



PRECISION ELECTRONICS LIMITED

CIN: L32104DL1979PLC009590

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NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, each as amended]

Dear Members,

Notice is hereby given to the Members of Precision Electronics Limited (the "Company"), pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 (including any statutory modifications or enactment(s) thereof, for the time being in force) (the "Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof, for the time being in force) (the "Rules") and read with the General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by General Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 02/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022 General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and the latest being General Circular No. 03/2025 dated September 22, 2025 and other relevant circulars, if any, issued from time to time (collectively referred to as "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("SEBI Listing Regulations"), Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India and subject to other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time), the special businesses as set out below are proposed to be passed as Ordinary Resolutions by the Members of the Company through the postal ballot only by way of remote electronic voting facility ("remote e-voting"):

Sr. No.	Special Businesses	Type of Resolution
1.	To consider and approve the appointment of Mr. Amitbir Singh Banga (DIN: 07163599) as a director of the company	Ordinary Resolution
2.	To approve Material Related Party transaction with Victoria Stock-Invest Private Limited	Ordinary Resolution

The proposed resolutions and explanatory statement setting out material facts as required in terms of Section 102 and Section 110 of the Act, read with the Rules and the MCA Circulars and the SEBI Listing Regulations, are appended below seeking the consent of the Members by way of Ordinary Resolutions through postal ballot only through remote e-voting process.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company (the "Board") at its meeting held on January 06, 2026, has appointed Mr. Yogesh Saluja of M/s. Yogesh Saluja & Associates, Practicing Company Secretaries (ACS: 21916 & COP No. 22676), as Scrutinizer

(“Scrutinizer”) for scrutinizing the postal ballot process in a fair and transparent manner, and the Scrutinizer has communicated the willingness to be appointed and will be available for the same.

In compliance with the provisions of Section 108 and Section 110 of the Act read with Rule 20 and 22 of the Rules, Regulation 44 of the Listing Regulations, 2015, and SS-2, the Company is pleased to provide e-voting facility to its Members, to enable them to cast their votes electronically. The Company has engaged National Securities Depository Limited (“NSDL”) to provide remote e-Voting facility for its Members. The detailed procedure with respect to e-voting is mentioned in this Notice.

The remote e-voting facility will be available to the Members for the following period:

Commencement of remote e-voting period	Saturday, January 10, 2026 at 09:00 a.m. IST
Conclusion of remote e-voting period	Sunday, February 08, 2026 at 05:00 p.m. IST

The remote e-voting will not be allowed beyond the aforesaid date and time, and the remote e-voting module shall be disabled by NSDL upon expiry of the aforesaid period. The instructions for remote e-voting are appended to this postal ballot notice. Members are requested to carefully read the instructions in this postal ballot notice and record their assent (FOR) or dissent (AGAINST) through the remote e-voting process before the end of the remote e-voting period. This postal ballot notice is being sent only through electronic mode to those Members whose names appear in the Register of Beneficial Owners maintained by the Depositories or in the Register of Members of the Company as on Friday, January 02, 2026 (“Cut-off date”) and whose email addresses are registered with the Depositories / Company. The manner of voting on the proposed Special Resolutions is restricted only to remote e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Physical copies of the postal ballot notice along with the postal ballot forms and pre-paid business envelopes will not be sent to the Members for this Postal Ballot.

The Resolutions, if passed by the requisite majority, will be deemed to have been passed on the last day of remote e-voting i.e., Sunday, February 08, 2026. The Scrutinizer will submit the report to the Chairperson of the Company or any person authorized by the Chairperson after completion of scrutiny. The results of voting by means of the postal ballot through remote e-voting will be announced within 2 working days from the conclusion of the remote e-voting period i.e., on or before Tuesday, February 10, 2026. The results along with the Scrutinizer’s Report, will also be hosted on the Company’s website i.e., www.pel-india.in as well as on National Securities Depository Limited (NSDL) website i.e., www.evoting.nsdl.com. The result will also be simultaneously communicated to the stock exchange i.e., BSE Limited (“BSE”) where the equity shares of the Company are listed.

This postal ballot notice is also available on the Company’s website i.e., www.pel-india.in.

SPECIAL BUSINESS:

Item no. 1

TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. AMITBIR SINGH BANGA (DIN: 07163599) AS A DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and subject to such consent(s), approval(s) and permission(s) as may be necessary in this regard and subject to such condition(s) as may be imposed by any authority while granting such consent(s), approval(s) and permission(s), and basis the recommendation of Nomination & Remuneration Committee and Board of Directors, the consent of the Members be and is hereby accorded to appoint Mr. Amitbir Singh Banga (DIN: 07163599) as a Director (Non-Executive Non-Independent Director) of the Company, liable to retire by rotation, who was appointed by the Board of Directors as an Additional Director (Non-Executive Non-Independent Director) of the Company with effect from November 11, 2025 in terms of Section 161 of the Act and the Articles of Association of the Company and who is eligible for appointment as a Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director.

RESOLVED FURTHER THAT the Board of Directors of the Company, including any Committee thereof, be and is hereby authorized to delegate and/or assign the authority to sign and execute all necessary forms, documents and papers as may be deemed necessary and expedient in connection with the aforesaid matter and to do such acts and deeds required to give effect to the aforesaid resolutions."

Item no. 2

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

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

"RESOLVED THAT in furtherance of the resolution passed by the Members of the Company through postal ballot on July 14, 2025, pursuant to Regulation 2(1)(zc), Regulation 23(4) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with Industry Standards on related party transactions notified by SEBI (as amended till date), the applicable provisions of the Companies Act, 2013 ("Act") read-with rules made thereunder, any other applicable rules, regulations, guidelines and other provisions of law, if any, (including any statutory modification(s) or amendment(s) or re-enactment thereof for the time being in force) and in accordance with the Company's policy on dealing with Related Party Transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors, approval of the Members of the Company be and is hereby accorded to the Company to enter into loan contracts / arrangements / transactions, deemed to be "Material Related Party Transactions", with Victora Stock-Invest Private Limited, a related party, the details of which are more particularly set out in the Explanatory Statement of this Notice, on such terms and conditions as the Board of Directors may deem fit, up to a maximum aggregate value of Rs. 25,00,00,000/- (Rupees Twenty-Five Crore only), provided that the said loan contracts / arrangements/transactions so carried out shall be at an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters and things as they may deem fit in their absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary



approvals to give effect to this resolution, for and on behalf of the Company, and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorized by the Board, in connection with any matter referred to or contemplated in this resolution, be and are hereby approved and confirmed in all respects.

RESOLVED FURTHER THAT any one Director or Company Secretary of the Company be and is hereby authorized to file necessary forms with the Registrar of Companies in this regard."

By Order of the Board
For Precision Electronics Limited

Sd/-
Punit A. Bajaj
Company Secretary cum
Compliance Officer

Place: Noida
Date: January 6, 2026

NOTES:

1. The Explanatory Statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013 ('Act') read with Section 110 of the Act, Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India and Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof is annexed hereto and forms an integral part of this Notice.
2. The postal ballot notice is being sent to all the Members of the Company, whose names appear on the Register of Members/list of Beneficial Owners ("Members") as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") (collectively "Depositories") as on the cut-off date, i.e., Friday, January 02, 2026.
3. Pursuant to the provisions of Section 108 and all other applicable provisions of the Act read with the Companies (Management and Administration) Rules, 2014 (as amended) ("Rules"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ("SEBI Listing Regulations"), the Company is pleased to provide remote electronic voting ("e-voting") facility to all its Members, to enable them to cast their votes electronically and has engaged the services of NSDL as the agency to provide e-voting facility. Instructions for the process to be followed for e-voting are annexed to this postal ballot notice.
4. In accordance with General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by General Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 02/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and the latest being General Circular No. 03/2025 dated September 22, 2025 and all other relevant circulars, if any, issued from time to time (collectively referred to as "MCA Circulars") and Circular no. SEBI/HO/CFD /CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as "SEBI Circulars"), this postal ballot notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories.

If your e-mail address is not registered with the Company/Depositories, you may register the same to receive all the future communication from the Company, by following the below process:

Manner of registering/updating e-mail address:

- Members holding shares in dematerialized form are requested to contact their Depository Participants ('DP's) for registering their e-mail address and contact number and follow the process stipulated by DP's for registering e-mail address. After the registration/updating of e-mail address with their DP's, Members are requested to communicate the same to the Company/RTA by writing an e-mail to cs@pel-india.in or admin@skylinerta.com.

The Members may note that this postal ballot notice will also be available on the Company's website, www.pel-india.in (under the 'Investor' Tab), websites of the Stock Exchange where the equity shares of the Company are listed i.e. BSE Limited at www.bseindia.com. This postal ballot notice will also be available on the website of NSDL at www.evoting.nsdl.com till the last date of e-voting.

5. The Resolutions, if passed by the requisite majority, will be deemed to have been passed on the last date of e-voting, i.e., Sunday, February 08, 2026.
6. Resolutions passed by the Members through the postal ballot are deemed to have been passed as if they had been passed at a General Meeting of the Members.
7. Instructions for remote e-voting are as follows:
 - a. In compliance with Section 108 and Section 110 of the Act, Rule 20 and Rule 22 of the Rules, Regulation 44 of the Listing Regulations, and relevant MCA and SEBI Circulars, in relation to the e-voting facility provided by the listed companies, the Company has provided the facility of e-voting to all Members to enable them to cast their votes electronically.
 - b. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Friday, January 02, 2026 ("Cut-off date"). Only those Members whose names are recorded in the Register of Members of the Company or the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes by e-voting. A person who is not a Member as on the Cut-off date should treat this postal ballot notice for information purposes only. It is, however, clarified that Members of the Company as on the cut-off date (including Members who may have not received this communication due to non-registration of their e-mail address with the Company / RTA / Depositories) shall be entitled to vote in respect of the Special Business, in accordance with the process specified in this postal ballot notice.
 - c. Corporate / Institutional Members are entitled to appoint authorized representatives to vote on their behalf on the proposed Special Resolutions. Institutional / Corporate Shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned, certified copy (PDF / JPG Format) of their board or governing body's resolution/authorisation, authorising their representative to vote through remote e-voting, to the Scrutinizer through e-mail at ysaluja2005@gmail.com or to upload on the NSDL Portal at www.evoting.nsdl.com.

- d. The e-voting period commences from Saturday, January 10, 2026 (From 09:00 a.m. IST) to Sunday, February 08, 2026 (till 05:00 p.m. IST) (both days inclusive). The e-voting module shall be forthwith disabled by NSDL upon expiry of the aforesaid period. Once the Member casts a vote on the resolutions, such Member shall not be allowed to change it subsequently. As per the MCA circulars, Members cannot exercise votes by proxy on Postal Ballot.
- e. The Board of Directors of the Company ("Board") has appointed Mr. Yogesh Saluja of M/s. Yogesh Saluja & Associates, peer reviewed firm of Practicing Company Secretaries (ACS: 21916 & COP No. 22676) as scrutinizer ("Scrutinizer") to scrutinize the Postal Ballot process in a fair and transparent manner.
- f. The Scrutinizer will submit the report to the Chairperson or any person authorized by the Chairperson after the completion of scrutiny. The results of voting by means of postal ballot through remote e-voting will be announced within 2 working days from the conclusion of the remote e-voting period i.e., on or before Tuesday, February 10, 2026. The results, along with the Scrutinizer's Report, will also be hosted on the Company's website, i.e., www.pel-india.in as well as on National Securities Depository Limited (NSDL) website i.e., www.evoting.nsdl.com. The result will also be simultaneously communicated to the stock exchange i.e., BSE Limited ("BSE") where the equity shares of the Company are listed.
- g. The details of the process and manner for e-voting are explained herein below:

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 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	<p>1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP</p>

with NSDL.

received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner**" icon under "**Login**" which is available under '**IDeAS**' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "**Access to e-Voting**" under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
3. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select "**Register Online for IDeAS Portal**" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 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.
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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.
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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 abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for 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:
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a) For Members who hold shares in demat account with NSDL.	<p>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*****.</p>
b) For Members who hold shares in demat account with CDSL.	<p>16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.</p>
c) For Members holding shares in Physical Form.	<p>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**</p>

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.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically 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.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

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

of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Mr. Narendra Dev, at evoting@nsdl.com

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

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

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

Item No. 1

The Board of Directors of the Company ("the Board"), based on the recommendation of the Nomination and Remuneration Committee ("NRC"), in its meeting held on November 11, 2025, approved the appointment of Mr. Amitbir Singh Banga (DIN: 07163599) as an Additional Director (Non-Executive, Non-Independent) of the Company, effective from the same date, in accordance with the provisions of Section 161(1) of the Companies Act, 2013 ("Act").

In terms of the said section, Mr. Amitbir Singh Banga holds office up to the date of the ensuing Annual General Meeting. Further, pursuant to the provisions of Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the appointment of a Director, including an Additional Director, is required to be approved by the shareholders at the next general meeting or within a period of three months from the date of appointment, whichever is earlier.

Accordingly, the approval of the shareholders is being sought through a Postal Ballot for confirming the appointment of Mr. Amitbir Singh Banga as a Director (Non-Executive, Non-Independent) of the Company, liable to retire by rotation, pursuant to the provisions of Sections 152 and other applicable provisions of the Act, read with the relevant rules and the SEBI Listing Regulations.

Brief Profile of Mr. Amitbir Singh Banga:

Mr. Amitbir Singh Banga holds a Post Graduate Diploma in Management (Business Administration and Management) from Annamalai University and a Postgraduate Degree in Financial Management from Arizona State University - W.P. Carey School of Business. He has over a decade of rich experience in the automotive industry and has been associated with Victura Technologies Private Limited (formerly known as Victora Auto Private Limited) ("VTPL") since 2015. During his tenure, he held various managerial positions from 2015 to 2017, gaining significant operational and strategic experience. Since 2017, he has been serving as a Director in VTPL, where he has played a key role in rebranding the company's positioning and enhancing the group's overall performance by aligning financial and human resources effectively.

The Company has received from Mr. Amitbir Singh Banga (i) his consent to act as a Director pursuant to Section 152(5) of the Act, (ii) disclosure of interest under Section 184(1) of the Act, and (iii) disclosure under Regulation 26(5) of the Listing Regulations.

The Nomination and Remuneration Committee, after considering his educational background, leadership experience, and understanding of the industry, recommended his appointment as a Director (Non-Executive, Non-Independent) of the Company. The Board, after due consideration, approved his appointment as an Additional Director (Non-Executive, Non-Independent) and now seeks the approval of the members for his regularisation as a Director (Non-Executive, Non-Independent) liable to retire by rotation. The Board believes that the Company will immensely benefit from Mr. Amitbir Singh Banga's insight, experience, and expertise.

The requisite details of Mr. Amitbir Singh Banga, as required pursuant to Regulation 36 of the Listing Regulations and Secretarial Standard – 2 on General Meetings are provided in Annexure A to the Notice of Postal Ballot.

Except Mr. Amitbir Singh Banga, or his relatives, none of the other Directors, Key Managerial Personnel, or their relatives are concerned or interested, financially or otherwise, in this resolution.

The Board recommends the resolution set out in the item no. 1 of the notice for approval of the members by way of an Ordinary Resolution.

Item No. 2

In terms of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), a related party transaction shall be considered material if the transaction(s) to be entered into, individually or taken together with previous transactions during a financial year, exceed the lower of ₹1,000 crore or 10% of the annual consolidated turnover of the listed entity, as per the last audited financial statements. Such material related party transactions require prior approval of the Members by way of an ordinary resolution, irrespective of whether the transaction is in the ordinary course of business or at arm's length.

The Company had earlier obtained approval of the Audit Committee, Board of Directors ("Board") and Members (via Postal Ballot, results declared on July 15, 2025) to enter into Material Related Party Transactions ("MRPT") with Victora Stock-Invest Private Limited ("VSIPL") for unsecured loan(s) up to ₹10 crore per annum for a period of three financial years i.e. FY 2025-26 to FY 2027-28.

Considering the increased scale of operations and enhanced funding requirements for working capital, capital expenditure, and general corporate purposes, the Company proposes to revise the existing MRPT limit with VSIPL from ₹10 crore to ₹25 crore, to be availed within one year from the date of Members' approval, in one or more tranches.

Accordingly, the Company proposes to obtain unsecured loan(s) from VSIPL aggregating up to ₹25 crore, which shall supersede the earlier approved limit.

The Audit Committee and the Board of Directors, at their meeting held on January 6, 2026, have approved the revision of the MRPT limit, subject to the approval of the Members.

VSIPL is a related party of the Company in terms of Section 2(76) of the Companies Act, 2013 ("Act") and Regulation 2(1)(zb) of the SEBI Listing Regulations. Accordingly, the proposed transaction qualifies as a Material Related Party Transaction, requiring Members' approval.

The proposed transaction shall be entered into in the ordinary course of business and on an arm's length basis, in accordance with applicable provisions of law.

The details of the proposed Material Related Party Transaction between the Company and VSIPL, including the information required to be disclosed in the Explanatory Statement pursuant to

Regulation 23 of SEBI Listing Regulations, read with the relevant SEBI Master Circulars and Industry Standards on "Minimum information to be provided for review of the Audit Committee and Members for approval of a Related Party Transaction" ('Standards') and applicable provisions of the Act, are as follows:

Sr. No.	Particulars of the information	Information provided by the management						
A.	Details of the related party and transactions with the related party							
A(1).	Basic details of the related party							
1.	Name of the related party.	Victora Stock-Invest Private Limited ('VSIPL')						
2.	Country of incorporation of the related party.	India						
3.	Nature of business of the related party	VSIPL is a Non-Banking Financial Company (NBFC), registered with Reserve Bank of India. The core business of VSIPL is investment and lending of funds.						
A(2).	Relationship and ownership of the related party							
4.	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party - including nature of its concern (financial or otherwise) and the following:	Mr. Hardeep Singh Banga, (father of Mr. Amitbir Singh Banga, Additional Director in the listed Company), holds 24.88% equity shareholding in the listed Company and 48.55% Equity shares in VSIPL together with directorship.)						
	<ul style="list-style-type: none"> Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. 	Nil						
	<ul style="list-style-type: none"> Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity / subsidiary (in case of transaction involving the subsidiary). 	Not Applicable						
	<ul style="list-style-type: none"> Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). 	Not Applicable						
A(3).	Details of previous transactions with the related party							
5.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	<p>Transaction undertaken by the Company:</p> <table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Nature of Transactions</th> <th>FY 2024-25 (₹ In Crore)</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Taken an Unsecured Loan</td> <td>2.40</td> </tr> </tbody> </table>	Sr. No.	Nature of Transactions	FY 2024-25 (₹ In Crore)	1.	Taken an Unsecured Loan	2.40
Sr. No.	Nature of Transactions	FY 2024-25 (₹ In Crore)						
1.	Taken an Unsecured Loan	2.40						

		Apart from the above, the Company has not entered into any other transaction with the VSIPL.									
6.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter / up to date in which the approval is sought.	<p>Transaction undertaken by the Company:</p> <table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Nature of Transactions</th> <th>FY 2025-26 up to December, 2025 (₹ In Crore)</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Taken an Unsecured Loan</td> <td>5.00</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> </tbody> </table> <p>Apart from the above, the Company has not entered into any other transaction with the VSIPL in current financial year</p>	Sr. No.	Nature of Transactions	FY 2025-26 up to December, 2025 (₹ In Crore)	1.	Taken an Unsecured Loan	5.00			
Sr. No.	Nature of Transactions	FY 2025-26 up to December, 2025 (₹ In Crore)									
1.	Taken an Unsecured Loan	5.00									
7.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	None									
A(4). Amount of the proposed transaction(s)											
8.	Amount of the proposed transactions being placed for approval of the Shareholders.	₹ 25 Crore									
9.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes									
10.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	53% of consolidated turnover for the financial year 2024-25									
11.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).	Not Applicable									
12.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated	232% of the consolidated turnover for the financial year 2024-25 of the related party.									

	turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	As per the audited figures received from VSIPL, ₹ 25 Crores (amount of unsecured borrowing) represents: 25.40% of the Total Loans and Advances given by VSIPL, as on March 31, 2025.								
13.	Financial performance of the related party for the immediately preceding financial year:	<table border="1"> <thead> <tr> <th>Particulars</th><th>FY 2024-25 (₹ In Crores)</th></tr> </thead> <tbody> <tr> <td>Turnover</td><td>10.77</td></tr> <tr> <td>Profit After Tax</td><td>2.58</td></tr> <tr> <td>Net worth</td><td>54.77</td></tr> </tbody> </table>	Particulars	FY 2024-25 (₹ In Crores)	Turnover	10.77	Profit After Tax	2.58	Net worth	54.77
Particulars	FY 2024-25 (₹ In Crores)									
Turnover	10.77									
Profit After Tax	2.58									
Net worth	54.77									
A(5).	Basic details of the proposed transaction									
14.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.).	To obtain an unsecured loan from VSIPL.								
15.	Details of each type of the proposed transaction.	The Company proposes to obtain unsecured loan(s), in one or more tranches of Rs. 25 Crore from VSIPL.								
16.	Tenure of the proposed transaction (tenure in number of years or months to be specified).	The outstanding principal amount of loan, shall be repayable, in one or more tranches, after the completion of the financial year in which the loan was taken, or before the expiry of the next financial year, at the option of the Company (borrower).								
17.	Whether omnibus approval is being sought?	Yes								
18.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide an estimated break-up by financial year-wise.	Aggregate value of the transactions amounting to Rs. 25 Crore during the financial year 2025-26 and 2026-27 (till September 30, 2026).								
19.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	The proposed borrowing of unsecured loan(s) from the related party is in the best interest of the Company as it ensures the timely availability of funds for meeting working capital requirements, capital expenditure, and general corporate purposes. The loan is proposed to be availed at an interest rate of 10% per annum, which is competitive and comparable with prevailing market rates for unsecured borrowings, and is therefore on an arm's length basis. Further, the unsecured nature of the borrowing provides financial and operational flexibility to the Company by avoiding the creation of security and restrictive covenants typically associated with institutional financing. The transaction has								

		been reviewed and approved by the Audit Committee and the Board of Directors, and is considered to be commercially prudent and beneficial to the Company.
20.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Mr. Amitbir Singh Banga, Additional Director of the listed Company, is interested in the transaction to the extent that his father, Mr. Hardeep Singh Banga, holds 24.88% equity shareholding in the listed Company and 48.55% equity shareholding in VSIPL, along with holding a directorship in VSIPL.
	a. Name of the director / KMP	Mr. Amitbir Singh Banga, Additional Director of the listed Company.
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party.	Mr. Amitbir Singh Banga, Additional Director of the listed Company, does not hold any shareholding, directly or indirectly, in VSIPL. However, his father, Mr. Hardeep Singh Banga, holds 48.55% equity shareholding in VSIPL, along with holding a directorship therein.
21.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
22.	Other information relevant for decision-making.	Not Applicable
B(5)	Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary	
23.	Material covenants of the proposed transaction	The unsecured loan shall be availed within one year from the date of Members' approval and shall carry an interest rate of 10% per annum, payable quarterly. The principal amount shall be repayable in one or more tranches, after completion of the financial year in which the loan is availed or before the expiry of the immediately succeeding financial year, at the option of the Company. The loan shall be unsecured, without any collateral, pledge or charge on the assets of the Company, and shall be subject to customary terms and conditions as may be approved by the Audit Committee and the Board of Directors. The transaction shall be entered into in the ordinary course of business and on an arm's length basis.
24.	Interest rate (in terms of numerical value or base rate and applicable spread)	10% Per Annum, payable quarterly.
25.	Cost of borrowing	The unsecured loan shall carry an interest rate of 10% per annum, payable quarterly. The cost

		of borrowing is considered to be competitive and in line with prevailing market rates for unsecured borrowings, and accordingly at arm's length and in the ordinary course of business.						
26.	Maturity / due date	The principal amount of the unsecured loan shall be repayable in one or more tranches after completion of the financial year of drawdown or before the expiry of the immediately succeeding financial year, at the option of the Company.						
27.	Repayment schedule & terms	The principal amount shall be repayable in one or more tranches, at the option of the Company, after completion of the financial year of drawdown or before the expiry of the immediately succeeding financial year, with interest payable quarterly on the outstanding principal amount.						
28.	Whether secured or unsecured	Unsecured						
29.	If secured, the nature of security & security coverage ratio	Not Applicable						
30.	The purpose for which the funds will be utilized by the listed entity/subsidiary	The funds shall be utilized for meeting the working capital requirements, capital expenditure and general corporate purposes of the Company.						
C(4).	Disclosure in case of transactions relating to borrowings by the listed entity or its subsidiary							
29.	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements	<table border="1" style="display: inline-table; vertical-align: middle;"> <tr> <td>a.</td> <td>Before transaction</td> <td>1.95</td> </tr> <tr> <td>b.</td> <td>After transaction</td> <td>4.02*</td> </tr> </table> <p style="margin-left: 20px;">* Assuming the entire unsecured loan proposed to be obtained is classified as long-term debt.</p>	a.	Before transaction	1.95	b.	After transaction	4.02*
a.	Before transaction	1.95						
b.	After transaction	4.02*						
30.	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements:	<table border="1" style="display: inline-table; vertical-align: middle;"> <tr> <td>a.</td> <td>Before transaction</td> <td>1.02</td> </tr> <tr> <td>b.</td> <td>After transaction</td> <td>0.20</td> </tr> </table>	a.	Before transaction	1.02	b.	After transaction	0.20
a.	Before transaction	1.02						
b.	After transaction	0.20						

Point No. B(1), B(2), B(3), B(4), B(6), B(7), C(1), C(2), C(3), C(5), and C(6) of the table forming part of Clause 4 of the Standards are not applicable.

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

- i. It is affirmed that the disclosures provided herein contain sufficient information to enable public shareholders to make an informed decision.
- ii. Justification as to why the proposed transaction is in the interest of the listed entity is provided hereinabove.
- iii. It is affirmed that the promoters shall not derive any undue benefit from the RPT at the

expense of public shareholders.

- iv. The Audit Committee has also noted that the relevant disclosures for decision-making on the proposal were placed before the Committee.
- v. The Committee has also reviewed and has taken note of the certificate from the Chief Financial Officer and Director-in-Charge of the Company confirming that the terms of the transaction are in the interest of the Company.

Except Mr Amitbir Singh Banga and his relatives, no other Directors or Key Managerial Personnel and/or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set forth in the accompanying Notice.

Based on the recommendation of the Audit Committee, the Board recommends the resolution as set out in item No. 2 of the Notice for approval by the Members by way of an Ordinary Resolution.

The Members may note that in terms of the provisions of the SEBI Listing regulations, no Related Party shall vote to approve the resolution at item No. 2 set out in the accompanying Notice, whether the entity is a Related Party to the particular transaction or not.

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

Sd/-

**Punit A. Bajaj
Company Secretary
cum Compliance Officer**

**Dated: January 6, 2026
Place: Noida**

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

Book	Mr. Amitbir Singh Banga	
Date of Birth/Age	20.08.1993 (32)	
Date of first appointment on the Board	November 11, 2025	
Qualification	Post Graduate Diploma in Management (Business Administration and Management) - Annamalai University Postgraduate Degree in Financial Management - Arizona State University, W.P. Carey School of Business	
Terms and conditions of appointment/ re-appointment	Appointed as Non-Executive Director of the Company w.e.f. November 11, 2025, is liable to retire by rotation.	
Brief profile of the Director/ nature of expertise in specific functional areas and experience	Mr. Amitbir Singh Banga has over a decade of rich experience in the automotive industry and has been associated with Victura Technologies Private Limited (formerly known as Victora Auto Private Limited) ('VTPL') since 2015, where he worked in various managerial roles from 2015 to 2017, gaining extensive operational and strategic experience. Since 2017, he has been serving as a Director in the company, where he has played a pivotal role in rebranding the company's positioning and enhancing the group's financial performance by effectively aligning all resources. He is also well-acquainted with the business domain in which Precision operates.	
Names of the Company in which the person holds directorships	1. Pooja Rugs Private Limited 2. Grand Prix Engineering Private Limited 3. India Metallurgical Testing Laboratory Private Limited 4. Victora Automotive Private Limited 5. Victura Technologies Private Limited 6. S M Industrial Consultants Private Limited 7. Pooja Metal Processors Private Limited 8. Univlabs Technologies Private Limited	
Names of the Company in which the person holds chairmanship & membership of board committees	Precision Electronics Limited	Stakeholder Relation Committee - Member Nomination and Remuneration Committee - Member
Justification for appointment	His expertise and industry experience continue to add significant value to the Company.	
Shareholding, if any, in the Company including as a beneficial owner	Mr. Amitbir Singh Banga does not hold any Equity shares in the Company.	
Expertise in specific functional	<ul style="list-style-type: none"> • Leadership 	

areas	<ul style="list-style-type: none"> • Industry Experience • Strategy
Number of Board Meetings attended during 2025-26	2/2
Remuneration last drawn during Financial Year 24-25	-
Listed entities from which he has resigned in the past three years	Nil
Remuneration sought to be paid	Sitting Fees, if any, as approved by the Board of Directors.
Disclosure of relationships with other directors, manager and other key managerial personnel (in case of appointment of a director).	Except Mr Amitbir Singh Banga and his relatives, no other Directors or Key Managerial Personnel and/or their relatives are in any way concerned or interested, financially or otherwise.