



## Precision Electronics Limited

Date: July 6, 2020

PEL/BSE/2020-21/08

To,

**Bombay Stock Exchange Limited,**  
Dept. Of Investor Services,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001

Scrip Code: 517258

**Sub: Annual Secretarial Compliance Report**  
**Ref.: Precision Electronics Limited**

Dear Madam/Sir,

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 read with SEBI Circular dated February 08, 2019 bearing Ref. No. CIR/CFD/CMD1/27/2019, please find enclosed the Annual Secretarial Compliance Report of the Company issued by Munish K Sharma & Associates, Company Secretaries, for the financial year ended March 31, 2020.

The above is for your information and records.

Thanking You,  
For Precision Electronics Limited

**Veenita Puri**  
Company Secretary cum  
Compliance Officer

**Noida Office :**

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

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

**Fax:** +91-120-2524337

**CIN:** L32104DL1979PLC009590.

**Udyog Aadhaar No. :** UK06B0000392



**Registered Office:** D-1081, New Friends Colony, New Delhi-110025  
**Email :** [contacts@pel-india.com](mailto:contacts@pel-india.com), **Website :** [www.pel-india.com](http://www.pel-india.com)

**Roorkee Office :**

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

**Tel:** +91-1332-229154/155

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**Secretarial Compliance Report of Precision Electronics Limited  
for the Financial Year ended 31<sup>ST</sup> March, 2020**

We, M/s. Munish K Sharma & Associates, Practising Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by **Precision Electronics Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchange,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the Financial Year ended **31<sup>ST</sup> March, 2020** ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA") and rules made thereunder and the regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable for the period under review**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable for the period under review**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable for the period under review**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable for the period under review**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not Applicable for the period under review**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018,

and circulars/ guidelines issued thereunder;





and based on the above examination, We hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above applicable regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

| Sr. No. | Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)           | Deviations | Observations/ Remarks of the Practicing Company Secretary                                                                                                                                                                                                              |
|---------|-------------------------------------------------------------------------------------------------|------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.      | Regulation 31(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015    | High       | Shares held by Mr. Hans Jurgen Wagner* and Knowledge Holdings & Investments Pte. Ltd. (Promoter and Promoter Group) are not in dematerialized form.<br><br>*Disclosure under Regulation 30 (2) of SEBI (SAST) Regulation 2011, by Mr. Hans Jurgen Wagner was not made. |
| 2.      | Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015    | Medium     | Related party transactions for the half year ended 31.03.2019 was not submitted to the stock exchange.<br><br>However, the listed entity has submitted the financial statements inclusive of related party transactions for the year ended 31.03.2019.                 |
| 3.      | Regulation 34(1)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 | Low        | The listed entity has submitted the Annual Report along with the notice of the Annual General Meeting for the FY 2018-19 to the stock exchange, next day of the completion of dispatch of aforesaid report to its shareholders.                                        |

(b) The listed entity has maintained proper records under the provisions of the above applicable Regulations and circulars/ guidelines issued thereunder insofar as it appear from our examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:



*Handwritten signature: Anand Gupta*

| Sr. No | Action taken by | Details of violation | Details of action taken E.g. fines, warning letter, debarment, etc. | Observations/ remarks of the Practicing Company Secretary, if any. |
|--------|-----------------|----------------------|---------------------------------------------------------------------|--------------------------------------------------------------------|
| Nil    |                 |                      |                                                                     |                                                                    |

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

| Sr. No | Observations of the Practicing Company Secretary in the previous reports | Observations made in the secretarial compliance report for the year ended 31.03.2019                                                                                                                                                                                                             | Actions taken by the listed entity, if any                                                                                                                      | Comments of the Practicing Company Secretary on the actions taken by the listed entity                                                                                                                      |
|--------|--------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.     | Not Applicable                                                           | <p><i>The Company has not submitted the Annual Report for the FY 2017-18 to the stock exchange within twenty one working days from the date of Annual General Meeting.</i></p> <p><i>However, the Company has submitted the same to the stock exchange on 15<sup>th</sup> January, 2019.</i></p> | No action required                                                                                                                                              | Not Applicable                                                                                                                                                                                              |
| 2.     |                                                                          | <p><i>Shares held by Mr. Hans Jurgen Wagner and Knowledge Holdings &amp; Investments Pte. Ltd. (Promoter and Promoter Group) are not in dematerialized form.</i></p>                                          | <p>The correspondence made to Mr. Hans Jurgen Wagner were not responded and Knowledge Holdings &amp; Pte. Ltd is informed of dematerialisation requirement.</p> | <p>There is no comment in case of Mr. Hans Jurgen Wagner.</p> <p>And in case of Knowledge Holdings &amp; Pte. Ltd, the listed entity has approached it for dematerialisation.</p> <p><i>Aaina Gupta</i></p> |

|  |  |  |                               |  |
|--|--|--|-------------------------------|--|
|  |  |  | They have<br>obtained<br>PAN. |  |
|--|--|--|-------------------------------|--|

**For Munish K. Sharma & Associates  
Company Secretaries**



*Aaina Gupta*

**Aaina Gupta  
Partner**

M. No.: A43233

C.P. No. 22837

UDIN: A043233B000400238

Place: **Kaushambi, Ghaziabad**

Date: **30<sup>th</sup> June, 2020**