



# Precision Electronics Limited

PEL/BSE/23/2025-26

September 22, 2025

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

Scrip Code- 517258

**Sub: Proceedings of 46<sup>th</sup> Annual General Meeting ("AGM") of the Company held on Monday, September 22, 2025 through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").**

Dear Sir / Madam,

In compliance with Regulation 30 read with Para A of Part A of Schedule III and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the Proceedings of 46<sup>th</sup> AGM of the Company held on Monday, September 22, 2025 at 03.00 P.M. through Video Conferencing("VC")/Other Audio-Visual Means("OAVM").

The Shareholders of the Company passed the following resolutions with the requisite majority at the AGM:

Ordinary Business:		Mode of Voting	Type of Resolution
1.	To receive, consider, and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon	Remote E Voting and E-Voting	Ordinary
2.	To Re-Appoint Mr. Harbir Singh Banga (DIN: 05313332), who retires by Rotation and being eligible, has offered himself for Reappointment.		Ordinary
Special Business:			
3.	To confirm 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)	Remote E Voting and E-	Special



#### Noida Office

D-10, Sector-3, Noida 201301,  
Gautam Buddha Nagar, Uttar Pradesh, India  
Tel.: +91-120-2551556 / 1557 / 5176 / 5177  
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#### Registered Office

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

Email : [contacts@pel-india.in](mailto:contacts@pel-india.in), Website : [www.pel-india.in](http://www.pel-india.in)  
CIN: L32104DL1979PLC009590,UDYAM-UP-28-0002995



## Precision Electronics Limited

	Regulations, 2015.	Voting	
4.	To re-appoint Ms. Preeti Grover (DIN: 00128513) as an independent director for the second term of 5 (five) consecutive years		Special
5.	To approve and Amend the Material Related Party Transaction limits with Victura Technologies Private Limited (formerly known as Victora Auto Private Limited)		Ordinary
6.	To Appoint M/s. Yogesh Saluja & Associates, Practicing Company Secretaries, as the Secretarial Auditor		Ordinary
7.	To increase the borrowing limits of the Company in terms of section 180(1)(c) of the Companies Act, 2013.		Special
8.	To approve the selling, leasing, or disposing of assets and creating a charge/ security over company assets in terms of section 180(1)(a) of the Companies Act 2013.		Special

Accordingly, the following disclosures are attached herewith:

Sr. No.	Particulars	Annexures
1.	Disclosures as per Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular no. SEBI/HO/CFD/CFD-PoD-\1/P/CIR/2023/123 dated July 13, 2023 and other affirmation(s).	Annexure-A
2.	Proceedings of the 46 <sup>th</sup> AGM of the Company	Annexure-B

Further, the AGM proceedings are also available on the website of the Company viz. [www.pel-india.in](http://www.pel-india.in).

The 46<sup>th</sup> Annual General Meeting concluded at 04:00 P.M. (IST).

You are requested to take the same on your record.

Thanking You,  
For Precision Electronics Limited

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



Encl: as above

**Noida Office**  
D-10, Sector-3, Noida 201301,  
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**Registered Office**  
D-1081, New Friends Colony,  
New Delhi-110025

**Annexure A**

**Disclosure required pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated 13th July, 2023 with regard to appointment of Director(s)/Secretarial Auditors and other affirmation are as follows:**

<b>Name</b>	<b>Mr. Harbir Singh Banga</b>	<b>Mr. Dinesh Kumar Batra</b>	<b>Ms. Preeti Grover</b>	<b>M/s. Yogesh Saluja &amp; Associates</b>
Reason for change viz appointment, <del>resignation, removal, death or otherwise</del>	Re-appointment in terms of Section 152 (6) of the Companies Act, 2013	The Confirmation of Regulation 25(5A) of the Listing Regulations.	Re-appointed as an Independent director for a second term of five consecutive years	Appointment of M/s. Yogesh Saluja & Associates, Company Secretaries, (Peer Review Certificate No. 3301/2023) as the Secretarial Auditor of the Company, for the first term of 5 (five) consecutive years.
Date of appointment/ <del>cessation</del> (as applicable)	September 22, 2025	August 7, 2024	September 24, 2025	The shareholders at their 46th Annual General Meeting held today i.e. September 22, 2025, have approved the appointment of M/s. Yogesh Saluja & Associates, Company Secretaries, as the Secretarial Auditor of the Company.
Term of appointment	He is re-appointed as a director, liable to retire by rotation as per the applicable provisions of the Companies Act 2013.	For a period of 5 years from August 7, 2024	For the second term of 5 (five) consecutive years w.e.f. September 24, 2025, to September 23, 2030.	For the first term of 5 (five) consecutive years, for the financial years from 2025-26 to 2029-2030.

<p>Brief Profile (in case of appointment)</p>	<p>Mr. Harbir Singh Banga (DIN: 05313332), aged 35 years, is an engineer with B. Tech in Manufacturing Engineering and holds MBA in finance from NMIMS Mumbai. He had his industrial training in the United States of America. He has rich experience in the auto industry. He looks after the day-to-day affairs of Victura Technologies Private Limited and its Group Companies with a focus on quality and adaptability to market dynamics. He is committed to offering excellent products to customers with a high standard of quality. With his technical background and experience, he always shoulders responsibility readily. He is deeply involved in the marketing activities of the company and has a very fruitful and trustworthy relationship</p>	<p>Served Bharat Electronics Limited from year 2011 to 2022 and steered the Company to achieve its highest ever turnover of Rs. 15,044 Crore. Have competencies in various fields finance, accounts, corporate governance and many more</p>	<p>Ms. Preeti Grover is a Regional Council Member of the Northern India Regional Council of The Institute of Company Secretaries of India ("ICSI"). 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.</p> <p>She is a registered Social Impact and a certified CSR Professional. She has qualified for a certificate</p>	<p>M/s. Yogesh Saluja &amp; Associates, a Proprietorship firm of Company Secretaries based at New Delhi, is peer reviewed firm bearing Certificate Number 3301/2023. The firm is led by Mr. Yogesh Saluja is a distinguished Company Secretary, a law graduate, and a finance professional with over 16 years of experience in corporate compliance, governance, and regulatory matters. Having served as a compliance officer in a renowned listed company for over 11 years, he transitioned into core practice, specializing in Secretarial Audits, NCLT matters, and corporate law compliance. His expertise lies in ensuring seamless regulatory adherence for large corporate groups</p>
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	with all their customers in India and overseas.		<p>course in BRSR and ESG from the ICSI.</p> <p>She has successfully qualified for the online proficiency exam for Independent Directors conducted by the Indian Institute of Corporate Affairs.</p> <p>Having 28 plus years of experience, she earlier worked in the private sector as Company Secretary in Havells India Limited, at Board Secretariat of Oriental Bank of Commerce, she is now working as a practicing Company Secretary (Founder-PG &amp; Associates, a peer-reviewed firm) with specialisation in Company law consultancy, listing compliances, Secretarial Audit for public, Government and Listed Companies.</p>	<p>while navigating complex procedural matters under the Companies Act, 2013. At present he is handing various listed and large unlisted Companies.</p> <p>Yogesh Saluja &amp; Associates is an experiential secretarial, legal, and financial consultancy firm specializing in corporate compliance, regulatory advisory, financial structuring, and business governance.</p>
Disclosure of relationships between directors (in case of appointment of a director).	Except for Mr. Harbir Singh Banga and their relatives to the extent of their shareholding, if any, in the Company, none of the Directors, Key	He does not have a relationship, either financially or otherwise, with any of the existing Directors/Key Managerial Personnel of	She does not have a relationship, either financially or otherwise, with any of the existing Directors/ Key Managerial Personnel of the Company.	None

	Managerial Personnel of the Company and their relatives is concerned or interested in the aforesaid Resolution.	the Company.		
Shareholding if any in the Company	Mr. Harbir Singh Banga does not hold any Equity shares in the Company. However, his father, Mr. Hardeep Singh Banga, who is holding 24.88% shares in the company.	Nil	Nil	Nil
Affirmation that the director being appointed is not debarred from holding the office of director by virtue of any order of SEBI or any other such authority as per BSE Circular LIST/COMP/14/2018-19.	Mr. Harbir Singh Banga is not debarred from holding the office of Director by virtue of any SEBI Order or any other authority as per BSE Circular LIST/COMP/14/2018-19.	Mr. Dinesh Kumar Batra is not debarred from holding the office of Director by virtue of any SEBI Order or any other authority as per BSE Circular LIST/COMP/14/2018-19.	Ms. Preeti Grover is not debarred from holding the office of Director by virtue of any SEBI Order or any other authority as per BSE Circular LIST/COMP/14/2018-19.	Not Applicable

## Annexure-B

**Summary of the Proceedings of the 46th Annual General Meeting of the Members of the Company held on Monday, September 22, 2025 at 03.00 P.M. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"). As stated in the Notice, the AGM was deemed to be conducted at the Registered Office of the Company situated at D-1081, New Friends Colony, New Delhi - 110025. The meeting was concluded at 04:00 P.M. (IST).**

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### **Directors, Key Managerial Personnel & Senior Managerial Personnel Present in the meeting:**

1. Mr. Ashok Kumar Kanodia, Executive Chairman,
2. Mr. Nikhil Kanodia, Managing Director,
3. Ms. Preeti Grover, Independent Director and Chairperson of Audit Committee and Stakeholders Relationship Committee,
4. Mr. Dinesh Kumar Batra, Independent Director
5. Mr. Deepto Roy, Independent Director and Chairperson of Nomination and Remuneration Committee
6. Mr. Harbir Singh Banga, Director
7. Mr. Manmohan Singh, Chief Financial Officer
8. Mr. Punit A. Bajaj, Company Secretary & Compliance Officer.

### **Invitee:**

1. Mr. Jeetmal Khandelwal of M/s Nemani Garg Agarwal & Co., Chartered Accountant, Statutory Auditor,
2. Mr. Harish Kumar, M/s Harish Popli & Associates, Secretarial Auditor
3. Mr. Yogesh Saluja, M/s Yogesh Saluja & Associates, Proposed Secretarial Auditor and Scrutinizer.

### **Members Present:**

Pursuant to section 103 of the Companies Act, 2013 ("the Act"), the quorum of 54 members was present in the meeting. Mr. Punit A. Bajaj, Company Secretary & Compliance Officer, welcomed the members.

It was informed to the members that the Company had made all arrangements to enable the shareholders to participate in the meeting through the video conferencing facility and vote electronically. Further, for the smooth and seamless conduct of the AGM, the audio of the shareholders was kept muted, and their video was kept off. In the case of any technical issues during the AGM, the members were directed to contact the helpline number given in the notice of the AGM.

Mr. Ashok Kumar Kanodia, the Chairman of the Board of Directors, occupied the position of Chairman and welcomed the members and other invitees to the AGM of the Company.

The Chairman also introduced the Directors, Key Managerial Personnel, and other invitees to attend the AGM.

After ascertaining that the requisite quorum for the meeting was present and that the meeting was validly constituted, the Chairman called the meeting to order. Thereafter, he talked briefly about the Market outlook.

Further, Mr. Nikhil Kanodia, Managing Director of the Company, updated the Members on the business performance (for the year under review) and Strategy & Prospects of the Company for the current, i.e., FY 2025-26.

The Chairman, with the consent of the members, took the Notice convening the 46<sup>th</sup> AGM, the Board's Report, Auditors' Report, and Secretarial Audit Report for the Financial Year ended March 31, 2025, as read. It was further informed to the members that the Statutory Auditors' Report on the Audited Financial Statements for the Financial Year ended March 31, 2025 contained no adverse qualifications, observations or comments in the Statutory Auditor's Report and the Secretarial Auditor's Report, except few observations in the Secretarial Auditor's Report which are self-explanatory, and which was already circulated to the shareholders.

Thereafter, the Company Secretary informed that the members were provided a facility to cast their vote on the resolutions contained in the Notice of 46<sup>th</sup> AGM, by means of remote e-voting, which commenced on Friday, September 19, 2025, at 9:00 A.M. (IST) and closed on Sunday, September 21, 2025, at 5:00 P.M. (IST). The members who had not cast their votes via remote e-voting and who were participating in the meeting had an opportunity to cast their votes during the meeting and thereafter for 15 minutes after the closure of this meeting.

All the requisite and relevant documents were available for electronic inspection by members during the Meeting, and the same were available on the website of the Company, viz. [www.pel-india.in](http://www.pel-india.in), for electronic inspection, without any fee, from the date of circulation of the Notice up to the conclusion of the Annual General Meeting, i.e., Monday, September 22, 2025.

It was further informed to the members that Mr. Yogesh Saluja, Practicing Company Secretary, Proprietor at M/s Yogesh Saluja & Associates, was appointed as Scrutinizer of the Meeting, to scrutinize the votes casted at the meeting and through remote e-voting and to ensure that the voting process is conducted in a fair and transparent manner.

After that, a brief summary with respect to the items forming part of the Notice of the AGM was presented by Mr. Punit A. Bajaj, the Company Secretary for the reference of the shareholders and the following resolutions, as set out at Item Nos. 1 to 8 of the Notice of AGM, were open for e-voting during the AGM and transacted at the meeting:

1. To receive, consider, and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon. - as Ordinary Resolution;
2. To Re-Appoint Mr. Harbir Singh Banga (DIN: 05313332), who retires by Rotation and being eligible, has offered himself for Reappointment. - As Ordinary Resolution;
3. to confirm 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 - as Special Resolution;

4. To Re-appoint Ms. Preeti Grover (DIN: 00128513) as an independent director for the second term of 5 (five) consecutive years: – as Special Resolution;
5. To Approve and Amend the Material Related Party Transaction limits with Victura Technologies Private Limited (formerly known as Victora Auto Private Limited) - as Ordinary Resolution;
6. To Appoint M/s. Yogesh Saluja & Associates, Practicing Company Secretaries, as the Secretarial Auditor - as Ordinary Resolution;
7. To Increase the borrowing limits of the Company in terms of section 180(1)(c) of the Companies Act, 2013 - as Special Resolution;
8. To Approve the selling, leasing, or disposing of assets and creating a charge/ security over company assets in terms of section 180(1)(a) of the Companies Act 2013. - As Special Resolution.

The Company Secretary then invited pre-registered speaker shareholders to ask questions or express their views. The questions raised were duly answered.

The Chairman thanked the shareholders for participating and asking questions during the AGM. The Chairman and the Managing Director responded to all the questions of the above members, giving adequate details/replies thereof. The Managing Director also provided general guidance on the future prospects.

The Company Secretary informed the members that the results of the e-voting and remote e-voting will be announced on receipt of Scrutinizer's Report, and the same will be placed on the Company's website viz. [www.pel-india.in](http://www.pel-india.in) and on the website of National Securities Depository Limited viz. <https://www.evoting.nsdl.com>. Further, the same will also be disseminated to the BSE Limited where the equity shares of the Company are listed at i.e. [www.bseindia.com](http://www.bseindia.com).

The Chairman thereafter thanked the Members, Directors, Key Managerial Personnel, Statutory Auditor, Secretarial Auditor, Scrutinizer, and Stakeholders present at the Meeting and concluded the meeting. He informed the members that the voting results shall be declared within the stipulated time and shall be displayed on the website of the Company. The e-voting facility was kept open for the next 15 minutes to enable the members to cast their vote who had not cast their votes through remote e-voting.

The AGM concluded at 04.00 P.M.

Thanking You,  
For **Precision Electronics Limited**

**Punit A. Bajaj**  
**Company Secretary and Compliance Officer**  
**Membership No.: F13366**

**Date: September 22, 2025**  
**Place: Noida**