



Precision Electronics Limited

Dated: August 30, 2023

PEL/BSE-2023-24
Bombay Stock Exchange Limited
25th Floor, P J Towers,
Dalal Street,
Mumbai 400 001

Stock Code: 517258

Sub: Notice for the 44th Annual General Meeting of Precision Electronics Limited

Dear Sir /Madam,

Pursuant to Regulation 36(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we hereby submit you the Notice of the 44th Annual General Meeting of the Company to be held on September 25, 2023 at 12:00 pm through VC/OAVM.

You are requested to kindly take the same on your record.

For Precision Electronics Limited

VRINDA MOHAN GUPTA Digitally signed by VRINDA MOHAN GUPTA
Date: 2023.08.30 16:09:29 +05'30'

Vrinda Mohan Gupta

Company Secretary cum Compliance officer
A66207

Annexure: Notice for the Annual General Meeting

Noida Office

D-10, Sector-3, Noida 201301,
Uttar Pradesh, India

Tel.: +91-120-2551556 / 1557 / 5176 / 5177

Fax: +91-120-2524337

CIN: L32104DL1979PLC009590

UDYAM-UP-28-0002995



Registered Office: D-1081, New Friends Colony, New Delhi-110025
Email : contacts@pel-india.in, Website : www.pel-india.in

Roorkee Office

Plot No. 9 & 10, K.I.E. Industrial Estate,
Roorkee 249406, (Uttarakhand), India

Tel: +91-1332-229154/155

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NOTICE OF THE 44th ANNUAL GENERAL MEETING (AGM)

NOTICE is hereby given that the 44th Annual General Meeting ('AGM') of Precision Electronics Limited (the Company) will be held on Monday, September 25, 2023, at 12:00 Noon (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To, consider, approve and adopt the Audited Financial Statements of the Company comprising the balance sheet as on March 31, 2023, Statement of Profit and Loss and Cash Flow statement and Notes thereto for the Financial Year ended on March 31, 2023, together with the Reports of Board of Directors and the Auditor's thereon.
2. To appoint a director in place of Mr. Rahul Goenka (DIN: 00002440), who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS:

3. **APPOINTMENT OF LT. GEN. (DR.) RAJESH PANT PVSM, AVSM, VSM (RETD.) (DIN:06969307) AS DIRECTOR AND NON-EXECUTIVE CHAIRMAN OF THE COMPANY.**

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

"RESOLVED THAT pursuant to the provision 149, 152, and 161 of the Companies Act, 2013 (including and amendments thereto or re-enactment thereof) ('the Act') read with rule 8 of the Companies (Appointment and Qualification of Directors) Rule, 2014, Lt Gen (Dr) Rajesh Pant PVSM, AVSM, VSM (Retd.) (DIN:06969307), who was appointed by the Board of Directors as an Additional Director and Non- Executive Chairman of the Company with effect from 11 August 2023, to hold office till the date of ensuring Annual General Meeting or due date of Annual General Meeting whichever is earlier be and is hereby appointed as Non- Executive Director cum Chairman of the Company and liable to retire by rotation"

By Order of the Board

Place: Noida
Date: August 11, 2023

For Precision Electronics Limited

Sd/-
Vrinda Mohan Gupta
Company Secretary cum Compliance Officer

Notes

1. Due to the outbreak of COVID 19 MCA via General Circular No 10/2022 dated 28.12.2022 & General Circular No 11/2022 dated 28.12.2022 has extended the Time period for holding of AGM or passing of Ordinary/ Special Resolution through "Video Conferencing" till 30th September 2023 and SEBI vide Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023. The forthcoming AGM will thus be held through Video Conferencing (VC) or Other Audio- Visual Means (OAVM). Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for the 44th Annual General Meeting (AGM). However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson 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.

4. 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 Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.pel-india.in. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com
7. Members joining the Meeting through VC, who have not already cast their vote by means of remote e-Voting, shall be able to exercise their right to vote through e-Voting at the AGM. The Members who have cast their vote by remote e-Voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.
8. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday September 19, 2023 to Monday September 25, 2023 (both days inclusive).
9. All documents referred to in the accompanying Notice and other statutory register will be available for inspection by the Members during the AGM. Members may access the same by writing to the Company at its email id cs@pel-india.in.
10. Members seeking further information about the accounts are requested to write at least 7 days before the date of the Meeting so that it may be convenient to get the information ready at the Meeting.
11. In line with the Ministry of Corporate Affairs (MCA) Circulars, the Notice and the Annual Report calling the 44th AGM has been uploaded on the website of the Company at www.pel-india.in. The Notice can also be accessed from the websites of the Stock Exchange, BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com
12. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's Registrar and Share Transfer Agent, Skyline Financial Services Private Limited, compliances@skylinerta.com.
13. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date i.e. September 19, 2023 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or contact Registrar and Share Transfer Agent (Skyline Financial Services Private Limited). However, if you are already registered with NSDL for remote e-Voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you may generate new password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com.
14. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting.
15. The Board of Directors has appointed. Munish K Sharma and Associates LLP, as the Scrutinizer for scrutinizing the E-Voting process in a fair and transparent manner.
16. The Scrutinizer, after the conclusion of voting at the AGM, will first count the e-votes cast at the Meeting and thereafter the votes cast through remote e-Voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of 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 authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

17. The results declared along with the report of the Scrutinizer shall be placed on the Company's website www.pel-india.in and on the website of the NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The result shall also be intimated to the Bombay Stock Exchange within Two (2) working days of the conclusion of the AGM.

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

The remote e-voting period begins on September 19, 2023 (Tuesday) at 09:00 AM and ends on September 24, 2023 (Sunday) at 05:00 PM 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. September 18, 2023 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 September 18, 2023.

How do I vote electronically using 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 Depository Participants. 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 NSDL.	<ol style="list-style-type: none"> 1. Existing IDEAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.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. 2. If you are not registered for IDEAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDEAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp. 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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.

4. 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



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 e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
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.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned 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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 022- 23058738 or 022-23058542-43

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 the shareholder other than Individual Shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use 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. pdf files. Open the pdf file. The password to open the pdf file in your 8 digit client id for NSDL account, last 8 digits of client for CDSL account or folio number for shares held in physical form. The .pdf files 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 id’s 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 “Forget User Details/Password?” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
 - b) “Physical User Reset Password?” (If you are holding share in physical mode) option available on www.evoting.nsd.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send the request at evoting@nsdl.com.in mentioning your demat account number/ folio number, your PAN, your name and your registered address etc.
 - d) Members can also use OTP (One Time Password) based login for casting the votes on the e-Voting systems of NSDL.
- 7. After, entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
- 8. No, you will have to click on “Login” button.
- 9. After you click on the “Login” button, Homepage of e-Voting will open.

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

How to cast your vote electronically and join the 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 General 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 casted 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

- A) 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 scrutinizer@pel-india.in with a copy marked to evoting@nsdl.co.in.
- B) 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.nsd.com to reset the password.

- C) 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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in or contact Ms. Pallavi Mhatre, Manager or Ms. Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, at the designated email id – evoting@nsdl.co.in or pallavid@nsdl.co.in or SoniS@nsdl.co.in or at telephone nos.:- +91 22 24994545, +91 22 24994559, who will also address the grievances connected with voting by electronic means. Members may also write to the Company Secretary at the Company's email address cs@pel-india.in.

PROCESS FOR THOSE SHAREHOLDERS WHOSE E-MAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E-MAIL ID'S 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 shareholder 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.co.in for procuring user id and password for e-Voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 09, 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 ids 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 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 FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Members 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 link" placed under "Join General Meeting" menu against Company name. You are requested to click on VC/OAVM link placed under Join General 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.
2. Members are encouraged to join the Meeting through laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the Meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@pel-india.com, at least 7 days before the date of Meeting. The same will be replied by the Company suitably.
6. Shareholders who would like to express their views/ask questions during the Meeting may register themselves as a speaker, may send their request mentioning their name, demat account number/folio number, email id, mobile number at cs@pel-india.com, at least 7 days before the date of Meeting. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the Meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND IN TERMS OF REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Only for Item 3, this explanatory statement is in terms of Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, however the same is strictly not required as per Section 102 of the Act.

ITEM 3:

The Board of Directors, on the recommendation of the Nomination and Remuneration committee, had appointed Lt Gen (Dr) Rajesh Pant PVSM, AVSM, VSM (Retd.) as Additional Director and Non- Executive Chairperson of the Company on 11 August 2023 pursuant to provisions of Section 161 of the Companies Act, 2013 to hold the office up to the date of the Annual General Meeting

Lt Gen (Dr) Rajesh Pant PVSM, AVSM, VSM (Retd.) is Ph D in Information Security Metrics (2014), M. Tech in Telecom & Remote Sensing from IIT Kharagpur. Presented IEEE paper in UK, Master of Management Studies from Osmania University, Hyderabad, M. Phil in National Security from Chennai University, Qualified in Independent Directors Course from MDI, Gurgaon in 2014. Over forty years of unblemished and disciplined service to the Nation as a Leader and Mentor in the glorious Indian Army. Displayed outstanding integrity and superannuated after reaching highest rank of Lieutenant General in Signals on 30 June 2014. Elected on 01 Jul 2014 as Member National Governing Council of the Institution of Electronics and Telecom Engineers (IETE) India by about 20,000 eminent Scientists, Academicians and Scholars. Also nominated member of IETE Academic, eLearning, Skill Development and Publications Committee. Renowned Techno-scholar-warrior with experience of Sri Lanka & Kargil operations. Regularly invited to chair / address events of IIT, IIM, and International Conferences on Management, Technology, Electronic Warfare, GIS, and Information Warfare & Systems. Seminar appearances available in Google search and You Tube. Processed three patents in previous establishment through visionary and innovative academic leadership. Possess Independent Director Number 06969307.

From Last five years he was designated as the "National Cyber Security Coordinator". He was the Head of National Centre of Excellence in ICT and Cyber Security with over 2000 trainees of B Tech and M Tech levels, including from 24 foreign countries. More than 10 years' experience in top level defence IT and Telecom training centre, Founder member of India's indigenous Electronic Warfare (EW) programme. Author of Indian Army's Information Warfare Doctrine (2004). Evaluated EW Systems in France, Israel, South Africa, Argentina. Trained on EW in Hungary, Earlier leadership of large Military organization for communication networks covering eight states of India. Also initiator of Battlefield Management Systems for entire Indian Army, second largest in world and managed projects of over Rs 5,000 crore value.

He has been awarded on 26 Jan 2000 - Vishisht Sewa Medal (VSM) by President of India, 26 Jan 2013 - Ati Vishisht Sewa Medal (AVSM) by President of India, 20 July 2013 - IETE National Award for ICT & Cyber Training Initiatives, 15 Jan 2014 - Unit Citation (of excellence) for leadership of previous technical training organization, Military College of Telecom Engineering, Mhow (MP), 26 Jan 2015- Awarded Param Vishisht Seva Medal (PVSM) by President for distinguished service of the most exceptional order.

Your Board considers that in view of the experience and expertise possessed by Lt Gen (Dr) Rajesh Pant PVSM, AVSM, VSM (Retd.), it would be in the interest of your Company to appoint Lt Gen (Dr) Rajesh Pant PVSM, AVSM, VSM (Retd.) as Non-Executive Director cum Chairman of the Company.

Annexure to the Notice

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 The Institute of Company Secretaries of India is as under:

Particulars/ Names	Lt. Gen. Dr. Rajesh Pant
Date of Birth	06-06-1954
Date of 1st Appointment on Board of the Company	27-07-2015
Qualification	Ph D in Information Security Metrics (2014), M. Tech in Telecom & Remote Sensing from IIT Kharagpur. Presented IEEE paper in UK, Master of Management Studies from Osmania University, Hyderabad, M. Phil in National Security from Chennai University
Expertise in specific functional areas	In depth knowledge and Expert in various field of Business
Directorship of other Companies (excluding Foreign Companies and Section 8 Companies)	None
Chairmanship/ Membership of Committees of other Public Companies	None
Number of shares held in the Company in his own name	0
Number of Board Meetings attended during 2022-23	0
Remuneration (CTC) drawn during Financial Year 2022-23	0
Directors' inter se relationship with other Directors, Manager/Key Managerial Personnel	None

**By Order of the Board
For Precision Electronics Limited**

**Place: Noida
Date: August 11, 2023**

**Sd/-
Vrinda Mohan Gupta
Company Secretary cum Compliance Officer**