



NOTICE OF BOARD MEETING No.06/2023-24

To,
The Directors,
PAN ELECTRONICS (INDIA) LIMITED,

Dear Sirs/Madam,

In pursuance to Regulation 29 read with Regulation 33 and 34 of SEBI Listing Obligation and Disclosure Requirements (LODR), Regulations, 2015 Notice is hereby given that the meeting of the Board of Directors of PAN ELECTRONICS (INDIA) LIMITED will be held at the registered office of the company situated at 16B Peenya Industrial Area Phase - 1, Bangalore - 560058, On Friday, February 09, 2024 at 02:30 pm IST to transact the following businesses:

SR. NO.	AGENDA ITEMS
1.	To elect Chairman to chair the Meeting.
2.	To grant leave of absence to the director, if any.
3.	To confirm the minutes of the Previous Board Meeting held on November 09, 2023.
4.	To approve unaudited Balance Sheet, Statement of Profit & Loss along with schedules and notes to accounts and Cash Flow statement for the quarter ended on 31.12.2023.
5.	To take note of statement/report for the quarter ended on 31.12.2023 as per SEBI Regulations.
6.	To take note of resignation of Chief Financial Officer
7.	To appoint Chief Financial Officer.
8.	To take note of recommendations of various committees
9.	To review operations.
10.	Any other business with the permission of the Chair.

Regd. Office:
PAN ELECTRONICS (INDIA) LIMITED
#16B, Peenya Industrial Area Phase - 1 Pipeline Road,
Bengaluru, Karnataka 560058
+91 80 28-396227 | accounts@panelectronicsindia.com
CIN: L00309KA1982PLC004960

Factory:
#1E, Peenya Industrial Estate 1st Main Road,
Peenya 2nd Phase, Bengaluru, Karnataka 560058
+91 80 41170074
info@panelectronicsindia.com
www.panelectronicsindia.com





Note: The trading window in respect of dealing in Equity Shares of the Company is already closed for all the Directors, Connected Persons, Designated Employees of the Company and shall open 48 hours after conclusion of the Board Meeting.

Kindly make it convenient to attend the meeting.

for Pan Electronics (India) Limited

Bharath K L
Company Secretary

Date: 01.02.2024

Place: Bengaluru

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NOTES TO AGENDA FOR BOARD OF DIRECTORS MEETING
TO BE HELD ON 09TH FEBRUARY 2024.

Agenda Item No. 1:

TO ELECT CHAIRMAN OF THE MEETING.

In accordance with the provisions of section 104 of the Companies Act, 2013 the directors present shall elect one among them to be the Chairman of the meeting to conduct the proceedings of the meeting.

Agenda item No. 2:

TO GRANT LEAVE OF ABSENCE TO THE DIRECTOR, IF ANY.

The Board would be required to consider the request if any, received from Director praying for the leave of absence and to grant the same. The Directors who are not able to attend the meeting may seek Leave of Absence from the Board in writing or electronic mail addressed to cs@panelectronicsindia.com

Agenda Item No. 3:

TO CONFIRM THE MINUTES OF THE PREVIOUS BOARD MEETING HELD ON NOVEMBER 09, 2023.

As required under the Secretarial Standard No.1, the Board of Directors are requested to confirm the Minutes of the Board of Directors meeting held on November 09, 2023, which were circulated amongst the Directors of the Company and shall be placed in the meeting for the confirmation and signatures by the Chairman of the meeting.

Agenda Item No. 4:

TO APPROVE UNAUDITED BALANCE SHEET, STATEMENT OF PROFIT & LOSS ALONG WITH SCHEDULES AND NOTES TO ACCOUNTS AND CASH FLOW STATEMENT FOR THE QUARTER ENDED ON 31.12.2023.

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As per the provisions of Section 134 of Companies Act, 2013, Financial Statements shall be approved by the Board of Directors before they are signed on behalf of the Board. The draft Financial Statements viz., Balance Sheet, Statement of Profit & Loss along with schedules and notes to accounts and Cash Flow statement for the year ended on 31.12.2023 have been annexed to this Notice.

Agenda Item No. 5:

TO TAKE NOTE OF STATEMENT/REPORT FOR THE QUARTER ENDED ON 31.12.2023 AS PER SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

The Board shall take note of the Statement and Reports filed with BSE Limited for the quarter ended on 31.12.2023:

The statements and report are as follows:

Sr. No.	Regulation No. under LODR	Particulars
1	13	Statement of investors Complaints.
2	31(1)(b)	Shareholding Pattern.

Sr. No.	Regulation No. under SEBI (Depositories and Participants) Regulations, 2018)	Particulars
1	76	Reconciliation of Share Capital and Audit Report.
2	74(5)	Compliance Certificate from R&TA

Sr. No.	Compliance under SEBI (Prohibition of Insider Trading) Regulations, 2015)
1.	Certificate for Structured Digital Database.

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Agenda Item No. 6:

TO TAKE NOTE OF RESIGNATION OF CHIEF FINANCIAL OFFICER

The Chairman of the meeting shall inform the Board that a resignation letter has been received from Arun Kumar Sahu and the Board is requested to take note of the same.

Agenda Item No. 7:

TO APPOINT CHIEF FINANCIAL OFFICER.

The Chairman of the meeting shall inform the Board that in pursuance to the resignation of Arun Kumar Sahu, there is a requirement of appointment in the office of the Chief Financial Officer (CFO)/ Key Managerial Personnel (KMP). In this regard, he Mr. Rajesh Manoharlal Talreja's appointment is put up for recommendation as Chief Financial Officer (CFO)/ Key Managerial Personnel (KMP) by Nomination and Remuneration Committee and the Board is requested to approve the same.

Agenda Item No. 8:

TO TAKE NOTE OF RECOMMENDATIONS OF VARIOUS COMMITTEES

The Board is requested that on the recommendations, recommended by the various committees of the Board as prescribed under the Companies act, 2013 and in this regard the recommendations are to be taken note by the Board.

Agenda Item No. 9:

TO REVIEW OPERATIONS

The Chairman shall brief about the business operations and financial position of the Company and the Board shall take note of the same.

Agenda Item No. 10:

ANY OTHER BUSINESS WITH THE PERMISSION OF THE CHAIR.

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Any business not included in agenda may be taken up for deliberation with the permission of the Chairman and with the consent of majority of the Directors.

for Pan Electronics (India) Limited



Bharath K L
Company Secretary

Date: 01.02.2024
Place: Bengaluru

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MINUTES

PAN ELECTRONICS (INDIA) LIMITED

CIN L00309KA1982PLC004960

Regd. Address: 16B, 1st Phase, Peenya Industrial Area, Peenya, Bangalore - 560 058

MINUTES OF THE 06/2023-24 MEETING OF THE BOARD OF DIRECTORS OF PAN ELECTRONICS (INDIA) LIMITED FOR HELD ON FRIDAY, FEBRUARY 09, 2024, AT THE REGISTERED OFFICE OF THE COMPANY AT KHATA NO. 16B PEENYA INDUSTRIAL AREA PHASE - 1, BANGALORE - 560058.

DIRECTORS PRESENT

SI No	Name of the Directors attended physically	Designation
1	<u>Shri. Gullu Gellaram Talreja</u>	Chairman & Managing Director
2	<u>Shri. Abhishek Prakash Talreja</u>	Director
3	<u>Smt. Asha Diwakar</u>	Director (Independent)
4	<u>Shri. Nitesh Nanik Rohera</u>	Director (Independent)
5	<u>Bharath KL</u>	Company Secretary
6	<u>Arun Kumar Sahu</u>	Chief Financial Officer


1. ELECTION OF CHAIRMAN TO CHAIR THE MEETING.

The Board unanimously elected Mr. Gullu Gellaram Talreja Director as the Chairman to preside over the meeting. Mr. Gullu Gellaram Talreja took the Chair and welcomed the Board Members.

2. GRANTING LEAVE OF ABSENCE TO THE DIRECTOR, IF ANY.

Since all the Directors were present there was no need to grant leave of absence to any Director.

PAN ELECTRONICS (INDIA) LIMITED


Chairman's Initials



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3. CONFIRMATION ON THE MINUTES OF THE PREVIOUS BOARD MEETING HELD ON NOVEMBER 09, 2023

The Chairman of the meeting requested the Board to review the minutes of the previous Board Meeting of the Company, a copy of which already circulated and in the hands of the Directors and to confirm the same. The Board reviewed the minutes, and it was:

“RESOLVED THAT the minutes of the previous Meeting of the Board of Directors of the Company held on 09.11.2023, a duly signed copy of the same already circulated and in the hands of the Directors, be and are hereby taken as correct and confirmed.”


4. APPROVAL OF UNAUDITED BALANCE SHEET, STATEMENT OF PROFIT & LOSS ALONG WITH SCHEDULES AND NOTES TO ACCOUNTS AND CASH FLOW STATEMENT FOR THE QUARTER ENDED ON 31.12.2023.

The Chairman placed before the Board a Statement of Unaudited Financial Results (provisional) for the quarter ended on 31.12.2023 to be published in the newspapers and to be submitted to the Stock Exchange and stated that members of the Audit Committee have reviewed in detail the said results and have recommended the same to the directors for their approval. The Auditors of the Company have carried out a Limited Review of the said results. After discussion, the following resolution were passed

“RESOLVED THAT the unaudited financial results for the quarter ended 31.12.2023 along with the Limited Review Report of the Statutory Auditor, as recommended by the Audit Committee and as placed before the meeting be and are hereby approved and taken on record.”

“RESOLVED FURTHER THAT Mr. Gullu Gellaram Talreja Chairman and Managing Director of the Company be and are hereby severally authorised to sign the same and to do all the acts, deeds and things as may be necessary to give effect to this resolution.”

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5. TAKING NOTE OF STATEMENT/REPORT FOR THE QUARTER ENDED ON 31.12.2023 AS PER SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

The Chairman of the meeting Informed the Board that the Company has completed the following quarterly Compliances to be filed with BSE for the quarter ended on 31.12.2023 under SEBI (LODR) Regulations, 2015. He requested the Board to take note of the same.

The statements and report are as follows:

Sr. No.	Regulation No. under LODR	Particulars
1	13	Statement of investors Complaints.
2	31(1)(b)	Shareholding Pattern.

Sr. No.	Regulation No. under SEBI (Depositories and Participants) Regulations, 2018)	Particulars
1	76	Reconciliation of Share Capital and Audit Report.
2	74(5)	Compliance Certificate from R&TA

Sr. No.	Compliance under SEBI (Prohibition of Insider Trading) Regulations, 2015)
1.	Certificate for Structured Digital Database.

6. TAKING NOTE OF RESIGNATION OF CHIEF FINANCIAL OFFICER.

The Chairman of the meeting Informed the Board that a resignation letter has been received from Arun Kumar Sahu. In this regard, he proposed the following resolution which was to be taken note by the Board:

"RESOLVED THAT, the resignation of Mr. Arun Kumar Sahu as Chief Financial Officer (CFO)/ Key Managerial Personnel (KMP) of the Company by his letter of

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resignation dated January 31, 2024 placed before this meeting, be and is here by accepted and recorded with effect from closing of business hours from January 31, 2024 and the Board do place on record its profound appreciation of the valuable services rendered by Mr. Arun Kumar Sahu as Chief Financial Officer (CFO)/ Key Managerial Personnel (KMP) of the Company."

RESOLVED FURTHER THAT Mr. Gullu Gellaram Talreja, Chairman and Managing Director, be and are hereby authorized severally to file the necessary documents to give effect to the aforesaid resolution".

7. APPROVAL OF APPOINTMENT OF CHIEF FINANCIAL OFFICER.

The Chairman of the meeting Informed the Board that in pursuance to the resignation of Arun Kumar Sahu, there is a requirement of appointment in the office of the Chief Financial Officer (CFO)/ Key Managerial Personnel (KMP). In this regard, he proposed that Mr. Rajesh Manoharlal Talreja has been recommended as Chief Financial Officer (CFO)/ Key Managerial Personnel (KMP) by Nomination and Remuneration Committee. In this regard, the following resolution which was approved by the Board unanimously:


"RESOLVED THAT pursuant to the provisions of Section 203 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder and SEBI Listing Obligations and Disclosure Requirements (LODR), 2015 and based on the recommendation of Nomination and Remuneration Committee of the Company Mr. Rajesh Manoharlal Talreja be and is hereby appointed as a Chief Financial Officer and Key Managerial Personnel (KMP) of the Company w.e.f February 09, 2024 on the remuneration and other terms and conditions as may be decided by the Audit Committee/Board in consultation with Mr. Rajesh Manoharlal Talreja.

RESOLVED FURTHER THAT Mr. Gullu Gellaram Talreja, Chairman and Managing Director, be and are hereby authorized severally to file the necessary documents to give effect to the aforesaid resolution".

8. TAKING NOTE OF RECOMMENDATIONS OF VARIOUS COMMITTEES

The Chairman of the meeting Informed the Board that on the recommendations, recommended by the various committees of the Board as prescribed under the Companies act, 2013 and in this regard, he proposed the following resolution which was to be taken note by the Board:

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RESOLVED THAT, the recommendations recommended by the Committees of the Board as prescribed under the Companies act, 2013 be and is hereby taken note."

9. REVIEW OF OPERATIONS

The Chairman briefed about the business operations and financial position of the Company and the Board took note of the same.

10. VOTE OF THANKS

There being no other business to transact the meeting concluded with the vote of thanks to the Chair.

The Meeting Commenced at 02:30 PM IST

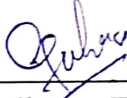
The Meeting Concluded at 03:00 PM IST

Date of Entry - 09.02.2024

Date of Signature - 09.02.2024

Date: 09.02.2024

Place: Bangalore


Gullu Gellaram Talreja
(Chairman of the Meeting)

PAN ELECTRONICS (INDIA) LIMITED

Chairman's Initials

