services)	**-**	77.63
Closing Stock		
- Finished Goods (Manufacturing)	**34.87**	359.74
- Goods-in-process (Manufacturing)	**592.85**	495.80
- Goods-in-process (Infra Services)	**-**	-
Total	**227.82**	(238.14)

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

NOTE-31. OTHER DIRECT COSTS

Amount Rs. in Lakhs

	For the year ended March 31, 2026	For the year ended March 31, 2025
Project and labour service charges	**338.33**	349.66
Consumption of Stores and Spares Parts.	**241.31**	57.34
Die Making Charges	**5.35**	-
Job Work Expenses	**240.28**	176.37
Total	**825.27**	583.37

NOTE-32. EMPLOYEE BENEFIT EXPENSES

Amount Rs. in Lakhs

	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries, wages and allowances*	**1,092.08**	769.81
Contribution to Provident and ESI Funds	**21.49**	19.64
Workmen and staff welfare expenses	**39.17**	37.94
Total	**1,152.74**	827.39

*Including Directors Remuneration for the Current Financial Year Rs. 109.78 Lakhs and Previous Year Rs. 104.35 Lakhs

NOTE-33. FINANCE COSTS

Amount Rs. in Lakhs

	For the year ended March 31, 2026	For the year ended March 31, 2025
Bank Loan Interest	**176.87**	137.92
Other Interest*	**180.27**	80.28
Bank Charges	**16.10**	17.11
Other Borrowing costs	**20.78**	22.81
Total	**394.02**	258.12

* Including Interest paid to Director for Current Financial Year Rs. 75.11 Lakhs and Previous Year Rs. 54.29 Lakhs

NOTE-34. OTHER EXPENSES

Amount Rs. in Lakhs

	For the year ended March 31, 2026	For the year ended March 31, 2025
Power and fuel	**116.02**	68.08
Rent	**134.07**	8.00
Security and House Keeping Services	**45.21**	14.81
Directors Sitting Fees	**9.25**	8.00
Repairs & Maintenance		
- Building	**1.87**	25.05
- Plant & Machineries	**13.17**	12.69
- Others	**10.99**	11.15
Insurance	**16.25**	10.21
Telephone & Internet expenses	**8.80**	7.31
Legal and professional fee	**236.18**	172.52
Technical Consultancy	**148.61**	19.36

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Testing fee	**43.19**	26.99
Auditor fees		
Statutory Audit	**4.50**	4.50
Tax audit	**0.50**	0.50
Other matters	**-**	-
Reimbursement of expenses	**-**	-
Travelling & Conveyance expenses (including foreign travel)*	**137.13**	154.44
Marketing & Distribution expenses	**148.78**	152.19
Loss on sales/ written off of Fixed assets	**1.33**	-
Vehicle Running Maintenance	**22.63**	14.40
Miscellaneous expenses	**123.33**	92.59
Provision for Trade receivables	**19.53**	-
Total	**1,241.34**	802.80

*Including Directors foreign Travelling for the Current Financial Year Rs. 14.20 Lakhs and Previous Year Rs. 25.51 Lakhs

NOTE-35. EARNINGS PER SHARE (EPS) - IN ACCORDANCE WITH THE INDIAN ACCOUNTING STANDARD (IND AS -33)

Amount Rs. in Lakhs(Except EPS)

		For the year ended March 31, 2026	For the year ended March 31, 2025
(A)	**Basic & Diluted Earnings per share before extra ordinary items**		
	Profit /(Loss) after tax	**60.90**	(57.64)
	Profit attributable to ordinary shareholders	**60.90**	(57.64)
	Weighted average number of ordinary shares	**138.49**	138.49
	(used as denominator for calculating basic EPS)	**-**	-
	Weighted average number of ordinary shares	**138.49**	138.49
	(used as denominator for calculating diluted EPS)	**-**	-
	Nominal value of ordinary share (Rs.)	**10.00**	10.00
	Earnings per share basic (Rs.)	**0.44**	(0.42)
	Earnings per share diluted (Rs.)	**0.44**	(0.42)
(B)	**Basic & Diluted Earnings per share after extra ordinary items**	**-**	-
	Profit /(Loss) after tax	**60.90**	(57.64)
	Profit attributable to ordinary shareholders	**60.90**	(57.64)
	Weighted average number of ordinary shares	**138.49**	138.49
	(used as denominator for calculating basic EPS)	**-**	-
	Weighted average number of ordinary shares	**138.49**	138.49
	(used as denominator for calculating diluted EPS) (Rs.)	**-**	-
	Nominal value of ordinary share	**10.00**	10.00
	Earnings per share basic (Rs.)	**0.44**	(0.42)
	Earnings per share diluted (Rs.)	**0.44**	(0.42)

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note 36. Critical Accounting Estimates and Judgments

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. This note provides an overview of the areas that involved a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgments are:

1 Note 4 : Useful life of tangible assets

2. Note 5 : Useful life of intangible assets

3. Note 6 : Useful life of capital work in progress.

4. Note 7 : Deferred Tax Assets

5. Note 37 : Contingent liabilities

6. Note 43 : Defined benefit obligation

Estimates and judgments are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

Note-37. Contingent Liabilities, Capital and Other Commitments **Amount Rs in lakhs**

			Amount as at 31.03.2026	Amount as at 31.03.2025
A.	Contingent Liabilities not provided for:			
	i)	Guarantees and LC	**696.96**	784.13
		Less : Bank balances in restricted Fixed Deposits. held under lien as margin money	**76.47**	117.56
			620.49	666.57
	ii)	Disputed demands in respect of Central Sales Tax and Value Added Tax	**9.99**	9.99
		Less:- Deposit for Above Demand	**9.99**	9.99
	iii)	Disputed demands in respect of GST	**145.68**	84.83
		Less: Deposit for GST	**11.86**	27.92
B.	Commitments			
	i)	Capital Commitments net of Advances	**14.77**	-
	ii)	Other Commitments	**-**	-

Note-38. Balances of Trade Receivables, Short Term Loans & Advances, Long Term Loans & Advances, Other Current Assets, Other borrowings, Trade Payables are subject to confirmation from the parties.

Note-39. Income from operations for the year ended 31 March 2026 is net of Goods and Service Tax (GST).

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note -40. Disclosure required under Micro, Small and Medium Enterprises Development Act, 2006 (the Act) are given as follows:

Amount Rs. in Lakhs

	Particulars	As at March 31, 2026	As at March 31, 2025
a.	Principal amount payable	**Nil**	232.54
	Interest due on above	**Nil**	Nil
b.	Interest paid during the period beyond the appointed day	**Nil**	Nil
c.	Amount of interest due and payable for the period of delay in making payment without adding the interest specified under the Act.	**Nil**	Nil
d.	Amount of interest accrued and remaining unpaid at the end of the period	**2.86**	2.86
e.	Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually, paid to small enterprises for the purpose of disallowance as a deductible expenditure under Sec.23 of the Act	**0.51**	Nil

Note: The above information and that given in Note No. 23 'Trade Payables' regarding Micro, Small and Medium Enterprises has been determined based on information available with the Company.

Note-41. Total cash outflow for leases for the year ended 31 March 2026 was Rs.326.07 lakh for short term (Previous year 2024-25 Rs 8.00 lakh for short term)

Maturity of lease liabilities

The lease liabilities are secured by the related underlying assets. Future minimum lease payments were as follows:

(Rs. In Lakh)

31 March-26	Minimum Lease Payments Due						
	Within 1 year	1-2 Years	2-3 Years	3-4 Years	4-5 Years	More Than 5 Years	Total
Factory Land at Faridabad							
Lease Payments	201.60	211.68	222.26	233.38	245.05	811.13	1925.10
Interest Expenses	114.52	106.37	95.96	83.89	69.67	98.54	568.95
Net Present Value	87.08	105.31	126.30	149.49	175.38	712.59	1356.15

Note- 42. Related Party Disclosure

Information about Related Parties as required by Ind AS-24

A) List of Related Party

i) Relative of the Key Management Personnel and their Enterprises/ Associates where the Transactions have taken place.

a) M/s Dinanath Kanoria & Co. (Director of the Company is Partner)
b) M/s Victora Hospitalities Pvt. Ltd.(Relative of the Director of Company is Director)
c) M/s Victora Stock Invest Pvt. Ltd.(Relative of the Director of Company is Director)
d) M/s Victura Technologies Pvt. Ltd. (Common Director)
e) M/s Victora Automotive Pvt. Ltd.(Common Director)
f) M/s Cutting Edge Technologies (Director of the Company is Partner)
g) M/s S. M. Industrial Consultants Pvt. Ltd. (Common Director)
h.) Mrs. Jatinder Kaur Banga (Relative of Director)

ii) Key Management Personnel

a) Mr. Ashok Kumar Kanodia - (Executive Chairman)
b) Mr. Nikhil Kanodia – (Managing Director)
c) Mr. Manmohan Singh (C.F.O) w.e.f. 30.05.25
d) Ms. Veenita Khurana (Company secretary of the Company) upto 30.06.25
e) Mr. Punit A.Bajaj (Company secretary of the Company) w.e.f 06.08.25
f) Mr. Amitbir Singh Banga (Director) w.e.f 11.11.25.
g) Mr. Harbir Singh Banga (Director) up to 11.11.25.
h) Mrs. Preeti Grover (Independent Director)
I) Mr. Deepto Roy (Independent Director).
j) Mr. Dinesh Kumar Batra (Independent Director).

B) Transactions with Related Parties

i) Relatives of Key Management Personnel and their Enterprises/ Associates where transactions have taken place. .

	Current Year (Rs. In Lakhs)	Previous Year (Rs.in Lakhs)
Rent	**315.14**	2.78
Interest	**64.41**	2.76
Purchase	**90.72**	69.70
Purchase Capital Goods	**38.55**	152.99
Sale	**27.10**	9.86
Amount payable	**288.85**	184.49
Unsecured loan taken during the year	**1210.00**	240.00
Unsecured loan repaid during the year	**240.00**	Nil
Unsecured loan at year-end	**1210.00**	240.00
ii) Key Management Personnel		
Remuneration including perquisites	**112.92**	108.66
Interest	**75.11**	54.29
Salary including Perquisites	**48.59**	35.34
Unsecured loan taken during the year	**250.00**	15.00
Unsecured loan repaid during the year	**Nil**	Nil
Unsecured loan at year – end	**855.26**	605.26
Amount payable other than unsecured loan	**289.81**	274.77
Directors Sitting Fees	**9.25**	8.00

Note-43. Report Under Ind AS -19 Employee Benefits (Revised 2005)

During the year, Company has recognised the following amounts in the financial statements as per Ind AS - 19 "Employees Benefits" issued by ICAI:

a) Defined Contribution Plan

Contribution to Defined Contribution Plan recognised and charged during the year:

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Amount Rs. In Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Employer's Contribution to Provident Fund	**5.83**	5.13
Employer's Contribution to Pension Scheme	**13.23**	11.62

b) Defined Benefit Plan

The employees' gratuity fund scheme is managed by Life Insurance Corporation of India which is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation for leave encashment is recognised in the same manner as gratuity.

1. Actuarial Assumptions

Particulars	Gratuity		Leave Encashment	
	Current year	Previous year	**Current year**	Previous year
Discount Rate	**7.70%**	6.93%	**7.70%**	6.93%
Salary Escalation	**7.00%**	7.00%	**7.00%**	7.00%
Mortality Table	**2012-14 (IALM**	2012-14 (IAL Ultimate)	**2012-14 (IALM**	2012-14 (IAL Ultimate)

The Present value of Obligation is as per Projected Unit Credit Method.

2. Table showing changes in present value of obligations **Amount Rs. In Lakhs**

Particulars	Gratuity		Leave Encashment	
	Current year	Previous year	**Current year**	Previous year
Present value of obligations as at beginning of year	**145.53**	131.31	**27.35**	19.12
Interest cost	**10.09**	9.49	**1.90**	1.38
Current Service Cost	**18.08**	12.35	**9.02**	4.71
Past Service Cost	**13.46**	-	**1.88**	-
Benefits Paid	**(17.15)**	(13.04)	**(1.92)**	(3.84)
Actuarial (gain)/Loss on Obligations	**7.14**	5.41	**(3.28)**	5.98
Present value of obligations as at end of year	**177.15**	145.53	**34.94**	27.35

3. Table showing changes in the fair value of plan assets **Amount Rs. in Lakhs**

Particulars	Gratuity		Leave Encashment	
	Current year	Previous year	**Current year**	Previous year
Fair value of plan assets at beginning of years	**50.63**	50.63	-	-
Expected return on plan assets	**3.54**	3.88	**-**	-
Contributions	**-**	9.23	**-**	-
Benefits paid	**(17.15)**	(13.04)	**-**	-
Actuarial (gain)/Loss on Plan Assets	**(0.47)**	(0.16)	**-**	-
Fair value of Plan assets as at end of year	**36.52**	50.53	**-**	-

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

4. Table showing fair value of plan assets **Amount Rs. in Lakhs**

Particulars	Gratuity		Leave Encashment	
	Current year	Previous year	**Current year**	Previous year
Fair value of plan assets at beginning of years	**50.63**	50.63	-	-
Actual return on plan assets	**3.07**	3.72	-	-
Contributions	**-**	9.23	-	-
Benefits paid	**(17.15)**	(13.04)	-	-
Fair value of Plan assets as at end of year	**36.52**	50.53	-	-
Present Value of obligation at the year end	**177.15**	145.53		
Funded Status	**(140.63)**	(94.99)		
Excess of actual over estimated return on Plan Assets.	**(0.47)**	(0.16)	-	-

5. Actuarial Gain/Loss recognized **Amount Rs. In Lakhs**

Particulars	Gratuity		Leave Encashment	
	Current year	Previous year	**Current year**	Previous year
Actuarial gain/Loss for the year Obligations	**(7.14)**	(5.41)	**3.28**	(5.98)
Actuarial gain/Loss for the year Plan assets	**0.47**	0.16	**-**	-
Total (gain) /Loss for the year	**7.61**	5.57	**(3.28)**	5.98
Actuarial (gain)/Loss recognized In the year	**7.61**	5.57	**(3.28)**	5.98
Unrecognized Actuarial (Gain)/Loss at the end of the IVP	**-**	-	**-**	-

6. The amount to be recognized in the balance sheet **Amount Rs. in Lakhs**

Particulars	Gratuity		Leave Encashment	
	Current year	Previous year	**Current year**	Previous year
Present value of obligations as at the end of year	**177.15**	145.53	**34.94**	27.35
Fair value of plan assets as at the end of the year	**36.52**	50.53	**-**	-
Funded status	**(140.63)**	(94.99)	**(34.94)**	(27.35)
Net assets/ (liability) recognized In the balance sheet	**(140.63)**	(94.99)	**(34.94)**	(27.35)

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

7. Expenses Recognized in statement of Profit & Loss **Amount Rs. in Lakhs**

Particulars	Gratuity		Leave Encashment	
	Current year	Previous year	**Current year**	Previous year
Current Service cost	18.08	12.35	9.02	4.71
Past Service Cost	13.46	-	1.88	-
Interest Cost	10.09	9.49	1.90	1.38
Expected return on plan assets	(3.54)	(3.88)	-	-
Net Actuarial (gain)/Loss recognized in the year	7.61	5.57	(3.28)	5.98
Expenses recognized in statement of Profit & Loss	45.70	23.54	9.51	12.07

8. Expenses Recognized in statement of Other Comprehensive Income **Amount Rs. in Lakhs**

Particulars	Gratuity		Leave Encashment	
	Current year	Previous year	**Current year**	Previous year
Net Actuarial (gain)/Loss recognized in the year	**7.61**	5.57	**(3.28)**	5.98
Expenses recognized in statement of Profit & Loss	**45.70**	23.54	**9.51**	12.07

Note- 44. Derivative instruments and unhedged foreign currency exposure

The Company has no outstanding derivative instrument at the year-end. The amount of foreign currency exposure that are not hedged by derivative instruments or otherwise are as under -

	Amount as 31March 2026		**Amount as at March 31 2025**	
	USD (IN LAKH)	**Rs. (IN LAKH)**	**USD (IN LAKH)**	**Rs. (IN LAKH)**
Foreign trade payable	**0 .86**	**82.60**	1.98	169.45
Advance to Suppliers	**0.15**	**14.00**	6.67	570.86
Foreign trade receivable	**7.32**	**678.79**	3.62	309.72
Advance from Foreign Debtors	**0.62**	**59.60**	0.15	13.01

Note 45. Disclosure of Movement in Provisions during the year as per Ind AS-37 'Provisions, Contingent Liabilities and Contingent Assets: **Amount Rs. in Lakhs**

Particulars	**Balance as on 01.04.2025**	**Provided during the year.**	**Paid/Adjusted during the year**	**Balance as on 31.03.2026**
Non-current provisions				
Gratuity	131.03	21.46	(17.15)	135.34
Accumulated leaves	24.09	5.23	(1.92)	27.40
Total	**155.12**	**26.69**	**(19.07)**	**162.74**
Current provisions				
Gratuity	14.49	27.31	Nil	41.80
Accumulated leaves	3.26	4.28	Nil	7.54
Total	**17.75**	**31.59**	**Nil**	**49.34**

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note-46. Segment Reporting:

a) **Business Segments :** Based on guiding principles given in Ind AS - 108 "Segment Reporting "issued by the Institute of Chartered Accountants of India, the Company operating single Business Segments **Telecom Equipments**.

b) **Geographical Segments:** Company has revenue from domestic & export sale of telecom equipment Asper table below but no non current allocation separately for domestic & export turnover is available.

Particulars	**F.Y. 25-26 (Rs. In Lakh)**	F.Y. 24-25 (Rs. In Lakh)
Domestic Revenue	**6115.72**	3892.50
Export Revenue	**1730.92**	811.84
Total Revenue	**7846.64**	4704.34

Note-47. Additional Regulatory Information:

(i) The title deeds of all the immovable properties are held in the name of the Company.

(ii) The company do not own or hold any Benami Property under the Benami Transactions (Prohibition) Act,1988(45of1988) and the rules made thereunder.

(iii) The company is not declared a Willful Defaulter by any bank or financial institutions.

(iv) The company do not have any transactions with companies stuck off under section 248 of the companies Act,2013 or section 560 of companies Act,1956.

(v) All Registration of charges or satisfaction are registered with Registrar of Companies (ROC).

(vi) The company is not having downstream companies or layers of companies prescribed under clause (87) of section 2 of the Act read with companies (Restriction on number of layers) Rules,2017.

(vii) No Scheme(s) of Arrangements has been approved by the competent authority in terms of section 230 to 237 of the companies Act,2013 .

(viii) The Company has not advanced or loaned or invested funds to any other person or entities with an understanding that the intermediary will invest or provide any guarantee, security or the like to or on behalf of ultimate beneficiaries .

(ix) The company has not made any advances or in the nature of loans to promoters, directors, KMPs, and the related parties .

(x) The statements of current assets filed by the company with banks are in agreement with the books of accounts.

Note-48. All figures have been rounded off to the nearest rupee.

Note-49. Current year figures are shown in bold fonts.

Note-50. Previous year's figures have been regrouped / rearranged & reclassified where ever necessary to conform to Ind AS requirements to make them comparable with the current year.

NOTE-51. FINANCIAL RISK MANAGEMENT, OBJECTIVES AND POLICIES

The Company's principal financial liabilities, other than derivatives, comprise loans and borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company's business activities expose it to a variety of financial risks, namely liquidity risk, market risks and credit risk. The Company's senior management has the overall responsibility for the establishment and oversight

of the Company's risk management framework. The Company has constituted a Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

51A Financial instruments

(i) Fair values hierarchy

Financial assets and financial liabilities measured at fair value in the statement of financial position are classified into three Levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

(ii) Fair value of instruments measured at amortised cost

Fair value of instruments measured at amortised cost for which fair value is disclosed is as follows:

Amount Rs. in Lakhs

Particulars	Level	March 31, 2026		March 31, 2025	
		Carrying value	Fair value	Carrying value	Fair value
Financial assets					
Loans and advances	Level 3	249.18	249.18	166.43	166.43
Trade receivable	Level 3	1,686.76	1,686.76	1,231.94	1,231.94
Cash and cash equivalents	Level 3	9.51	9.51	22.78	22.78
Other Bank balance	Level 3	1,014.55	1,014.55	707.85	707.85
Security deposit	Level 3	59.89	59.89	12.09	12.09
Other receivables	Level 3				
Total financial assets		**3,019.89**	**3,019.89**	**2,141.10**	**2,141.10**
Financial liabilities					
Borrowings	Level 3	5,828.67	5,828.67	4,888.36	4,888.36
Trade payables	Level 3	1,128.37	1,128.37	913.68	913.68
Other financial liabilities	Level 3	330.15	330.15	257.45	257.45
Total financial liabilities		**7,287.18**	**7,287.18**	**6,059.50**	**6,059.50**

The management assessed that cash and cash equivalents, trade receivables, other receivables, trade payables and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. Other non-current financial assets and non-current borrowings bear a market interest rate and hence their carrying amounts are also considered a reasonable approximation of their fair values.

iii) Financial instruments by category **Amount Rs. in Lakhs**

Particulars	March 2026			March 31, 2025		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVOCI	Amortised Cost
Financial assets						
Loans and advances	-	-	249.18	-	-	166.43
Trade receivable	-	-	1,686.76	-	-	1,231.94
Cash and cash equivalents	-	-	9.51	-	-	22.78
Other Bank balance	-	-	1,014.55	-	-	707.85
Security deposit	-	-	59.89	-	-	12.09
Other receivables	-	-	-	-	-	-
Total	**-**	**-**	**3,019.89**	**-**	**-**	**2,141.10**
Financial liabilities						
Borrowings	-	-	5,828.67	-	-	4,888.36
Trade payable	-	-	1,128.37	-	-	913.68
Other financial liabilities	-	-	330.15	-	-	257.45
Total	**-**	**-**	**7,287.18**	**-**	**-**	**6,059.50**

51B Financial risk management

'The Company's activities expose it to market risk, liquidity risk and credit risk. The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

A) Credit risk

Credit risk is the risk that a counterparty fails to discharge an obligation to the company. The company is exposed to this risk for various financial instruments, for example by granting loans and receivables to customers, placing deposits, etc. The company's maximum exposure to credit risk is limited to the carrying amount of following types of financial assets.

- cash and cash equivalents,
- trade receivables,
- loans & receivables carried at amortised cost, and
- deposits with banks

Credit risk management

Credit risk rating

The Company assesses and manages credit risk based on internal credit rating system, continuously monitoring defaults of customers and other counterparties, identified either individually or by the company, and incorporates this information into its credit risk controls. Internal credit rating is performed for each class of financial instruments with different characteristics. The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

A: Low
B: Medium
C: High

Assets under credit risk – **Amount Rs. in Lakhs**

Credit rating	Particulars	March 31, 2026	March 31, 2025
Low	Loans and advances	249.18	166.43
	Trade receivable	1,686.76	1,231.94
	Cash and cash equivalents	9.51	22.78
	Other Bank balance	1,014.55	707.85
	Security deposit	59.89	12.09
	Other receivables	-	-

Cash & cash equivalents and bank deposits

Credit risk related to cash and cash equivalents and bank deposits is managed by only accepting highly rated banks and diversifying bank deposits and accounts in different banks.

Trade receivables

Company's trade receivables are considered of high quality and accordingly no life time expected credit losses are recognised on such receivables.

Other financial assets measured at amortised cost

Other financial assets measured at amortized cost includes advances to employees. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system in place ensure the amounts are within defined limits.

B) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates. In addition, the Company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

Maturities of financial liabilities

'The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

Amount Rs. in Lakhs

31 March 2026	**Upto 1 year**	**More than 1 years**	**Total**
Borrowings	3,274.12	2,554.55	5,828.67
Trade payable	1,128.37	-	1,128.37
Other financial liabilities	330.15	-	330.15
Total	**4,732.63**	**2,554.55**	**7,287.18**
31 March 2025	**Upto 1 year**	**More than 1 years**	**Total**
Borrowings	2,116.47	2,771.90	4,888.36
Trade payable	913.68	-	913.68
Other financial liabilities	257.45	-	257.45
Total	**3,287.60**	**2,771.90**	**6,059.50**

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

C) Market risk

a) Interest rate risk

The Company is not exposed to changes in market interest rates as all of the borrowings are at fixed rate of interest. Also the Company's fixed deposits are carried at amortised cost and are fixed rate deposits. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

b) Price risk

Exposure

' The Company' is not exposurd to price risk arises from marker rates of financial assets.

D) Capital management

The Company' s capital management objectives are

- to ensure the Company's ability to continue as a going concern

- to provide an adequate return to shareholders

Management assesses the Company's capital requirements in order to maintain an efficient overall financing structure. This takes into account the subordination levels of the Company's various classes of debt. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

Amount Rs. in Lakhs

Particulars	**March 31, 2026**	**March 31, 2025**
Total borrowings	5,828.67	4,888.36
Less : cash and cash equivalent	9.51	22.78
Net debt*	5,819.16	4,865.58
Total equity	**1,480.26**	**1,422.53**
Net debt to equity ratio	**3.93**	**3.42**

***Net debt = non current borrowings + current borrowings + current maturities of long term borrowings - cash & cash equivalents*

Note-52. Key Financial Ratios

Sl. No.	**Particulars**	**Formula**	**FY 2025-26**	**FY 2024-25**	**% change in Ratio during the year**	**Explanations thereof**
1	Current Ratio	Current Assets / Current Liability	**1.02**	1.27	(19.30)	Not Applicable
2	Debt-to-Equity Ratio	Debts / Equity Shareholder Fund	**1.73**	1.95	(11.44)	Not Applicable
3	Debt Service Coverage Ratio	EBDITA / Interest+Principal	**1.07**	1.02	4.04	Not Applicable
4	Return on Equity Ratio	PAT /Shareholder's Equity	**0.04**	(0.05)	183.83	Due to increase in margins
5	Inventory Turnover Ratio	Cost of Goods Sold / Avg Inventory	**2.54**	1.60	58.23	Due to better inventory management
6	Receivables turnover	Sales / Trade Receivable	**4.68**	3.82	22.52	Due to better receivable management

7	Trade Payable Turnover Ratio	Purchase / Trade Payable	**3.33**	2.95	12.93	Not Applicable
8	Net Capital Turnover Ratio	Sales/Average Working Capital	**15.33**	4.00	282.85	Due to better working capital management
9	Net Profit Margin Ratio (%)	Net Income / Net Sales	**0.73**	(1.41)	152.00	Due to increase in margins
10	Return on Capital Employed	EBIT/ Total Assets - Current Liabilities	**0.10**	0.06	62.08	Due to increase in margins
11	Return on Investment (%)	EBIT/Average Operating Assets	**6.22**	4.28	45.44	Due to increase in margins

Note-53. a) Revenue from Operations **Amount Rs. in Lakhs**

Particulars	**For the Year ended March 31, 2026**	For the Year ended March 31, 2025
Multiplexers, Interface Card, Converter, Modem & Routers, Digital Radio System, Digital Voice Data Recorder, Encryptors, Mast, Antenna, PDU and power supply and others	**6,001.58**	3,820.12
Export Sale Telecom	**1,627.12**	301.04
Services Charges Export	**103.80**	510.80
Services	**114.14**	72.39
Infra Service Charges	**-**	-
Total	**7,846.64**	4,704.34
Less: Sales Return	**-**	-
	7,846.64	4,704.34
Other Operating Revenue	**-**	-
Duty Drawback	**17.93**	3.67
Rodtep	**10.83**	-
Sale of Scrap	**26.26**	2.40
Total	**7,901.65**	4,710.41

Note-53.b) Value of Imported and Indigenous material consumed **Amount Rs. in Lakhs**

Particulars	**For the Year ended March 31, 2026**		For the Year ended **March 31, 2025**	
	Percentage	**Value**	Percentage	Value
Raw Material & Components				
Imported	**10.75**	**407.85**	25.08	604.03
Indigenous	**89.25**	**3,385.73**	74.92	1,804.40
Stores and Spares		**-**	-	-
Imported		**-**	-	-
Indigenous	**100**	**241.31**	100.00	57.34
Total		**4,034.89**	-	2,465.78

Consumption of Imported Spares & Parts does not include spare parts amounting **Rs. NIL** (Previous Year Rs. NIL) used for repairs.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note -53. c) Value of imports on CIF basis **Amount Rs. in Lakhs**

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Raw Material and Components	404.50	676.60
Capital Goods	564.47	206.97
Total	968.97	883.57

Note-53.d) Earnings in Foreign Exchange **Amount Rs. in Lakhs**

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Export of Goods of F.O.B.	1,239.08	264.06
Others	-	-
-Export Service in Foreign Currency	13.69	191.01
-Domestic Sales in Foreign Currency (SEZ)	388.04	28.05
-Domestic Sales in Foreign Currency	-	8.93
-Domestic Services in Foreign Currency	90.11	319.79
Total	1,730.92	811.84

Note-53.e) Expenditure in Foreign Currency **Amount Rs. in Lakhs**

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Technical Services	136.11	150.97
Others	-	-
- Exhibition Expenses	-	28.91
-Travelling	16.27	45.76
Total	152.38	225.64

Note-54. Figures of the previous periods have been regrouped wherever considered necessary to confirm with the current period figures.

As per our Report of even date attached

For Nemani Garg Agarwal & Co.
Firm Regn. No. 010192N
Chartered Accountants

J.M. Khandelwal
Partner
M.No.: 074267

Place: New Delhi
Dated: 29th May, 2026

For and on behalf of the board

Ashok Kumar Kanodia
Executive Chairman
DIN: 00002563

Nikhil Kanodia
Managing Director
DIN: 03058495

Punit A. Bajaj
Company Secretary

Manmohan Singh
Chief Financial Officer

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Precision

"We always know who we are working for"









Precision

Where Precision Meets Mission

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