

**NOTICE OF BOARD MEETING No.01/2025-26**

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

Dear Sir/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 Thursday 29th May 2025 at 02:00 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 08.02.2025.
4.	To read and take note of the declarations made by the Directors of the Company in Form No. MBP-1 under Section 184 of the Companies Act, 2013.
5.	To read and take note of the declarations made by the Directors of the Company in Form No. DIR-8 under Section 164(2) of the Companies Act, 2013.
6.	To take note of declarations by Independent Directors that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013.
7.	To appoint Mr. Vivek Bhat Practising Company Secretary as Secretarial Auditor for financial year 2025-2026.
8.	To consider and appoint M/s. Sundararajan and Harish, Chartered Accountants (Firm Registration Number 004218S) as internal auditors of the company for financial year 2025-2026.
9.	To approve draft Balance Sheet, Statement of Profit & Loss along with



	schedules and notes to accounts and Cash Flow statement for the year ended on 31.03.2025.
10.	To take note of statement/report for the quarter ended on 31.03.2025 as per SEBI Regulations.
11.	To take note of recommendations of various committees.
12.	To review operations of the Company.
13.	Any other business with the permission of the Chair and majority of Directors.

***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: 21.05.2025  
Place: Bengaluru



**NOTES TO AGENDA FOR BOARD OF DIRECTORS MEETING**  
**TO BE HELD ON 29<sup>TH</sup> MAY 2025.**

**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 FEBRUARY 08, 2025.**

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 February 08, 2025, 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 READ AND TAKE NOTE OF THE DECLARATIONS MADE BY THE DIRECTORS OF THE COMPANY IN FORM NO. MBP-1 UNDER SECTION 184 OF THE COMPANIES ACT, 2013.**

The Company has received the Declaration of Interest from all the Directors of the Company as required under Section 184 of the Companies Act, 2013. The Disclosure of Interest in Form MBP-1, which is required from every director at the first meeting of



Board of Directors in every financial year under section 184(1) of the Companies Act, 2013, shall be placed in the meeting for taking on record of the Company.

**Agenda Item No. 5:**

**TO READ AND TAKE NOTE OF THE DECLARATIONS MADE BY THE DIRECTORS OF THE FORM NO. DIR-8 UNDER SECTION 164(2) OF THE COMPANIES ACT, 2013.**

The Company has received the Declarations from all the Directors under the section 164 of the Companies Act, 2013. The declaration from every director in Form DIR-8 mentioning the details that they have not incurred disqualification under Section 164 (2) of the Companies Act, 2013, shall be placed in the meeting for taking on record of the Company.

**Agenda Item No. 6:**

**TO TAKE NOTE OF DECLARATIONS BY INDEPENDENT DIRECTORS THAT THEY MEET THE CRITERIA OF INDEPENDENCE AS LAID DOWN UNDER SECTION 149(6) OF THE COMPANIES ACT, 2013.**

Pursuant to section 149(7) every Independent Director at the first meeting of Board of Directors in every financial year gives a declaration that he/she meets the criteria of independence as provided in section 149(6) of the Companies act, 2013. The Company has received the Declarations from all the Independent Directors mentioning that they meet the criteria of Independence as laid down under Section 149 (6) of the Companies Act, 2013. The said declarations shall be placed in the meeting for taking on record of the Company.

**Agenda Item No. 7:**

**TO APPOINT MR. VIVEK BHAT PRACTISING COMPANY SECRETARY AS SECRETARIAL AUDITOR FOR FINANCIAL YEAR 2025-26.**

The Board shall appoint a Secretarial Auditor of the Company for the financial year 2025-26, pursuant to Section 204 of the Companies Act, 2013, to get the Secretarial Audit



Report from Company Secretary in Practise. Hence, it is proposed to appoint Mr. Vivek Bhat as Secretarial auditor for the aforesaid period.

**Agenda Item No. 8:**

**TO CONSIDER AND APPOINT M/S. SUNDARARAJAN AND HARISH, CHARTERED ACCOUNTANTS (FIRM REGISTRATION NUMBER 004218S) AS INTERNAL AUDITORS OF THE COMPANY FOR FINANCIAL YEAR 2025-26**

The Chairman shall inform that in pursuance to the recommendation of the Audit committee, M/s. Sundararajan and Harish, Chartered Accountants (Firm Registration Number 004218S) are proposed to be appointed as Internal Auditors of the Company. The relevant consent from the new Internal auditors shall be placed before the Board and the Board is requested to approve the same for the financial year 2025-26.

**Agenda Item No. 9:**

**TO APPROVE DRAFT BALANCE SHEET, STATEMENT OF PROFIT & LOSS ALONG WITH SCHEDULES AND NOTES TO ACCOUNTS AND CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31.03.2025.**

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 31.03.2025 have been annexed to this Notice.

**Agenda Item No. 10:**

**TO TAKE NOTE OF STATEMENT/REPORT FOR THE QUARTER ENDED ON 31.03.2025 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 31.03.2025:

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.

Sr. No.	Compliance under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
1.	Declaration under regulation 31 (4).

**Agenda Item No. 11:**

**TO TAKE NOTE OF RECOMMENDATIONS OF CARIOUS COMMITTEES.**

The Board needs to take note of various recommendations passed for various committees of the Company.

**Agenda Item No. 12:**

**TO REVIEW OPERATIONS OF THE COMPANY.**

The Board needs to review the operations of the Company for the quarter and year ended March 31, 2025.



**Agenda Item No. 13:**

**ANY OTHER BUSINESS WITH THE PERMISSION OF THE CHAIR AND MAJORITY OF DIRECTORS.**

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: 21.05.2025

Place: Bengaluru

**Regd. Office:**

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