

General information about company	
Scrip Code*	517258
NSE Symbol*	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE143C01024
Name of the listed entity	PRECISION ELECTRONICS LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Date of Reporting to Exchange	30-05-2025
Whether any observations reported by the Secretarial Auditor	Yes
The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.	Yes
In previous, Any actions taken against the listed entity/its promoters/directors/its material subsidiaries either by SEBI or by stock exchanges (including under the Standard operating procedures issued by SEBI through various circulars).	No
Is there any observation made in the previous report	Yes
Name of the Certifying Firm	Harish Popli & Associates
Name of the practicing Company Secretary issuing the report	Harish Kumar
Membership Type	FCS
ACS/FCS No.	11918
UDIN	F011918G000517137
CP No.	22475
Place of PCS	panipat
PCS Report Date	30-05-2025

Regulations			
Sr No	Regulation	Applicability during the period under review (Yes/No)	Any Observation (Yes/No)
1	Securities and Exchange Board of India (Listing	Yes	Yes

	Obligations and Disclosure Requirements) Regulations, 2015		
2	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018	Yes	No
3	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	Yes	No
4	Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018	No	No
5	Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	No	No
6	Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021	No	No
7	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	Yes	Yes

Current Report													
Sr No	Compliance requirement (regulations/circulars/ guidelines including specific clauses)	Regulation Name/ SEBI Circular number	Regulation Number/ circular dated	Deviations	Action taken by	Name of Other Regulatory Body	Type of Action (Advisory/Clearification/Fine/Show Cause Notice/ Warning, etc.)	Details of other action taken	Details of violation	Fine Amount	Observations/ remarks of the practising Company Secretary, if any	Management Response	Remarks
1	As per regulation 31 (2) of listing regulations, The listed entity shall ensure that hundred percent of shareholding of promoter(s) and promoter group is in dematerialized form and the same is	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regulation 31 of SEBI Listing Regulations	Shareholding of Mr. Hans Jurgen Wagner, person forming part of promoter and promoter group, is not in dematerialised form	PCS		Other	findings	Shareholding of the Mr. Hans Jurgen Wagner, person forming part of promoter and promoter group is not in dematerialised form		Shareholding of the Mr. Hans Jurgen Wagner, person forming part of promoter and promoter group is not in dematerialised form	Mr. Wagner was informed to get his shares dematerilised. However, no communication is received from him.	

	maintained on a continuous basis in the manner as specified by the Board												
2	As per regulation 33 (2) (a) of SEBI listing regulations, The quarterly financial results submitted shall be approved by the board of directors: Provided that while placing the financial results before the board of directors, the chief executive officer and chief financial officer of the listed entity shall certify that the financial results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading.	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regulation 33(2)(a) of SEBI listing regulations	Certificates from CEO and CFO certifying the quarterly financial results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading were not placed.	PCS		Other	findings	Certificates from CEO and CFO certifying the quarterly financial results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading were not placed.		Certificates from CEO and CFO certifying the quarterly financial results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading were not placed.	Noted for compliance.	
3	Regulation 30 read with Schedule III of the SEBI	Securities and Exchange Board of India (Listing	Regulation 30 read with Schedule III of the SEBI	Newspaper publication of financial results dated May 18,	PCS		Other	observation	Newspaper publication of financial results dated May 18,		Newspaper publication of financial results dated	Due to Sunday falling on May 19, 2024, the same was filed	

	Listing Regulations	Obligations and Disclosure Requirements) Regulations, 2015	Listing Regulations	2024 was submitted with one day delay.					2024 was submitted with one day delay.		May 18, 2024 was submitted with one day delay.	a day next to it	
4	Regulation 25 (2A) of SEBI Listing Regulations, The appointment, re-appointment or removal of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution. Provided that where a special resolution for the appointment of an independent director fails to get the requisite majority of votes but the votes cast in favour of the resolution exceed the votes cast against the resolution and the votes cast by the public shareholders in favour of the resolution exceed the votes cast against the resolution, then the appointment of	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regulation 25(2A) of SEBI Listing Regulations	Mr. Dinesh Kumar Batra, was appointed as Independent Director by passing Ordinary Resolutioin	PCS		Other	observation	Mr. Dinesh Kumar Batra, was appointed as Independent Director by passing Ordinary Resolution		Mr. Dinesh Kumar Batra, was appointed as Independent Director by passing Ordinary Resolution	The resolution was passed as an ordinary resolution. However, Mr. Dinesh Batra is appointed as an Independent Director with 99.99% of votes casted in favour of his appointment, wherein the votes cast by the public shareholders in favour of the resolution exceed the votes cast against the resolution.	

	such an independent director shall be deemed to have been made under sub-regulation (2A): Provided further that an independent director appointed under the first proviso shall be removed only if the votes cast in favour of the resolution proposing the removal exceed the votes cast against the resolution and the votes cast by the public shareholders in favour of the resolution exceed the votes cast against the resolution												
5	As per Regulation 17(6)(e) of SEBI Listing Regulations, the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regulation 17(6)(e) of SEBI Listing Regulations	The Company is having more than one executive Directors, i.e. Mr. Ashok Kanodia and Mr Nikhil Kanodia, the remuneration paid them during the year was in excess of 5% of the profits o the Company. However, the remuneration of Mr. Nikhil Kanodia, was not	PCS		Other	observation	The Company is having more than one executive Directors, i.e. Mr. Ashok Kanodia and Mr Nikhil Kanodia, the remuneration paid them during the year was in excess of 5% of the profits o the Company. However, the remuneration of Mr. Nikhil Kanodia, was not		The Company is having more than one executive Directors, i.e. Mr. Ashok Kanodia and Mr Nikhil Kanodia, the remuneration paid them during the year was in excess of 5% of the profits o the Company. However, the	Noted for compliance	

	by special resolution in general meeting, if- (i) the annual remuneration payable to such executive director exceeds rupees 5 crore or 2.5 per cent of the net profits of the listed entity, whichever is higher; or (ii) where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5 per cent of the net profits of the listed entity			approved by way of special resolution for the period April 1, 2024 to August 11, 2024					approved by way of special resolution for the period April 1, 2024 to August 11, 2024		remuneration of Mr. Nikhil Kanodia, was not approved by way of special resolution for the period April 1, 2024 to August 11, 2024		
6	As per Regulation 23(2) of SEBI Listing Regulations, All related party transactions and subsequent material modifications shall require prior approval of the audit committee of the listed entity	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Regulation 23(2) of SEBI Listing Regulations	Remuneration paid to Mr. Ashok Kanodia and Mr. Nikhil Kanodia, were not approved by the Audit Committee	PCS		Other	observation	Remuneration paid to Mr. Ashok Kanodia and Mr. Nikhil Kanodia, were not approved by the Audit Committee		Remuneration paid to Mr. Ashok Kanodia and Mr. Nikhil Kanodia, were not approved by the Audit Committee	Noted for compliance	
7	Maintenance of structural digital data base in accordance with	Securities and Exchange Board of India (Prohibition of Insider Trading)	Regulation 3(5) and 3(6) of the SEBI (Prohibition of Insider Trading)Reg	Non-maintenance of Structural Digital Data base	Stock Exchange		Other	cautionary letter	Non-maintenance of Structural Digital Data base		The Company submitted reply vide its letter dated October 29, 2024 that the	The Company submitted reply vide its letter dated October 29, 2024 that the Company	

	Regulation 3(5) and 3(6) of the SEBI (Prohibition of Insider Trading)Regulations, 2015	Regulations, 2015	ulations, 2015									Company has now purchased the software and maintaining a robust SDD software in compliance with the regulation 3(5) and Regulation 3(6) of the SEBI (Prohibition of Insider Trading)Regulations, 2015. The Company is maintaining Structural Digital Database w.e.f. October 25, 2024.	has now purchased the software and maintaining a robust SDD software in compliance with the regulation 3(5) and Regulation 3(6) of the SEBI (Prohibition of Insider Trading)Regulations, 2015. The Company is maintaining Structural Digital Database w.e.f. October 25, 2024.	
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Previous Report

Sr No	Compliance requirement (regulations/circulars/guidelines including specific clauses)	Regulation Name/ SEBI Circular number*	Regulation Number/ circular dated	Deviations	Actions taken by	Name of Other Regulatory Body	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/Warning, etc.)	Details of other action taken	Details of violation	Fine Amount	Observations of the practicing Company secretary in the previous reports	Observations made in the secretarial compliance report for the year ended. (the years are to be mentioned)	Comments of the practicing company secretary on the actions taken by the listed entity.	Remedial actions, if any, taken by the listed entity	Management Response	Remarks
1	Reg. 31 of SEBI (LODR) Regulations, 2015 – Holding of specified securities and shareholding pattern.	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Reg. 31(1) (b) of SEBI (LODR) Regulation, 2015	high	PCS		Other	observation	Wrong data submitted in the shareholding pattern		The listed entity had filed shareholding pattern for the quarters ended June 2023, September 2023 and December 2023 within the time but the same were	31.03.2024	none	Needful is done	Needful is done	

											marked for resubmission due to one or other reason and were correctly filed on 14-02-2024, 14-02-2024 and 04-03-2024 respectively					
2	Reg. 23 of SEBI (LODR) Regulations, 2015 – Related Party Transactions	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Reg. 23(9) of SEBI (LODR) Regulation, 2015	low	PCS		Other	observation	Delay in submission of the related party transactions.		The listed entity had filed disclosure of related party transaction for the half year ended 30 September 2023 with a delay of one day.	31.03.2024	no comments	Remedial action taken and filed on time thereafter	Remedial action taken and filed on time thereafter	
3	Reg. 34 of SEBI (LODR) Regulations, 2015 – Annual Report	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Reg. 34(1) (a) of SEBI (LODR) Regulation, 2015	medium	PCS		Other	observation	Delay in submission of annual report to the stock exchange		The listed entity had submitted the annual report to the stock exchange by delay of few days	31.03.2024	no comments	Remedial action taken and filed on time thereafter	Remedial action taken and filed on time thereafter	
4	Reg. 31 of SEBI (LODR) Regulations, 2015 – Holding of specified securities and shareholding pattern.	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Reg. 31(2) of SEBI (LODR) Regulation, 2015	high	PCS		Other	observation	Non maintenance of promoter’s shareholding in dematerialized form		Shares held by Mr. Hans Jurgen Wagner (Promoter and Promoter Group) are not in dematerialized form.	31.03.2024	no comments	Already informed via email to stock exchange, there is no communication with Mr. Wagner for a long time	Already informed via email to stock exchange, there is no communication with Mr. Wagner for a long time	
5	Reg. 29 of SEBI (LODR) Regulations, 2015 – Prior Intimations	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Reg. 29 of SEBI (LODR) Regulation, 2015	low	PCS		Other	observation	Delay in submission of prior intimations to the stock exchange		i)The listed entity had submitted the prior intimation of board meeting where financial results were approved for the quarter ended 31 March 2023 to the	31.03.2024	no comments	Remedial action taken and filed on time thereafter	Remedial action taken and filed on time thereafter	

											stock exchange by delay of few days. (ii) The listed entity have not submitted the prior intimation of board meeting where financial results were approved for the quarter ended 30.09.2023 to the stock exchange.					
6	Reg. 27 of SEBI (LODR) Regulations, 2015 – Other corporate governance requirements	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Reg. 27 of SEBI (LODR) Regulation, 2015	low	PCS		Other	observations	Wrong data submitted in Corporate Governance Report		Date of Board Meeting held in the previous quarter ended 30 June 2023 is wrongly reported in the Corporate Governance Report for the quarter ended 30 September2023 to the stock exchange.	31.03.2024	no comments	Clerical error. due care taken in future.	Clerical error. due care taken in future.	
7	Reg. 27 of SEBI (LODR) Regulations, 2015 – Other corporate governance requirements	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Reg. 27 of SEBI (LODR) Regulation, 2015	low	PCS		Other	observation	Non-submission of data in Corporate Governance report		The listed entity has failed to mention the date of re-appointment of Mr. Rajesh Pant (Non-executive Director) in the Corporate Governance Report for the quarters ended 30.09.2023 and 31.12.2023 filed with the stock exchange.	31.03.2024	no comments	Compiled in the corporate governance report for the year ended March 31, 2024	Compiled in the corporate governance report for the year ended March 31, 2024	
8	Reg. 9(1) of SEBI (PIT) Regulations,	Securities and Exchange Board of India	SEBI (PIT) Regulation s, 2015–	high	PCS		Other	observation	Non closure of trading window		The listed entity had failed to close the trading	31.03.2024	no comments	Remedial action taken and filed on time	Remedial action taken and filed on time	

	201 and Schedule B Code of Conduct Reg. 9(1) of SEBI (PIT) Regulations, 201 and Schedule B Code of Conduct	(Prohibition of Insider Trading) Regulations, 2015	And Schedule B								window for the quarter ended 30 June 2023, and 30 September 2023 in respect of securities to which such unpublished price sensitive information relates.			thereafter	thereafter	
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Affirmation			
Sr No	Regulation	Compliance status (Yes/No/NA)	Observations /Remarks by PCS*
1	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	The Company has generally complied with Secretarial Standards issued applicable (SS) by the Institute of Company Secretaries (ICSI).
2	Adoption and timely updation of the Policies		
(a)	All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities	Yes	
(b)	All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI	Yes	
3	Maintenance and disclosures on Website		
(a)	The Listed entity is maintaining a functional website	Yes	
(b)	Timely dissemination of the documents/ information under a separate section on the website	Yes	
(c)	Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website	No	The web-links provided in the Annual Corporate Governance Report for the Financial Year ended on March 31, 2025 under Regulation 27(2) of the SEBI Listing Regulations are the website link of the Company and

			do not directs to the relevant document(s)/section of the website.
4	Disqualification of Director: None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	Based on the disclosure received from the Directors and status of Director identification number on MCA website.
5	Details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA	The Company does not have subsidiary.
6	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations	Yes	
7	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	
8	Related Party Transactions		
(a)	The listed entity has obtained prior approval of Audit Committee for all Related party transactions	No	The Company has taken the prior approval of all the related parties except a. payment of remuneration to MD/ED during the year. b.Related party transaction amounting to Rs. 1.18 Lakhwith Victora Hospitalities Private Limited entered as on February 25, 2025,
(b)	In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee	Yes	Transaction with Victora Hospitalities Private Limited was ratified by the Audit Committee in their meeting held on May 2, 2025.
9	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations within the time limits prescribed thereunder	Yes	The Company has filed all the disclosures under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015. However, one disclosure for submission of newspaper publication of financial results dated May 18, 2024 was submitted with one day delay.

10	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	The Company has in place structured digital data base w.e.f. October 25, 2024 and software for the same was deployed w.e.f. October 25, 2024 in compliance with the Regulation 3(5) and 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015
11	Actions taken by SEBI or Stock Exchange(s), if any: No Actions taken against the listed entity/ its promoters/directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column	No	As provided in the separate paragraph hereinabove.
12	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(is) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities	NA	NOT APPLICABLE