



PRECISION WIRES INDIA LIMITED

REGD. OFFICE: SAIMAN HOUSE, J. A. RAUL STREET,
OFF SAYANI ROAD, PRABHADEVI, MUMBAI - 400 025, INDIA.
TEL: +91-22-24376281 FAX: +91-22-24370687
E-MAIL : mumbai@pwil.net
WEB: www.precisionwires.com
CIN: L31300MH1989PLC054356
WORKS: PLOT NO. 125/2, AMLI HANUMAN (66 KVA) ROAD,
SILVASSA - 396 230, U.T OF D.N.H., INDIA.
TEL: +91-260-2642614 FAX: +91-260-264235

Date: 12th August, 2024

BSE Limited (BSE) Corporate Relationship Department, 1 st Floor, New Trading Ring, Rotunda Building, P.J.Towers, Dalal Street, Fort, Mumbai-400 001 Company Code : 523539	The Manager, Listing Department National Stock Exchange of India Limited (NSE) 'Exchange Plaza', C-1, Block G, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051. Symbol :PRECWIRE
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Dear Sir/Madam,

Subject: Submission of Notice of Postal Ballot

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, please find enclosed the Notice of Postal Ballot. The Notice is being sent to all the members, whose names appear in the register of member/ List of beneficial owners as received from National Securities Depository Limited and Central Depository Services (India) Limited and whose email id are registered with the Company/Depository as on Friday, 09th August, 2024.

The voting period will commence from Tuesday, 13th August, 2024 at 09.00 am and end on Thursday, 12th September, 2024 at 05.00 pm. The details of business to be transacted are given in the attached notice of Postal Ballot.

Kindly take the same on record.

For and on Precision Wires India Limited

Deepika
Rohit Pandey

Digitally signed by
Deepika Rohit Pandey
Date: 2024.08.11
20:54:16 +05'30'

Deepika Pandey
Company Secretary and Compliance Officer

Encl: as above



PRECISION WIRES INDIA LIMITED

(CIN: L31300MH1989PLC054356)



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NOTICE OF POSTAL BALLOT

[Pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015].

Dear Member(s),

NOTICE is hereby given that the resolution set out below is proposed to be passed by the Members of Precision Wires India Limited ("the Company") by means of Postal Ballot, only by way of remote e-voting process ("e-Voting"), pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ("the Act") (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, ("the Rules"), Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through e-Voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023, (collectively the "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable provisions, of the Act, rules, regulations, circulars and notifications (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force).

This Notice is being sent through electronic mode to all the Members who have registered their email addresses with the Company/ Registrar and Share Transfer Agent ("RTA") or with Depository / Depository participants. The communication of assent / dissent of the Members will take place only through the remote e-Voting system.

The proposed resolution and explanatory statement pertaining to the said resolution setting out all material facts concerning thereto as required in terms of Section 102 of the Act read with the Rules and the MCA Circulars are appended below seeking consent of the Members of the Company by Postal Ballot through e-Voting. Postal ballot e-Voting Period is as follows:

Start Date and Time	Tuesday, 13 th August, 2024 at 09.00 am
Close date and Time	Thursday, 12 th September, 2024 at 05.00 pm

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-Voting i.e. by casting votes electronically instead of submitting postal ballot forms. The instructions for e-Voting are appended to this Notice. The Company has engaged the services of National Securities Depository Limited ('NSDL') for the purpose of providing remote e-Voting facility to its Members. The instructions for remote e-Voting are appended to this Notice. The Notice is also available on the website of the Company www.precisionwires.com on the website of Stock Exchanges i.e. BSE Limited (BSE) at www.bseindia.com and National Stock Exchange of India Limited (NSE) at www.nseindia.com and on the website of NSDL at www.evoting.nsdl.com

Members are requested to carefully read the instructions in this Postal Ballot Notice and record your assent (FOR) or dissent (AGAINST) through the remote e-Voting process not later than 5:00 P.M. IST on Thursday, 12th September, 2024 failing which it will be strictly considered that no reply has been received from the Member. The e-Voting facility is available at the link <https://www.evoting.nsdl.com>. The resolution, if passed by requisite majority, shall be deemed to have been passed on the last date of voting i.e., Thursday, 12th September, 2024.

The Board has in compliance with Rule 22(5) of the Rules, appointed M/s. Ragini Chokshi & Co, Practicing Company Secretaries Firm, as the Scrutinizer for conducting the Postal Ballot through Remote e-Voting process in a fair and transparent manner and in accordance with the provisions of the Act and the rules made thereunder. After completion of scrutiny of the votes, the Scrutinizer will submit his report to Chairman of the Company, or a person authorized by Chairman. Based on the report of Scrutinizer, the results of the Postal Ballot / remote e-Voting shall be announced within two (2) working days of conclusion of remote e-Voting process i.e., on or before Saturday, 14th September, 2024 and will be displayed at the Company's website www.precisionwires.com and service providers website <https://www.evoting.nsdl.com> besides communicating to the Stock Exchanges and depositories. The Company will also display the results of the Postal Ballot at its Registered Office. The last date for receipt of votes vide e-Voting i.e., 5:00 P.M. (IST), Thursday, 12th September, 2024, shall be deemed to be the date of passing of the resolution, if passed by requisite majority in accordance with SS-2 on General Meetings.

The Members are requested to consider the following proposed resolution:

SPECIAL BUSINESS

ITEM NO.: 1

To consider and approve the appointment of Shri Sanjay Singhvi (DIN: 07851612) as an Executive Director of the Company, and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196 and 197 read with Schedule V of the Companies Act, 2013, the Rules made thereunder and other applicable provisions of the Companies Act, 2013 [including the rules, notifications, circulars, guidelines etc. issued thereunder] ["the Act"], the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI Listing Regulations"] and other applicable provisions, if any, [including any statutory amendment(s) or modification(s) or re-enactment(s) thereof, for the time being in force], and in line with the Memorandum & Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee ["NRC"] and the Board of Directors of the Company [hereinafter referred to as the "Board", Executive Remuneration Policy of the Company, Shri Sanjay Singhvi [DIN: 07851612], be and is hereby re-appointed as an Executive Director of the Company, for a term of 3 [Three] years commencing from 10th August, 2024 until 09th August, 2027 [both days inclusive], on the terms as to the remuneration or otherwise, as set out in the Explanatory Statement and with authority to the Board to alter the said terms and conditions in such manner as may be agreed to between the Board and Shri Sanjay Singhvi in the best interest of the Company subject to the limits approved by the Members and restrictions, if any, contained in the Act or otherwise as may be permissible by law.

RESOLVED FURTHER THAT any one of the Executive Directors or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**By Order of the Board
For Precision Wires India Limited**

Sd/-

**Mahendra R. Mehta
Chairman & Director
(DIN: 0003558)**

**Place: Mumbai
Dated: 10th August, 2024**

NOTES:

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('Act'), as amended read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended ('SEBI LODR Regulations'), which sets out details relating to Special Business (being considered unavoidable by the Board of Directors) at the meeting, is annexed hereto and forms part of the notice.
2. In compliance with the MCA Circulars, the Notice along with the instructions regarding e-voting is being sent only by email to all those members, whose email addresses are registered with the Company or with the depository(ies) / depository participants and whose names appear in the register of members/list of beneficial owners as on the Cut-off date i.e., Friday, 9th August, 2024 and accordingly the Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot. Any person who is not a Member as on the Cut-off date should treat this Postal Ballot Notice for information purpose only.
3. In compliance with the provisions of Section 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and SS-2 issued by the Institute of Company Secretaries of India on General Meeting, the Company is offering e-voting facility to enable the Members to cast their votes electronically. The instructions for e-Voting are provided as part of this Notice.
4. The voting rights for the equity shares of the Company are one vote per equity share, registered in the name of the member. The voting rights of the members shall be in proportion to the percentage of paid-up share capital of the Company held by them. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.
5. A member cannot exercise his / her vote through proxy on postal ballot. However, corporate and institutional members shall be entitled to vote through their authorised representatives. Corporate and institutional members (are required to send scanned certified true copy (PDF Format) of the board resolution / authority letter, power of attorney together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer by email to ragini.c@rediffmail.com with a copy marked to deepika@pwil.net
6. The Postal Ballot e-Voting period will commence from Tuesday, 13th August, 2024, IST at 9.00 a.m. and end on Thursday, 12th September, 2024, IST at 5.00 p.m. At the end of the e-Voting period, the facility shall forthwith be blocked and e-Voting shall not be allowed beyond the said date and time.

7. The voting rights shall be in proportion to their shares of the paid-up equity share capital of the Company as on Friday, 09th August, 2024, i.e. the Cut-off date. Members whose names appear in the Register of Members / List of Beneficial Owners as on the Cut-off Date shall only be considered eligible for the purpose of remote e-Voting and those members would be able to cast their votes and convey their assent or dissent to the proposed resolutions only through the remote e-Voting process. A Member cannot exercise his vote by proxy on Postal Ballot.
8. All relevant documents referred to in the explanatory statement are available electronically for inspection to Members from the date of circulation of the Postal Ballot Notice up to the closure of the e-voting period. Members seeking to inspect such documents can send an e-mail to investorgrievances@pwil.net from their registered e-mail addresses mentioning their names, folio numbers/DP ID and Client ID.
9. The declared results along with the report of Scrutinizer shall be intimated to BSE Limited and National Stock Exchange of India Limited where the shares of the Company are listed and will be uploaded on www.bseindia.com and www.nseindia.com. Additionally, the results will also be uploaded on the Company's website at www.precisionwires.com.

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.
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 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. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center;">   </div> <div style="display: flex; justify-content: center; align-items: center; margin-top: 10px;">   </div>

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the e-Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
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.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?

- 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, 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.

- 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 who hold 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 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. 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.co.in 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.
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 with a copy marked to evoting@nsdl.co.in
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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to call on toll free nos.:- 1800 1020 990 and 1800 22 44 30 or contact Shri Amit Vishal, Senior Manager - NSDL at amity@nsdl.co.in or Smt. Pallavi Mhatre, Manager, NSDL at pallavid@nsdl.co.in at evoting@nsdl.co.in

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 (Company email id).
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 (Company email id). 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.co.in 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.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1

Shri Singhvi was appointed as a President of the Company for a period of three years starting from 17th May, 2023

Shri Singhvi is proposed to be appointed as an Executive Director, for a period of 3 [Three] years with effect from Saturday, 10th August, 2024 until Monday, 09th August, 2027 [both days inclusive] with the authority to either party to terminate the appointment on 3 [Three] months' notice in writing to the other, subject to the approval of Members of the Company being sought via this postal ballot.

Brief Profile:

Shri Sanjay Singhvi is B.E. (Mech), M.B.A and DEIM. He has dynamic professional experience of 27 years in Overseas & Domestic sales & revenue expansion activities, creation of business development procedures, marketing strategies as well as service plan. He was actively involved in developing Vedanta's copper market in China. He is expert in Copper, Silver & Sulphuric acid business. He is member of product advisory committee at MCX for copper Cathode contract. He worked with Hindalco Industries Limited, Vedanta Limited and National Commodity & Derivative Exchange Limited.

Period of appointment: Three Years with effect from Saturday, 10th August, 2024 until Monday, 09th August, 2027.

A) Salary and Perquisites:

The Cost to Company (CTC) shall be as per the table given below:

	10-08-2024 to 09-08-2025	10-08-2025 to 09-08-2026	10-08-2026 to 09-08-2027
Annual Cost to Company (CTC)	Rs. 1,10,00,000/-	Rs. 1,15,00,000/-	Rs. 1,21,00,000/-
Performance Incentive (Maximum)*	Rs. 20,00,000/-	Rs. 25,00,000/-	Rs. 30,00,000/-

*Subject to mutually agreed milestones which will be defined from time to time. The above remuneration is subject to the maximum limit prescribed under Section 197 read with Schedule V of the Companies Act, 2013

Bifurcation of the above Annual Cost to Company (CTC) into Basic Salary and Allowances shall be given to you separately.

- (a) Earned / Privilege Leave on full pay and allowances as per Rules of the Company but no more than one month's leave for every eleven months of service shall be allowed (this is included in the CTC stated above).
- (b) Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961 (this is included in the CTC stated above).
- (c) Leave Travel Allowance - One month Basic Salary per Annum, subject to change in Company's policy for LTA (this is included in the CTC stated above)
- (d) No Director's Commission is payable

Period: For 3 (Three) Years with effect from 10th August, 2024.

Perquisites:

- (1) Reimbursement of your personal drivers' expenses for Company work upto Rs. 2,50,000/- per annum for each of the three years (included in CTC stated above) upon submission of the monthly expenses voucher.

- (2) Reimbursement of Fuel expenses for Company work upto Rs. 2,50,000/- per annum for each of the three years (included in CTC stated above) upon submission of the monthly fuel expenses bills.
- (3) Reimbursement of Internet and Telephone Expenses incurred for Business Purpose at actual.

B) Other Terms:

1. As long as Shri Sanjay Singhvi is functioning as Executive Director of the Company during no sitting fees will be paid to him for the meetings of the Board of the Directors or any Committee thereof attended by him.
2. The Executive Director shall be entitled to re-imburement of all actual expenses, including entertainment, travelling, Hotel and other expenses incurred by him in India and abroad exclusively on the Company's business.
3. This contractual appointment and either party shall be entitled to terminate this appointment by giving to the other party 90(Ninety) days' notice in writing without showing any cause.
4. No severance fees / any amount / any Compensation, in lieu thereof shall be paid to you. The above remuneration package of Executive Director, Shri Sanjay Singhvi has been recommended by the Nomination & Remuneration Committee and Audit Committee and approved by the Board in the Meeting held on 10th August, 2024 at Mumbai and the same is subject to the approval of the Members of the Company.
5. As an Executive Director of the Company, you will not have any interest, direct or indirect, financial or otherwise, with anybody corporate/s, association/s, firm/s or trader/s with whom the company may propose to enter into any purchase Contract / Selling Arrangement, Service Contract, which may conflict with the interest of the Company. You further undertake that you shall obtain prior approval of the company in writing, such approval being at the absolute discretion of the Company, if at any time during the course of your tenure with the Company you desire to acquire any interest, direct or indirect, financial or otherwise, with any body corporate/s, association/s, firm/s or trader/s which conflicts with the interest of the company in the course of its dealing with such body corporate/s, association/s, firm/s or trader/s in regard to sales / purchase of any goods or services. You shall not directly or indirectly work for, consult, advise or act in any capacity for any other individual or entity. You shall not accept position on the Board of Directors of any Company without the Company's consent. In general, you will abide with all the Rules and Regulations and Policies of the Company.

You are prohibited from dealing in the Company's shares during the period when the trading window is closed. Further, directors, being designated officers of the Company for the purpose of insider trading guidelines, are required to obtain prior clearance to pre-clear all trades (buy/sell/gift) from the Company Secretary / the Compliance Officer of the Company. You are required to comply with the applicable insider trading laws and regulations. You are also required to comply with the Company's Code of Conduct and Ethics.

6. As an Executive Director, you are required to devote your full-time attention and efforts to the furtherance of the business of the Company and to continuously develop your professional skills in your own and the Company's mutual interest. You shall not, during your directorship with the Company, directly or indirectly, engage yourself in or devote any time or attention to any part-time employment or business or monetary position other than that of the Company. You shall be fully in charge of Operations at all our Plants / Factories and the Sites / Depots / Branches and shall be directly responsible for Non-Compliances / Late Compliances of any applicable Statutes or Rules thereunder.
7. Performance Evaluation: The Company has adopted a policy on Board Evaluation in line with the requirement of the Companies Act, 2013 and SEBI(LO&DR) Regulation, 2015 as amended from time to time. The policy provides for evaluation of the Board, the Committees of the Board and individual Directors, including the Chairperson of the Board. As per the Policy, the Company shall carry out an evaluation of the performance of the Board as a whole, Board Committees and Directors on an annual basis. You shall report to the Managing Director and Whole-Time Director of the Company.
8. As per the provision of the Companies Act, 2013 and SEBI(LO&DR) Regulation, 2015, as amended from time to time, the Company must include in its Annual Accounts a note of any material interest that a director may have in any transaction or arrangement that the Company has entered into. Such interest should be disclosed no later than when the transaction or arrangement comes up at a Board meeting so that the minutes may record your interest appropriately and our records are updated. A general notice that you are interested in any contracts with a particular person, firm or Company is acceptable.
9. At any time during the tenure with the Company, you shall be transferred to any installation / Factory / Offices / Depots of the Company in India at the discretion of the Managing Director on the same terms and conditions mentioned in this Appointment Letter.
10. During your tenure, you may be invited for appointment on various Committees of the Board which may be already in existence or set up from time to time, for which you will accept the full responsibility.
11. You are not disqualified under section 164 and subject to conformity with Schedule V of the Companies Act, 2013 and SEBI (LODR), 2015 thereof.
12. In consideration of your appointment by the Company and in further consideration of the information which will be or has been imparted to you with respect of products, processes and financial data used or developed by the Company or its affiliate/s you agree that :
 - (i) You will treat as trade secret all technical, commercial, confidential or specialised data or information acquired by you during the course of your directorship, and you will not use any of such Trade secrets information for your own benefit nor disclose these to any other person, firm, association or corporation during the period of your office or for a period of five years

thereafter, except as authorised in writing by the Company. You will not submit any information with respect to the Company's products, operations, inventions, discoveries or improvements or business methods or internal systems and procedures for publication in any manner whatsoever except as authorised by the Company.

- (ii) Any inventions, discoveries, writings, designs or business methods conceived or made by you, individually or jointly, during your appointment with the Company or one of its affiliates, whether patentable or unpatentable or registerable as copyrighted material or trade marks, shall be promptly and fully disclosed, shall be and become the absolute property of the Company's in confirmation thereof, you will upon request, execute and deliver assignment of any such invention, discovery, writing, design or business method to the Company.
- (iii) You will assist the Company in every way, both during the course of and after termination of your appointment, in the maintenance and enforcement for the Company's benefit of patents on such inventions or discoveries and regulations on such copy-righted material or trade marks, or business methods, in any and all countries. It is understood that the Company will reassign to you any invention or discovery or registration which it may find to be inapplicable within the general lines of its business or investigations.
- (iv) The terms, conditions, benefits and privileges outlined above are subject to modifications, alteration or deletion at the sole discretion of the Company, without assigning any reason whatsoever, therefore, you will be bound by such alteration, modification or deletion.

13. Notwithstanding anything to the contrary contained herein, the Company shall be entitled to forthwith terminate your appointment without any notice or payment of any kind in lieu of notice or otherwise in the case of :

- a. any act of dishonesty, disobedience, insubordination, incivility, intemperance, irregularity in attendance or other misconduct or neglect of duty or incompetence in the discharge of duties on your part or the breach by you of any of the terms, conditions, or stipulations contained herein.
- b. your being adjudged an insolvent or applying to be adjudged an insolvent or being held guilty by a competent court of any offence involving moral turpitude.
- c. The reconstruction or amalgamation of the Company whether by the Winding up of the Company or otherwise.

14. If there is any dispute between the parties hereto, the jurisdiction to entertain and try such dispute shall vest exclusively in a court of Mumbai.

This appointment is also subject to the further particulars as per Part II, Section II of the Schedule V to the Companies Act, 2013.

The Board of Directors and also Nomination and Remuneration Committee (N&RC) of the Board have approved the terms of remuneration payable to Shri Sanjay Singhvi, as mentioned hereinabove at its meeting held on 10th August, 2024, which are in accordance with the provisions of Schedule V to the Companies Act, 2013.

The company has not made any default in repayment of any of its debts or debentures or interest payable thereon for a continuous period of thirty days in the preceding financial year before the date of appointment of Shri Sanjay Singhvi.

The appointment of Shri Sanjay Singhvi as Executive Director of the Company with effect from 10th August, 2024 is being proposed to be made by an Ordinary Resolution of the Company through Postal Ballot for payment of remuneration for a period not exceeding Three years.

The Draft appointment Letter dated 10th August, 2024 referred to the Resolution would be available for inspection without any fee by the members at the Registered Office of the Company between 11.00 a.m. to 1.00 p.m. on any working day of the Company except Saturday, Sunday and Holidays.

The brief profile and other information of Shri Sanjay Singhvi is given in this Notice in compliance of SEBI Listing Regulations and SS- 2 on General Meeting.

The Company has received a notice proposing the candidature of Shri Sanjay Singhvi for the office of Director under Section 160 of the Act.

Shri Singhvi has confirmed that he:

- i. is qualified to be appointed as a Director in terms of provisions of Section 164 of the Act and has provided his consent to act as an Executive Director and
- ii. is not debarred from holding the office of Director by virtue of any order of Securities and Exchange Board of India and any other competent regulatory authority. In the opinion of the Board, Shri Sanjay Singhvi fulfils the conditions specified in the Act and Rules made thereunder read with the Listing Regulations and such other laws / regulations for the time being in force, for appointment as an Executive Director of the Company. Taking into consideration the recommendation of the Nomination & Remuneration Committee, the Board is of the opinion that Shri Sanjay Singhvi possesses the requisite skills, experience and knowledge relevant to the Company's business and it would be of immense benefit to the Company to appoint him as an Executive Director of the Company liable to retire by rotation for a period of three consecutive years commencing from 10th August, 2024.

The terms and conditions of appointment of Shri Sanjay Singhvi is open for inspection at the registered office of the company by any member during business hours on any working day of the Company. Further, brief profile and other disclosures, as required under Regulation 36 of the Listing Regulations and SS-2 issued by the Institute of Company Secretaries of India, are annexed to this Notice.

None of the Directors or Key Managerial Personnel and their respective relatives, except Shri Sanjay Singhvi and his relatives to the extent of their shareholding, if any, in the Company, are in any way concerned or interested (financially or otherwise) in this Resolution.

The Board recommends the ordinary resolution set out in Item No. 1 of this Notice for the approval of Members.

**By Order of the Board
For Precision Wires India Limited**

Sd/-

**Mahendra R Mehta
Chairman and Director
DIN: 0003558**

**Place: Mumbai
Dated: 10th August, 2024**

PRECISION WIRES INDIA LIMITED

Registered Office:
Saiman House, J A Raul Street, Off Sayani Road,
Prabhadevi, Mumbai 400 025.
(CIN: L31300MH1989PLC054356)

Pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS- 2), the details of the Directors proposed to be appointed and re-appointed through Postal Ballot process are given below:

Name of Director	Shri Sanjay Singhvi
DIN	07851612
Date of Birth	09/10/1970
Age	54 years
Date of first appointment on the Board of the Company	10 th August, 2024
Qualification	Bachelor of Engineering (Mechanical) from M.B.M Engineering College, Jodhpur Master of Business Administration from J.N.V University, Jodhpur
Profile, Experience and Expertise in specific functional areas	Refer Notice and Explanatory Statement
Skills and Capabilities required for the role and the manner in which the Directors meet the requirements	Refer Notice and Explanatory Statement
Terms and Conditions of Appointment/ Re- appointment	Refer Notice and Explanatory Statement
Remuneration last Drawn (including sitting fees, if any) during the year 2023-24	None
Remuneration Proposed to be paid Refer	Notice and Explanatory Statement
Number of Board Meeting attended during the year as on 31.03.2024	NA
Directorships held in other companies including equity listed companies and excluding foreign companies	None
Memberships / Chairmanships of committees of other companies (excluding foreign companies)	None
Listed entities from which the Director has resigned from Directorship in last 3 years	None
Shareholding of Director in the Company (As on 31.07.2024)	None
Relationship with other Director / Key Managerial Personnel ('KMP')	None

