Punjab CommunicationsLimited

PCL/CS/16651

23rd October, 2026

The Secretary
The Bombay Stock Exchange Ltd,
25th Floor Pheroze Jeejeebhoy Towers,
Dalal Street
Mumbai- 400 001

Sub: Regulation 34 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Annual Report for the Financial Year 2025-26

Dear Sir,

Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015 read with Companies Act, 2013 and to comply with the ROC extension order to convene the AGM within extended period of 02 (Two) months i.e. on or before November 30, 2026, this is to inform you that 45th Annual General Meeting of the Company will be held on **Thursday, November 19, 2026 at 1200 Hrs through Video Conferencing (VC) / Other Audio Visual Means (OAVM).**

Further, in terms of Regulation 34 (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the copy of Annual Report of Punjab Communications Limited for the Financial Year 2025-26 containing the copy of Notice calling 45th Annual General Meeting of the Company as to be send to Shareholders of the Company.

The Company shall commence dispatch of the Annual Report for the FY 2025-26 containing the Notice of 45th AGM, to the shareholders from today i.e. Friday, October 23, 2026 through e-mails only to those Members, whose email IDs are registered with the Company/ Depository Participants, in accordance with MCA General Circular No. 03/2025 dated September 22, 2025 read with General Circular No. 20/2020 dated May 5, 2020 and to further comply with the provisions of SEBI (LODR) Regulations, 2015.

The Annual Report for the FY 2025-26 containing the Notice of 45th AGM is also uploaded on the Company's Website Link at https://www.puncom.com/financial-report

Kindly take the same on your records.

Thanking you.

Yours faithfully
For Punjab Communications Ltd.

PRATIMA YADAV

Digitally signed by PRATIMA YADAV
Date: 2026.10.23 13:03:53 +05'30'

(Company Secretary & Compliance Officer)

Encl:a/a

Regd. Office: B-91, Phase VIII, Indl. Area, S.A.S. Nagar, Mohali (Punjab) -160 071 India
Phone No.: +91-172-2237101 (4 Lines), +91-172-5022901 (4 Lines)
Fax No.: +91-172-2237125, Email : puncom@puncom.com
CIN: L32202PB1981SGC004616 Website : www.puncom.com

PUNCOM

45TH ANNUAL REPORT 2025-26

PUNJAB COMMUNICATIONS LIMITED

FOR YOUR INFORMATION

- All correspondence relating to shares of the company may please be sent to the following addresses:

Registered Share Transfer Agents (Both for Physical & Demat Category)	Alankit Assignments Limited DP & RTA Alankit House, 4E/2, Jhandewalan Extension, New Delhi - 110055 Ph.: (011) 42541234, 23541234 Fax : 91-11-23552001
Company's Registered Office	B-91, Phase-VIII, Industrial Area, S.A.S. Nagar, Mohali-160071 (Punjab) Phone : +91-172-2237101 (4 Lines), 5022901 (4 Lines) Fax : +91-172-2237125

- 45th Annual General Meeting of the company is scheduled to be held on 19th day of November 2026, (Thursday) at 1200 HRS through Video Conferencing / Other Audio Visual Means (VC/OAVM) (Notice Enclosed).
- Shareholders intending to require information about accounts to be explained in the meeting are requested to inform the Company at least 10 days in advance of the Annual General Meeting.
- The Trading of Puncom's scrip has come under compulsory Demat for all investors w.e.f. August 28, 2000 (ISIN INE609A01010).
- The Annual Report also covers reports on "Management Discussion & Analysis" and "Corporate Governance".
- The shares of your company are listed with The Bombay Stock Exchange Ltd., Mumbai (BSE) only.
- As per Amendments to clause 32 of Equity Listing Agreement and Modification of SEBI Circular No. SEBI/CFD/DIL/LA/2/2007/26/4 dated 26.4.2011 towards Green Initiatives in the Corporate Governance, Listed Companies are required to send Balance Sheet etc. by electronic mail to its members. Thus, Shareholders having Shares in Electronic Form are requested to **register their e-mail address with concerned Depository** Participant (DP) and Shareholders having Shares in Physical Form are requested to register their e-mail address through letter duly signed with our Share Transfer Agent i.e. **Alankit Assignments Ltd., New Delhi**.
- Further, in compliance with the MCA General Circular No. 03/2025 dated 22nd September, 2025 in continuation to General Circular No. 20/2020 dated 5th May, 2020, issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars"), the Notice of 45th Annual General Meeting of the Company inter-alia indicating the process and manner of e-voting along with the Annual Report 2025-26 containing Board's Report, Auditors' Report, Audited Financial Statements and other documents, is being sent only through electronic mode to those members whose email addresses are registered with the Company / Depositories.
- **Updation of KYC data of Physical Shareholders**

  As per the SEBI directions vide Circular No:SEBI/HO/MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November, 2021 read with Circular No:SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated 14th December, 2021, Circular No:SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022, Circular No:SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023 and Circular No:SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17th November, 2023 Company made efforts to update the KYC details of Physical Shareholders. To comply with the SEBI Circulars Company dispatched an Intimation Letter to Physical Shareholders to furnish forms such as ISR-1 (Request for registering PAN, KYC Details or Changes / Updation thereof), ISR-2 (Confirmation of Signature of Security holder by Banker), ISR-3 (Declaration Form for Opting-out of Nomination by holders of physical securities), SH-13 (Nomination Form) & SH-14 (Cancellation or Variation of Nomination) to Alankit Assignments Limited (Unit: Punjab Communications Limited), 205-208, Anarkali Complex, Jhandewqlan Extension, New Delhi-110055 towards updation of KYC. All these forms are available at Company's website i.e www.puncom.com.

Annual General Meeting

Date & Time : 19th November, 2026, Thursday, at 1200 HRS

Deemed Venue : B-91, Phase VIII, Industrial Area, SAS Nagar, Mohali

PUNJAB COMMUNICATIONS LIMITED

Web : www.puncom.com CIN No: L32202PB1981SGC004616

Corporate Information

as on 23.10.2026

Board of Directors	Designation	DIN No.
Dr. Basant Garg, IAS	Chairman	07937460
Sh. Jaspreet Singh, IAS	Managing Director	11387045
Sh. Manjeet Singh Dhillon, ITS (Retd.)	Independent Director	10903571
CA Shashi Bhushan Aggarwal	Independent Director	00213258
Dr. Ashneet Kaur	Independent Director	11628942

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Company Secretary
CS Pratima Yadav

Chief Financial Officer
Sh. Tony Bansal

Statutory Auditors
M/s Charanjit Singh & Associates
Chartered Accountants

Bankers
State Bank of India
Indian Bank (Allahabad Bank merged with Indian Bank)

Registered Office
B-91, Phase VIII, Industrial Area,
S.A.S. Nagar (Mohali)
Punjab - 160071

Committee of Directors

Audit Committee

CA Shashi Bhushan Aggarwal	Chairman
Sh. Manjeet Singh Dhillon, ITS (Retd.)	Member
Dr. Ashneet Kaur	Member

Stakeholders' Relationship Committee

Dr. Ashneet Kaur	Chairman
Sh. Manjeet Singh Dhillon, ITS (Retd.)	Member
CA Shashi Bhushan Aggarwal	Member

Listing Regulations wherever appearing in the Annual Report means SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended from time to time.

Financial Highlights 2021-2022 to 2025-2026

Amount (₹ in Lacs)

Particulars	2021-22	2022-23	2023-24	2024-25	2025-26
Sales	1075.90	1058.87	1504.59	1721.43	2684.80
Other Income	788.82	802.38	696.13	858.34	1044.59
Total Income	1864.72	1861.25	2200.72	2579.77	3729.39
Earning/Loss before Dep.					
Interest and Tax(EBDIT)	-1293.01	-1535.76	1084.58	-17.63	321.29
Depreciation	28.93	23.14	19.79	20.23	21.04
Profit/Loss after Tax	-1248.79	-1562.46	1015.22	-37.86	297.60
Other Comprehensive Income	-23.09	-14.10	3.68	9.85	-107.37
Total Comprehensive Income	-1271.88	-1576.56	1018.9	-28.01	190.23
Equity Dividend (%)	-	-	-	-	-
Dividend Payout	-	-	-	-	-
Equity Share Capital	1202.36	1202.36	1202.36	1202.36	1202.36
Reserves & Surplus	2235.93	659.36	1678.26	1650.26	1840.48
Tangible Net Worth	3440.73	1864.16	2883.06	2855.06	3045.28
Property	5570.79	5551.54	5543.50	5662.54	5702.81
Net Property, Plant and Equipment & Investment Property	411.79	388.83	371.47	389.82	417.38

Key Ratios 2021-2022 to 2025-2026

	2021-22	2022-23	2023-24	2024-25	2025-26
Earning /loss Per Share (in Rs)	**-10.39**	**-13.00**	**8.44**	**-0.31**	**2.48**
Cash Earning/Loss Per Share (in Rs)	-10.55	-12.80	8.61	-0.15	2.65
Book Value Per Share (in Rs)	28.62	15.50	23.98	23.75	25.33
Debt/Equity Ratio	0.00	0.00	0.00	0.00	0.00
Current Ratio	1.41	1.09	1.39	1.50	1.45

Note: The figures have been regrouped and restated wherever necessary, to make them comparable and to be complied with Ind-AS also.

PUNJAB COMMUNICATIONS LIMITED

CIN No: L32202PB1981SGC004616

PART-I BALANCE SHEET AS ON 31st MARCH, 2026

Amount (₹ in Lacs)

	Particulars	Note	As on 31st March 2026	As on 31st March 2025
	ASSETS			
(1)	**Non-Current Assets**			
a)	Property Plant & Equipment	2	**311.49**	**283.53**
b)	Investment Property	2A	**105.89**	**106.29**
c)	Financial Assets			
	Investments	3	**-**	**-**
	Loans and advances	4	**8.27**	**12.41**
	Other Financial Assets	5	**36.37**	**26.42**
d)	Deferred tax assets (net)	6	**74.48**	-
e)	Other non-current assets	7	-	**0.02**
(2)	**Current Assets**			
a)	Inventories	8	**348.67**	**305.16**
b)	Financial Assets			
	Trade receivables	9	**1327.36**	**964.75**
	Cash and cash equivalents	10	**617.52**	**399.52**
	Other Bank Balances	11	**5271.06**	**5176.65**
	Loans and advances	12	**1.27**	**1.00**
	Other Financial Assets	13	**620.48**	**564.17**
c)	Other Current Assets	14	**170.99**	**247.02**
	TOTAL		**8,893.83**	**8,086.94**
	EQUITY AND LIABILITIES			
	Equity			
a)	Share Capital	15	**1204.80**	**1204.80**
b)	Other Equity	16	**1840.48**	**1650.26**
	Liabilities			
(1)	**Non-Current Liabilities**			
a)	Financial Liabilities			
	Other Financial liabilities	17	**92.33**	**91.48**
b)	Provisions	18	**-**	**25.09**
c)	Other Non Current Liabilities	19	-	-
(2)	**Current Liabilities**			
a)	Financial Liabilities			
	Borrowings	20	-	-
	Trade Payables	21		
	(A) Total outstanding dues of micro enterprises and small enterprises		**33.66**	**23.57**
	(B) Total outstanding dues of creditors other than micro enterprises and small enterprises		**1529.74**	**1425.53**
	Other Financial liabilities	22	**3524.43**	**3379.64**
b)	Other Current Liabilities	23	**240.37**	**115.41**
c)	Provisions	24	**428.03**	**171.16**
	TOTAL		**8893.83**	**8086.94**

For Charanjit Singh & Associates
Chartered Accountants
FRN: 015328N

For and on behalf of the Board of Directors

CA Avneet Singh	Harsuhinder Pal Singh Brar, IAS	CA Shashi Bhushan Aggarwal
PARTNER	**Managing Director**	**Director**
M.No: 526217	DIN : 02987207	DIN : 00213258

UDIN: 26526217GCSUVT1578

PLACE: S.A.S. NAGAR (MOHALI)	CA Deepika Arora	Pratima Yadav	Sunita Puri
DATED : 20.05.2026	**Chief Financial Officer**	**Company Secretary**	**AO Finance**

PUNJAB COMMUNICATIONS LIMITED

CIN No: L32202PB1981SGC004616

PART-II-STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2026

Amount (₹ in Lacs)

	Particulars	Note	For the Period Ended 31st March, 2026	For the Period Ended 31st March, 2025
I.	Revenue from operations	25	2,684.80	1,721.43
II.	Other Income	26	1,044.59	858.34
III.	**Total Income**		**3,729.39**	**2,579.77**
IV.	**Expenses:**			
	Cost of materials consumed	27	724.82	575.43
	Purchases of Stock-in-Trade	28	426.08	276.19
	Changes in inventories of Finished Goods/ Work-in-process and Stock-in-trade	29	-39.54	6.60
	Employee benefits expenses	30	1,360.73	1,320.77
	Finance costs	31	2.65	-
	Depreciation and amortization expenses	2, 2A	21.04	20.23
	Other expenses	32	936.00	484.18
	Total expenses		**3,431.79**	**2,683.40**
V.	**Profit/(Loss) before tax (III-IV)**		297.60	-103.63
VI.	**Exceptional Items-Employees expense**		-	-
	Exceptional Items-Interest Income under OTS *		-	65.77
VII.	**Profit/(Loss) before tax (V-VI)**		**297.60**	**-37.86**
VIII.	Tax expenses:			
	(1) Provision for Income tax write back for previous year		-	-
	(2) Current tax		-74.48	-
	(3) Deferred tax		74.48	-
IX	**Profit/ (Loss) for the year (VII-VIII)**		**297.60**	**-37.86**
X	**Other Comprehensive Income/(losses)**	33		
	Items that will not be reclassified subsequently to P&L		-	-
	Re-measurement of defined benefit plan		**-107.37**	**9.85**
XI	**Total Comprehensive Income/(losses) for the year**		**190.22**	**-28.01**
	Earnings per share from continuing operations attributable to the equity holders of the Company during the year	34		
	(1) Basic		**2.48**	**-0.31**
	(2) Diluted		**2.48**	**-0.31**
	Significant Accounting Policies	1		
	Notes to accounts	**2-47**		

*Exceptional item represents NIL lacs during the Quarter and Year ended 31.03.2026 (Previous year Rs. 65.77 lacs) towards the interest income of the Company under one time settlement (OTS) from U.P. Co-Operative Spininng Mills Federation Ltd. Please refer Note 3 on Investments.

For Charanjit Singh & Associates
Chartered Accountants
FRN: 015328N

For and on behalf of the Board of Directors

CA Avneet Singh
PARTNER
M.No: 526217

Harsuhinder Pal Singh Brar, IAS
Managing Director
DIN : 02987207

CA Shashi Bhushan Aggarwal
Director
DIN : 00213258

UDIN: 26526217GCSUVT1578
PLACE: S.A.S. NAGAR (MOHALI)
DATED : 20.05.2026

CA Deepika Arora
Chief Financial Officer

Pratima Yadav
Company Secretary

Sunita Puri
AO Finance

PUNJAB COMMUNICATIONS LIMITED

NOTE 2 : PROPERTY, PLANT & EQUIPMENT — Amount (₹ in Lacs)

	DESCRIPTION OF FIXED ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		AS AT 01.04.2025	ADDITIONS	SALE/TRF	AS AT 31.03.2026	UPTO 01.04.2025	FOR THE PERI-OD INCL.TRF	SALE/TRF ADJUSTMENTS WRITTEN BACK	UPTO 31.03.2026	AS AT 31.03.2026	AS AT 31.03.2025
I	**TANGIBLE ASSETS**										
	LAND (Freehold)*	65.09	0.00	0.00	65.09	4.32	0.00	0.00	4.32	60.77	60.77
	BUILDING	341.37	0.00	0.00	341.37	320.49	1.99	0.00	322.48	18.89	20.88
	PLANT & MACHINERY	4,000.03	11.46	0.00	4011.49	3818.80	11.68	0.00	3830.48	181.01	181.23
	TECHNICAL KNOW-HOW **	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	TEMPORARY STRUCTURE	44.18	0.00	0.00	44.18	44.01	0.00	0.00	44.01	0.17	0.17
	ELECTRICAL INSTALLATION	261.05	0.00	0.00	261.05	253.58	0.00	0.00	253.58	7.47	7.47
	OFFICE EQUIPMENT	202.08	10.87	0.00	212.95	193.61	4.70	0.00	198.31	14.63	8.47
	FURNITURE & FIXTURE	103.43	0.48	0.00	103.91	100.97	0.89	0.00	101.86	2.05	2.46
	VEHICLES	50.71	26.24	8.77	68.18	48.63	1.38	8.33	41.68	26.50	2.08
	SUB TOTAL (A)	**5067.95**	**49.04**	**8.77**	**5108.23**	**4784.42**	**20.64**	**0.00**	**4796.73**	**311.49**	**283.53**
II	INTANGIBLE ASSETS										
	TECHNICAL KNOW HOW	162.24	0.00	0.00	162.24	162.24	0.00	0.00	162.24	0.00	0.00
	SUB TOTAL (B)	**162.24**	**0.00**	**0.00**	**162.24**	**162.24**	**0.00**	**0.00**	**162.24**	**0.00**	**0.00**
III	CAPITAL WORK-IN-PROCESS	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	SUB TOTAL (C)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
IV	INTANGIBLE ASSETS UNDER DEVEL-OPMENT	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	SUB TOTAL (D)	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
	TOTAL (A+B+C+D) CURRENT YEAR	**5230.19**	**49.04**	**8.77**	**5270.47**	**4946.66**	**20.64**	**0.00**	**4958.96**	**311.49**	**283.53**
	PREVIOUS YEAR FIGURES	**5215.22**	**15.17**	**0.21**	**5230.19**	**4927.37**	**19.49**	**0.21**	**4946.65**	**283.53**	**287.85**

NOTE 2 (A) : Investment Property**

	DESCRIPTION OF INVESTMENT PROPERTY $	GROSS BLOCK				DEPRECIATION					NET BLOCK	
		AS AT 01.04.2025	ADDITIONS	SALE/TRF	AS AT 31.03.2026	UPTO 01.04.2025		FOR THE PERIOD INCL.TRF	SALE/TRF ADJUST-MENTS WRITTEN BACK	UPTO 31.03.2026	AS AT 31.03.2026	AS AT 31.03.2025
I	LAND (Freehold)*	87.31	0.00	0.00	87.31	5.98	0.00	0.00	0.00	5.98	81.33	81.33
II	BUILDING	345.03	0.00	0.00	345.03	320.07	0.00	0.40	0.00	320.47	24.56	24.96
	TOTAL	**432.35**	**0.00**	**0.00**	**432.34**	**326.05**	**0.00**	**0.40**	**0.00**	**326.45**	**105.89**	**106.29**
	PREVIOUS YEAR FIGURES	**328.27**	**104.07**	**0.00**	**432.35**	**244.64**	**80.66**	**0.74**	**0.00**	**326.05**	**106.29**	**83.61**

*Date of conversion into freehold land 05/02/2003

$ For disclosures related to investment property, refer Note no 1(III).

Managing Director **DIRECTOR** **CFO** **CS** **AO FINANCE**

(₹ in Lacs)

PARTICULARS		31.03.2026		31.03.2025
Note 3 INVESTMENTS				
(NON CURRENT FINANCIAL ASSETS)				
(At cost adjusted for diminution in value)				
UNQUOTED AND NON TRADE:-				
U.P. CO-OPERATIVE SPINNING MILLS FEDERATION LTD., NIL (Previous year 14,000 bonds @ Rs. 5000/- each fully paid up) 14.90% (Taxable) Secured Redeemable UPCSMF bonds fully guaranteed by the Govt of U.P.*		-		-
WHOLLY OWNED SUBSIDIARY COMPANIES				
PUNJAB DIGITAL INDUSTRIAL SYSTEMS LTD.	**24.79**		24.79	
2,46,640 (2,46,640) Equity Shares of Rs.10/- each, fully paid up				
Less:- Provision for diminution in value	**24.79**	-	24.79	-
		-		-

i * The Company had invested a sum of Rs. 698.74 Lacs (Face Value Rs. 700 Lacs) net of commission amounting to Rs.1.26 lacs in the Bonds of UP Co-operative Spinning Mills Federation Ltd. (UPCSMFL) for a tenure of 18 months, which was duly guaranteed by the UP State Government. The Company approached UPCSMFL for redemption of bonds on due date i.e 20th December, 1999. Upon failure of UPCSMFL to redeem the bonds on due date, the Company invoked the aforesaid Government Guarantee through suit filed on 28th November, 2001 at Lower Court, Chandigarh against UPCSMFL & UP State Govt. for recovery of the aforesaid amount and the Hon'ble Lower Court passed decree in favour of the Company vide its order dated 30th January, 2004.

ii UP State through Special Secretary filed an application under Order 9 Rule 13 for setting aside the above said Decree being ex parte on 2nd September 2004 and also applied for stay of execution at the Lower Court Chandigarh. Stay application of UP State was dismissed on 13th September 2004 and the application under 9/13 was kept pending.

iii UP State Govt, filed the Revision Petition, against the order of dismissal of stay by the lower court, at Hon'ble Punjab & Haryana High Court, Chandigarh. In order to admit their Revision Petition, the Court ordered UP State Govt. to deposit a sum of Rs.735.63 lacs (50% of the Decretal amount). The aforesaid sum of Rs.735.63 lacs was released to the Company against furnishing of Bank Guarantee of equivalent amount on 22nd April, 2006.

iv On 12th March 2010 the application filed by UP State under Order 9 Rule 13 was dismissed by the Lower Court Chandigarh. UP State filed an Appeal in the Court of Add. Dist. Judge Chandigarh and got the stay on 21st July, 2010. The application of UP State for Stay got dismissed on 10th November, 2012. UP State filed Civil Revision against the order of Distt. Judge Chandigarh at Punjab and Haryana High Court Chandigarh. The Civil Revision filed by UP State was dismissed by the Hon'ble Punjab and Haryana High Court on 20th September, 2013.

v UP State Govt. filed appeal against the aforesaid order of the Hon'ble Punjab & Haryana High Court with the Hon'ble Supreme Court through SLP. The Hon'ble Supreme Court vide it's order dated 19th January,2015 directed the company to refund the aforesaid sum of Rs 735.63 Lacs to the UP State Government. In compliance with the aforesaid orders of the Hon'ble Supreme Court, the company refunded Rs. 735.63 Lacs by allowing the Hon'ble Court to invoke the Bank Guarantee of the equivalent amount submitted to the court earlier.

vi In view of the aforesaid order passed by Hon'ble Supreme Court maintaining that the UP State was not a party defended before the trial court, the company was constrained to file a fresh civil suit against the State of U.P at District Court Chandigarh as on 11th March 2016 for recovery of Rs 68,40,31,048/- in order to preserve its right of huge claim. Later on, after aforesaid invocation of the Bank guarantee of Rs 7,35,63,325/- the company filed a revised claim on 30th October 2018 to the tune of Rs.75,75,94,373/- (Rs 68,40,31,046/- plus Rs 7,35,63,325/-) which is pending. UPCSMFL, is presently under liquidation and the company has filed it's claim with the Official Liquidator on 23rd May, 2016 at Kanpur and later, on account of invocation of Bank Guarantee, a revised claim was filed on 26th September 2018 to the tune of Rs. 1,10,75,01,023/- with interest as on 28th August, 2018 in order to maintain its valuable rights in future. The revised claim was sent through the authorised representative of the company and was duly acknowledged by the officials of UPCSMFL. It was also sent through the Registered Post which has not been received back thus duly served.

vii In the light of the aforesaid orders of Hon'ble Supreme Court, the decree is not maintainable against the State of U.P, therefore, the Company filed a fresh execution application against the principal debtor i.e UPCSMFL at the Hon'ble Lucknow Court on 30th January, 2016 (as the Decree was issued against both the parties viz., UPCSMFL and the State of UP).

M.D. **DIRECTOR** **CFO** **CS** **AO FINANCE**

viii Meanwhile, the Board of Directors of the company discussed that pursuant of Supreme Court Order, the litigation in this case is a prolonged one and it was decided that besides the ongoing litigation which the company may carry on, efforts need to be made to settle this case out of the Court at Government Level. Accordingly DO Letters were sent to Chief Secretary State of Uttar Pradesh and to the Secretary, Inter State Council. After a few correspondence through DO Letters at Chief Secretary Level and at Inter State Council Level, the company received communication from UPCSMFL and after necessary formalities, a meeting was conducted between Chairman and MD PUNCOM with the Additional Chief Secretary, State of Uttar Pradesh and the MD UPCSMFL through Video Conferencing as a result of which the State of Uttar Pradesh offered a One Time Settlement Scheme (OTS), whereby they offered an interest @ 4.50% along with the Principle of Rs. 7 Crore. The said proposal of OTS offered by the State of Uttar Pradesh was placed in the Board Meeting of the company held on 12th November 2021, whereby it was suggested that an effort may be made to improve the offer by requesting UPCSMFL to give rate equivalent to borrowings of the company which is in the range of 6% to 7%. Accordingly a Counter Offer was sent to State of Uttar Pradesh as well as to the MD, UPCSMFL which was rejected later. Thereafter, the proposal was sent to Department of Finance, DPED, Govt of Punjab for its concurrence for accepting the OTS offer. Later, the Core Group of Officers on Disinvestment (CGOD) in its meeting called by DPED, decided to place the matter before the Council of Ministers, Government of Punjab, for its final approval.

ix Further to above, U.P. CO-OPERATIVE SPINNING MILLS FEDERATION LTD., vide its letter No. 1143 SMF 2023-24 dated 20th October 2023, offered One Time Settlement(OTS) and sent the calculations to the company for amount payable by them till 31.03.2023, amounting Rs. 22,48,08,356/- (Rs. 7,00,00,000/- towards Principal amount and Rs. 15,48,08,356/- towards simple interest @ 9.5% per annum for the period 21.12.1999 to 31.03.2023. The offer was approved by the Competant Authority of the Company and required documents were submitted by the company to U.P. CO-OPERATIVE SPINNING MILLS FEDERATION LTD on dated 18th March 2024. Rs. 20 93,27,456/- (after deduction of TDS on interest amounting Rs. 1,54,80,900/- from the Gross settlement of Rs. 22,48,08,356/-) was received by the Company on dated 28th March 2024 in its Current Account maintained with State Bank of India. Accordingly, Investments have been stated at NIL during the financial year 2023-24 and interest amount of Rs. 15,48,08,356/- have been accounted for under Exceptional items - Income during the year. Interest for the period from 01.04.2023 to 28.03.2024 amounting Rs. 65,77,123 has been receved during the year 2024-25 and same has been accounted for under exceptional income

x Till the financial year 2022-23, The company has reflected the value of investment in bonds at cost. Further, the principal amount of bond is fully guaranteed by the UP State Government, but due to the protracted litigation the time of recovery is indeterminable. [Also Refer note 5 and 41(a)]

(₹ in Lacs)

PARTICULARS		31.03.2026		31.03.2025
Note 4 LOANS AND ADVANCES				
(NON CURRENT FINANCIAL ASSETS)				
Festival Advance *		**8.27**		**12.41**
Loans and Advance to Employees		-		-
Due from Subsidiary companies (PDISL)	**40.35**		40.35	
Less:- Provision for doubtful advances	**40.35**	-	40.35	-
		8.27		**12.41**

* Festival Advance (Interest -free) recoverable has been valued at present value @10% as per IND AS -109. Also Refer Note 32 (D) (a)

Note 5 OTHER NON-CURRENT FINANCIAL ASSETS		
Security Deposits*	**33.14**	**22.14**
Principal Amount of Fixed Deposits with banks (having maturity period of more than 12 months from BS date)	**2.72**	**4.04**
Interest accrued on fixed deposits (having maturity period of more than 12 months from BS date)	**0.51**	**0.24**
	36.37	**26.42**

* Security deposits are shown as Non current Financial Assets for the year ended 31st March, 2026 in line with Schedule III of Companies Act, 2013.

The Company, till the financial year 2022-23 has not recognized accrued interest, keeping in view uncertainty involved in the matter of realization of interest due to litigation. The same is in conformity with applicable IND AS, which allows recognition of revenue only when it is probable that the economic benefits associated with the transaction will flow to the entity.

Also, Refer Note 41(c)

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(₹ in Lacs)

PARTICULARS	31.03.2026	31.03.2025
Note 6 DEFERRED TAX ASSET (NET)		
Deferred Tax Asset:		
Relating to brought forward loss & other allowances under Income Tax Act	**74.88**	31.69
Deferred Tax Liability:		
Relating to Fixed assets	**0.40**	**-31.69**
Deferred Tax Asset/Liability*	**74.48**	-

* In accordance with IND AS 12 "Income Taxes" the company reviews the carrying amount of a deferred tax asset at the end of each reporting period and reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of that deferred tax asset to be utilized. Any such reduction will be reversed to the extent that it becomes probable that sufficient taxable profit will be available. Also refer Point XII of Note-1.

Note 7 OTHER NON CURRENT ASSETS				
Income Tax Recoverable for Previous years	0.00		0.00	
Income Tax Recoverable for current year	0.00	**0.00**	0.00	**0.00**
Less: Provision for Income Tax/MAT		-		-
Prepaid Expenses*		**0.00**		0.02
		0.00		0.02

*Prepaid expenses, the period of which extend beyond 12 months from Balance Sheet date have been treated as Non current in accordance with Company's Accounting policy Note-1 (Point XV).

Note 8 INVENTORIES				
Inventories (As taken, valued, and certified by the management)				
Stores, Spares & Packing Material		**18.58**		**18.57**
Raw material	**1,145.16**		1,156.59	
Less: Provision for Obsolete/slow moving items	**1,023.63**	**121.53**	1,023.63	132.96
Work in Process/Sub assemblies:				
Work -in -process	**99.20**		73.26	
Sub-assemblies	**496.35**		482.75	
Less: Provision for Obsolete/slow moving items	**409.70**	**185.85**	409.70	146.31
Goods -in -transit		**22.56**		7.17
Stock-in-Trade		**0.15**		0.15
		348.67		**305.16**

Note 9 TRADE RECEIVABLES		
Trade Receivable considered good – Unsecured	**1,327.36**	**964.75**
Less:- Provision for doubtful debt	-	-
Trade Receivable considered good – Unsecured	**1,327.36**	**964.75**
Trade Receivable doutful	**130.59**	130.59
Less :- Provision for doutful debts	**130.59**	130.59
Total Trade Receivable	**1,327.36**	**964.75**

Trade Receivable Ageing Schedule (₹ in Lacs)

PARTICULARS	Less than 6 months	6 months – 1 year	1-2 Years	2-3 Years	More than 3 years	Total
i Undisputed Trade Receivables – considered good	811.17	11.67	6.85	166.11	331.56	1,327.36
(Previous year ending 31.03.2025)	274.57	364.63	131.75	3.60	190.20	964.75
ii Trade Receivable doutful	-	-	-		130.59	130.59
(Previous year ending 31.03.2025)	-	-	-	-	130.59	130.59
iii Disputed Trade Receivables – considered good	-	-	-	-	-	-
iv Disputed Trade Receivables – credit impaired	-	-	-	-	-	-

(₹ in Lacs)

PARTICULARS	31.03.2026	31.03.2025
Note 10 CASH & CASH EQUIVALENTS		
Cash and Cash equivalents		
Balance with banks:		
In Current Accounts	617.52	274.52
In Fixed Deposits (having original maturity period of less than 3 months)	-	125.00
Cash in hand		-
Refer Note 41 (d)	**617.52**	**399.52**
Note 11 OTHER BANK BALANCES		
Principal Amount of Fixed Deposits (Other than Fds reflected in Note 10)*	**5,273.50**	**5,180.41**
In Fixed deposit account (Unclaimed Buyback Amount)**	**0.28**	0.28
	5,273.78	**5,180.69**
Less: Fixed Deposits (having maturity period of more than 12 months from BS date transferred to Other Non-Current Assets)	**-2.72**	**-4.04**
FDs having maturity less than 12 months from BS date	**5,271.06**	**5,176.65**

*FDRs include an amount of Rs. 3010.21 Lacs (Rs.3010.21 Lacs) received by Company through encashment of Bank Guarantee submitted by VMC Systems Ltd . Also refer Note-22 and Note 41(d). BG amounting Rs. 1626.89 lacs are secured by lien on above FDRS.

** Despite company's best efforts, 5 shareholders could not be traced, against which an amount of Rs 0.28 Lacs is still unpaid and was kept in Unclaimed Buy Back Account. In order to keep the amount separate, a Fixed Deposit Account with Indian Bank has been opened for an amount of Rs. 0.28 Lacs which shall be payable on demand to respective shareholders only.

Note 12 LOANS & ADVANCES		
(CURRENT & FINANCIAL ASSETS)		
(Unsecured and considered good unless otherwise stated)		
Loan and Advance to Employees*	**1.27**	1.00
Claims Recoverable		-
	1.27	1.00

* Refer Note 41 (b) and Note 41(d)

Disclosure as per Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

*Loan to employees include loan to KMPs given in the ordinary course of business and as per the service rules of the Company.	Balance As on 31/03/2026	Balance As on 31/03/2025	Maximum amount due at any time during the period ended 31/03/2026	Maximum amount due at any time during thequarter ended 31/03/2025
No repayment schedule or repayment beyond seven years.	NIL	NIL	NIL	NIL
No interest or at an interest rate below which is specified in Section 186 (7) of Companies Act ,2013	NIL	NIL	NIL	NIL

Note 13 OTHER CURRENT FINANCIAL ASSETS				
Security deposits*	**62.65**		**54.81**	
Less: Provision for Doubtful Amounts	**4.76**	**57.89**	4.76	50.05
Accruals :				
Interest accrued but not due on Fixed deposits (having maturity < 12 months from BS Date)		**240.47**		**192.00**
Others:				
In Escrow account (Money held on behalf of VMC & its Associated Companies)**		**322.12**		**322.12**
		620.48		**564.17**

* Refer Note no 5 and 41 (b)

** Refer Note 21

Refer Note 41(d)

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(₹ in Lacs)

PARTICULARS		31.03.2026		31.03.2025
Note 14 OTHER CURRENT ASSETS				
Balance with Government Departments				
Income Tax Recoverable for Previous years	**27.27**		**27.27**	
Income Tax Recoverable for current year	**90.85**	**118.13**	**47.25**	**74.52**
Other Advances				
Advances against supply of goods and services	**25.59**		**111.57**	
Prepaid Exp.	**10.66**		**6.74**	
Leave Encashment- Plan Assets	-		**39.97**	
Other Advances	**16.61**		**14.22**	
Doubtful Advances	**2.35**		**2.35**	
	55.21		**174.85**	
Less: Provision for Doubtful Advances	**2.35**	**52.86**	**2.35**	172.50
		170.99		**247.02**

Note 15 SHARE CAPITAL		
AUTHORISED CAPITAL		
1,98,00,000 (1,98,00,000) Equity Shares of Rs. 10/- each	**1,980.00**	1,980.00
20,000 (20,000) Preference Redeemable Shares of Rs. 100/- each	**20.00**	20.00
	2,000.00	**2,000.00**
ISSUED AND SUBSCRIBED & FULLY PAID UP		
1,20,23,565 (1,20,23,565) Equity Shares of Rs. 10/- each*	**1,202.36**	1,202.36
Add: Share forfeited (Amount paid-up)	**2.44**	2.44
	1,204.80	**1,204.80**

*The shareholding of promoter comprises of 8551501 number of shares (demated) of PICTCL, 9700 number of shares (physical) of PSEDPCL (erstwhile name of PICTCL) and 9475 number of shares (demated) of PSIDC (another corporation of Government of Punjab). 9700 shares have been sold by PSEDPCL in year 2000 but have not been presented or registered for transfer by the buyer in their name till now.

15.1 The detail of shareholders holding more than 5% shares:

	31.03.2026		31.03.2025	
Name of the Shareholder	**No of shares**	**% of Holding**	**No of shares**	**% of Holding**
Punjab Information & Comm Tech Corp Ltd (Holding Co.)	**85,51,501**	**71.12**	**85,51,501**	**71.12**

15.2 The Reconciliation of number of shares outstanding is set out below:

	31.03.2026	31.03.2025
Particulars	**No of shares**	**No of shares**
Shares outstanding at the beginning of the year	**1,20,23,565**	1,20,23,565
Shares Issued during the year	-	-
Shares bought back during the year	-	-
Shares outstanding at the end of the year	**1,20,23,565**	**1,20,23,565**

Terms/ rights and restrictions attached to Equity Shares and Preference Shares are as per provisions of the Companies Act, 2013.

15.3 The details of shareholding of promoters of the Company as on 31.03.2026

Name of the Promoter	**No of shares**	**% of Holding**	% change during the year*
Punjab Information & Comm Tech Corp Ltd (Holding Co.)	85,51,501	**71.12**	-
Punjab State Electronics Dev & Pro. Corporation Ltd.	9,700	**0.08**	-
Punjab State Industrial Development Corporation Ltd.	9,475	**0.08**	-

*There is no change in the shareholding of promoters of the company during the FY 2025-26

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(₹ in Lacs)

PARTICULARS		31.03.2026		31.03.2025
Note 16 OTHER EQUITY				
RESERVES & SURPLUS				
(a) Securities premium	**6,850.44**		6,850.44	
Add:-Shares Forfeited (Amount paid-up)	**58.59**	**6,909.03**	58.59	6,909.03
(b) Other Reserves				
Capital Redemption Reserve		**400.79**		400.79
General Reserve:		**895.93**		895.93
(c) Retained Earnings				
Opening Balance	**-6,555.49**		-6,527.48	
Add/(Less): Transfer from Statement of Profit & Loss	**297.60**		-37.86	
Add/(Less): Remeasurement of Defined employee benefit plans	-107.37	**-6,365.27**	9.85	-6,555.49
		1,840.48		1,650.26
Note 17 OTHER FINANCIAL LIABILITIES				
Security Received			**91.87**	**90.86**
Long term service award			**0.46**	**0.62**
			92.33	**91.48**

Carrying amount of Security deposits and Service award have been reinstated as per IND AS-109, Refer Note 19, 23 & 41 (f).

Note 18 NON CURRENT PROVISIONS		
Provision for Employee benefits		
Gratuity	**0.00**	**25.09**
Leave Encashment	**0.00**	**0.00**
Long term service award		**0.00**
	0.00	**25.09**

Liabilities towards Gratuity & Leave Encashment of employees have been valued with reference to IND AS 19 – "Employee Benefits". Also refer note no. 24 and 30.

Note 19 OTHER NON CURRENT LIABILITIES		
Deferred Income	**0.00**	0.00
	0.00	0.00

Deferred Income pertains to Security deposits which have been reinstated as per IND AS-109. Refer note-17, note-23 & note 41(f).

CURRENT LIABILITIES		
Note 20 SHORT TERM BORROWINGS (Secured)		
Loans Repayable on demand from Banks	**-**	-
	-	-

Note 21 TRADE PAYABLES			
i	Dues of Micro & Small Enterprises	**33.66**	**23.57**
ii	Dues of other Creditors*	**1,529.74**	**1,425.53**
		1,563.40	1,449.10

Trade Payable Ageing Schedule

(Amount Rs. In Lacs)

	Particulars	Less than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total
i	**MSME**	27.79	0.67	0.00	5.20	33.66
	(Previous year ending 31.03.2025)	23.57	0.00	0.00	0.00	23.57
ii	**Others**	271.64	3.38	1.88	1,252.84	1529.74
	(Previous year ending 31.03.2025)	170.77	1.00	-	1253.76	1425.53
iii	**Disputed Dues MSME**	-	-	-	-	-
iv	**Disputed Dues Others**	-	-	-	-	-

*Includes Rs.477.96 Lacs (Rs.477.96 Lacs) due to VMC Systems Ltd (earlier Vuppalamritha Magnetic Components Pvt Ltd) against which Rs.322.12 Lacs (Rs.322.12 Lacs) lies in the Escrow Account (Refer Note 13).

The disclosure as required by section 22 of The Micro, Small and medium Enterprises Development Act, 2006 are given below:

The Principal amount and the interest due thereon unpaid to any suppliers

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(Amount Rs. In Lacs)

	Particulars	31.03.2026	31.03.2025
i	Principal Amount	**33.66**	23.57
ii	Interest thereon	**NIL**	NIL
iii	The amount of interest paid by the buyer in terms of section 16, along with the amount of the payment made to the supplier beyond the appointed day	**NIL**	NIL
iv	The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act.	**NIL**	NIL
v	The amount of interest accrued and remaining unpaid.	**NIL**	NIL
vi	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises for the purpose of dis-allowance as a deductible expenditure under section 23 of this Act.	**NIL**	NIL

Note 22 OTHER FINANCIAL LIABILITIES

Unclaimed Buy back amount*	**0.28**	**0.28**
Trade / Security Deposits received**	**3104.43**	**3,050.32**
Other Payables	**413.59**	**326.55**
Payable to employees	**6.13**	**2.49**
- to other employees		
	3,524.43	**3,379.64**

*Refer Note-11

Also refer note 41 (d).

**Includes an amount of Rs.3010.21 Lacs (Rs.3010.21 Lacs) received by the Company through encashment of the Bank Guarantees of VMC Systems Ltd. The Company has not accounted for or created Provisions towards interest (if any) on such Security.

Note 23 OTHER CURRENT LIABILITIES

Advance from customers	**175.82**	**52.39**
Statutory remittances	**60.90**	**61.62**
Audit Fees Payable	**2.25**	**-**
Deferred Income*	**1.40**	**1.40**
Short and Excess	**-**	**-**
	240.37	**115.41**

*Deferred Income pertains to Security deposits which have been reinstated as per IND AS-109.

Refer note-17, note-19 & note 41(f).

Note 24 SHORT TERM PROVISIONS

Provision for Employee benefits		
Gratuity	**350.52**	**171.16**
Leave Encashment	**2.72**	-
Service award	**0.31**	-
Provision for Income Tax	**74.48**	-
	428.03	171.16

Liabilities towards Gratuity & Leave Encashment of employees have been valued with reference to IND AS 19 – "Employee Benefits". Also refer Note no. 18 and 30.

Note 25 REVENUE FROM OPERATIONS

i	Sale of manufactured products	**1522.95**	**1,061.92**
ii	Sale of services	**206.33**	**241.82**
iii	Sale of traded items	**954.77**	**417.55**
iv	Other Operating revenues (Scrap sales)	**0.74**	**0.14**
	*** Net Revenue from operations**	**2,684.80**	**1,721.43**

*** Unbilled Revenue of Rs. 144.97 lacs is included in Revenue from Operations**

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	Particulars of Sale of products*		
i	PLCC (Systems/Spares)	**804.65**	203.62
ii	VMUX (Systems/ Spares)	**665.65**	718.82
iii	Power Plant & Others	**52.65**	139.48
iv	Income from traded items	**954.77**	417.55
v	Services Income	**206.33**	241.82
vi	Scrap Sales	**0.74**	0.14
		2,684.80	1,721.43

* includes various items of different configration and spares

	Customer Wise Sales	Current Year		Previous Year	
	Customer	Amount (Rs. In Lacs)	% of Total Turnover	Amount (Rs. In Lacs)	% of Total Turnover
i	Power Sector	**804.65**	**29.97%**	157.50	9.15%
ii	Railways	**718.30**	**26.75%**	715.94	41.59%
iii	Others	**1161.85**	**43.28%**	847.99	49.26%
	Total	**2684.80**	**100.00%**	**1721.43**	100.00%

Note 26 OTHER INCOME

i	**Interest from banks on deposits**		
	Interest on Fixed Deposits	**422.59**	**375.87**
ii	**Interest on Income Tax refund**	**3.36**	**16.82**
iii	**Other Income**		
	Miscellaneous Income	**9.51**	**0.05**
	Profit on sale of Fixed Assets	-	-
	Rent Income	**609.12**	**465.60**
	Deffered Income	-	-
	Provision for Doubtful written back	-	-
	Fair value changes on Service Awards	-	-
	Fair value changes on Festival advance	-	-
	Amount Written Back	-	-
		1044.59	858.34

Note 27 COST OF MATERIALS CONSUMED

Opening Stock	**1,156.59**		**1,100.13**	
Add Purchases	**713.39**	**1,869.98**	**631.88**	1,732.02
Less: Closing Stock		**1,145.16**		1,156.59
Net consumption		**724.82**		575.43

Note 28 PURCHASES OF STOCK-IN-TRADE

Purchases of Stock-in-Trade	**426.08**	**276.19**
	426.08	276.19

Note 29 CHANGES IN INVENTORIES

I	**OPENING STOCKS**				
a	**Work in process:**				
i	Work in process	**73.26**		167.49	
ii	Sub-assemblies	**482.75**		395.12	
iii	stock in trade	**0.15**	**556.16**	0.15	562.76
II	**CLOSING STOCKS**				
b	**Work in process:**				
i	Work in process	**99.20**		73.26	
ii	Sub-assemblies	**496.35**		482.75	
iii	Stock-in-Trade	**0.15**	**595.70**	0.15	556.16
	Decrease(+) / Increase (-) in stock (I-II)		**-39.54**		**6.60**

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(₹ in Lacs)

PARTICULARS	31.03.2026	31.03.2025
Note 30 EMPLOYEE BENEFITS EXPENSES		
Salary, Wages, Bonus ,Other Allowances & Benefits	**1,190.26**	**1,155.36**
Contribution/Provision towards provident and other funds	**170.47**	**165.41**
	1,360.73	**1,320.77**

Disclosure on employee benefits with regard to Gratuity and Leave Encashment, funded defined benefit plans, as per IND AS 19 is as below:

	Defined benefit plans :-	Gratuity		Leave Encashment	
		31.03.2026	31.03.2025	31.03.2026	31.03.2025
1	**Assumptions**				
	Discount Rate	6.80%	6.55%	6.80%	6.55%
	Salary Escalation	5.00%	3.00%	5.00%	3.00%
	Rate of return on Plan assets (estimated)	6.55%	7.18%	6.55%	7.18%
	Rate of return on Plan assets (actual)	7.18%	7.18%	7.18%	7.18%
2	**Table showing changes in present value of obligations**				
	Present value of obligations at beginning of year	1,283.03	1,315.28	438.78	510.52
	Interest cost	84.04	94.44	28.74	36.66
	Past Service Cost (Note I below)	-	-	-	-
	Current Service Cost	36.44	34.88	35.47	34.23
	Benefits Paid	126.77	202.15	40.06	53.03
	Actuarial (gain)/Loss on obligations	114.98	40.58	16.58	-89.60
	Present value of obligations as at end of year	1,391.71	1,283.03	479.51	438.78
3	**Table showing changes in the fair value of plan assets**				
	Fair value of plan assets at beginning of year	1,086.79	1,204.34	478.75	494.24
	Expected return on plan assets	71.18	86.47	31.36	35.49
	Contributions	2.39	2.00	3.39	1.99
	Benefits paid	126.77	202.15	40.06	53.03
	Actuarial Gain / (Loss) on Plan assets	7.61	-3.86	3.35	0.06
	Adjustment to opening balance (Note (ii) below)	-	-	-	-
	Fair value of plan assets at the end of year	1,041.19	1,086.80	476.79	478.75
4	**Table showing fair value of plan assets**				
	Fair value of plan assets at beginning of year	1,086.79	1,204.34	478.75	494.24
	Actual return on plan assets	78.79	82.61	34.71	35.55
	Contributions	2.39	2.00	-	0.00
	Benefits Paid	126.77	202.15	40.06	53.03
	Fair value of plan assets at the end of year	1,041.19	1,086.80	476.79	478.75
	Funded status	-350.52	-196.23	-2.72	39.97
	Excess of Actual over estimated return on plan assets	7.61	-3.86	3.35	0.06
5	**Actuarial Gain/Loss recognized**				
	Actuarial (gain)/Loss for the year – Obligation	114.98	40.58	16.58	-89.60
	Actuarial (gain)/Loss for the year – Plan assets	-7.61	3.86	-3.35	-0.06
	Total (Gain)/Loss for the year	107.38	44.44	13.23	-89.66
	Actuarial (gain)/Loss recognized in the year	107.38	44.44	13.23	-89.66
6	**The amounts to be recognized in the Balance Sheet and Statement of Profit and Loss**				
	Present value of obligations as at the end of year	1,391.71	1,283.03	479.51	438.78
	Fair value of plan assets as at the end of the year	1,041.19	1,086.80	476.79	478.75
	Funded status	-350.52	-196.23	-2.73	39.96
	Net Asset/(liability) recognized in balance sheet	-350.52	-196.23	-2.73	39.96
7	**Expenses recognized in statement of Profit & loss**				
	Service cost	36.44	34.88	35.47	34.23
	Interest Cost	84.04	94.44	28.74	36.66
	Expected return on plan assets	71.18	86.47	31.36	35.49
	Net Actuarial (gain)/Loss recognized in P&L	-	0.00	13.23	-89.66
	Expenses/ (Income) recognized in statement of Profit & loss	49.29	42.85	46.08	-54.26
	Net Actuarial (gain)/Loss recognized in Other Comprehensive Income	107.38	44.44	-	-

8	**Sensitivity analysis and Impact on Present value of obligations**				
	Increase in Discount rate by 0.50%	-13.00	-23.68	-4.95	-8.66
	Decrease in Discount rate by 0.50%	13.31	24.52	5.08	9.05
	Increase in salary inflation by 1%	21.52	44.24	9.51	17.15
	Decrease in salary inflation by 1%	-21.50	-43.09	-9.20	-15.99

The Gratuity valuation has been done with ceiling of Rs. 20 lacs as per Provisions of Payment of Gratuity Act, 1972.

Note 31 FINANCE COSTS

Finance Charges	**2.65**	-
	2.65	-

Note 32 OTHER EXPENSES

A	**MANUFACTURING & INSTALLATION EXPENSES**		
	Stores & Spares	**19.19**	**14.47**
	Power & Fuel	**65.53**	**71.46**
	Carriage & Cart. Inward	**2.21**	**1.47**
	Installation charges/ AMC Services Expenses	**524.81**	**86.37**
	Testing and Inspection Expenses	**4.14**	-
	Miscellaneous Production expenses	**3.44**	**9.44**
		619.33	183.21
B	**ADMINISTRATION AND OTHER EXPENSES**		
	Travelling & conveyance	**17.39**	**21.81**
	Printing & Stationery	**4.52**	**4.68**
	Postage, Telephone & Telex	**3.62**	**4.21**
	Property Tax	**45.23**	**34.42**
	Insurance (net)	**4.01**	**2.56**
	Rates & Taxes	**13.97**	**13.3**
	Interest paid on court cases		**16.55**
	Directors sitting fee	**3.93**	**2.63**
	Meeting expenses	**0.36**	**0.57**
	REPAIR & MAINTENANCE :-		
	- Building	**0.11**	**1.04**
	- Plant & Machinery	**2.99**	**7.38**
	- General maintenance	**2.31**	**4.6**
	Vehicle running & maintenance	**5.99**	**8.68**
	Membership fee and subscription	**0.27**	**0.18**
	Internal audit fees & expenses	**0.52**	**0.55**
	Auditors payments:-		
	- Audit fee	**1.30**	**1.24**
	- Tax audit fees	**0.20**	**0.2**
	- Out of pocket	-	**-**
	- Certification & other services	-	**-**
	- Other Expenses	-	**-**
	Legal & professional fees	**9.79**	**10.61**
	Office Expenses	**2.92**	**0.94**
	Manpower Expenses	**156.59**	**128.47**
	Miscellaneous expenses	**0.03**	**0.01**
	Secretarial Audit Fee	**0.33**	**0.39**
	Bank charges	**0.32**	**6.33**
	Bad Debts written off	-	-
	Forgien Exchange Loss	**0.73**	-
	Loss on sale of Fixed Asset	**0.08**	-
	Total Administration & Other Expenses	**277.49**	**271.35**
C	**SELLING AND DISTRIBUTION EXPENSES**		
	Advertisement and publicity	**2.02**	**0.8**
	Sales promotion expenses	**5.75**	**6.96**

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	Carriage & Cartage Outward	**10.84**	**5.97**
	Packing & Forwarding expenses	**18.62**	**12.87**
	Service Expenses	**3.08**	**2.81**
	Miscellaneous Expenses	**0.11**	-
		40.41	**29.41**
D	**NET (GAIN)/LOSSES ON FAIR VALUE CHANGES**		
a	(Income)/expense on Festival advance	**-1.28**	**-1.2**
b	(Income)/expense on Financial liabilities (Security deposits)		**0.85**
c	(Income)/expense on Service Awards	**0.06**	**0.56**
		-1.22	0.21
	TOTAL OTHER EXPENSES (A+B+C+D)	**936.00**	**484.18**

Note 33 OTHER COMPREHENSIVE INCOME / (LOSSES)

Items that will not be reclassified subsequently to P&L		-
Re-measurement of defined benefit plan	**-107.37**	9.85
	-107.37	9.85

Note 34 EARNINGS PER SHARE

From continuing and discontinued operations attributable to the equity holders of the Company during the year

(a)	Profit / (Loss)after Tax before OCI (Rs. In Lakhs)	**297.60**	**-37.86**
(b)	Weighted average no. of ordinary shares	**120.24**	**120.24**
(c)	Weighted average no. of diluted shares	**120.24**	**120.24**
(d)	Nominal Value of ordinary share (Rs.)	**10.00**	**10.00**
(e)	Basic Earning/(-Loss) Per Share (Rs)	**2.48**	**-0.31**
(f)	Diluted Earning/ (-Loss) Per Share (Rs)	**2.48**	**-0.31**

Note 35 Contingent liabilities not provided for in the Accounts :-

(a)	**Claims against company, not acknowledged as debts,**		
	- by Sales Tax/ GST Authorities	**212.18**	142.67
	- by Excise & Custom Authorities	-	-
(b)	**Court cases ***	**2,224.58**	3,626.83
(c)	**PSPCL Demand ****	**27.96**	27.96
(d)	**Bank Guarantees**	**1,626.89**	1,571.04
	Total	**4,091.61**	5,368.50

*** Includes C-Dot Case. Refer Note-37. Further, financial impact of certain cases cannot be determined as it entirely depends on the discretion of the adjudging authorities. Therefore, Company can't ascertain financial impact of some of the pending legal cases.**

**** Company received a Demand Notice from PSPCL Mohali which is being contested through a Lessee as per Lease Agreement.**

Note 36 Punjab Digital Industrial Systems Ltd (PDISL), the fully-owned subsidiary, has been ordered to be wound up by the Hon'ble Punjab & Haryana High Court vide their order dated 20/02/2009. The Company has filed its statement of affairs with the Official Liquidator appointed by the said court and all books of accounts/records and store items have been handed over to him.

Note 37 C-DOT had filed claim of Rs.197.20 Lacs against the company under the agreement for transfer of Max- XL technology with Indian Council of Arbitration, New Delhi (ICA). The award was passed by ICA for an amount of Rs. 226.17 Lacs (Claim of Rs.182.15 Lacs plus Interest of Rs.29.54 Lacs till date of award and Arbitration fee of Rs. 14.47 Lacs) in favour of C-Dot. The said award passed by ICA is being contested by the company before the Hon'ble High Court- Delhi. The application for setting aside the award has already been admitted by Delhi High Court and accordingly Interest & Arbitration cost liability of Rs. 62.75 Lacs (Rs.37.35 Lacs) on account of non payment of award amount has been shown as contingent liability, pending appeal in the Hon'ble High Court, Delhi. C DOT had also filed another claim of Rs. 24.88 Lacs against the Company under the agreement for transfer of AN-RAX technology which was dismissed by sole arbitrator appointed by Hon'ble Delhi High Court thru its award dated 7.12.2018 as not maintainable. Refer Note -35.

Note 38 The company has been giving performance guarantees against equipments supplied to various customers and has not incurred any material expenditure on replacement of any part or equipment except for expenditure on travelling of service engineers which is accounted for as and when incurred. Keeping in view the past pattern and the concept of materiality, no provision has been created or disclosure has been made. This is in accordance with the requirements of IND AS 37 "Provisions, Contingent Liabilities and Contingent Assets".

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Note 39 **Related Party Disclosure**

Relation	Name of Party/Person
Holding Company	**Punjab Information & Communication Technology Corporation Limited (PICTCL)**
Subsidiary Company****	**Punjab Digital Industrial System Ltd.**
Key Management Personnel (CEO)***	**Sh. Harsuhinder Pal Singh Brar, IAS (Managing Director)**
Key Management Personnel (CFO)**	**CA Deepika Arora**
Key Management Personnel (CS)*	**CS Pratima Yadav**

* CS Madhur Bain Singh ceased to be Company Secretary of the Company w.e.f 2nd April 2023 and in his place, Mrs. Pratima Yadav has been appointed as Company Secretary with effect from 5th April 2023.

** CA Ramesh Goyal ceased to serve as the Chief Financial Officer (CFO) of the Company with effect from 12th June 2025, and CA Saurav Gupta was appointed as the Chief Financial Officer (CFO) with effect from the same date. Subsequently, CA Saurav Gupta ceased to serve as the Chief Financial Officer (CFO) of the Company with effect from 3rd December 2025, and CA Deepika Arora was appointed as the Chief Financial Officer (CFO) with effect from 22nd December 2025.

*** Sh. Parminder Pal Singh Sandhu, IAS ceased to be Managing Director of the Company wef 10th March 2026 and in his place, Sh. Harsuhinder Pal Singh Brar, IAS has been joined as Managing Director with effect from 10th March 2026.

**** M/s Punjab Digital Industrial Systems Ltd (PDISL), the fully owned subsidiary, has been ordered to be wound up by the order of Hon'ble Punjab & Haryana High Court vide order dated 20/02/2009. The company has filed its statement of affairs with the Official Liquidator appointed by the said court and all books of accounts/records and store items have been handed over to him.

	Details of Related party transactions:				
	Nature of transaction	**Holding Company**	**CEO**	**CFO**	**CS**
I	**During the financial year 2025-26**				
a	Salary **	-	-	**6.47**	**15.83**
b	Balances outstanding as on 31.03.2026	**-**	**-**	**-**	**-**
II	**During the previous financial year 2024-25**				
a	Salary **	-	-	**27.89**	**7.52**
b	Balances outstanding as on 31.03.2025	-	-	-	-

** Includes Gratuity, Leave encashment, LTA and Ex Gratia paid on VRS

Note 40 **Financial Risk Management**

The Company's business activities are exposed to a variety of financial risks, namely liquidity risk, market risks and credit risk. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and reflect the changes in the policy accordingly.

(a) **Liquidity Risk**

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company regularly monitors the rolling forecasts to ensure it has sufficient cash on an on-going basis to meet operational needs. The Company's principal sources of liquidity are cash flows generated from operations and other income generated from rented properties and interest on fixed deposits.

The company is subject to liquidity risk to pay trade payables, short term borrowings and other financial liabilities & statutory remittances total amounting to Rs. 5756.21 lacs (Rs. 5115.31 lacs). Further, provision for doubtful debts as on 31.03.2026 stands at Rs. 130.59 lacs (Previous year Rs.130.59 lacs).

(b) **Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices.

(c) **Interest Rate Risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has invested in fixed deposits which will fetch a fixed rate of interest, hence, the income and operating cash flows are substantially independent of changes in market interest rates.

(d) **Foreign currency risk:**

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company has very limited foreign currency exposure which are mainly due to nominal imports of raw materials and equipment.

(e) **Price Risk:**

The Company has not invested in any financial instruments which are subject to price risk.

(f) **Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counter-party fails to meet its contractual obligations, The Company is exposed to credit risk from its operating activities (primarily for trade receivables) and from its investing activities, including deposits with banks.

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Trade receivables: Trade receivables are non-interest bearing and outstanding customer receivables and these are regularly monitored. Major portion of customer base of the company is Government Organizations, thereby reducing the risk of not meeting contractual obligations by the customer.

Other financial assets: Credit risk from balances with banks is managed by Company's in accordance with the board approved policy. Investment of surplus funds are made only with approved financial institutions who meet the minimum threshold requirements under the counter party risk assessment process in which certain criterias are evaluated at the time of making investments.

Note 41 **Fair value of Financial Assets and Financial Liabilities**

Categories wise disclosure of carrying value of each financial assets/liabilities vis-a vis fair value and Fair value heirarchy used for measuring different financial assets and liabilities along with detail of valuation techniques and key inputs.

	31.03.2026		31.03.2025			
Particulars	**Carrying Amount**	**Fair Value**	**Carrying Amount**	**Fair Value**	**Note no. Reference**	**Foot Note Ref**
Financial Assets at Amortised Cost						
Non current						
Investments	-	-	-	-	**Note-3**	**a**
Loans and advances	-	-	-	-	Note-4	b
Other Financial assets	**36.37**	**36.37**	26.42	26.42	Note-5	c
Current						
Trade receivables	**1,327.36**	**1,327.36**	964.75	964.75	Note-9	d
Cash & Cash equivalents	**617.52**	**617.52**	399.52	399.52	Note-10	d
Other Bank Balances	**5,271.06**	**5,271.06**	5,176.65	5,176.65	Note-11	d
Loans and advances	**1.27**	**1.27**	1.00	1.00	Note-12	d
Other Financial assets	**620.48**	**620.48**	564.17	564.17	Note-13	d
Financial Assets at FVTPL						
Loans and advances (Non Current)	**8.27**	**8.27**	12.41	12.41	Note-4	e
Financial Liabilities at FVTPL						
Other Financial Liabilities (Non Current)	**92.33**	**92.33**	91.48	91.48	Note-17	f
Financial Liabilities at Amortised Cost						
Current						
Borrowings	-	-	-	-	Note-20	d
Trade Payables	**1,563.40**	**1,563.40**	1,449.10	1,449.10	Note-21	d
Other Financial Liabilities	**3,524.43**	**3,524.43**	3,379.64	3,379.64	Note-22	d

The following methods / assumptions were used to estimate the fair values:

(a) The Company has reflected the value of the investment in Bonds at Cost as the same has been decreed in favour of the company and fully guaranteed by the UP State Government but due to protracted litigation the time of recovery is indeterminable.

(b) Loans and advances include loans to employees on which the Company charges interest at the rate 10 percent p.a, therefore their carrying values are not expected to be significantly different from their fair values. Further, Security deposits (interest-free) lying with government departments agencies and other parties have been shown at its carrying value due to non determination of any fixed period with regard to receipts against such security deposits.

(c) The fair values of other financial assets are assessed by the management to be same as their carrying value and is not expected to be significantly different if estimated by using Present value techniques.

(d) The carrying value of these financial assets and financial liabilities approximate their fair value mainly due to the short-term maturities of these instruments.

(e) The Company has used Level-3 inputs from Fair value hierarchy (key input: interest rate applicable to loans and advances to employees i.e 10 percent p.a) for measurement of Loans & advances to employees (Festival advance) at Fair value through Profit & loss using Present value technique (effective interest rate method)

(f) The Company has used Level-3 of fair value hierarchy and used Present Value Technique to measure the fair value of security deposits wherein part of deposits recognized in the future cash flows are classified under deferred income which has been further divided into Current & Non-Current. The discount rate used by the company is 9 percent per annum.

(g) The Company has used Level-3 of fair value hierarchy and used Present Value Technique to measure the fair value of service award which has been further divided into Current & Non-Current. The discount rate used by the company is 8 percent per annum.

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Note 42 **Information regarding income and expenditure of Investment property**

(₹ in Lacs)

Particulars	31.03.2026	31.03.2025
Rental income derived from investment properties	609.12	465.60
Direct expenses generating rental income (Property tax+Repair/ maintenance)	45.31	33.28
Profit arising from investment properties	563.81	432.32

The investment properties consist of industrial properties which are used to generate rental income. These are accounted for at Written down value in books of accounts. During the FY 20-21, an owner occupied PPE (Land & building) had been transferred/classified into Investment property. Total fair Value of the properties is Rs.14597.27 lacs as at 31st March, 2025. These market valuations were performed by an accredited independent registered valuer as on 27.05.2025. The fair value is categorized in Level 1 fair value hierarchy. Also refer Note-1 (III) & Note 2A. However, the Fair Value of building C-134 (classified as Non current Asset held for sale in the previous year) was Rs 3737.24 lacs as at 31st March, 2025.

Note 43 **Financial Ratios of the Company**

	Ratio	Numerator	Denominator	31.03.2026	31.03.2025	% of Variance
a	Current Ratio	Current Assets	Current Liabilities	1.45	1.50	-3.02%
b	Debt Equity Ratio *	Total Debt	Shareholder's Equity	-	-	-
c	Debt Service coverage ratio *	Earning available for debt service	Debt Service	-	-	-
d	Return on Equity ratio**	Net Profit after Taxes	Average shareholder's Equity	10.09%	-1.32%	864.43%
e	Inventory turnover ratio	Sales	Average Inventory	8.21	5.66	45.04%
f	Trade receivables turnover ratio	Net Credit sale	Average Account Receivable	2.34	1.70	37.89%
g	Trade Payables turnover ratio#	Net Credit Purchase	Average trade Payable	0.77	0.62	25.21%
h	Net Capital turnover ratio	Net sales	Working Capital	1.03	0.68	52.48%
i	Net profit ratio **	Net profit	Net sales	11.08%	-2.20%	603.99%
j	Return on capital employed **	Earning before interest and taxes	Capital employed	9.77%	-1.33%	836.94%
k	Return on investment $	Income generated from Investments	Time-weighted Average investments	-	-	-

Reasons of Variances

* No debt on the Company.

**The variance is primarily due to the company transitioning from a loss-making position in the previous year to a profit-making position in the current year.

$ Refer Note no 3 & Note no 4

Better payment realisation from customers during the year

Note 44 **Capital Management**

Equity includes all capital and reserves of the Company that are managed as capital. The primary objective of the Company's Capital Management is to maximize the shareholder value by maintaining an efficient capital structure and safeguard Company's ability to continue as a going concern. The Company maintains the optimal capital structure so as to reduce the cost of capital.

The capital structure of the Company is based on management's judgment of its strategic and day-to-day needs with a focus on total equity so as to maintain investors', creditors' and market's confidence. The Company may take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

Note 45 The previous Year figures have been regrouped/re-classified & re-arranged wherever necessary to conform with the current presentation as per Schedule III of the Companies Act, 2013 (and amendments thereon) and applicable IND AS. The amounts shown under Balance Sheet, Statement of Profit & Loss, Cash Flow Statement, Statement of Changes in Equity and accompanying notes, etc. have been rounded off to rupees in lakhs (unless otherwise stated). Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentages may not precisely reflect the absolute figures.

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Note 46 The company has been selected for disinvestment by Cabinet Committee on Disinvestment, Government of Punjab. During the FY 2019-20, the Directorate of Public Enterprises and Disinvestment, Government of Punjab had appointed M/s Resurgent India Limited, Gurgaon (Haryana) as Transaction Advisor for Puncom Disinvestment. During FY 20-21, the Government of Punjab has closed the submission of "Expression of Interest" (EOI) by eligible bidders on 1st February, 2021 vide Corrigendum-5. Further, as part of the disinvestment, the company was under the process of due diligence activity. For this purpose, DPED has approved the site visit from the period 21/06/2021 onwards till 12/07/2021 i.e. within a three week period to carry out the due diligence. Accordingly, the due diligence was conducted during this given period. Subsequent to site visit, certain queries were raised to Puncom, which has been addressed. Thereafter, certain queries have been raised with the Director, Industries and Commerce, which as per our knowledge, is being replied. However, during FY 2022-23, the services of Transaction Advisor, M/s Resurgent India Limited have been dispensed with by the Directorate of Public Enterprises and Disinvestment, Government of Punjab and other modalities regarding the same be worked our as per the agreement and its clauses.

Note 47 **Disclosure on Additional Regulatory Information- In view of disclosure requirements of Schedule III of the Companies Act, 2013, the company hereby declares that:**

a) During the year, the company has not been sanctioned working capital limits including non fund based limits from banks against 100% margin in excess of five crores on the basis of security of FDRs and is not declared as a wilful defaulter by any bank or financial Institution or any other lender. During the year, the company has availed the bank guarantee against the pledged FDRs to the tune of Rs. 1626.89 lacs (Rs. 1571.04 lacs).

b) The title deeds of all the immovable properties of the company are held in the name of the company only and no proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

c) During the year, the company has not revalued its Property, Plant and Equipment and Intangible asset under rule 2 of the Companies (Registered Valuers and Valuation) Rules, 2017.

d) No amount of Loan or Advances in the nature of loans is granted to any promoter, director, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person.

e) The Company has not traded or invested in Crypto currency or Virtual Currency during the year.

f) During the tax assessments under the Income Tax Act, 1961, no transaction has been surrendered or disclosed as income for not being recorded in the books of accounts.

g) The Company does not meet the criteria for the applicability of provisions of Corporate Social Responsibility (CSR) as per section 135 of the Companies Act, 2013.

h) **As per books of accounts, the Company has following transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956;**

Name of struck off company	Nature of transactions with struck off company	Balance outstanding - Rs. in lacs	Relationship with the struck off company, if any, to be disclosed
BCC Fuba(I) Limited	Payables	1.285	Vendor
Singh Systech (P) Limited	Payables	0.015	Vendor
JEJE Prototype (P) Limited	Payables	0.029	Vendor
Xenis Circuit (P) Limited	Payables	0.043	Vendor

i) The restrictions related to number of layers as prescribed under Companies (Restriction on number of Layers) Rules, 2017 do not apply to our company, being a government company.

j) The Company has not directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries, during the year.

In terms of our separate report of even date.

For Charanjit Singh & Associates
Chartered Accountants
FRN: 015328N

For and on behalf of the Board of Directors

CA Avneet Singh
PARTNER
M.No: 526217

Harsuhinder Pal Singh Brar, IAS
Managing Director
DIN : 02987207

CA Shashi Bhushan Aggarwal
Director
DIN : 00213258

UDIN: 26526217GCSUVT1578
PLACE: S.A.S. NAGAR (MOHALI)
DATED : 20.05.2026

CA Deepika Arora
Chief Financial Officer

Pratima Yadav
Company Secretary

Sunita Puri
AO Finance

M.D. **DIRECTOR** **CFO** **CS** **AO FINANCE**

Note 1 MATERIAL ACCOUNTING POLICIES

I Basis of preparation of Financial Statements

a) The Company has adopted Indian Accounting Standards (the 'Ind AS') prescribed under section 133 of the Companies Act, 2013 (the 'Act'), read with the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) (Amendment) Rules, 2016, with effect from 1st April 2017 with 1st April 2016 as the date of transition as per MCA notification dated 16th Feb, 2015 . Accordingly the financial statements have been prepared in accordance with the said Ind AS & Rules and other recognized accounting practices & policies to the extent applicable. The company has applied IND AS to items which are material and made specific disclosure required by an Ind AS if the information is material or when required by law in accordance with said notification. Accounting policies unless referred to otherwise are consistent with generally accepted accounting principles. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

b) The Company follows mercantile system of accounting and recognizes all the items of income and expenditure on accrual basis. Further, certain items of income and expenditure are recognized as and when they are incurred, ascertained or settled in line with accounting policies which are as under:

i) Additional demand for taxes arising on completion of assessments are accounted for as and when determined as payable.

ii) Refunds on account of excise duty, custom duty, income tax, VAT and insurance claims are accounted for on settlement.

iii) Customer claims, recoveries, liquidated damages and penal interest for delay in execution of the contracts are provided for as and when settled.

iv) Ex-Gratia payments to employees are accounted for as and when incurred.

v) The claims for price escalation on sales are accounted for on settlement.

II Use of estimates

The preparation of financial statements is in conformity with generally accepted accounting principles in India (Ind AS) and requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

III Property, Plant and Equipment (PPE) & Investment property

Investment properties are measured at cost, less accumulated depreciation and accumulated impairment losses, if any.

The items of Property Plant & equipment are measured at Cost less any accumulated depreciation and any accumulated impairment losses. The cost of an item of property, plant and equipment comprises:

(a) its purchase price, including import duties and non –refundable purchase taxes, after deducting trade discounts and rebates.

(b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

(c) the initial estimate of the costs of dismantling, removing the item and restoring the site on which it is located, the obligation for which an enterprise incurs either when the item is acquired or as a consequence of having used the item during a particular period for purposes other than to produce inventories during that period.

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment measured as per the previous GAAP and use that carrying value as the cost of the Property, Plant and Equipment.

Non Current Asset held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell. Non-current assets are not depreciated or amortised while they are classified as held for sale.

Depreciation

a) The depreciation on property, plant and equipment and Investment property is provided on written down value (WDV) method at the rates determined after taking into account the prescribed useful life for respective class of assets which is in line with Schedule II of the Companies Act, 2013. The property, plant and equipment amounting to Rs. 5000/-or less individually purchased during the year are depreciated at the rate of 100%. Residual value has been taken as 5% of original cost of said assets or WDV as on 31.3.2014 whichever is lower except those valued at Rs. 5,000/- or less individually. The estimated useful lives of assets are as mentioned below:

Asset Class	Period (Years)
Buildings – Factory	30
Building (Other than Factory)	60
Temporary Structure	3
Plant and Machinery*	15
Electrical Installations and Equipment	10
Furniture and Fixture	10
Vehicles	8
Office Equipment (Other than Computers)	5
Computers	3

* Includes Computers & Data Processing units which are part of Plant and machinery and classified under P & M head and their useful life is also taken accordingly.

b) Depreciation also includes amount written off in respect of leasehold properties and assets (if any) over the respective lease period.

c) Calculation of depreciation on the additions during the year is done on pro-rata basis from the date of its receipt plus 10 days for installations.

Impairment:

As per IND AS 36, the carrying amount of assets including Property, plant and equipment & Investment property are reviewed at each Balance Sheet date to assess impairment, if any based on internal / external factors. An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value being higher of value in use and net selling price. An impairment loss is recognized as an expense in the Statement of Profit & Loss in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed, if there has been an improvement in recoverable amount.

IV Intangible Assets

Intangible assets (if any) purchased are measured at cost on the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any as per IND AS-38.

V Borrowing Costs:

As per IND AS 23 Borrowing Costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized. Other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred.

VI Cash and Cash Equivalents

Cash and Cash Equivalents comprises cash at bank, cash in hand and other short term highly liquid Investments/Fixed Deposits with an original maturity of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value in accordance with IND AS 7

VII Valuation of Inventories:

a) Inventories are valued at the lower of cost or estimated net realizable value. Inventories are valued according to FIFO method of valuation.

b) Cost of Work in process includes cost of material plus direct labour.

c) Cost of Finished sub assemblies includes cost of material plus overheads apportioned on the basis of actual stage of completion as at year end.

d) Finished goods are valued at lower of cost or net realizable value.

e) Goods received after the cut off date (for physical verification as at the year end) and goods for which the documents are retired are included in goods in transit.

f) Any Shortage/excess in Raw Material detected at the time of physical verification is included in consumption of goods.

g) Purchases and inventories are valued at cost excluding eligible GST.

h) Provision for obsolete inventories is reviewed periodically and provided for as per the assessment of management.

VIII Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, which is generally the nominal value of the transaction unless the terms of the contract provide otherwise. Revenue is recognized net of rebates and discounts and excludes amounts collected on behalf of government such as goods and services taxes.

Sale of Goods

Revenue from sale of goods is recognized when the company has transferred to the buyer the significant risks and rewards of ownership of the goods and the company retains neither ownership nor effective control over the goods sold;

Services

Revenue from services are recognized as and when they are rendered based on agreements/ arrangements with the respective parties and recognized excluding eligible GST (ITC). Revenues from turnkey contracts, which are generally time bound fixed price contracts, are recognized over the life of the contract using the proportionate completion method, with contract costs determining the degree of completion. For AMC contracts, revenue is recognized on completion of specific periods or as specified as per terms of the contract with the customers.

Interest Income on Bonds will be recognised when it becomes reasonably certain that consideration amount will be realised.

IX Government Grants

Government Grants are recognized when there is a reasonable assurance that the same will be received and all attaching conditions will be complied with. Grants related to specific expenses are recognised in profit or loss in the same period as the relevant expenses. Grants relating to depreciable assets are treated as deferred income which is recognized in the statement of profit and loss on a systematic and rational basis over the useful life of the asset in accordance with IND AS 20.

X Transactions in Foreign currency

Foreign currency transactions are recorded at the exchange rate prevailing at the time of transaction. At the balance sheet date, all monetary assets and liabilities denominated in foreign currency are converted at exchange rate prevailing at the year end. Resultant loss/gain is charged to Statement of Profit and Loss. When the transaction is settled within the same accounting period as that in which it occurred, all the exchange difference is recognized in that period as per IND AS 21.

In case of forward foreign exchange contracts where an underlying asset or liability exists, the difference between the forward rate and the exchange rate at the inception of the contract is recognized as income or expense over the life of the contract. Exchange rate difference on such a contract are recognized in the statement of profit and loss account as on Balance sheet. Any profit or loss arising on cancellation or renewal of forward contract is recognized as income or expense in the year in which such cancellation or renewal is made.

XI Employee Benefits

a) Short term employee benefits are recognized as an expense on accrual basis.

b) Post Employment Benefits

i) Defined Contribution Plans: The Company's state governed Provident Fund scheme, Employee State Insurance scheme etc are defined contribution plans. The contribution paid/payable under the schemes is recognized during the period in which the employee renders the related service.

ii) Defined Benefit Plans: The Employees' Gratuity liability is covered under the qualifying Insurance policy of Life Insurance Corporation of India. The Company's liability is determined on the basis of an actuarial valuation using the projected unit credit method as at Balance Sheet date. Expenses are recognized in the Statement of Profit and Loss or other comprehensive income in the manner laid down in IND AS 19. In case of funded plans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans, to recognize the obligation on net basis in Balance Sheet.

c) Other Long term Employee benefits:

Accumulated compensated absences/Leave encashment –The Employees' Leave encashment liability is also covered under the qualifying Insurance policy of Life Insurance Corporation of India. The obligation for long term compensated absences/Leave encashment is recognized in the same manner as in the case of defined benefit plans as mentioned in XI (b) (ii) above.

Long Term service awards which are expected to be availed beyond 12 months from the end of the balance Sheet date, are treated as other long term employee benefits. The present value of the said liability determined on each Balance Sheet date for recognizing the same in the books of accounts. Liability towards Service awards due with in 12 months from the date of Balance Sheet is classified under head Short term Provisions.

XII Income Tax

Tax expense comprises of current and deferred tax and includes any adjustments related to past periods in current and / or deferred tax adjustments that may become necessary due to certain developments or reviews during the relevant period. Current tax is the amount of income taxes payable (recoverable) in respect of the taxable profit (tax loss) for a period.

Deferred tax liabilities are the amounts of income taxes payable in future periods in respect of taxable temporary differences. Deferred tax assets are the amounts of income taxes recoverable in future periods in respect of: (a) deductible temporary differences; (b) the carry forward of unused tax losses; and (c) the carry forward of unused tax credits. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the Balance Sheet date. In accordance with IND AS 12 "Income Taxes" the company reviews the carrying amount of a deferred tax asset at the end of each reporting period and reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of that deferred tax asset to be utilised. Any such reduction shall be reversed to the extent that it becomes probable that sufficient taxable profit will be available.

XIII Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) for the year after tax attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the profit / (loss) for the year after tax attributable to equity shareholders by the weighted average number of equity shares outstanding during the year adjusted for the effects of all dilutive potential equity shares.

XIV Provision, Contingent Liabilities and Contingent Assets

a) A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

b) A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that arises from past event but is not recognized because it is not probable that an outflow of resources will be required to settle the obligation or cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

c) A Contingent Asset is not recognised, however it is disclosed where an inflow of economic benefit is probable as per IND AS 37

XV Classification of Current / Non Current Assets

All assets and liabilities are presented as Current or Non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to The Companies Act, 2013 and amendments thereon. Based on the nature of products and the time between the acquisition of assets for processing and their realization, the Company has assumed its operating cycle as 12 months for the purpose of Current / Non current classification of assets and liabilities.

XVI Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. The company recognises a financial asset or a financial liability in its balance sheet when, and only when, it becomes a party to the contractual provisions of the instrument.

Classification

The company has classified Financial assets and Financial liabilities in accordance with definition contained in IND AS 32 Financial Instruments: Presentation

Measurement

Financial assets and financial liabilities which are material are measured at Fair value/Amortised cost (using the effective interest rate method) based on their nature and contractual arrangements entered into, in accordance with Ind AS 109, unless specified otherwise.

PUNJAB COMMUNICATIONS LIMITED

STATEMENT PURSUANT TO SECTION 129 (3) OF THE COMPANIES ACT, 2013 read with rule 5 of Companies (Accounts) Rules, 2014

a)	Name of the Subsidiary	**Punjab Digital Industrial System Ltd.**
b)	Reporting period	Under Winding up process
c)	Reporting Currency and Exchange rate as on last date of relevant Financial year in case of foreign subsidiaries.	NA
d)	Share Capital	Refer Note 1 below
e)	Reserves & Surplus	Refer Note 1 below
f)	Total Assets	Refer Note 1 below
g)	Total Liabilities	Refer Note 1 below
h)	Investments	Refer Note 1 below
I)	Turnover	NIL
j)	Profit before taxation	NIL
k)	Provision for taxation	74.48
l)	Profit after taxation	NIL
m)	Proposed Dividend	NIL
n)	% of Shareholding	100

Notes:

1 M/s Punjab Digital Industrial Systems Ltd (PDISL), the fully owned subsidiary, has been ordered to be wound up by the order of Hon'ble Punjab & Haryana High Court vide order dated 20/02/2009. The company has filed its statement of affairs with the Official Liquidator appointed by the said court and all books of accounts/ records and store items have been handed over to him.

2 PCL Telecom Ltd, another subsidiary company, which was ordered to be wound up by the Hon'ble Punjab and Haryana High Court vide its order dated 20th October 2005, has been dissolved and accordingly written off in books of accounts.

For Charanjit Singh & Associates
Chartered Accountants
FRN: 015328N

For and on behalf of the Board of Directors

CA Avneet Singh
PARTNER
M.No: 526217

Harsuhinder Pal Singh Brar, IAS
Managing Director
DIN : 02987207

CA Shashi Bhushan Aggarwal
Director
DIN : 00213258

UDIN: 26526217GCSUVT1578
PLACE: S.A.S. NAGAR (MOHALI)
DATED : 20.05.2026

CA Deepika Arora
Chief Financial Officer

Pratima Yadav
Company Secretary

Sunita Puri
AO Finance

PUNJAB COMMUNICATIONS LIMITED

CIN No: L32202PB1981SGC004616

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March, 2026

(Amount Rs. In Lacs)

	PARTICULARS	For the Year Ended 31st March, 2026	For the Year Ended 31st March 2025
(A)	**CASH FLOW FROM OPERATING ACTIVITIES**		
	PROFIT/LOSS(-) BEFORE TAX	**297.60**	-37.86
	Adjustment for :-		
	Depreciation & Amortization	**21.04**	20.23
	Long term Provision for Employee Benefits	**-132.46**	34.94
	Short term Provision for Employee Benefits	**256.87**	43.92
	Provision for doubtful written back	**-**	-
	Bad Debt written off	**-**	-
	Interest & other financial expenses	**2.65**	0.00
	Fair value changes of financial Instruments	**-1.22**	0.21
	Profit/(loss) on sale of fixed assets	**0.08**	0.00
	Other Non Current Financial Assets	**-11.00**	10.18
	Interest/Rental Income	**-1,031.71**	-841.47
	OPERATING PROFIT/(LOSS) BEFORE WORKING CAPITAL CHANGES	**-598.15**	-769.85
	Adjustment for :-		
	Trade and Other Receivables	**-362.61**	97.06
	Inventories	**-43.51**	-2.28
	Short Term Loans and Advances	**-0.27**	0.22
	Other Financial assets	**-56.31**	-136.27
	Other Non Current Assets	**0.02**	8.95
	Other Current assets	**76.03**	15.46
	Long Term Loans and Advances	**5.36**	2.15
	Trade and Other Payables	**114.29**	-79.59
	Other current financial liabilities	**144.79**	-74.56
	Other Non current liabilities	**0.00**	-0.35
	Other current liabilities	**124.96**	-41.38
	Movement in Non Current financial Liabilities	**0.79**	41.25
	CASH FROM/(USED IN) OPERATIONS	**-594.61**	-939.19
	Income Tax Paid	**-74.48**	-
	NET CASH FROM/(USED IN) OPERATING ACTIVITIES	**-669.09**	-939.19
(B)	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Purchase of Fixed Assets	**-49.04**	-15.17
	Sale of Fixed Assets	**0.44**	0.00
	Movement in Non- Current Investments	**0.00**	0.00
	Movement in Non- Current Financial Assets	**1.04**	201.78
	Other Bank Balances (Incr)/Dec	**-94.41**	-2,006.12
	Interest/Rental Income	**1,031.71**	841.47
	NET CASH FROM/(USED IN) INVESTING ACTIVITIES	**889.74**	-978.04
(C)	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Interest paid	**-2.65**	**0.00**
	Movement in Liabilities directly associated with Non current assets classified as held for sale	**0.00**	**0.00**
	NET CASH FROM/ (USED) IN FINANCING ACTIVITIES	**-2.65**	**0.00**
	Net Change in Cash & Cash Equivalents (A+B+C)	**217.99**	**-1,917.23**
	Cash & Cash Equivalents at the beginning of the year	**399.52**	2,316.74
	Cash & Cash Equivalents at the end of the year	**617.52**	399.52

Dated : 20.05.2026
UDIN: 26526217GCSUVT1578

Managing Director **Director** **CFO** **CS** **AO FINANCE**

AUDITOR'S CERTIFICATE ON CASH FLOW STATEMENT

To,
The Board of Directors,
Punjab Communications Limited,
S.A.S. Nagar (Mohali)

We have examined the attached Cash Flow Statement of Punjab Communications Limited for the period ended March 31, 2026. The Statement has been prepared by the Company in accordance with the requirements of Regulation 34(2) (c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is based on and in agreement with the corresponding Statement of Profit and Loss account and Balance Sheet of the Company covered by our report to the members of the Company.

For Charanjit Singh & Associates
CHARTERED ACCOUNTANTS
FRN: 000497N

Place : S.A.S. NAGAR (MOHALI)
Dated : 20.05.2026

CA Avneet Singh
PARTNER
M. No: 526217

PUNJAB COMMUNICATIONS LIMITED

CIN No: L32202PB1981SGC004616

Statement of Changes in Equity

A. Equity Share Capital **Rs. in Lacs**

1 **For the period ended 31st March 2026**

Balance at the beginning of the current reporting period	Restated balance at the beginning of the current reporting period	changes in equity share capital during the current year	Balance at the end of the current reporting period
1204.80	-	-	1204.80

2 **For the period ended 31st March 2025**

Balance at the beginning of the current reporting period	Restated balance at the beginning of the current reporting period	changes in equity share capital during the current year	Balance at the end of the current reporting period
1204.80	-	-	1204.80

B **Other Equity** **Rs. in Lacs**

1	For the period ended 31st March 2026					
Sr. No.	**Particulars**	**Security Premium Account**	**Capital Redemption Reserve**	**General Reserve**	**Retained Earnings**	**Total**
i	Balance at the beginning of the current reporting period as on 01-04-2025	6909.03	400.79	895.93	(6,555.49)	1650.26
ii	Change in accounting policy or prior period errors	-	-	-	-	-
iii	Restated balance at the beginning of the reporting period	-	-	-	-	-
iv	Total Comprehensive Income for the Year					
v	Remeasurement of Employee Benefits (Gratuity)	-	-	-	(107.37)	(107.37)
vi	Dividends	-	-	-	-	-
vii	Transfer to Retained Earnings	-	-	-	297.60	297.60
viii	Any other change (to be specified)	-	-	-	-	-
ix	**Balance at the end of the reporting period as on 31.03.2026**	**6909.03**	**400.79**	**895.93**	**(6,365.27)**	**1840.48**

Rs. in Lacs

1	For the period ended 31st March 2025					
Sr. No.	**Particulars**	**Security Premium Account**	**Capital Redemption Reserve**	**General Reserve**	**Retained Earnings**	**Total**
i	Balance at the beginning of the current reporting period as on 01-04-2024	6909.03	400.79	895.93	(6,527.48)	1678.26
ii	Change in accounting policy or prior period errors	-	-	-	-	-
iii	Restated balance at the beginning of the reporting period	-	-	-	-	-
iv	Total Comprehensive Income for the Year	-	-	-	-	-
v	Remeasurement of Employee Benefits (Gratuity)	-	-	-	9.85	9.85
vi	Dividends	-	-	-	-	-
vii	Transfer to Retained Earnings	-	-	-	(37.86)	(37.86)
viii	Any other change (to be specified)	-	-	-	-	-
ix	**Balance at the end of the reporting period as on 31.03.2025**	**6909.03**	**400.79**	**895.93**	**(6,555.49)**	**1650.25**

M.D. **DIRECTOR** **CFO** **CS** **AO FINANCE**

REVISED INDEPENDENT AUDITORS' REPORT

TO

THE MEMBERS OF
PUNJAB COMMUNICATIONS LIMITED

Revised Report on the Audit of Financial Statements

We have issued an Audit Report dated 20.05.2026 on the Financial Statements for the year ended 31.03.2026 which was submitted by the company to the Office of the Principal Accountant General (Audit), Chandigarh. Pursuant to Provisional Comments of Comptroller and Auditor General of India issued by the Office of the Principal Accountant General (Audit), Chandigarh consequent to supplementary audit under section 143(6)(b) of Companies Act, 2013 via mail dated July 16, 2026. The Audit Report dated 20.05.2026 has been revised and Qualification number 2 under the "Report on Other Legal and Regulatory Requirements" paragraph and "Annexure D" have been included to give effect to the Provisional Comments in respect of matters.

No changes were made in the financial statements for the year ended 31 March 2026 which were approved by the Board of Directors.

This report supersedes our earlier report dated 20.05.2026 (UDIN: 26526217GCSUVT1578) on the financial statements of M/s Punjab Communications Limited ("the Company") for the year ended March 31, 2026.

Qualified Opinion

We have audited the accompanying financial statements of **Punjab Communications Limited (CIN:L32202PB1981SGC004616),** which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss for the year ended on that date, Statement of Cash Flows for the year ended on that date, Statement of Changes in Equity and Notes to financial statements, including a summary of the material accounting policies and other explanatory information (hereinafter referred to as the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matters described in the *Basis for Qualified Opinion* section of our report, the accompanying Financial Statements give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at March 31, 2026 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

a) As per the company's stated accounting policy, inventory is to be valued using the FIFO Method. However, the inventory of raw materials is valued on the basis of "last purchase rate". The Company has not provided us the valuation of the inventory as per the FIFO Method. The calculation of inventory of raw material as per the last purchase cost is also not in compliance with the provisions of Ind AS 2 on Inventories.

b) As per the Company's accounting policy, cost of work in process includes cost of material plus direct labour which cannot be correct as the Cost of Work in Process should be valued only at material cost. However, the inventory of work in process carried in the Balance Sheet has been valued only at material cost. Further, the material cost is calculated on the basis of last purchase rate method.

c) As per the Company's accounting policy, cost of finished sub-assemblies includes cost of material plus overheads apportioned on the same. However, the inventory of finished sub-assemblies carried in the Balance Sheet have been valued only at material cost. Further, the material cost is calculated on the basis of last purchase rate method.

d) As per IND AS- 2, INVENTORIES; "Materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. However, when a decline in the price of materials indicates that the cost of the finished products exceeds net realisable value, the materials are written down to net realisable value. In such circumstances, the replacement cost of the materials may be the best available measure of their net realisable value." Therefore, the Non-Moving Inventory of Raw Materials should be valued at the Replacement Cost.

   However, the Non-Moving Inventory of Raw Materials is valued at Cost. Further, the material cost is calculated on the basis of last purchase rate method.

e) As required by Ind AS 109 Financial Instruments, the company should have an accounting policy to estimate Expected Credit Loss (ECL) for measuring impairment of its trade receivables and other financial assets. However, we observed that the company is not following any accounting policy to estimate ECL. In the absence of estimation of ECL as at 31.03.2026, we are unable to comment on the possible impact on the loss for the year ended on that date.

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the *"Auditor's Responsibilities for the Audit of the Standalone Financial Results"* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the Independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our qualified opinion on the financial statements.

Emphasis of Matter

a) We draw attention to the Note 13 of the Financial Statements regarding Other Current Financial Assets – "Others": *In Escrow account (Money held on behalf of VMC & its Associated Companies).* Relevant records stating the reason for the balance are still underway.

b) We draw attention to the Note 9 and Note 21 of the Financial Statements regarding Trade Receivables and Trade Payables respectively. As regards net trade receivables / trade payables as at 31.03.2026, most of the trade receivables / trade payables are outstanding for more than three years. The Company has hired an external agency for the same and the report is yet to be received.

Our Opinion is not modified in respect of these matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

For each matter below, description of how our audit addressed the matter is provided in that context. We have determined the matters described below to be the key audit matters to be communicated in our report.

S. No.	Key Audit Matter	How our audit addressed the Key Audit Matter
1	**Internal Controls and Procedures:** There are number of instances where it is noticed that the company is not having proper Internal Controls. Bank Reconciliations are not being done on daily basis. There is no proper communication system between the various departments of the Company because of which the accounting entries are not being posted on timely basis. We identified this as a key audit matter because the lack of effective Internal Controls can impact the financial statements.	We have obtained an understanding of the company's internal controls with respect to the accounting of various transactions and posting the regular accounting entries. We adopted the following audit procedures: - • understood and tested the design and operating effectiveness of Internal controls as established by the management; • Verified the accounting entries posted in the system; • examined management's stance on the same; • examined management's intention to comply with the established Internal Controls Based on the above procedures performed, the management is cooperative of implementing established Internal Controls effectively.
2	**Deferred Tax Asset** The Company has booked Deferred Tax Asset for the year ended 31.03.2026 We identified this as a key audit matter because in the previous years, the Company was incurring the losses and was not booking Deferred Tax Asset as the management was not certain of making profits. Now, in the year ended 31.03.2026, the Company has earned profit and is booking Deferred Tax Asset.	We have analyzed the current situation of the Company and discussed about the requirements of creating Deferred Tax Asset. We adopted the following audit procedures: • verified the Deferred Tax Asset made by the Company • considered the appropriateness of recognizing Deferred Tax Asset. Based on the above procedures performed, the company has created a Provision for Tax and charged Current Tax of the amount equivalent to the tax impact on the current year's profit. And, the Deferred Tax Asset has been recognized of the amount equivalent to the tax impact on the current year's profit. Deferred Tax Asset has been created only for the amount equivalent to the tax impact on the current year's profit to follow the concept of prudence and avoiding the booking of any notional profit.
3	**Litigation Matters** There are number of litigations pending before various forums against the company and the management's judgement is required for estimating the amount to be disclosed as contingent liability and for creating the adequate amount of provision, wherever required. We identified this as a key audit matter because it is significant to create provision for these amounts in the financial statements. The Company has disclosed some cases in Contingent Liability. As per our judgement and also after the discussions with the legal department of the company, it is suggested to create provision after assessing all the pending litigations.	We considered the number of litigations and discussed with the management its provisioning to be made. We adopted the following audit procedures: • obtained the list of contingent liabilities and list of cases pending against the company. • analyzed the Litigations on the basis of materiality and discussed with the management. • Discussed with the management about the provision not made with respect to the litigations. Based on the above procedures performed, The Company has disclosed some cases in Contingent Liability. As per our judgement and also after the discussions with the legal department of the company, it is suggested to create provision (if required) after assessing all the pending litigations.

Other Matter

a) The Statement includes the results for the quarter ended March 31, 2026 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were subject to limited review by us and the previous auditor, as required under the LODR Regulations.

b) Financial Statements of the Company for the year ended March 31, 2025, prepared in accordance with Ind AS had been audited by the predecessor auditors and the report of the predecessor auditors dated June 3, 2025, expressed an adverse opinion. The Reasons for the adverse opinion are attached in Annexure "C".

Our Opinion is not modified in respect of these matters.

Information Other than Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the Financial Statements and our Auditor's Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard as we have not received any other information namely Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, etc. (Information Other then Financial Statements) from the Company.

When we read the Other Information as stated in above para, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the company in accordance with the IND AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

I. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

II. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in. place and the operating effectiveness of such controls.

III. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

IV. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant

doubt on the ability of the company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.

V. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Companies Act, 2013, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(5) of the Act, for the additional directions under the Companies Act' 2013, we have annexed **Annexure "D"** to this report for the additional direction under section 143(5) of the Companies Act' 2013 as issued by the Comptroller and Auditor General of India.
3. As required by Section 143(3) of the Companies Act, 2013, based on our audit, we report that:
   a) We have sought and obtained all the information and explanations, except for the matter described in the *Basis for Qualified Opinion* section of our report, which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) Except for the matters specified in the *Basis for Qualified Opinion* section and mentioned elsewhere in our report, in our opinion, proper books of account as required by law have been kept by the company so far as it appears from our examination of those books.
   c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the Books of Account.
   d) Except for the matters described in the *Basis for Qualified Opinion* section of our report, in our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
   e) The company being a Government Company, provisions of Section 164(2) of the Act, in respect of disqualification of Directors are not applicable.
   f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses a *Qualified opinion* on the adequacy and operating effectiveness of the company's internal financial controls over financial reporting.
   g) As per Notification No. GSR 463(E) dated June 5, 2015 issued by Ministry of Corporate Affairs, the provisions of Section 197 of the Companies Act, 2013 is not applicable to the Government Companies. Accordingly, reporting in accordance with requirements of provisions of section 197(16) of the act is not applicable on the company.
   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
      I. The company has disclosed the impact of all pending litigations on its financial position in its Financial Statements.
      II. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      iii. There has been no delay in transferring amounts, required to be transferred, if any, to the investor Education and Protection Fund by the Company.
      iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds(which are material either individually or in the aggregate) have been advanced or loaned or invested (either

from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the company from any person or entity, including foreign entity ("Funding Parties"), with-the- understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule l l(e), as provided under (a) and (b) above, contain any material misstatement.

v. The company has not declared or paid any dividend during the year under section 123 of the Act.

vi. According to the information and explanations given to us and based on our examination of the books of account and relevant records of the Company, the Company has used accounting software for maintaining its books of account during the financial year ended March 31, 2026. However, such software does not have the feature of recording an audit trail (edit log), and accordingly, the said feature was not operated throughout the year for all transactions recorded in the software. Further, as the audit trail feature was not available or maintained, we are unable to comment on whether the audit trail has been preserved by the Company as per the statutory requirements.

For Charanjit Singh & Associates
Chartered Accountants
FRN 015328N

CA Avneet Singh
Partner
Membership No.: 526217
UDIN: 26526217JRVHUP7356

Place: Chandigarh
Date: 21.07.2026

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph I under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the Members of **"Punjab Communications Limited" for the year ended March 31, 2026)**

To the best of our information and according to the information and explanations given to us by the company and the Books of Account and records examined by us during the course of our audit, we state that:

i. In respect of Company's Property, Plant and Equipment and Intangible Assets:

a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of Investment Property.

(B) The company has maintained proper records showing full particulars of intangible assets.

b) As explained to us and based on our examination of records, the company has a program of verification of Property, Plant and Equipment. In the year under review, according to the information and explanations given to us, the company has undertaken physical verification of property, plant and equipment. However, we were not being provided with the detailed report; so we are unable to comment on the same.

c) As per the information and explanation given to us and based on our examination of records, title deed of immovable properties of land and buildings, Investment Property which are freehold, are held in the name of the company.

d) As explained to us and based on our examination of records, the company has not revalued its Property, Plant and Equipment (Including Right of Use Assets) or intangible assets or both during the year.

e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act,1988 (45 of 1988) and rules made thereunder.

ii. (a) The physical verification of Inventory was carried out by the Internal Auditor of the company. **As per the Internal Auditor's Report dated May 8, 2026, the following observations are reported:**

"During the course of Physical Verification it was observed that a significant portion of inventory is obsolete or slow moving. Despite the lack of demand and the technical obsolescence of these items, the company continue to carry them in the Balance Sheet at their original purchase cost.

***Non-compliance:** This practice directly violates Ind AS 2 (Inventories), which requires inventory to be written down to its NRV if it falls below cost.*

***IMPACT:** Assets and profits are currently overstated, as the actual realizable value of this inventory is estimated to be way less than its actual cost value.*

RECOMMENDATION:

- ***Immediate Provisioning:** The company should immediately identify all obsolete or non moving inventory and write them down to their Net Realisable Value as per IND AS 2.*
- ***Aging Analysis:** Implement a robust Inventory Aging report to monitor slow-moving at every quarter-end.*
- ***Disposal Policy:** Establish a formal policy for the timely disposal of scrap and obsolete inventory to free up warehouse space and reflect accurate asset values."*

(b) The Company does not have working capital facilities in excess of five crore rupees, in aggregate from banks or financial institutions on the basis of security of current assets. Hence, reporting under Clause 3(ii)(b) of the Order is not applicable.

iii. According to the Information and explanations given to us, the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Hence reporting under clause 3(iii) of the order is not applicable.

iv. The company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any party covered under section 185 and 186 of the company Act 2013 during the year. Therefore, provision of Clause 3(iv) of the Order is not applicable to the company.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Hence, reporting under Clause 3(v) of the order is not applicable.

vi. The Company was not required to maintain cost records as per the provision of section of 148(1) of Companies Act 2013, so accordingly this clause is not applicable.

vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company is generally regular in depositing undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess, and other applicable statutory dues with the appropriate authorities. There were no undisputed amounts payable in respect of the above statutory dues which were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.

(b) There are no outstanding statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2026, on account of disputes, except the following:

Nature of the Statute	Nature of Dues	Forum where dispute is pending	Period to which the amount relates	Total amount demanded (Amt. in ₹ Lakhs)	Amount deposited (Amt. in ₹Lakhs)
Goods & Services Tax 2017	GST	Commissioner Appeals GST	FY 2019-20	142.67	11.55
Goods & Services Tax 2017	GST	Commissioner Appeals GST	FY 2021-22	27.72	2.39

viii. According to the information and explanations given to us by the management, there were no transactions relating to previously unrecorded income that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

ix. In our opinion and according to the information and explanations given to us:

a) The Company has not taken any loans or borrowings from any lender during the year. Hence, reporting under Clause 3(ix)(a) of the Order is not applicable to the company.

b) According to the information and explanations given to us, the company is not declared as Willful defaulter by any bank or financial institution or other lender.

c) According to the information and explanations given to us, company has not obtained any term loan during the year. Hence, reporting under Clause 3(ix)(c) of the Order is not applicable to the company.

d) During the year, the company has not raised any funds on short term which have been utilized for long term purposes. Hence, reporting under Clause 3(ix)(d) of the Order is not applicable to the company.

e) During the year, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Hence, reporting under Clause 3(ix)(e) of the Order is not applicable to the company.

f) The company has not raised loans during the year on pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, reporting under clause 3(ix)(f) of the Order is not applicable to the company.

x. (a) The company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year. Hence reporting under clause 3(x)(a) of the Order is not applicable to the company.

(b) During the year, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

xi. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(C) No whistle-blower complaints were received during the year by the Company.

xii. The Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, transactions with related parties is in compliance with provisions of section 177 and 188 of Companies Act, 2013 wherever applicable all and the details have been disclosed in the financial statements as required by applicable Indian accounting standards.

xiv. (a) In our opinion, the company has an adequate internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports for the year under audit, issued to the Company during the year and till date.

xv. In our opinion, during the year the company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence the reporting under Clause 3(xv) of the Order is not applicable to the company.

xvi. (a) In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under Clause 3(xvi)(a) of the Order is not applicable.

(b) In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under Clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Hence, reporting under Clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us during the course of audit, there is no core investment company within the Group and accordingly reporting under Clause 3(xvi)(d) of the Order is not applicable.

xvii. According to the information and explanations given to us, company has not incurred any cash losses during the current financial year 2025-26.

xviii. We do not received any information regarding resignation of statutory auditors.

xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to

our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all the liabilities falling due within a period of one year from balance sheet date, will get discharged by the Company as and when they fall due.

xx. As per our opinion & according to the information and explanations given to us, the company does not meet the criteria for the applicability of Section 135 of the Companies Act, 2013. Accordingly, reporting under this clause is not applicable.

xxi. In our opinion and according to the information and explanations given to us, the company has a wholly owned subsidiary company Punjab Digital Industrial Systems Ltd. (PDISL) which is under liquidation, by the order of Hon'ble Punjab & Haryana High Court vide order dated 20/02/2009, due to which financial statements of PDISL are not being prepared, so we are unable to give our opinion on the same.

For Charanjit Singh & Associates
Chartered Accountants
FRN 015328N

CA Avneet Singh
Partner
Membership No.: 526217
UDIN: 26526217JRVHUP7356

Place: Chandigarh
Date: 21.07.2026

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 (f) under 'Reporting on Other Legal and Regulatory Requirements' section of our report to the Members of Punjab Communications Limited of even date)

Report on the Internal Financial Controls with reference to the Financial Statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over Financial Reporting with reference to financial statements of **Punjab Communications Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to financial statements based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Qualified Opinion

According to the information and explanations given to us, and based on our audit, the following material weaknesses have been identified in the operating effectiveness of the company's internal financial controls over financial reporting as at March 31, 2026:

(a) The company did not have an appropriate internal control system for correct valuation of inventory. Further, the internal control system for identification & allocation of overheads to inventory is also not followed. These could potentially result in material misstatements in the company's Inventory, and Consumption. (Refer to para "Basis for Qualified opinion" in the independent Auditor's report)

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual financial statements will not be prevented or detected on a timely basis.

In our opinion, the company has in all material respects, maintained adequate internal financial controls over financial reporting as of March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India, and except for the effects/possible effects of the material weakness/es described above on the achievement of the objectives of the control criteria, the Company's internal financial controls over financial reporting were operating effectively as of March 31, 2026.

We have considered the material weakness/es identified and reported above in determining the nature, timing and extent of audit tests applied in our audit of the March 31, 2026 financial statements of the company, and the material weakness does not affect our opinion on the financial statements of the company as we have issued a qualified opinion on the financial statements.

For Charanjit Singh & Associates
Chartered Accountants
FRN 015328N

CA Avneet Singh
Partner
Membership No.: 526217
UDIN: 26526217JRVHUP7356

Place: Chandigarh
Date: 21.07.2026

ANNEXURE 'C' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph I under 'Other Matter' section of our report of even date to the Members of "Punjab Communications Limited" for the year ended March 31, 2026)

For Reasons for the adverse opinion by predecessor auditor, the extract of audit report of Punjab Communications Limited for the year ended March 31, 2025 is reproduced as follows:

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF

PUNJAB COMMUNICATIONS LIMITED

Report on the Audit of the Financial Statements

Adverse Opinion

We have audited the accompanying financial statements of **Punjab Communications Limited (CIN:L32202PB1981SGC004616),** which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss for the year ended on that date, Statement of Cash Flows for the year ended on that date, Statement of Changes in Equity and Notes to financial statements, including a summary of the material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, because of the significance of the matters discussed in the *Basis for Adverse Opinion* section of our report, the accompanying Financial Statements do not give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31st March, 2025 and its loss, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Adverse Opinion

I. As per the company's stated accounting policy, as per Note 2 (vii) (a) to the Financial Statements, inventory is to be valued using the FIFO Method. However, the inventory of raw materials is valued on the basis of "last purchase rate" and is carried in the Balance Sheet at ₹1156.59 lacs (gross) as at 31.03.2025 (Note No.8). The Management has not provided us the valuation of the inventory as per the FIFO Method. The calculation of raw material of inventory as per the last purchase cost is also not in compliance with the provisions of Ind AS 2 on Inventories. Further, the gross value of inventories of raw material as at 31.03.2025 is being carried out in the Balance Sheet at ₹1156.59 lacs. Whereas, as per the ERP data gross value of inventories of raw material as at 31.03.2025 comes to ₹1663.58 lacs. The resulting difference of ₹506.99 lacs is pending to be reconciled as at 31.03.2025.

II. As per the Company's accounting policy disclosed at Note No. 2 (vii) (b), cost of work in process includes cost of material plus direct labour. However, the inventory of work in process carried in the Balance Sheet at ₹ 73.26 lacs (Note No. 8 of the Financial Statements) has been valued only at material cost. Further, the material cost is calculated on the basis of last purchase rate method.

III. As per the Company's accounting policy disclosed at Note No. 2(vii) (c), cost of finished sub- assemblies includes cost of material plus overheads apportioned on the same. However, the inventory of finished sub-assemblies carried in the Balance Sheet at ₹ 482.75 lacs (Note No. 8 of the Financial Statements) have been valued only at material cost. Further, the material cost is calculated on the basis of last purchase rate method.

IV. As regards net trade receivables amounting to ₹ 974.76 lacs as at 31.03.2025, management is of the view that the same are good and recoverable in due course and hence, no further provision is required. Out of the above trade receivables balances to the extent of ₹ 306.67 lacs are outstanding for more than three years. In the absence of appropriate audit evidences including balance confirmations, correspondence from parties and data in respect of future progressive payments, we are unable to comment on the receivability of balance outstanding trade receivables outstanding for more than three years amounting to Rs. ₹306.67 lacs and the possible impact on the loss for the year ended on that date and on the balance of trade receivables as at 31.03.2025.

V. As regards net trade payables amounting to ₹1449.10 lacs as at 31.03.2025, management is of the view that the same are undisputed and payable in due course. Out of the above trade payables balances to the extent of ₹1253.76 lacs are outstanding for more than three years. In the absence of appropriate audit evidences including balance confirmations and correspondence from parties, we are unable to comment on the correctness of balance outstanding of trade payables as at 31.03.2025.

VI. As required by Ind AS 109 Financial Instruments, the company should have an accounting policy to estimate Expected Credit Loss (ECL) for measuring impairment of its trade receivables and other financial assets. However, we observed that the company is not following any accounting policy to estimate ECL. In the absence of estimation of ECL as at 31.03.2025, we are unable to comment on the possible impact on the loss for the year ended on that date.

As a consequence, the above-mentioned material misstatements are deemed to be pervasive to the financial statements. The effect of the misstatements on the financial statements have not been determined because it was not practical to do so.

Accordingly, due to the significance of the matters described above, the financial statements do not present fairly, in all material respects, the financial position of the Company as at March 31, 2025, and its financial performance and cash flows for the year then ended, in accordance with the Indian Accounting Standards specified under Section 133 of the Companies Act, 2013, read with the relevant rules issued thereunder

Key Audit Matters

Except for the matters described in the *Basis for Adverse Opinion* section, we have determined that there is no other key audit matter to communicate in our report.

Replies to the Directions issued by C&AG u/s 143(5) of the Companies Act, 2013 for the year ended 31.03.2026

Sr. No.	Directions	Actions taken
1.	Assess the fair valuation of all the investments, both quoted and unquoted, made directly by the Company or through Trusts, for Post-retirement benefits of the employees. This includes verifying valuation methodologies, ensuring consistency with Ind AS and reviewing supporting documentation. The auditor shall provide a brief note on the valuation approach, its reasonability, and compliance with applicable regulations, reporting any material deviations or misstatements.	There are no Investments as per Financial Statements for the year ended March 31, 2026. Therefore, it is not applicable.
2.	Whether the company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing transactions outsides IT systems on the integrity of the accounts along with the financial implications, if any, may be stated.	Yes, the company has system in place to process all the accounting transactions through IT system As per the company's stated accounting policy, inventory is to be valued using the FIFO Method. However, the inventory of raw materials is valued on the basis of "last purchase rate". The Company has not provided us the valuation of the inventory as per the FIFO Method. The calculation of inventory of raw material as per the last purchase cost is also not in compliance with the provisions of Ind AS 2 on Inventories. As per the management, the IT System does not value the Inventory as per FIFO Method.
3.	Whether funds (grants / subsidy etc.) received / receivable for specific schemes from central / State Government or its agencies were properly accounted for/utilized as per its term and conditions? Whether Accounting of interest earned on grants received has been done as per Terms and conditions of the Grant. List the cases of deviation.	According to information and explanations given to us the Company has not received funds (grants / subsidy etc.) for specific schemes from central / State Government or its agencies. Therefore, it is not applicable.
4.	Whether the Company has identified the key Risk areas? If yes, whether the Company has formulated any Risk Management Policy to mitigate these risks? If yes, (a) Whether the Risk Management Policy has been formulated considering global best practices? (b)Whether the Company has identified its data assets and whether it has been valued appropriately?	As per management, the company have a Risk Management Policy to mitigate the risk. (a) Risk Management Policy can be improved more to match with the global best practices. (b) As per the Risk Management Policy, 1. *"PUNCOM is a technology neutral company and has strategic technology alliances with world leaders in technology such as Conexant, Huawei, among others, to mitigate the risks of technology obsolescence and directdependence on any single technology vendor."* 2. *"In addition, PUNCOM is also required to safeguard its licensed IP as well as own IP from competition and from unauthorized disclosures leading to loss of IP and/or litigation."* (c) However, management has informed that the Company currently does not own any IP assets and does not have any such third-party contracts or technology alliances. This indicates that the Risk Management Policy is not aligned with the present operations of the Company and needs to be revised. Management should review and update the policy to ensure that it reflects the current business activities and relevant risk areas of the Company.

5.	Whether the Company is complying with the Securities and Exchange Board of India (SEBI) (Listing Obligation and Disclosure Requirements) Regulations, 2015, and other applicable rules and regulations of SEBI, Department of Investment and Public Asset Management, Ministry of Corporate Affairs, Department of Public Enterprises, Reserve Bank of India, Telecom Regulatory Authority of India, CERT-IN, Ministry of Electronics and Information Technology and National Payments Corporation of India wherever applicable? If not, the cases of deviation may be highlighted.	Based on the information and records made available to us, the Company has complied with the relevant statutory, regulatory, and governance requirements relevant to its operations.

Sub Directions

Sr. No.	Directions	Actions taken
1.	Examine and report the cases of dispute in any contract relating to supply of hardware as well as software. In the event of such assets remaining with the company, please report on its valuation and accounting in the books.	As per the information & explanation given to us, there are no such cases of disputes in any contract relating to supply of hardware as well as software. Therefore, it is not applicable.
2.	What is the system of recovering fees/charges in regard to providing manpower to various agencies? Report the cases where no such recovery has been affected and accounted for.	As informed to us, the company does not provide manpower services to any agency. Therefore, it is not applicable.
3.	What is the system of receiving revenue share from the franchise?	As per information and explanations provided to us, no franchise agreement had been entered into by the company during the year under audit.
4.	Report the cases wherein software, hardware or IT enabled system in lying redundant/outdated.	The software requires replacement with a modern, technology-enabled solution to improve efficiency, and overall business operations.
5.	What a system of accounting if grants/subsidies received from Central/State Government or its agencies for performing certain activity? Comment on the cases of diversion wherein the grants were not utilized for the purpose for which these were received.	According to information and explanations given to us the Company has not received grants / subsidies from Central / State Government or its agencies for performing certain activity.

For Charanjit Singh & Associates
Chartered Accountants
FRN 015328N

CA Avneet Singh
Partner
Membership No.: 526217
UDIN: 26526217JRVHUP7356

Place: Chandigarh
Date: 21.07.2026

COMPLIANCE CERTIFICATE

We have conducted the audit of accounts of **PUNJAB COMMUNICATIONS LIMITED** for the year ended **March 31, 2026** in accordance with the directions/sub-directions issued by the Comptroller and Auditor General of India under Section 143(5) of the Companies Act, 2013 and certify that we have complied with all the Direction/Sub-directions issued to us.

For Charanjit Singh & Associates
Chartered Accountants
FRN: 015328N

CA Avneet Singh
Partner
Membership No.: 526217
UDIN: 26526217JRVHUP7356

Place: Chandigarh
Dated: 21.07.2026

STATEMENT ON IMPACT OF AUDIT QUALIFICATIONS

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2026

(See regulation 33 of the SEBI (LODR) Regulations, 2015)

I.	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	Rs. 3,729.39 Lakhs	Not ascertainable
	2.	Total Expenditure	Rs. 3,431.79 Lakhs	Not ascertainable
	3.	Net Profit/ (Loss)	Rs. 297.60 Lakhs	Not ascertainable
	4.	Earnings Per Share	Rs. 2.48	Not ascertainable
	5.	Total Assets	Rs. 8,893.83 Lakhs	Not ascertainable
	6.	Total Liabilities	Rs. 5,848.55 Lakhs	Not ascertainable
	7.	Net Worth	Rs. 3,045.28 Lakhs	Not ascertainable
	8.	Any other financial item(s) (as felt appropriate by the management)	-	Not ascertainable

II.	**Audit Qualifications**	
a	**Details of Audit Qualifications:**	a) As per the company's stated accounting policy, inventory is to be valued using the FIFO Method. However, the inventory of raw materials is valued on the basis of "last purchase rate". The Company has not provided us the valuation of the inventory as per the FIFO Method. The calculation of inventory of raw material as per the last purchase cost is also not in compliance with the provisions of Ind AS 2 on Inventories. b) As per the Company's accounting policy, cost of work in process includes cost of material plus direct labour which cannot be correct as the Cost of Work in Process should be valued only at material cost. However, the inventory of work in process carried in the Balance Sheet has been valued only at material cost. Further, the material cost is calculated on the basis of last purchase rate method. c) As per the Company's accounting policy, cost of finished sub-assemblies includes cost of material plus overheads apportioned on the same. However, the inventory of finished sub-assemblies carried in the Balance Sheet have been valued only at material cost. Further, the material cost is calculated on the basis of last purchase rate method. d) As per IND AS- 2, INVENTORIES; "Materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. However, when a decline in the price of materials indicates that the cost of the finished products exceeds net realisable value, the materials are written down to net realisable value. In such circumstances, the replacement cost of the materials may be the best available measure of their net realisable value." Therefore, the Non-Moving Inventory of Raw Materials should be valued at the Replacement Cost. However, the Non-Moving Inventory of Raw Materials is valued at Cost. Further, the material cost is calculated on the basis of last purchase rate method.

		e) As required by Ind AS 109 Financial Instruments, the company should have an accounting policy to estimate Expected Credit Loss (ECL) for measuring impairment of its trade receivables and other financial assets. However, we observed that the company is not following any accounting policy to estimate ECL. In the absence of estimation of ECL as at 31.03.2026, we are unable to comment on the possible impact on the loss for the year ended on that date.
b	**Type of Audit Qualifications:** (Qualified Opinion/ Disclaimer of Opinion/ Adverse Opinion)	Qualified Opinion
c	**Frequency of qualifications:** (Whether appeared first time/ repetitive/ since how long continuing)	Continuing
d	**For Audit Qualifications where the impact is quantified by the auditor, Management's Views:**	Not Applicable as Impact is unquantified.
e	**For Audit Qualifications where the impact is not quantified by the auditor**:	
	(i) Management's estimation on the impact of audit qualifications:	Not ascertainable
	(ii) If management is unable to estimate the impact, reasons for the same:	The Company has carefully considered the observations made by the Statutory Auditor. The management believes that the accounting treatment and disclosures adopted by the Company are in compliance with the applicable provisions of the Companies Act, 2013, Indian Accounting Standards ("Ind AS"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws and regulations. a. In respect of the variation in inventory, Final Report given by Cost Management Accountant (CMA) was placed in its 237th meeting of Board of Directors held on 13.02.2026. The same has been discussed and decided to constitute an Inventory Scrap Committee comprising members/representatives from different Government agencies to identify, verify and confirm the non-useable inventory to be treated as scrap and also advised that the Company may approach MSTC Limited, a Government agency, to understand the procedure and requirements for conducting e-auction for disposal of such scrap inventory through the MSTC platform. The Company is taking necessary corrective actions for the same. b. In respect of the policy of Expected Credit Loss, as mentioned at the Note # 40 of the Financial Statements, the Company's risk management policies are established to identify and analysis the risks faced by the Company, to set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and reflect the changes in the policy accordingly. The company has also appointed External Consulting Agency to proper review and examine/ analysis of the long outstanding debtors. The management believes the Company is continuously monitoring the developments relating to the matter and taking corrective actions wherever required. Necessary corrective measures shall continue to be implemented to address the observations made by the Statutory Auditor.

	Auditors' Comments on (i) or (ii) above: a. The Report of the CMA was shared with us & the same was discussed in the previous Board Meeting. Since the necessary corrective actions are underway, Once the process as enumerated in the Board meeting is completed and adopted, only then we would be able to take the cognizance of the same and will do the necessary consideration. b. Company must ensure to formulate the accounting policy for Expected Credit Loss (ECL) for measuring impairment of its trade receivables and other financial assets. As stated, once the report of the External Consulting Agency on receivables and payables is adopted by the board & necessary accounting treatment is undertaken, only then we would be able to express our opinion on the same.
III.	**Signatories:** **For Charanjit Singh & Associates** Chartered Accountants FRN: 015328N **CA Avneet Singh** Partner M.No: 526217 Place: S.A.S. Nagar (Mohali) Date: 20.05.2026 **For and on behalf of the Board of Directors** **Harsuhinder Pal Singh Brar, IAS** Managing Director DIN: 02987207 **CA Shashi Bhushan Aggarwal** Chairman-Audit Committee DIN: 00213258 **CA Deepika Arora** Chief Financial Officer

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143 (6) (b) OF THE COMPANIES ACT 2013 ON THE FINANCIAL STATEMENTS OF PUNJAB COMMUNICATIONS LIMITED FOR THE YEAR ENDED 31 MARCH 2026

The preparation of financial statements of Punjab Communications Limited for the year ended 31 March 2026 in accordance with the financial reporting framework prescribed under the Companies Act. 2013 (Act) is the responsibility of the management of the Company. The statutory auditors appointed by the Comptroller and Auditor General of India under Section 139(5) of the Act are responsible for expressing opinion on the financial statements under Section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under Section 143 (10) of the Act. This is stated to have been done by them vide their Revised Audit Report dated 21.07.2026 which supersedes their earlier audit reports dated 20.05.2026

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of Punjab Communications Limited for the year ended 31 March 2026 under Section 143(6) (a) of the Act, This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and Company personnel and a selective examination of some of the accounting records. The Audit Report has been revised by the Statutory Auditor to give effect to some of my audit observations raised during the supplementary audit.

Based on my supplementary audit, I would like to highlight the following significant matters under Section 143(6) (b) of the Act which have come to my attention and which in my view are necessary for enabling a better understanding of the financial statements and the related audit report:

A. Comments on Profitability

Profit & Loss Account

Other Income (Note 26): ₹ 1,044.59 lakh

Interest from banks on deposit: ₹ 422.59 lakh

1. The Company recognised accrued interest income on Fixed Deposits for the Financial year 2025-26 based on manual computations using the interest rates specified in the respective Fixed Deposit receipts. without obtaining interest certificates or confirmations from the concerned banks. This resulted in the excess recognition of interest income amounting to ₹32.39 lakh (₹ 30.81 lakh + ₹ 1.58 lakh). Consequently, Other Income, Profit for the year 2025-26 and Current Assets as at 31 March 2026 were overstated by ₹32.39 lakh each.

B. Comments on Disclosure

2. The company has reclassified Finance Cost (Note 31) ₹2.65 lakh due to reclassification of Bank Charges. However, the company has not disclosed the same in the Notes to Accounts. As per para-41 of Ind AS- I (Presentation of financial statements), "When an entity reclassifies comparative amounts. it shall disclose; the nature of the reclassification, the amount of each item or class of items that is reclassified: and the reason for the reclassification." Non- disclosure of the fact has resulted violation of Ind AS-I.

For and on behalf of
The Comptroller and Auditor General of India

Gurpreet Walia
Accountant General (Audit-II)
Punjab

Place: Chandigarh
Date: 05.10.2026

BOARDS' REPORT

Your Board have pleasure in presenting the Forty Fifth Annual Report of your Company together with the Audited Statement of Accounts for the Financial Year ended on March 31, 2026 along with Independent Auditors' Report thereon and Secretarial Audit Report for the Financial Year under report.

Financial Results

(Rs. In lacs)

Particulars	2025-26	2024-25
Gross Income	3729.39	2579.77
Expenditure	3431.79	2683.40
Exceptional item	-	-65.77
Total expenditure	3431.79	2617.63
Profit before tax	297.60	-37.86
Profit/(Loss) after tax	297.60	-37.86
Other comprehensive Income/(Loss)	-107.37	9.85
Total Comprehensive Income/(Loss)	190.22	-28.01
Dividend	Nil	Nil
Paid up equity	1202.36	1202.36
Profit/(Loss)appropriated to General Reserve	Nil	Nil
Profit/ (Loss) Account (Retained Earnings)	-6365.27	-6555.49
Reserves (Including Capital Reserves)	1840.48	1650.26
Net Property Plant and Equipment & Investment Property	417.38	389.82
Capital employed	3137.60	2971.63
Earning/(Loss) per share (in Rs.)	2.48	-0.31
Cash earning/(loss) per share (in Rs.)	2.65	-0.15
Book value per share (in Rs.)	25.33	23.75

Web-link of Annual Return

The copy of Annual Return pursuant to the provisions of sub–section (3) of Section 92 of the Companies Act, 2013 is placed on the website of the Company and web link of annual return is: https://puncom.com/agm-egm-related-information/

Meetings

During the year, Ten Board meetings were duly convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the meetings was within the period as prescribed under the provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein after referred to as "Listing Regulations") and Secretarial Standards (SS)-1 on Meetings of Board of Directors.

Directors Responsibility Statement

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility statement, it is hereby confirmed:

a) That in the preparation of the Annual Accounts for the Financial Year ended March 31, 2026 the applicable Indian Accounting Standards have been followed along with proper explanation relating to material departures.

b) That the Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for the year under review.

c) That the Directors have taken proper and sufficient care for the maintenance of adequate Accounting Records in accordance with the provisions of the Companies Act, 2013, for safeguarding the Assets of the Company and for preventing and detecting fraud and other irregularities.

d) That the Directors have prepared the Annual Accounts for the Financial Year ended March 31, 2026 on a going concern basis; and

e) That the Directors have laid down Internal Financial Controls to be followed by the Company and that such Internal Financial Controls are inadequate and were operating effectively.

f) That the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Frauds reported by Auditors u/s 143(12)

Your Company has complied with all the provisions of Section 143 of the Companies Act, 2013.Hence, there are no frauds reported by the Auditors other than those which are reportable to the Central Government. Further, no fraud has been reported to the Central Government.

Declaration by Independent Director(s)

All the Independent Directors on the Board of Puncom have given their respective declaration under Section 149(7) that they meet the criteria of independence, as per the provisions of sub-section (6) of Section 149 of Companies Act, 2013 along with

Regulation 16 (b) & Regulation 25 of SEBI Listing Regulations. All the independent directors of the Company has declared that they have registered themselves with databank of Independent Directors as maintained by Indian Institute of Corporate Affairs in compliance with Rule 6(1) of Companies (Appointment & Qualification of Directors) Rules, 2014. Accordingly, the Board has formed a satisfactory opinion regarding integrity, expertise and experience of the independent directors after undertaking due assessment of the veracity of the declaration made by them.

All the Independent Directors of your Company has registered themselves with the Independent Directors Databank. However, all Independent Directors except Sh. Manjeet Singh Dhillon ITS (Retd) are yet to pass the Online Proficiency Self-Assessment Test conducted by the Indian Institute of Corporate Affairs (IICA), which is required to be passed within two (2) years of their registration.

Company's Policy relating to Directors appointment, payment of remuneration and discharge of their duties:

Pursuant to MCA notification G.S.R. 463 (E) dated June 05, 2015 our Company, being a Government Company is exempted from the given requirement. However, the Company has in place a Nomination & Remuneration Policy covering the aspects as provided under Section 178(3) of the Companies Act, 2013 and is available on the website of Company at https://puncom.com/wp-content/uploads/2025/04/Nomination-and-Remuneration-Policy.pdf

Explanations or comments by the Board on qualification(s), reservation(s) or adverse remark(s) or Matter of Emphasis are as follows:

Management Reply to Statutory Auditors' Remarks

M/s Charanjit Singh & Associates, Chartered Accountants, were appointed as Statutory Auditors of the Company for the Financial Year 2025-26. Following are the 'Basis for Qualified Opinion, Emphasis of Matter and Key Audit Matters' as pointed out by the Auditors in their Independent Auditors Report dated July 21, 2026

"Basis for Qualified Opinion

a) As per the Company's stated accounting policy, inventory is to be valued using the FIFO Method. However, the inventory of raw materials is valued on the basis of "last purchase rate". The Company has not provided us the valuation of the inventory as per the FIFO Method. The calculation of inventory of raw material as per the last purchase cost is also not in compliance with the provisions of Ind AS 2 on Inventories.

b) As per the Company's accounting policy, cost of work in process includes cost of material plus direct labour which cannot be correct as the Cost of Work in Process should be valued only at material cost. However, the inventory of work in process carried in the Balance Sheet has been valued only at material cost. Further, the material cost is calculated on the basis of last purchase rate method.

c) As per the Company's accounting policy, cost of finished sub-assemblies includes cost of material plus overheads apportioned on the same. However, the inventory of finished sub-assemblies carried in the Balance Sheet have been valued only at material cost. Further, the material cost is calculated on the basis of last purchase rate method.

d) As per IND AS- 2, INVENTORIES; "Materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. However, when a decline in the price of materials indicates that the cost of the finished products exceeds net realisable value, the materials are written down to net realisable value. In such circumstances, the replacement cost of the materials may be the best available measure of their net realisable value." Therefore, the Non-Moving Inventory of Raw Materials should be valued at the Replacement Cost.

However, the Non-Moving Inventory of Raw Materials is valued at Cost. Further, the material cost is calculated on the basis of last purchase rate method.

e) As required by Ind AS 109 Financial Instruments, the Company should have an accounting policy to estimate Expected Credit Loss (ECL) for measuring impairment of its trade receivables and other financial assets. However, we observed that the Company is not following any accounting policy to estimate ECL. In the absence of estimation of ECL as at 31.03.2026, we are unable to comment on the possible impact on the loss for the year ended on that date.

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the *"Auditor's* Responsibilities *for the Audit of the Standalone Financial Results"* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the Independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our qualified opinion on the financial statements.

Emphasis of Matter

a) We draw attention to the Note 13 of the Financial Statements regarding Other Current Financial Assets – "Others": *In Escrow account (Money held on behalf of VMC & its Associated Companies).* Relevant records stating the reason for the balance are still underway.

b) We draw attention to the Note 9 and Note 21 of the Financial Statements regarding Trade Receivables and Trade Payables respectively. As regards net trade receivables / trade payables as at 31.03.2026, most of the trade receivables / trade payables are outstanding for more than three years. The Company has hired an external agency for the same and the report is yet to be received.

Our Opinion is not modified in respect of these matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

For each matter below, description of how our audit addressed the matter is provided in that context. We have determined the matters described below to be the key audit matters to be communicated in our report.

S. No.	Key Audit Matter	How our audit addressed the Key Audit Matter
1	**Internal Controls and Procedures:** There are number of instances where it is noticed that the Company is not having proper Internal Controls. Bank Reconciliations are not being done on daily basis. There is no proper communication system between the various departments of the Company because of which the accounting entries are not being posted on timely basis. We identified this as a key audit matter because the lack of effective Internal Controls can impact the financial statements.	We have obtained an understanding of the Company's internal controls with respect to the accounting of various transactions and posting the regular accounting entries. We adopted the following audit procedures: - • understood and tested the design and operating effectiveness of Internal controls as established by the management; • Verified the accounting entries posted in the system; • examined management's stance on the same; • examined management's intention to comply with the established Internal Controls Based on the above procedures performed, the management is cooperative of implementing established Internal Controls effectively.
2	**Deferred Tax Asset** The Company has booked Deferred Tax Asset for the year ended 31.03.2026 We identified this as a key audit matter because in the previous years, the Company was incurring the losses and was not booking Deferred Tax Asset as the management was not certain of making profits. Now, in the year ended 31.03.2026, the Company has earned profit and is booking Deferred Tax Asset.	We have analyzed the current situation of the Company and discussed about the requirements of creating Deferred Tax Asset. We adopted the following audit procedures: • verified the Deferred Tax Asset made by the Company • considered the appropriateness of recognizing Deferred Tax Asset. Based on the above procedures performed, the Company has created a Provision for Tax and charged Current Tax of the amount equivalent to the tax impact on the current year's profit. And, the Deferred Tax Asset has been recognized of the amount equivalent to the tax impact on the current year's profit. Deferred Tax Asset has been created only for the amount equivalent to the tax impact on the current year's profit to follow the concept of prudence and avoiding the booking of any notional profit.
3	**Litigation Matters** There are number of litigations pending before various forums against the Company and the management's judgement is required for estimating the amount to be disclosed as contingent liability and for creating the adequate amount of provision, wherever required. We identified this as a key audit matter because it is significant to create provision for these amounts in the financial statements. The Company has disclosed some cases in Contingent Liability. As per our judgement and also after the discussions with the Legal Department of the Company, it is suggested to create provision after assessing all the pending litigations.	We considered the number of litigations and discussed with the management its provisioning to be made. We adopted the following audit procedures: • obtained the list of contingent liabilities and list of cases pending against the Company. • analyzed the Litigations on the basis of materiality and discussed with the management. • Discussed with the management about the provision not made with respect to the litigations. Based on the above procedures performed, The Company has disclosed some cases in Contingent Liability. As per our judgement and also after the discussions with the Legal Department of the Company, it is suggested to create provision (if required) after assessing all the pending litigations.

Our Opinion is not modified in respect of these matters".

Management Remarks on "Basis of Qualified Opinion"

The Company has carefully considered the observations made by the Statutory Auditor. The Management believes that the accounting treatment and disclosures adopted by the Company are in compliance with the applicable provisions of the Companies Act, 2013, Indian Accounting Standards ("Ind AS"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations.

a) In respect of the variation in inventory, Final Report given by Cost Management Accountant (CMA) was placed in its 237th Meeting of Board of Directors held on 13.02.2026. The same has been discussed and decided to constitute an Inventory Scrap Committee comprising members/representatives from different Government agencies to identify, verify and confirm the non-useable inventory to be treated as scrap and also advised that the Company may approach MSTC Limited, a Government agency, to understand the procedure and requirements for conducting e-auction for disposal of such scrap inventory through the MSTC platform. The Company is taking necessary corrective actions for the same.

b) In respect of the policy of Expected Credit Loss, as mentioned at the Note # 40 of the Financial Statements, the Company's risk management policies are established to identify and analysis the risks faced by the Company, to set and monitor appropriate risk limits and controls, periodically review the changes in market conditions and reflect the changes in the policy accordingly. The Company has also appointed External Consulting Agency to proper review and examine/ analysis of the long outstanding debtors.

The Management believes the Company is continuously monitoring the developments relating to the matter and taking corrective actions wherever required. Necessary corrective measures shall continue to be implemented to address the observations made by the Statutory Auditor.

Particulars of Loans and Guarantees under Section 186 of the Companies Act, 2013

The particulars with respect to Loans and Guarantees under Section 186 of the Companies Act, 2013: **NIL**

Particulars of Related Party Transactions

Under Companies Act, 2013: Puncom has not entered into any Related Party Transaction as per the provisions of Section 188(1) of the Companies Act, 2013 during the Financial Year under report. The required form AOC-2 has been appended as **Annexure 1** to this report.

Further, the disclosures related to Related Party Transactions are also detailed in Note-12 and Note-39 of Notes to Accounts of Financial Statements for the year ended March 31, 2026. There are no materially significant related party transactions which have potential conflict with the interest of the Company.

Under Regulation 34(3) of Listing Regulations, 2015: Puncom has not entered into any Related Party Transaction as per the Listing regulations and the disclosures as per Schedule V of the said regulations are as follows:

1.	Loans and advances in the nature of loans to Subsidiaries	NIL
2.	Loans and advances in the nature of loans to Associates	NIL
3.	Loans and advances in the nature of loans to firms/companies in which Directors are interested	NIL
4.	Acceptance of any amount in the form of loans and advances in the nature of loans from its Holding Company	NIL

There are no transactions of the company with any person or entity belonging to Promoter/Promoter Group, holding 10% or more shareholding in the company during the Financial Year under review.

State of the Company's Affairs

During the Financial Year 2025–26, PUNCOM succeeded in increasing its sales by approximately 62% compared to the previous Financial Year.

During FY 2025–26, PUNCOM successfully secured tenders related to new technologies such as IP-MPLS and the Railway Coach Guidance System for Southern Railway, Tambaram. The Company also secured a contract for the 5-year AMC of PUNCOM PD Multiplexers for Konkan Railway in Jammu & Kashmir.

PUNCOM also secured a project in the Power Sector from BHEL Noida for the supply of PLCC equipment, Protection Couplers, and other bought-out items (BOIs).

In addition to the above, PUNCOM bagged various supply orders from private parties for its own products, including Multiplexers (MUX), PLCC equipment, LMUs, Control Equipment, and Power Plant equipment.

PUNCOM is also focusing on establishing partnerships with OEMs and technology partners to participate jointly in tenders involving emerging technologies and new business areas.

Corporate Plan/ Market Scenario of our products

As most of our products have completed their life, Puncom is still striving with some relevant products. Here is market status of our products.

1. **LMU (Line Matching Unit):-** It is a low cost product used to couple the high frequency communication signal to high voltage powerline. Puncom is very competitive in this product compared to our competitors and supplying it to different State Power Transmission companies. This product being the outdoor unit has a life so power transmission companies have to replenish it after some time. New state transmission corporations are being explored where LMU can be supplied.

   Puncom is also making arrangements with M/s General Electric (M/s GE) for supply of LMUs in Indian market.

2. **PLCC (Power Line Carrier Communication):-** Voice and low rate data using modem is modulated to high frequency & after power amplification it is transmitted over high voltage power line. Puncom is having analog PLCC system

whose demand is on decline, but due to low cost compared to digital PLCC, some power transmission companies are still opting it. This product is normally deployed with Protection coupler (to send commands for relay operation to connect/disconnect power station/substation from power transmission line) which Puncom has to outsource from other companies.

3. **V-Mux (Versatile Multiplexer)**:- V-Mux provides full range of managed voice and data services in E1 (2 megabits/sec) stream used by Railways at different locations. But as Railways is upgrading to higher number of ports and speed, this product is also losing demand. Puncom is getting orders of this product in small quantity where higher end equipment is not required.

   As Railways has shifted to voice communication on VOIP and backbone communication on IP-MPLS. Puncom has empanelled companies for Integrated multiplexer and IP-MPLS routers to execute railway projects.

4. **CCEO (Control Communication Equipment for OFC)**:- It is two wire omni -directional voice communication system used for communication between control room and substation and level crossing gates. Call control is through dual tone multi frequency. This product was developed a few years back for railways and we got a few orders on zone basis demand and criterion as some other zones are opting other ways of communication. (like IP/Ethernet based products).

5. **Power Plant (48V/25A/12.5A)** :- Railways is buyer of this product and still in demand but cost of product is higher compared to the competitors. As our products are in low demand, Puncom is exploring Railway zones and Power transmission subdivisions where small quantity orders can be sought.

Puncom is undertaking annual maintenance/repair contracts of their own products from various customers which contribute good revenue. It also highlights that Puncom is always ready to provide after sales support to customers.

At present, **Lead Acid Maintenance-Free (LMLA)** and **Valve Regulated Lead Acid (VRLA)** batteries are widely used as backup power sources in telecom applications. However, **Lithium-ion battery technology** is rapidly gaining global acceptance due to its superior energy density, longer service life, lower maintenance requirements, and reduced lifecycle costs. In view of the evolving industry trend, Puncom is checking the feasibility of the upgradation of its existing SMPS charger to ensure compatibility with Lithium-ion battery technology. Such technological advancement would enhance product competitiveness, align with future market requirements, and create new business opportunities in telecom sectors.

Telecom Scenario in India and Puncom approach

For Indian telecommunications industry, 2022 was a significant year, with the services taking another generational leap with the launch of 5G services in the country. The digital infrastructure industry stood up to the challenge and commenced the task of densification of networks, so demand of devices which support 5G primarily focusing in areas like smart class rooms, precision farming, intelligent transportation and healthcare is increased. Government of India has launched the production linked incentives scheme to give incentives on basis of domestic manufacturing of telecom and networking products. Presently Puncom's main customers are Railways and Power transmission corporations (center & states). Most of products were developed before 2010, now they are not technologically competitive but there are some areas where customer demand is low cost solution, Puncom is supplying its products (like PLCC and Multiplexer) to such areas. Areas where high end product is required, Puncom is bidding by empanelling the manufacturers e.g. IP-MPLS & Integrated Mux. Puncom is also making arrangement for supply of LMU.

Reserves and Surplus

The Reserves of the Company as on March 31, 2026 at Rs. 1840.48 Lacs (previous year Rs. 1650.26 lacs). Due to Profits in the current financial year, reserves have increased by Rs 190.22 Lacs.

Dividend

Though the Company is in profit during the year under review, the Directors of the Company do not recommend any Dividend for the Financial Year 2025-26.

Material changes and Commitments after the close of the Financial Year

The particulars with respect to material changes and commitments affecting the financial position of the Company which have occurred between the end of the Financial Year i.e. March 31, 2026 till the date of this report i.e. August 12, 2026 under Section 134(3)(l) of the Companies Act, 2013 is NIL

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

a) Conservation of Energy

i) Steps taken & impact on conservation of energy:

Steps taken:

We have continued with the practice of switching off the power supply to the areas where the normal lights are not required or where the production work is not taking power. There are approximately 3000 tube lights in our building-B-91, which we are slowly and steadily changing to LED tubes.

Impact:

The consumption has reduced due to the above measures taken.

ii) Steps taken for utilizing alternate sources of energy:

The system is in place for alternate sources of energy.

iii) Capital investment on energy conservation equipments : **NIL**

b) Technology Absorption

i) Efforts made towards technology absorption:

Efforts are made from time to time towards technology absorption, adoption and innovation.

ii) Benefits derived:

Company is able to achieve significant cost reduction and improvement in the products.

iii)	Technology imported (during the last three years)	:	NIL
	Details of technology imported	:	N/A
	Year of Import	:	N/A
	Whether the technology has been fully absorbed	:	N/A
	If not absorbed, areas where absorption has not taken place and reasons thereof	:	N/A

iv) Expenditure incurred on Research and Development **(Rs. In Lacs)**

Particulars	FY 2025-26 (Current Year)	FY 2024-25 (Previous Year)
Capital	NIL	NIL
Recurring	NIL	NIL
Total R&D expenditure as a percentage of total turnover	NIL	NIL

c) Foreign Exchange Earnings and Outgo

The foreign exchange earnings and outgo during the Financial Year 2025-26 in terms of actual inflows and actual outflows is given as follows:

Particulars		FY 2025-26 (Current Year)	FY 2024-25 (Previous Year)
EARNINGS			
F.O.B Value of Exports		NIL	NIL
OUTGO			
i.	CIF Value of Import of Raw Materials	76.60	155.63
ii.	Components & Spares	NIL	NIL
iii.	Capital Goods	NIL	NIL
iv.	Repair & Maintenance (P&M) imports	NIL	NIL
v.	Foreign travel & others	NIL	NIL

Risk Management Policy

The requirement of establishing Risk Management Committee is not applicable to our Company. However, the Risk Management Policy is still in place and was amended to incorporate the provisions of Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Corporate Social Responsibility (CSR)

As per the provisions of Section 135 of the Companies Act, 2013, every company having net worth of Rupees Five Hundred crore or more or turnover of Rupees One Thousand crore or more or a net profit of Rupees Five crore or more during any financial year is required to spend in every financial year at least 2% of the average net profits made during the three immediate preceding financial years on CSR activities.

During the Financial Year under review, Our Company does not meet the above mentioned threshold limits. Consequently, the provisions of Section 135 of the Act are not applicable to the Company and the Company is not liable to spent any amount under CSR obligations. However, our Company has approved CSR policy of the Company in its 225th Board meeting held on August 07, 2024.

Composition of Committees of the Board

The Audit Committee, Nomination and Remuneration Committee & Stakeholders Relationship Committee are duly constituted as per applicable provisions of SEBI (LODR) Regulations, 2015 and Companies Act, 2013, the details of which are mentioned in the Corporate Governance report annexed herewith.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of Listing Regulations read with subsequent MCA notification G.S.R. 463 (E) dated June 05, 2015, the Board evaluation procedure is not applicable on us (exempted to

Govt. Cos.), however there is a system in place for evaluation of performance of the Board, its committees and individual directors.

The Nomination and Remuneration Committee considered the exemption provided to the Government Companies and decided that without taking the benefit of the exemption, the members shall voluntarily evaluate the performance of the Directors during the Financial Year 2025-26. Further, the members decided to evaluate the performance of the KMP's only during the Financial Year 2025-26, as the Committee members due to their roles & responsibilities have very less interaction with the Senior Management/ HOD's of the Company, thus their evaluation is not possible by the Committee. The performance of Independent Directors was evaluated by the entire Board (except by the Director being evaluated) in their 239thMeeting held on May 20, 2026.

Change in the nature of business

During the year 2025-2026, there was no significant change in the nature of Business of the Company. The Company only expanded its operations as per the amended Objects Clause of the Memorandum of Association of the Company.

Directors and Key Managerial Personnel

Pursuant to Section 2(51) and 203 of the Companies Act, 2013 read with related rules, the Key Managerial Personnel of the Company as on the date of report are as follows:

1. Sh. Harsuhinder Pal Singh Brar, IAS, Managing Director
2. Sh. Tony Bansal, Chief Financial Officer*
3. CS Pratima Yadav, Company Secretary

* CA Deepika Arora was appointed as Chief Financial Officer of the Company w.e.f. 22.12.2025 in place of CA Saurav Gupta. Later CA Ajay Aggarwal was appointed as Chief Financial Officer of the Company w.e.f. 21.05.2026 in place of CA Deepika Arora. Thereafter Sh. Tony Bansal was appointed as Chief Financial Officer of the Company w.e.f. 01.06.2026 in place of CA Ajay Aggarwal.

Following changes, in the constitution of Board of Directors, took place during the period under review upto August 12, 2026 on account of change in nomination by Punjab Information & Communication Technology Corporation Limited (Punjab Infotech) and otherwise from time to time.

Sr. No.	Name	Designation	Period of Directorship
1.	Sh. Tejveer Singh, IAS*	Chairman	04.09.2023 to 06.05.2025
2.	Sh. Kamal Kishor Yadav,IAS*	Chairman	06.05.2025 to 17.02.2026
3.	Sh. Gurkirat Kirpal Singh, IAS*	Chairman	17.02.2026 to continuing
4.	Sh. Mohinder Pal, IAS**	Sr. Vice Chairman	11.07.2022 to 06.05.2025
5.	Sh. Rahul Chaba, IAS**	Director	06.05.2025 & 26.08.2025
6.	Sh. Sandeep Hans, IAS**	Sr. Vice Chairman	26.08.2025 to 16.10.2025
7.	Sh. Jaspreet Singh, IAS**	Sr. Vice Chairman	16.10.2025 to 17.02.2026
8.	Sh. Parminder Pal Singh Sandhu, IAS$	Managing Director	05.02.2024 to 10.03.2026
9.	Sh. Harsuhinder Pal Singh Brar, IAS$	Managing Director	17.02.2026 to continuing
10.	CA D. K. Singla$$	Independent Director	25.03.2022 to 24.03.2026
11.	Dr. Neelu Jain$$	Independent Director	25.03.2022 to 24.03.2026
12.	Sh. Manjeet Singh Dhillon ITS (Retd)	Independent Director	11.01.2025 to continuing
13.	CA Shashi Bhushan Aggarwal$$	Independent Director	25.03.2026 to continuing
14.	Dr. Ashneet Kaur$$	Independent Director	25.03.2026 to continuing

* Sh. Kamal Kishor Yadav, IAS was appointed as Director on the Board in the capacity of Chairman of the Company w.e.f. May 06, 2025 in place of Sh. Tejveer Singh. Later Sh. Gurkirat Kirpal Singh, IAS was appointed as Director on the Board in the capacity of Chairman of the Company w.e.f. February 17, 2026 in place of Sh. Kamal Kishor Yadav, IAS due to withdrawal of his nomination by the holding Company, Punjab infotech.

** Sh. Rahul Chaba, IAS was appointed as Director on the Board of the Company w.e.f. May 06, 2025 in place of Sh. Mohinder Pal, IAS. Later Sh. Sandeep Hans, IAS was appointed as Sr. Vice Chairman on the Board of the Company w.e.f. August 26, 2025 in place of Sh. Rahul Chaba, IAS. Thereafter, Sh. Jaspreet Singh, IAS was appointed as Sr. Vice Chairman on the Board of the Company w.e.f. October 16, 2025 in place of Sh. Sandeep Hans, IAS. Further Sh. Jaspreet Singh, IAS ceased to be Sr. Vice Chairman of the Company w.e.f. February 17, 2026 due to withdrawal of his nomination by the holding Company, Punjab infotech.

$ Sh. Harsuhinder Pal Singh Brar, IAS was appointed as Director on the Board the Company w.e.f. February 17, 2026 and later re-designated as Managing Director on the Board of the Company w.e.f. March 10, 2026 in place of Sh. Parminder Pal Singh Sandhu, IAS.

$$ CA D.K. Singla and Dr. Neelu Jain, Independent Directors ceased to be an Independent Directors on the Board of Puncom w.e.f. March 24, 2026 on account of completion of their tenure. In their place, CA Shashi Bhushan Aggarwal and Dr. Ashneet Kaur were appointed as Independent Directors on the Board of PUNCOM w.e.f. March 25, 2026.

In terms of Section 152 of the Companies Act, 2013, no director is liable to retire by rotation at the ensuing Annual General Meeting as all Directors except Independent Directors are being appointed /Regularised in upcoming Annual General Meeting

in compliance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Details of Puncom's Subsidiaries

Puncom has one immaterial subsidiary, namely M/s Punjab Digital Industrial Systems Limited which has been ordered by the Hon'ble Punjab and Haryana High Court to be wound up on February 20, 2009. All the formalities in this regard for the Company has been completed. However, it is pertinent to point out that with the existence of National Company Law Tribunal (NCLT) / National Company Law Appellate Tribunal (NCLAT), the winding up case has been transferred from Hon'ble Punjab & Haryana High Court to NCLT / NCLAT. The National Company Law Tribunal (NCLT) is yet to issue the dissolution order in respect of subsidiary company namely M/s Punjab Digital Industrial Systems Limited.

Deposits

The particulars with respect to Deposits under Section 73 of the Companies Act, 2013 are: **NIL**

Details of Significant and Material orders passed

During the Financial Year under report, no significant order(s) was/were passed by Courts, Tribunals affecting the going concern status and operations of the company in future.

Internal Financial Controls

The Statutory Auditors in its Independent Audit Report dated July 21, 2026 has given its report on Internal Financial Controls as Annexure B and is summarized as follows :-

(a) The Company did not have an appropriate internal control system for correct valuation of inventory. Further, the internal control system for identification & allocation of overheads to inventory is also not followed. These could potentially result in material misstatements in the company's inventory, and Consumption.(Refer to para "Basis for qualified opinion" in the independent Auditor's report)

As per opinion of Statutory Auditor, the Company has in all material respects, maintained adequate internal financial controls over financial reporting as of March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India, and except for the effects/possible effects of the material weakness/es described above on the achievement of the objectives of the control criteria, the Company's internal financial controls over financial reporting were operating effectively as of March 31, 2026.

Non-maintenance of Cost Records

The disclosure with respect to maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, is not required by the Company and accordingly no such accounts and records are made and maintained.

Disclosure under IBC

There is no application made or any proceedings pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year under review. Accordingly, the status as at end of current Financial Year may be treated as NIL.

Disclosure on difference in valuation during OTS

No fresh loans were taken from Banks and Financial Institutions during the reporting period. Accordingly there is NIL difference between valuation done at time of one time settlement and valuation done while taking loan from Banks or Financial Institutions.

Vigil Mechanism/Whistle Blower Policy

The Company has its "Vigil Mechanism/Whistle Blower Policy" in place. In accordance with the requirements of Regulation 4(2)(d)(iv) and Regulation 22 of Listing Regulations read with under Section 177 of the Companies Act, 2013, Smt. Indu Walia, heading the Production, ISD, QA and TBD Division, has been appointed as Vigilance and Ethics Officer. The web link for the policy is https://puncom.com/wp-content/uploads/2025/04/Whistle-Blower-Policy.pdf

Disclosure relating to Remuneration of Directors and KMP:

A. Disclosure under Rule 5 (1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

a) Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the Financial Year under report:

S. No.	Name of the Director	Median Remuneration of employees (Rs. in lacs)	Ratio
1.	Sh. Parminder Pal Singh Sandhu, (IAS)*	10.19	NIL
2.	Sh. Harsuhinder Pal Singh Brar, (IAS)*		

* No remuneration were paid to Sh. Parminder Pal Singh Sandhu, IAS and Sh. Harsuhinder Pal Singh Brar, (IAS) during their tenure as MD in Financial Year 2025-26.

b) Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year: There is one KMP covered under this and details are;-

- CS Pratima Yadav having an increase of 34.28 % in remuneration during the year vis a vis previous year. Increase in remuneration is due to her re-joining the Company on contractual basis w.e.f. 06.10.2025, after competing through recruitment process.

Remunerations exclude LTA, Leave Encashment and Gratuity.

c) Percentage increase in the median remuneration of employees in the Financial Year 2025-26 was 3.35%

d) Number of Regular Employees on rolls of the Company as on 31.03.2026 was 111 (including 6 employees on deputation to other Company/ Corporations).

e) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last Financial Year and its comparison with the percentile increase in the Managerial Remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

Average increase in Remuneration is equivalent to the rate of inflation declared by state for the purpose of D.A. The Company, being Public Sector Undertaking (PSU) of Punjab Government, follows applicable pay-scales as per the Service Rules as amended from time to time through wage revision agreement executed with Employees Union from time to time and duly approved by the Board of Directors of the Company, uniformly for all its employees as per the respective designation and tenure of employee with the Company.

f) Affirmation that the remuneration is as per the remuneration Policy/Service Rules etc. of the Company:

Yes, the remuneration is as per Remuneration Policy/Service Rules/requisite approvals of the Company.

B. Disclosure under Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The list of the top ten employees in terms of Remuneration drawn during the FY 2025-26 is as follows:

Sr. No.	Name	Designation	Remuneration Received in Financial Year 2025-26 (Rupees)*	Nature of employment (whether contractual or otherwise)	Qualifications and Experience	Date of Commencement of Employment	Completed Age in years	Last employment held	Percentage of equity shares held	Whether relative of any director or manager if so, name of such director/ manage)
1	Ms. Indu Walia	AGM	16,34,509	Regular	MSc (Physics), PGDBA (Operation), MCA 34 years	30.09.1991	57	Nil	Nil	No
2	Mr. Kapil Kumar	AGM	16,33,232	Regular	MCA 29 years	10.02.1997	53	Nil	Nil	No
3	Mr. Sudhir Dhand	Sr. Manager	15,37,321	Regular	B. Tech (ECE) 34 years	03.09.1991	57	Nil	Nil	No
4	Mr. Sandeep Belsare	Sr. Manager	14,65,632	Regular	BE (ECE) 30 years	18.10.1995	56	Nil	Nil	No
5	Ms Sneh Aggarwal	Sr. Manager	14,59,360	Regular	Dip (ECE) & AMIE 36 years	24.07.1989	57	Nil	Nil	No
6	Mr. Ajay Gupta	Manager	13,85,297	Regular	DIP (ECE), & AMIE(ECE) 36 years	17.07.1989	57	Nil	Nil	No
7	Mr. Kailash Chander	Manager	13,66,458	Regular	BA 28 years	07.08.1997	55	Majethia Sugar Mills	Nil	No
8	Mr. Raman Khanna	Manager	13,53,965	Regular	Dip (ECE) & AMIE 37 years	18.08.1989	56	Nil	Nil	No
9	Mr. Rajesh Kumar Soni	Manager	13,37,011	Regular	Diploma (ECE) & AMIE 35 years	13.08.1991	56	Nil	Nil	No
10	Mr. Jogesh Laroia	Manager	13,33,310	Regular	Dip (ECE) & BE (ECE) 35 years	01.04.1991	55	Nil	Nil	No

*Does not include Leave Encashment & Gratuity on Retirement / Relieving.

There are no such employees who have been paid annual remuneration of Rs. 102.00 lacs or above and a monthly remuneration of Rs. 8.50 lacs and above in case of employee worked for a part of the year.

Management Discussion and Analysis Report

The Management Discussion and Analysis Report for the year under review as stipulated under the Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Regulation 34(2)(e) of Listing Regulations is appended as **Annexure 2** and is an integral part of this report.

Corporate Governance Report

The Corporate Governance Report for the year under review as stipulated under the Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is appended as **Annexure 3** and is an integral part of this report.

Secretarial Audit Report

The Board pursuant to the provision of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the shareholders in its 44th Annual General Meeting held on December 22, 2025 has appointed M/s S. K. Sikka & Associates, Company Secretaries, having Membership No. F4241 and C. P. No. 3582 as Secretarial Auditor of the Company for a term of 5 consecutive years till conclusion of 49th Annual General Meeting to be held in FY 2029-30 to conduct Secretarial Audit of the Company.

M/s S. K. Sikka & Associates, Company Secretaries have carried out the Secretarial Audit for the Financial Year ended March 31, 2026 and the Secretarial Audit Report in Form No. MR-3 is annexed herewith this report as **Annexure 4** and forms part of the report.

Compliance with applicable Secretarial Standards

The Company has duly complied with all applicable secretarial standards as referred under Section 118 of Companies Act, 2013 and as issued by ICSI during the year under review.

Sexual Harassment of Women at Workplace: Internal Committee

In compliance with the provisions of Section 21 read with Rule 14 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and Rules made there under, the Company has constituted Internal Complaints Committees (ICC).

During the year, No complaint with allegations of sexual harassment has filed with the Company and the details are as follows:-

a)	No. of Complaints filed during the Year 2025-26	NIL
b)	No. of Complaints disposed off during the Year 2025-26	NIL
c)	No. of Complaints pending as on end of the Year 2025-26	NIL
d)	No. of Complaints pending for a period exceeding ninety days	NIL

Apart from it, three (03) workshop or awareness programme against sexual harassment were carried out during the Financial Year under report.

Maternity Benefit Act, 1961

The Company has complied with all applicable provisions of Maternity Benefit Act, 1961 during the year under review.

Cautionary Statement

Certain statements in the Boards' Report describing the Company's objectives, projections, estimates, expectations or predictions may be forward-looking statements within the meaning of applicable laws, rules and regulations. Actual results might differ from those expressed or implied. The statements and figures made in this report is based on the inputs as received from respective divisions of the Company.

Important factors that could make a difference to the Company's operations include labour and material availability, prices, cyclical demand and pricing in the Company's principal markets, changes in government regulations, tax regimes, economic development within India and other incidental factors. Further, the Disinvestment/Sale of Assets process of the Company is also a major factor that could make a difference to the viability of the Company or Company's operations.

The Company is not under any obligation to publicly amend, modify or revise any such forward looking statements on the basis of any subsequent developments, information or events.

Acknowledgement

The Board places on record its gratitude to various State Transmission Corporations, Department of Railways, PGCIL and other esteemed customers in India and abroad. The Board also places on record its gratitude to various banks associated with the company especially SBI/ Indian Bank (Allahabad Bank) for their interest, continuous help and co-operation for smooth functioning of the Company. The Board also places on record its gratitude to the Punjab Information and Communication Technology Corporation Limited (PICTCL/Punjab Infotech), the Holding Company, for its guidance and support.

The Board also places on record its appreciation for continuous support and amicable relations with various government authorities' viz. Income Tax Department, Goods and Services Tax Department, Excise and Customs Department, PF & Labour

Department and Ministry of Corporate Affairs (Registrar of Companies, Chandigarh), Securities Exchange Board of India, BSE etc.

We are thankful for continuous support of our esteemed customers all through & also continuous support of shareholders, bankers and stakeholders, including the business associates as they reposed undoubting faith in the Company.

The Board in particular acknowledges the co-operation of esteemed shareholders for their constant support and for the confidence reposed in the Management of the Company.

For and on behalf of the Board of Directors

Place : S.A.S. Nagar
Date : August 12, 2026

Sh. Gurkirat Kirpal Singh, IAS
Chairman

List of Annexures to the Boards' Report

1) AOC- 2
2) Management Discussion and Analysis Report
3) Corporate Governance Report
4) Secretarial Audit Report
5) Certificate on Corporate Governance

Form No. AOC-2

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

[Pursuant to *clause (h) of sub-section (3) of Section 134 of the Act and* Rule 8(2) of the Companies (Accounts) Rules, 2014]

1. Details of contracts or arrangements or transactions not at arm's length basis:

(a)	Name(s) of the related party and nature of relationship:	NIL
(b)	Nature of contracts/arrangements/transactions:	NIL
(c)	Duration of the contracts/arrangements/transactions:	NIL
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	NIL
(e)	Justification for entering into such contracts or arrangements or transactions	NIL
(f)	Date(s) of approval by the Board:	NIL
(g)	Amount paid as advances, if any:	NIL
(h)	Date on which the special resolution was passed in general meetingas required under first proviso to section 188:	NIL

2. Details of material contracts or arrangement or transactions at arm's length basis:

(a)	Name(s) of the related party	NIL
(b)	Nature of contracts/arrangements/transactions:	NIL
(c)	Duration of the contracts / arrangements/transactions:	NIL
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	NIL
(e)	Date(s) of approval by the Board, if any*:	NIL
(f)	Amount paid as advances, if any:	NIL

*Not Applicable/Exempted vide Govt Notification G.S.R. 463(E)

MANAGEMENT DISCUSSION & ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENTS

Punjab Communications Limited, premier telecom and IT Company was incorporated in the year 1981 by the Punjab Govt. for giving fillip to the Electronics and telecommunication industry in the region. The Company passed through a very good phase from 1981 to 1993, and came up with a public issue in October 1994. Despite high premium, the issue was heavily oversubscribed. The Company achieved a record turnover of Rs.157 cr during the year 2001-2002, when its net worth was Rs 181 cr.

Thereafter, the turnover of the Company was adversely affected due to industry wide shift from landline based narrowband communication to wireless and broadband. Realising this, the Company made attempts to broaden its customer and product base through tie-ups with foreign companies including Huawei Technologies of China for supply of DWDM equipment and technology transfer of POWER PLANT from RTP Australia. Simultaneously, for improving bottom line, the Company went about development its core markets of railways and power sector with own products. Line Matching Unit was developed for power sector market and CCEO system for railways for communication between control office and way stations and executing projects with Multiplexer and SDH. The Company is on lookout for additional partners for new products and services for new markets. The Company has empanelled OEMs of IP-MPLS for projects in Railways and Power Sector. Puncom is making arrangements with BEL, SCL, ISRO etc. for assembly & testing of their cards/products.

The EMS facility of PUNCOM is being upgraded and manpower has been trained as per ISRO PAX 300 standards for Hi-Rel PCB wiring and packaging.

OPPORTUNITIES AND THREATS

Opportunities

- Continuing growth rate in mobile and broadband networks and its deeper penetration into rural and other tertiary areas continues to provide business opportunities in Telecom segment.
- Growth of telecom and IT is prompting related growth in niche markets of Power, Railways, Defence, Government etc. for Telecom, EV and EV infrastructure and IT equipment.
- Newer areas of security, new & renewable energy, Digital India, Digital villages, Smart cities, Green and clean technologies, etc. provide new business opportunities to penetrate/invest into new segments.
- India, with its vast and vibrant economy and deeper integration with global markets, is moving up the value chain and is in the process throwing up large requirements of cost optimized high tech products in telecom and IT domains. This is providing new opportunities and markets for domestic industry.
- Puncom is also exploring potential business from government in those emerging areas.

Threats

- Continuously evolving market place increases product churn and reduces time lines. This increase business risks and puts pressure on companies to continuously innovate and explore investments into new markets and products.
- Fast changing technologies
- Prolonged chip shortage and price rise
- Policy framework and perceived purchase bias in India results in skewed playing field in favour of MNCs which Indian telecom manufacturers find difficult to match.
- Lack of skilled tech talent has been issue for a long time, more retirement than recruitment and continuing uncertainty of disinvestment is affecting functioning of the Company.

Segment Reporting

Puncom is engaged in the business of manufacturing of telecom products and these activities are covered by same set of risk and returns. Sales have been grouped as single segment in the accounts as per Ind AS108- Operating Segments as issued by Ministry of Corporate Affairs.

FINANCIAL POSITION

a) Reserves and Surplus

The Reserves of the Company as on March 31, 2026 is Rs.1840.48 Lacs (previous year Rs. 1650.26 lacs). Due to Profits in the current Financial Year, reserves have been increased by Rs. 190.22 Lacs.

b) Secured / Unsecured Loans

Company has not taken any long term loans and enjoys the status of being Zero – Debt Company. However, during the year, the Company has been sanctioned working capital limits/ BG Limits from banks in excess of Rupees 5 (Five) Crores against 100% margin towards FDRs of the Company. The Company has availed bank guarantees, against the pledged FDRs to the tune of Rs.1626.89 Lacs as on March 31, 2026.

c) Property Plant and Equipment & Investment Property

The Gross Block of Fixed Assets of the Company as on March 31, 2026 is Rs. 5702.81 Lacs (previous year at Rs. 5662.54 Lacs). Increase during the FY 2025-26 is mainly due to additions of Plant & Machinery, Office Equipments, Furniture & Fixture having Gross Block value of Rs. 49.04 lacs.

Please refer note 2 of Balance Sheet.

d) Investments

Non-Current Investments as on March 31, 2026 are Rs. NIL Lacs (Previous year Rs.NIL Lacs). Principal amount of fixed deposits of the Company as on March 31, 2026 are Rs. 5273.78 Lacs (previous year at Rs. 5305.69 Lacs). Fixed deposits includes Rs. 3010.21 Lacs (previous year at Rs. 3010.21 lacs) received by Company through encashment of backup Bank Guarantees submitted by VMC Systems Ltd. Fixed deposits having maturity period of more than one year from Balance Sheet date are classified as Non - Current Financial Assets. Fixed deposits having original maturity of 3 months or less are classified as Cash & cash equivalents.

e) Inventories

Total Inventory (Net of provisions for non moving Inventory) as on March 31, 2026 is Rs. 348.67 lacs (Previous year Rs. 305.16 Lacs). The increase is due to decrease in sale of manufactured products during the year under review.

f) Receivables

Net Trade Receivables as on March 31, 2026 are Rs. 1327.36 Lacs (Previous year at Rs. 964.75 Lacs). The debtors are considered to be good and no provisions has been made or reversed during the Financial Year 2025-26. The increase in trade receivables during the year is due to increase in sale.

g) Loans and Advances

Long term and short term loans and advances as on March 31, 2026 are Rs. 9.54 lacs (previous year at Rs. 13.41 Lacs).

h) Current Liabilities and Provisions

Total current liabilities as on March 31, 2026 are Rs. 5756.23 lacs (previous year at Rs. 5115.31 Lacs). The increase is majorly due to purchase of raw material.

i) Other Current Financial Assets

Other Current Financial Assets consist of security deposits, accrued interest on fixed deposits having maturity within one year and money held in Escrow account on behalf of VMC and its Associate Companies.

Other Current Financial Assets as on March 31, 2026 are Rs. 620.48 lacs (Previous year at Rs. 564.17 Lacs). The increase in current financial assets during the year under review is due to increase of interest accrued but not due on FDRs having maturity more than 12 months.

OUTLOOK

Industrial Outlook

There are huge changes in telecom sector from carrier of voice and data to newer e-based services for growth of business. The country is projected to witness extensive penetration of internet, broadband and mobile subscribers and IT based digital services in deepest corners of country with the nationwide programmes like Digital India, digital empowerment, e-service delivery, mobile banking and e-commerce etc.

Govt. of India has enhanced the ease of doing business in the country by streamlining controls, taxation and increasing FDI limits. This is helping joint ventures between MNCs and domestic companies so as to make India manufacturing hub after becoming software hub

Major national projects and market segments where demand is expected to grow are:

- Make in India programs for all business segments especially railways, defence, energy, telecom, networking, health, security, automation.
- Digital India, DigiGaons and related services
- Renewable and clean energy technologies
- E-Commerce and e-governance
- Smart cities, smart grid and smart metering
- Wireless broadband and cloud
- Network and Information security
- Water management and agriculture
- Automation using IoT
- EV charging infrastructure.

War between Russia and Ukraine, USA and Iran and China's dominance in Pacific Ocean is changing the opinion of West and USA about India.

Business Outlook

Major portion of Puncom's revenue is from the manufacturing of its products, rest is from repair, installation and maintenance of products / turnkey projects. Overall higher value addition is from manufacturing. Puncom is doing cost reduction of the product which still has a market. Puncom is strengthening its value added service activities like turnkey projects and customer support etc. Puncom is looking for assembly, integration & testing services from other manufacturers.

RISKS AND CONCERNS

- Products manufactured by PUNCOM are in its last stage/fag end of their commercial viability.
- Higher Lead time of semiconductors
- Old designs of products and components obsolescence making manufacturing difficult, demands redesign.
- Rise in component cost after COVID period and Ukraine war.
- Being a PSU, it is not able to employ the level of flexibility in highly competitive high tech segment.
- Lack of technical manpower.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Puncom has a proper and adequate system of internal controls to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and those transactions are authorized, recorded and reported correctly.

The Company has an extensive system of internal controls which ensures optimal utilization and protection of resources, IT security, accurate reporting of financial transaction and compliance with applicable laws and regulations as also internal policies and procedures.

The Internal control system is supplemented by extensive internal audits, regular reviews by management and well documented policies and guidelines to ensure reliability of financial and all other records to prepare financial statements and other data.

FINANCIAL REVIEW

Operating Results

i) Sales

During the Financial Year 2025-26, the sales of the Company have increased to Rs. 2684.80 Lacs from Rs. 1721.43 lacs in the previous year. There is a substantial increase due to good amount of sales of PLCC Product to customers during the current year. The break-up of the sales during the year on the basis of product and customer is as follows:

Product wise sales during the year 2025-26

Amount (in Lacs)

Particulars	Sale Amount	Percentage Sale
PLCC	804.65	29.97%
MUX	665.65	24.79%
Power Plant & Others	52.65	1.96%
Traded items	954.77	35.56%
Services	206.33	7.69%
Scrap Sale	0.75	0.03%
TOTAL	**2684.80**	**100 %**

Customer wise sales during the year 2025-26

Amount (in Lacs)

Particulars	Sale Amount	Percentage Sale
Power sector	804.65	29.97%
Railways	718.30	26.76%
Other customers*	1161.85	43.27%
TOTAL	**2684.80**	**100%**

. *Other Customers include Telecom Sector, SSSB Mohali etc.

ii) Expenditure Analysis

a) Material Consumed

Material consumed during the year is Rs.1150.90 Lacs as against Rs. 851.62 Lacs in the previous year. Material Consumption consists of consumption of traded goods also.

b) Manufacturing, Administrative & Selling expenses

Manufacturing expenses comprising of stores and spares, power and fuel, freight and installation expenses etc. increased from Rs. 183.21 Lacs to Rs. 619.33 Lacs in the current year. As a percentage of sales, these increased from 10.64 % in the previous years to 23.07 % in the current years. Increase in manufacturing expenses is due to increase in cost of manufacturing goods during the year.

Administrative expenses mainly comprising of travelling and conveyance, repair and maintenance, office electricity & water, rent and auditors expenses increased from Rs. 271.35 Lacs to Rs. 277.49 Lacs. However as a percentage of sales, these decreased from 15.76 % in the previous year to 10.34 % in the current year. Increase in Administrative expenses is due to hiring of outsourced services during the year.

Selling and Distribution expenses comprising of advertisement and publicity, sales promotion expenses, packing & forwarding expenses and customer claims and recoveries have increased from Rs. 29.41 Lacs to Rs. 40.41 Lacs in the current year. As a percentage of sales these decreased from 1.71 % in the previous year to 1.51 % in the current year.

c) Amount written Back

During the current Financial Year, no amounts have been written back.

Thus the overall amount written back during the Financial Year 2025-26 is NIL (Previous year write back is NIL).

d) Personnel Cost

The personnel cost increased from Rs. 1320.77 Lacs to Rs. 1360.73 Lacs. Increase in personnel cost is due to increase in number of contractual employees & one time benefit given to regular employees during the year.

e) Finance costs and Depreciation

The financial charges during the year are Rs. 2.65 lacs (previous year Rs. NIL Lacs) on account of change in the classification of Bank charges as Finance cost.

Depreciation increased from Rs. 20.23 Lacs to Rs. 21.04 Lacs during the FY 2025-26. Further, an addition in the capital expenditure was booked to the tune of Rs. 49.04 Lacs during the current Financial Year.

f) Net Profit/Loss and Total Comprehensive Income

During the current Financial Year, the Company has earned Net Profit of Rs. 297.60 Lacs as against Net Loss of Rs. 37.86 Lacs during the previous year. Profit during the current year was mainly due to Increase in Revenue from operation by 55.96% (approx.) during the current year.

Total Comprehensive Income for the current Financial Year is Rs. 190.22 Lacs (Previous year Loss of Rs. 28.01 lacs after considering impact of Other Comprehensive loss of Rs. 107.37 Lacs (Previous year income of Rs. 9.85 Lacs).

g) Dividend

Though the Company is in Profit during the current year, the Directors of the Company do not recommend any dividend for the Financial Year 2025-26.

ISO- 9001:2015 CERTIFICATION

Making quality equipment and services available to its customers is the motto of Puncom. In pursuit of providing quality equipment and services, Puncom processes and procedures conform to the ISO 9001:2015 standard. These procedures and processes are audited once in three years for the recertification of the standard, followed by yearly Surveillance audit and half yearly internal audits. Puncom has successfully completed renewal of ISO certification in April 2026.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS

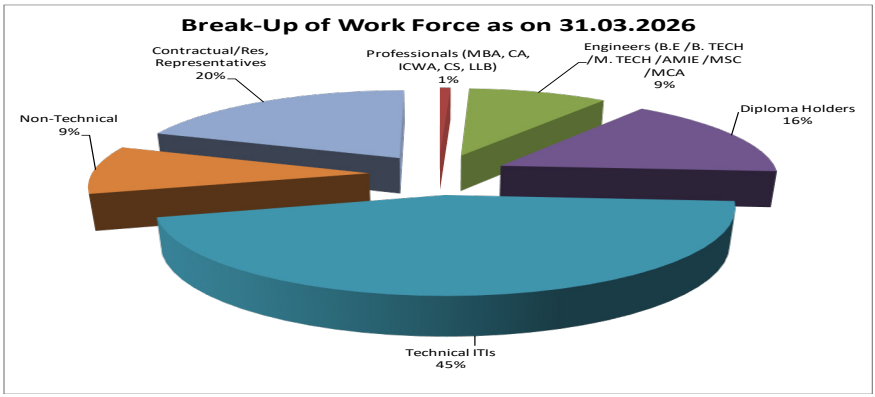
Human Resource Development

The employees of PUNCOM are the backbone and this resource is very efficiently utilised. The Company nurtures its employees through greater knowledge, opportunity, responsibility, accountability and discipline. All the policies concerning the employees are made with an objective of motivating the manpower and considering it as a significant resource for the Company. PUNCOM is relatively renowned Company with highly experienced and hardworking employees with an average age of 54 years.

Break- up of work force	**As on 31.03.26**
Professionals (MBA, CA, ICWA, CS, LLB)	01
Engineers (B.E/ B.Tech /M.E./M.Tech /AMIE/MSC/MCA)	13
Diploma Holders	22
Technical ITIs	62
Non-Technical	13
Contractual/ Representatives	27*
Total	**138#**

***** Include one CS Professional

Including 6 Employees on Depution to Punjab Govt. Departments.



PUNCOM is equipped with qualified and professional staff. The employees are groomed through effective system of assessment, performance appraisal, training, including sharing of knowledge through training files and on line testing in a structured manner.

In addition to above, PUNCOM offers numerous facilities to its human resources in the form of in-house Library, Air-conditioned environment, canteen facilities, ATM, Leave/Home travel concessions, Internet facility, recreational activities, natural environment in the premises, parking facilities etc. Further, other benefits like medical allowance, etc. are also available to employees. PUNCOM frames its HR policies keeping in mind that human resource is core strength of the Company. Good HR policies not only lead to contentment of employees by providing them with equal opportunities to grow but also help in achieving the laid down objectives effectively.

Safety and security of the personnel, assets, and the environment protection are on top of the agenda at PUNCOM. The safety procedure of PUNCOM includes electrical safety, inherent process safety, control of substances hazardous to health, vehicle integrity check and loading and unloading operations. PUNCOM is consistently reviewing the safety measures and taking steps to improve them.

PUNCOM is conscious of its responsibility towards creating, maintain and ensuring a safe and clean environment. Strict adherence to all regulatory requirements and guidelines is always maintained. The Company has adopted approach to create pollution free environment by adopting required measures. The Company has also formed the various committees for effective disposal of scrap and waste. Disposal of scrap when handled in an imaginative manner can result in handsome returns to the Company.

Therefore, the PUNCOM ensures the involvement of employees of the Company in this process as they are naturally the best people to suggest improvements in materials, processes, and new end users for scrap. PUNCOM believes that it is they who can minimize the accumulation of scrap through coordination. Being in telecom sector, PUNCOM is motivated towards e-waste management through coordinated efforts with various authorised agencies.

The Company has also taken tasks of planting trees and maintain lawns to make the factory dust free. Being an electronic industry, through it does not emit any air, water, or noise pollutants yet the Company to control noise pollution by putting canopy on power generator.

Industrial Relations

Puncom firmly believes in the power of esprit de corps and thus, provides its employees with congenial atmosphere to work as a cohesive team. The efforts of all the employees are synchronized and coordinated towards achieving common objectives. Further all employees are encouraged to participate in the decision-making process. During the year 2025-26, the employee management relations remained cordial and positive.

Significant Changes in Key Ratios

There is an increase of 864.43% and of 603.99% in Return on Equity ratio and Net Profit ratio respectively due to the Company transitioning from loss-making position in the previous year to a Profit-making position in the current year. There is an increase of 37.89% in Trade receivable turnover ratio due to better payment realisation from customers during the year. There is an increase of 45.04% in the Inventory turnover ratio during the year due to increase in sales during the year under review.

Change in Net Worth

During the year, there is an increase of 6.66% in return on net worth for the Financial Year 2025-26, due to profits during the current Financial Year.

Disclosure of Accounting Treatment:

The Company has prepared financial statements in accordance with applicable Indian Accounting Standards. Further, there are Five (5) qualifications in Independent Auditor's Report. The disclosure w.r.t Auditor's opinion and matter emphasized in Independent Auditor's Report is detailed in the Board's Report and the same has been done as per the past practice.

REPORT ON CORPORATE GOVERNANCE

1. Company's philosophy on Code of Governance

Puncom recognizes the ideals and importance of Corporate Governance and acknowledges its responsibilities towards all stakeholders including Government, employees, customers, suppliers, regulatory authorities and the shareholders. Puncom's Philosophy on Corporate Governance is to bestow high standards of transparency, fairness and accountability for performance at all levels and to ensure the best performance through professionalism, social responsiveness, business practices and maximization of operational efficiency. The Company endeavors to maximize the shareholders' value and to protect the interest of stakeholders. Moreover, being a Public Sector Undertaking, the company's performance is subject to various Audits, viz., Statutory Audit, Internal Audit, CAG Audit, ISO Audit, Corporate Governance Audit, Secretarial Audit, etc.

2. Board of Directors

The present strength of the Board is five directors; one Executive Director, Sh. Harsuhinder Pal Singh Brar, IAS being Managing Director and four Non-Executive Directors, of which three are Independent Directors, who are professionals and/or have expertise in their respective functional areas. The name and category of present directors (as on August 12, 2026) are given here below:

S. No.	Name	Directors' Identification Number	Category	Position in Board
1.	Sh. Gurkirat Kirpal Singh, IAS	09684182	Non-Executive, Nominee*	Chairman
2.	Sh. Harsuhinder Pal Singh Brar, IAS	02987207	Executive, Nominee*	Managing Director
3.	Sh. Manjeet Singh Dhillon, ITS (Retd.)	10903571	Non-Executive, Independent	Director
4.	CA Shashi Bhushan Aggarwal	00213258	Non-Executive, Independent	Director
5.	Dr. Ashneet Kaur	11628942	Non-Executive, Independent	Director

*These Directors are nominees of M/s Punjab Information and Communication Technology Corporation Limited (Punjab Infotech) (Our holding Company having 71.12% equity shares in our Company)

During the period under review upto August 12, 2026, the following changes took place in the directorship of the Company on account of change in nomination by M/s Punjab Information & Communication Technology Corporation Limited (Punjab Infotech) and otherwise from time to time.

Sr. No.	Name of Director	Designation	Period of Directorship
1.	Sh. Tejveer Singh, IAS*	Chairman	04.09.2023 to 06.05.2025
2.	Sh. Kamal Kishor Yadav, IAS*	Chairman	06.05.2025 to 17.02.2026
3.	Sh. Gurkirat Kirpal Singh, IAS*	Chairman	17.02.2026 to continuing
4.	Sh. Mohinder Pal, IAS**	Sr. Vice Chairman	11.07.2022 to 06.05.2025
5.	Sh. Rahul Chaba, IAS**	Director	06.05.2025 & 26.08.2025
6.	Sh. Sandeep Hans, IAS**	Sr. Vice Chairman	26.08.2025 to 16.10.2025
7.	Sh. Jaspreet Singh, IAS**	Sr. Vice Chairman	16.10.2025 to 17.02.2026
8.	Sh. Parminder Pal Singh Sandhu, IAS$	Managing Director	05.02.2024 to 10.03.2026
9.	Sh. Harsuhinder Pal Singh Brar, IAS$	Managing Director	17.02.2026 to continuing
10.	CA D. K. Singla$$	Independent Director	25.03.2022 to 24.03.2026
11.	Dr. Neelu Jain$$	Independent Director	25.03.2022 to 24.03.2026
12.	Sh. Manjeet Singh Dhillon ITS (Retd)	Independent Director	11.01.2025 to continuing
13.	CA Shashi Bhushan Aggarwal$$	Independent Director	25.03.2026 to continuing
14.	Dr. Ashneet Kaur$$	Independent Director	25.03.2026 to continuing

*Sh. Kamal Kishor Yadav, IAS was appointed as Director on the Board in the capacity of Chairman of the Company w.e.f. May 06, 2025 in place of Sh. Tejveer Singh. Later Sh. Gurkirat Kirpal Singh, IAS was appointed as Director on the Board in the capacity of Chairman of the Company w.e.f. February 17, 2026 in place of Sh. Kamal Kishor Yadav, IAS due to withdrawal of his nomination by the holding Company, Punjab infotech.

**Sh. Rahul Chaba, IAS was appointed as Director on the Board of the Company w.e.f. May 06, 2025 in place of Sh. Mohinder Pal, IAS. Later Sh. Sandeep Hans, IAS was appointed as Sr. Vice Chairman on the Board of the Company w.e.f. August 26, 2025 in place of Sh. Rahul Chaba, IAS. Thereafter, Sh. Jaspreet Singh, IAS was appointed as Sr. Vice Chairman on the Board of the Company w.e.f. October 16, 2025 in place of Sh. Sandeep Hans, IAS. Further Sh. Jaspreet Singh, IAS ceased to be Sr. Vice Chairman of the Company w.e.f. February 17, 2026 due to withdrawal of his nomination by the holding Company, Punjab infotech.

$Sh. Harsuhinder Pal Singh Brar, IAS was appointed as Director on the Board the Company w.e.f. February 17, 2026 and later re-designated as Managing Director on the Board of the Company w.e.f. March 10, 2026 in place of Sh. Parminder Pal Singh Sandhu, IAS.

$$CA D.K. Singla and Dr. Neelu Jain, Independent Directors, ceased to be an Independent Director on the Board of Puncom w.e.f. March 24, 2026 on account of completion of their tenure. In their place, CA Shashi Bhushan Aggarwal and Dr. Ashneet Kaur were appointed as Independent Directors on the Board of PUNCOM w.e.f. March 25, 2026.

Board Procedure

Ten Board Meetings were held during the financial year under report as detailed below. The gap between two meetings did not exceed four months i.e., the schedule of Board Meetings held during the year was in consonance with the requirements of Listing Regulations and the meetings were conducted in compliance with the procedural provisions of Secretarial Standard on Meetings of the Board of Directors (SS-1).

Board Meeting No.	Day	Date
229th	Tuesday	June 03,2025
230th	Thursday	June 05, 2025
231st	Thursday	June 19, 2025
232nd	Tuesday	August 26, 2025
233rd	Friday	October 03, 2025
234th	Thursday	October 16, 2025
235th	Tuesday	November 18, 2025
236th	Wednesday	December 24, 2025
237th	Friday	February 13, 2026
238th	Thursday	March 19, 2026

The attendance of Directors at Board Meeting(s) and General Meeting during the Financial Year 2025-2026 along with the number of Directorships held by them in other companies and number of Board Committees in which they are Chairman/ Member at the end of Financial Year or as per the last disclosure given by them, as the case may be, is given here below. This is being disclosed as per provisions of Secretarial Standard on Meetings of the Board of Directors (SS-1) and Listing Regulations.

Name	Attendance at Board Meeting(s)		Attendance at AGM (22-12-2025)	Number of Directorships in other Companies (as per last disclosure given to Company)	Number of Committee Chairmanship/ Membership	
	Entitled to Attend	Attended			Chair-man	Member
Sh. Kamal Kishor Yadav, IAS, Chairman*	9	6	No	2	-	-
Sh. Gurkirat Kirpal Singh, IAS, Chairman*	1	1	NA	1	-	-
Sh. Rahul Chaba, IAS, Director **	3	2	NA	1	-	-
Sh. Sandeep Hans, IAS, Sr. Vice Chairman **	2	2	NA	1	-	-
Sh. Jaspreet Singh, IAS, Sr. Vice Chairman **	4	3	No	1	-	-
Sh. Parminder Pal Singh Sandhu, IAS, M.D$	9	9	Yes	-	-	-
Sh. Harsuhinder Pal Singh Brar, IAS, M.D$	1	1	NA	1	-	-
CA D.K. Singla, Director$$	10	7	No	1	1	3
Dr. Neelu Jain, Director$$	10	8	Yes	-	1	2
Sh. Manjeet Singh Dhillon, ITS (Retd.), Director	10	10	Yes	-	0	2
CA Shashi Bhushan Aggarwal$$	0	0	NA	-	1	2
Dr. Ashneet Kaur$$	0	0	NA	-	1	2

*Sh. Kamal Kishor Yadav, IAS was appointed as Director on the Board in the capacity of Chairman of the Company w.e.f. May 06, 2025 in place of Sh. Tejveer Singh. Later Sh. Gurkirat Kirpal Singh, IAS was appointed as Director on the Board in the capacity of Chairman of the Company w.e.f. February 17, 2026 in place of Sh. Kamal Kishor Yadav, IAS due to withdrawal of his nomination by the holding Company, Punjab infotech.

**Sh. Rahul Chaba, IAS was appointed as Director on the Board of the Company w.e.f. May 06, 2025 in place of Sh. Mohinder Pal, IAS. Later Sh. Sandeep Hans, IAS was appointed as Sr. Vice Chairman on the Board of the Company w.e.f. August 26, 2025 in place of Sh. Rahul Chaba, IAS. Thereafter, Sh. Jaspreet Singh, IAS was appointed as Sr. Vice Chairman on the Board of the Company w.e.f. October 16, 2025 in place of Sh. Sandeep Hans, IAS. Further Sh. Jaspreet Singh, IAS ceased to be Sr. Vice Chairman of the Company w.e.f. February 17, 2026 due to withdrawal of his nomination by the holding Company, Punjab infotech.

$Sh. Harsuhinder Pal Singh Brar, IAS was appointed as Director on the Board the Company w.e.f. February 17, 2026 and later re-designated as Managing Director on the Board of the Company w.e.f. March 10, 2026 in place of Sh. Parminder Pal Singh Sandhu, IAS.

$$CA D.K. Singla and Dr. Neelu Jain, Independent Directors, ceased to be an Independent Director on the Board of Puncom w.e.f. March 24, 2026 on account of completion of their tenure. In their place, CA Shashi Bhushan Aggarwal and Dr. Ashneet Kaur were appointed as Independent Directors on the Board of PUNCOM w.e.f. March 25, 2026.

Pursuant to Schedule V(C)(2)(e) of Listing Regulations, the relationship of the present Directors inter-se is as follows:

Name of the Director	Designation	Relationship inter-se
Sh. Gurkirat Kirpal Singh, IAS	Chairman	Director nominated and appointed by holding company is related to other directors appointed by Holding company.
Sh. Harsuhinder Pal Singh Brar, IAS	Managing Director	Director nominated and appointed by holding company is related to other directors appointed by Holding company.
Sh. Manjeet Singh Dhillon, ITS (Retd.)	Director	Independent Director
CA Shashi Bhushan Aggarwal	Director	Independent Director
Dr. Ashneet Kaur	Director	Independent Director

No shares or convertible instruments are held by non-executive directors.

Independent Directors' Meeting: In accordance with the provisions of Regulation 25(3) of the Listing Regulations, the meeting of Independent Directors during Financial Year 2025-26 was duly conducted in compliance with the procedural provisions of Secretarial Standard on Meetings of the Board of Directors (SS-1) on March 17, 2026. Sh. Manjeet Singh Dhillon, ITS (Retd.) and Dr. Neelu Jain attended the said meeting. The meeting was conducted for familiarization programme and training of Independent Directors, Review of performance of non-Independent directors and Board as a whole, Review of performance of the Chairman of the company and to assess the quality, quantity and timeliness of flow of information between the company management and the Board. The familiarization programme of independent directors is available at www.puncom.com and the web link for the same is as follows: https://puncom.com/details-of-familiarization-programmes/

A Chart or Matrix setting out the core skills/expertise/competence of the Board of Directors:

The Board has identified the following skills/expertise/competencies fundamental for effective functioning of the Company and which are currently available with the Board, thereby highlighting the area of expertise of Individual Board Members.

Particulars of skills/ expertise/ competencies	Areas of Expertise*				
	Sh. Gurkirat Kirpal Singh, IAS	Sh. Harsuhinder Pal Singh Brar, IAS	Sh. Manjeet Singh Dhillon, ITS (Retd.)	CA. Shashi Bhushan Aggarwal	Dr. Ashneet Kaur
Corporate Governance Practices	✓	✓	✓	✓	✓
Corporate Planning & Strategy	✓	✓	✓	✓	✓
Administrative Skills	✓	✓	✓	✓	✓
Legal Expertise	-	-	-	-	-
Financial Expertise/ Banking	-	-	-	✓	-
Technical Expertise/ Technology & Development	-	-	✓	-	✓
Leadership Skills	✓	✓	✓	✓	✓
Commercial Skills	✓	✓	✓	✓	✓
Telecom Sector Domain	-	-	✓	-	-

*However, the absence of a mark against a member's name does not necessarily mean the member does not possess the corresponding skill or qualification. All the Board members have rich experience of working in various sectors, though they may not have the desired qualification.

Board's Confirmation on Independency of Directors: The Board of Director of the Company in their meeting held on May 20, 2026 took note of declaration of independence by Independent Directors and is of opinion that the Independent Directors of the Company fulfill the conditions specified in SEBI (LODR) Regulations, 2015 and are independent of the management. The Board has formed an opinion regarding integrity, expertise and experience of the independent directors after undertaking due assessment of the veracity of the declaration made by them.

As on date of this report, all the independent directors of the company have duly registered themselves with databank of Independent Directors as maintained by Indian Institute of Corporate Affairs in compliance with Rule 6(1) of Companies (Appointment & Qualification of Directors) Rules, 2014.

3. Audit Committee

The Audit Committee of the Company presently comprises of CA Shashi Bhushan Aggarwal as Chairman & Dr. Ashneet Kaur and Sh. Maneet Singh Dhillon, ITS (Retd.) as Members.

The Constitution of Audit Committee meets the requirements as laid down under Section 177 of the Companies Act, 2013 and Regulation 18 of Listing Regulations. The duly constituted committee met four times during the Financial Year 2025-26 as per details given below:

Audit Committee Meeting No.	Day	Date
97th	Monday	June 02, 2025
98th	Monday	August 25, 2025
99th	Tuesday	November 18, 2025
100th	Friday	February 13, 2026

The meetings were conducted in compliance with the procedural provisions of Secretarial Standard on Meetings of the Board of Directors (SS-1).

The names of the members, chairman, particulars of the meeting and attendance of the members during the year under review are as follows:

S.No	Name	Category	Number of meetings entitled to attend	Number of Meetings attended
1.	CA D.K. Singla, Chairman*	Independent/Non Executive	4	1
2.	Dr. Neelu Jain, Member*	Independent/Non Executive	4	4
3.	Sh. Manjeet Singh Dhillon, ITS (Retd.), Member	Independent/Non Executive	4	4
4.	CA Shashi Bhushan Aggarwal, Chairman **	Independent/Non Executive	-	-
5.	Dr. Ashneet Kaur, Member **	Independent/Non Executive	-	-
6.	CS Pratima Yadav, Convener	Company Secretary	4	4

* CA D.K. Singla and Dr. Neelu Jain, ceased to be the Directors on the Board of Puncom w.e.f. March 24, 2026 on account of completion of their tenure. Accordingly, CA D.K. Singla ceased to be Chairman and Dr. Neelu Jain as Member of the Audit Committee w.e.f. March 24, 2026.

** CA Shashi Bhushan Aggarwal and Dr. Ashneet Kaur, has been appointed as Independent director of the Company w.e.f. March 25, 2026 in place of CA D.K. Singla and Dr. Neelu Jain. CA Shashi Bhushan Aggarwal has been appointed as Chairman and Dr. Ashneet Kaur as member of the Audit Committee of Board of PUNCOM w.e.f. March 25, 2026.

The terms of reference stipulated by the Board to Audit Committee are as contained in Listing Regulations & Section 177 of the Companies Act, 2013 as on 31.03.2026. The terms of reference stipulated are as follows:

- Internal Control Systems
- Corporate Plans & Project-wise Analysis
- Delegation of Powers to VC & MD
- Status of Income Tax & Sales Tax Assessments
- Discussion on Internal Audit Report
- Income Tax Matters such as TDS, Returns, Disputed liability etc.
- Discussion on Personnel Policy
- Pending Audit Paras
- Appointment of Tax Auditor/Internal Auditors and its remuneration
- Review of Financial Results
- Financial Powers of MD
- Reports/Returns submitted to various bodies like Banks, Stock Exchanges, RBI etc.
- Discussion on Audit paras of AG Auditors in respect of Proprietary Audit
- Limited Review Report
- Post VRS manpower details
- Scrutiny of inter-corporate loans & investments
- Valuation of undertakings or assets of the company wherever necessary
- Recommendation for appointment, remuneration & terms of appointment of auditors of the company
- Approval or any subsequent modification of transactions of the company with related parties
- Review and monitor the auditor's independence and performance/and effectiveness of audit process
- Monitoring the end use of funds raised through public offers and related matters
- Oversee Whistle Mechanism
- Adequacy of Internal Audit function
- Other terms of reference/scope of Audit Committee shall be as notified by the appropriate authority from time to time or as directed by the Board of Directors of the Company from time to time.

4. Nomination & Remuneration Committee

The Nomination and Remuneration Committee (NRC) was reconstituted by the Board of Directors via Resolution passed by circulation on March 25, 2026 and later ratified by the Board in its 239th Board Meeting held on May 20, 2026, to comply with the provisions of the Listing Regulations.

Presently, the Committee comprises of Sh. Manjeet Singh Dhillon, ITS (Retd.) as Chairman, CA. Shashi Bhushan Aggarwal and Dr. Ashneet Kaur as members, all are Independent Directors.

The composition of NRC is in consonance with Section 178(1) of Companies Act, 2013 and Regulation 19 of Listing Regulations, which require all members of NRC to be non-executive and atleast half of them to be Independent with the Chairman being an Independent Director. During Financial Year 2025-26, the Nomination and Remuneration Committee meetings were held Five times on June 05, 2025, June 19, 2025, October 03, 2025, December 24, 2025 & March 17, 2026 respectively and the details are given as below. The Meetings were conducted in compliance with the procedural provisions of Secretarial Standard on Meetings of the Board of Directors (SS-1).

The name of the members, chairman, particulars of the meeting and attendance of the members during the year under review are as follows:

S.No	Name	Category	Number of Meetings entitled to attend	Number of Meetings attended
1.	Sh. Manjeet Singh Dhillon, ITS (Retd.), Chairman**	Independent/Non Executive	5	5
2.	CA D. K. Singla, Member*	Independent/Non Executive	5	2
3.	Dr. Neelu Jain, Member*	Independent/Non Executive	5	3
4.	CA Shashi Bhushan Aggarwal, Member**	Independent/Non Executive	-	-
5.	Dr. Ashneet Kaur, Member**	Independent/Non Executive	-	-
6.	CS Pratima Yadav, Convener	Company Secretary	5	5

*CA D. K. Singla and Dr. Neelu Jain ceased to be the Director on the Board of Puncom w.e.f. March 24, 2026 on account of completion of their tenure.

**The Committee was reconstituted on March 25, 2026, Wherein CA Shashi Bhushan Aggarwal and Dr. Ashneet Kaur were appointed as members of the Nomination & Remuneration Committee of Board of PUNCOM w.e.f. March 25, 2026, whereas Sh. Manjeet Singh Dhillon, ITS (Retd.) continues to be Chairman of the Committee.

The terms of reference stipulated by the Board to the Nomination and Remuneration Committee are as contained under sub-section (2) & (3) of Section 178 of the Companies Act, 2013 and Part D of Schedule II of Listing Regulations.

The terms of reference stipulated are as follows:

- Identification of persons qualified to be directors and in senior management in accordance with the criteria laid down.
- Recommend to the Board, appointment and removal of the directors apart from the nominee directors as proposed by the Government of Punjab and in the Senior Management.
- Evaluation of every director's performance.
- Formulation of criteria for determining qualifications, positive attributes and independence of a director.
- Recommendation of Remuneration policy for the directors, KMP and other employees.
- Extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- Other terms of reference/scope of Nomination and Remuneration Committee shall be as notified by the appropriate authority from time to time or as directed by the Board of Directors of the Company from time to time.

Performance Evaluation criteria for Independent Directors : The performance of Independent directors is evaluated by the entire Board of Directors other than the director being evaluated, as per the criteria contained in Nomination, Remuneration & Evaluation policy of Puncom. The said policy is available at www.puncom.com.

The Company has Nomination, Remuneration and Evaluation Policy in place. However, vide notification G.S.R 463(E) dated June 05, 2015 our Company, being a Govt. Company is exempt from the provisions of Section 178 regarding formal annual evaluation of performance of the Directors, Committees and the Board as a whole except w.r.t. appointment of senior management and other employees. Also, the NRC Policy is not required to be disclosed in the Annual Report.

5. Details of Remuneration of Directors

The remuneration package and compensation for Directors (except for Sitting Fee), KMPs and Senior Officials shall be determined as per the service rules/pay scales/ terms and conditions of the appointment letter issued by/of the Company and the limits and statutory requirements as prescribed under the Listing Regulations, 2015 and Companies Act, 2013 and its Schedule from time to time.

(a) All pecuniary relationship or transactions of the non-executive directors vis-à-vis the listed entity: None of the non-executive directors are getting remuneration from the Company except for the sitting fee which is within the prescribed limits.

(b) Criteria of making payment to non-executive directors: Not applicable

(c) Disclosures with respect to Remuneration to Directors under Schedule (i) (Part II)(Section II)(B)(iv)(IV) of the Companies Act, 2013 read with Schedule V (C)(6)(c) of Listing Regulations:

(i) **All elements of remuneration package of individual directors / KMP, Senior officials summarized under major groups, such as salary, benefits, bonuses, stock options, pension, etc.** : Basic, DA, HRA, Medical Allowance, LTC, Conveyance, Lunch, Adhoc/Adjustment, Child Education, Leave Encashment, PF and Gratuity.

(ii) **Details of fixed component and performance linked incentives, along with the performance criteria**: Only Fixed Component is there and that is as per the terms and conditions of letter of appointment / Approval of Competent Authority.

(iii) **Service contracts, notice period, severance fees**: as per Service Rules of the company and terms and conditions of the respective appointment letters.

(iV) **Stock option details, if any- and whether issued at a discount as well as the period over which accrued and over which exercisable**: NIL.

6. Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee is re-constituted in accordance with sub section (5) of Section 178 of Companies Act, 2013 and Regulation 20 of the Listing Regulations and the Committee is presently comprises of Dr. Ashneet Kaur, Non Executive Director as Chairperson, CA Shashi Bhushan Aggarwal and Sh. Manjeet Singh Dhillon, ITS (Retd.) as Members. During the Financial Year 2025-26, the Committee met on March 17, 2026.

The terms of reference as on 31.03.2026 mandated by your Board to this committee, which are also in line with the statutory and regulatory requirements as mentioned under Part D of Schedule II are:

- Redressing Shareholders and Investors complaints/ grievances.
- Approving issue of duplicate share certificates and transmission of securities.
- Oversee the performance of Registrar & Transfer Agent/s.
- Recommending measures for overall improvement in the quality of services being provided to the shareholders/ investors.
- Consider and resolve the grievances of security holders of the Company.
- Other terms of reference/ scope of Stakeholder's Relationship Committee shall be as notified by the appropriate authority from time to time or as directed by the Board of Directors of the Company from time to time.

The name of the members, chairman, particulars of the meeting and attendance of the members during the year under review are as follows:

S.No	Name	Category	Number of Meetings entitled to attend	Number of Meetings attended
1.	Dr. Neelu Jain, Chairperson*	Independent/Non Executive	1	1
2.	CA D. K. Singla, Member*	Independent/Non Executive	1	0
3.	Sh. Manjeet Singh Dhillon, ITS (Retd.), Member	Independent/Non Executive	1	1
4.	Dr. Ashneet Kaur, Chairperson **	Independent/Non Executive	-	-
5.	CA Shashi Bhushan Aggarwal, Member**	Independent/Non Executive	-	-
6.	CS Pratima Yadav, Convener	Company Secretary	1	1

*CA D. K. Singla and Dr. Neelu Jain ceased to be the Director on the Board of Puncom w.e.f. March 24, 2026 on account of completion of their tenure and accordingly Dr. Neelu Jain ceased to be Chairman of the Stakeholders' Relationship Committee w.e.f. March 24, 2026.

**The committee was reconstituted on March 25, 2026 and Dr. Ashneet Kaur, Director has been appointed as Chairman, CA Shashi Bhushan Aggarwal and Sh. Manjeet Singh Dhillon, ITS (Retd.) as member of the Stakeholders' Relationship Committee of Board of PUNCOM w.e.f. March 25, 2026.

The status of redressal of complaints received from April 01, 2025 to March 31, 2026 is as under:

Number of complaints pending as on April 01, 2025	Nil
Number of complaints received during the year	Nil
Number of complaints redressed during the year	Nil
Number of complaints not solved to the satisfaction of Shareholders	Nil
Number of complaints pending as on March 31, 2026	Nil

7. Risk Management Committee

The constitution of Risk Management Committee is applicable to the top 1000 listed entities only, determined on the basis of market capitalization as per proviso 5 under Regulation 21 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. Our Company does not fulfill the criteria and accordingly no Risk Management Committee was constituted. However, the Risk Management Policy is still in place and was amended to incorporate the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

8. Senior Management

The particulars of Senior Management of the Company as on date of this report is as follows :

S. No.	Name	Designation
1.	Smt. Indu Walia	HOD – Production, QA, ISD & TBD
2.	Smt. Sneh Aggarwal	HOD – Material & Stores
3.	Sh. Sandeep Belsare	HOD – Repair & Calibration
4.	Sh. Kailash Chander	HOD – HR & Admn
5.	Sh. Rajesh Soni	HOD – Mktg, Sales & Projects
6.	Sh. Tony Bansal	CFO
7.	CS Pratima Yadav	Company Secretary

Following are the changes that took place in Senior Management during the period from 01.04.2025 to the date of this report :

S. No.	Name	Designation	Reason for changes
1.	CA Ramesh Goel	CFO	Relieved w.e.f 12.05.2025 in view of Government Order.
2.	CA Saurav Gupta		Appointed w.e.f 12.05.2025 in view of Government Order. Later Relieved w.e.f 03.12.2025 in view of Government Order.
3.	CA Deepika Arora		Appointed w.e.f 22.12.2025 in view of Government Order. Later Relieved w.e.f 20.05.2026 by the order of the Board.
4.	CA Ajay Aggarwal		Appointed w.e.f 21.05.2026 and relieved w.e.f 31.05.2026 due to attaining the age of superannuation.
5.	Sh. Tony Bansal		Appointed w.e.f 01.06.2026 by the Board
6.	CS Pratima Yadav	Company Secretary and Compliance Officer	Relieved on 03.10.2025 due to acceptance of resignation and appointed w.e.f 06.10.2025 on contractual basis

9. General Body Meetings

The details of the General Meetings of the company held during last three years are as follows:

Date	Particulars	Time	Location/Deemed Venue	Special Resolution Passed
22.12.2025	44th AGM in respect of the Financial Year 2024- 2025	11.30 AM Through VC/ OAVM	B-91, Phase-VIII, Industrial Area, S.A.S. Nagar, Mohali	Yes
28.11.2024	43rd AGM in respect of the Financial Year 2023- 2024	11.00 AM Through VC/ OAVM	B-91, Phase-VIII, Industrial Area, S.A.S. Nagar, Mohali	Yes
27.09.2023	42nd AGM in respect of the Financial Year 2022- 2023	11.00 AM Through VC/ OAVM	B-91, Phase-VIII, Industrial Area, S.A.S. Nagar, Mohali	Yes

No Special Resolution was passed in the last year through Postal Ballot and no special resolution is proposed to be conducted through postal ballot as of now.

10. Means of Communication

Quarterly results and presentations: As per the recent amendments/guidelines issued by BSE/SEBI, the quarterly financial results are made available on the company's web-site (www.puncom.com) and simultaneously submitted to BSE through BSE Listing Centre within the time limit specified. Similarly, all periodical compliance filings are filed electronically on the Listing Centre and Shareholding Pattern, Integrated Governance Report, Investors Grievance Redressal Statement, Voting Results are filed through XBRL. Further, Financial Results, Reconciliation of Share Capital Audit, Secretarial Compliance Report, Annual Report, Related Party Transaction Disclosure, Change in Management are also filed through XBRL in addition to PDF mode. The website also includes official news releases.

Publishing of Quarterly Results

Quarter No.	Date of Publishing	Newspaper
1st	27.08.2025	Desh Sewak (Vernacular) Financial Express (English)
2nd	19.11.2025	
3rd	14.02.2026	
4th	21.05.2026	

Notice of Board Meeting

Meeting Date	Date of Publication
03.06.2025	SEBI has omitted the requirement of publication in newspapers in respect of notice of board meeting vide Circular No: No- SEBI/LAD-NRO/GN/2021/22 dated May 05, 2021
05.06.2025	
19.06.2025	
26.08.2025	
03.10.2025	
16.10.2025	
18.11.2025	
24.12.2025	
13.02.2026	
19.03.2026	

Notice of Book Closure & AGM

Annual General Meeting- December 22, 2025		
Book Closure Period	**Date of Publication of notice of Book Closure & AGM**	**Newspaper**
16.12.2025 to 22.12.2025	25.11.2025	Desh Sewak (Vernacular) Financial Express (English)

11. General Shareholder Information:

AGM of Company will be convened as per the recent guidelines/ amendments in this regard as applicable on the date of meeting

A.	**Annual General Meeting (Date, time and venue)**	:	Date: November 19, 2026 Time : 12.00 Noon Venue: AGM through Video Conferencing/ Other Audio Visual Means Facility (VC/OAVM) [Deemed Venue for Meeting: B-91, Phase VIII, Indl. Area, SAS Nagar, (Mohali) - 160 071]
B.	**Financial Calendar**	:	April 01, 2025 to March 31, 2026
C.	**Date of Book Closure/ Record Date**	:	November 13, 2026 to November 19, 2026 (Both days inclusive)
D.	**Dividend Payment Date**	:	N.A.
E.	**Listing on Stock Exchange**	:	The Stock Exchange, Mumbai (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001

Note: Annual Listing Fee for the Financial Year 2026-27 has been paid to the Stock Exchange, Mumbai;

F. Securities suspended from trading: N.A.

G. Registrar and Share Transfer Agents *(Both for Physical & Dematerialised categories)*

Alankit Assignments Limited
DP & RTA, Alankit House
4E/2, Jhandewalan Extension,
New Delhi- 110055.

H. Share Transfer System

For expeditious processing of share transfers, the Board of Directors of the Company has delegated the power of share transfer/splitting/consolidation/issue of fresh certificate/issue of duplicate certificate to Share Transfer Committee. However, the amended Regulation 40 of SEBI (LODR) Regulations, 2015 provides that except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository with effect from April 01, 2019. Thus, the shares for transmission or transposition of securities received in physical mode by the Company are considered/approved by the committee at required intervals and transferred promptly and ratified by the Board in the subsequent Board Meeting.

I. Distribution of Shareholding as on June 30, 2026

Category (Amount)	30-06-2026				30-06-2025			
	No. of share-holders	% of share-holders	Amount in Rs.	% of total equity	No. of share-holders	% of share-holders	Amount in Rs.	% of total equity
0001-5000	9820	99.44	14913020	12.40	10031	99.445	15482290	12.877
5001-10000	33	0.33	2483540	2.07	33	0.327	2344860	1.950

10001-20000	8	0.08	1042510	0.87	8	0.079	1082020	0.900
20001-30000	4	0.04	956300	0.80	5	0.050	1201100	0.999
30001-40000	1	0.01	309460	0.26	1	0.010	308060	0.256
40001-50000	2	0.02	942000	0.78	2	0.020	959880	0.798
50001-100000	2	0.02	1399360	1.16	2	0.020	1329760	1.106
100001 & Above	5	0.05	98189460	81.66	5	0.050	97527680	81.114
Total	**9875**	**100**	**120235650**	**100**	**10087**	**100**	**120235650**	**100**

		30-06-2026			30-06-2025		
Cate-gory Code	**Category of shareholder**	**No of share-holders**	**Total number of shares**	**Shareholding as a % of total no of shares**	**No of share-holders**	**Total number of shares**	**Shareholding as a % of total no of shares**
(A)	**Promoter & Promoter group**						
	: Indian Promoter						
	1 Central Govt./ State Govt.	3	8570676	71.283	3	8570676	71.283
	TOTAL (A)	**3**	**8570676**	**71.283**	**3**	**8570676**	**71.283**
(B)	**Public Shareholding**						
	:Institutions						
	: Mutual Fund						
	1 Mutual Fund (MF)	5	1100	0.008	5	1100	0.008
	2 UTI	1	100	0.001	1	100	0.001
	TOTAL	**6**	**1200**	**0.009**	**6**	**1200**	**0.009**
	:Banks						
	1 Bank Cooperative	0	0	0	0	0	0
	2 Bank Nationalised	7	1500	0.012	7	1500	0.012
	TOTAL	**7**	**1500**	**0.012**	**7**	**1500**	**0.012**
	:Insurance Companies						
	1Insurance Companies	0	0	0	0	0	0
	TOTAL	**0**	**0**	**0**	**0**	**0**	**0**
	:**Central Govt/ State Govt**						
	1 Corporate Body (State Govt)	0	0	0	0	0	0
	TOTAL	0	0	0	0	0	0
	: Foreign Portfolio Investor (Corporate)						
	1 Foreign Portfolio Investor (Corp) Category II	1	575000	4.782	1	575000	4.782
	TOTAL	**1**	**575000**	**4.782**	**1**	**575000**	**4.782**
	TOTAL (i)	**14**	**577700**	**4.804**	**14**	**577700**	**4.804**
	:NON INSTITUTIONS						
	:Corporate Body						
	1 Body Corporate	165	295116	2.454	168	295241	2.456
	2 Clearing Member	4	3165	0.026	6	4966	0.041
	TOTAL (ii)	**169**	**298281**	**2.480**	**174**	**300207**	**2.497**
	:Individual Shareholders						
	1 Resident Ordinary	9531	2497451	20.771	9746	2497743	20.774
	TOTAL (iii)	**9531**	**2497451**	**20.771**	**9746**	**2497743**	**20.774**
	: Resident (HUF)						
	1. HUF	118	70658	0.587	115	68843	0.573
	TOTAL (iv)	**118**	**70658**	**0.587**	**115**	**68843**	**0.573**
	: Non Resident Indian						
	1 NRI-Repatriable	16	6974	0.058	15	6824	0.056
	2 NRI(Non Repatriable)	24	1825	0.015	20	1572	0.013
	TOTAL (v)	**40**	**8799**	0.073	35	8396	0.069
	TOTAL (i)+(ii)+(iii)+(iv)+(v)= B	**9872**	**3452889**	**28.717**	**10084**	**3452889**	**28.717**
	GRAND TOTAL (A+B)	**9875**	**12023565**	**100.000**	**10087**	**12023565**	**100.000**

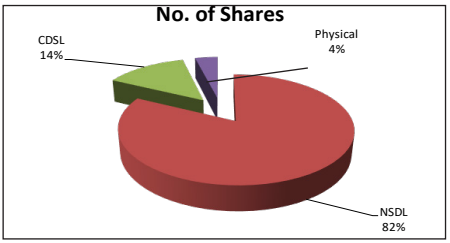
Notes: **1.** The shareholding of PSIDC, being another corporation of Govt. of Punjab, has been consolidated with the shareholding of "Promoter & Promoter Group".

2. None of the shareholding of Promoters' has been pledged or otherwise encumbered.

J. Dematerialization of Shares and Liquidity

Details of paid up capital of the Company as on June 30, 2026 is as under:

Depository	No. of Shares	% of shareholding
NSDL	9907370	82.40
CDSL	1656734	13.78
Physical	459461	3.82
Total	**12023565**	**100.00**



K. Details of Investors complaints received during 2025-26 are as follows:

The Company has received NIL investor complaint with respect to loss of share certificate/duplicate share certificate and others (transmission procedure) during the year under report. However, all complaints/correspondence are usually dealt within 10 days and are completely resolved except in cases where litigation is involved. No Investor complaint was pending as on date of this report.

L. Details of share transfers in physical form lodged for transfer/transmission during 2025-26 are as follows:

Pursuant to amended Regulation 40 of SEBI (LODR) Regulations, 2015, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository with effect from April 01, 2019, except in case of transmission or transposition of securities.

Further, SEBI through its recent Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/70 dated May 25, 2022 have simplified the procedure of issuing of Duplicate Shares to the shareholder by minimizing the requirements for issuing of Duplicate Shares and now, the RTA shall issue Letter of confirmation on its Letterhead in place of physical share certificate as confirmation for issuing of the duplicate share certificate. The shareholder shall submit this original Letter of confirmation to his/her DP within 120 days of receipt to get the shares credited into Demat Account.

Generally, shares lodged for duplicate/transmission/change of name are processed and returned within 30 days except in cases where litigation is involved.

M. Outstanding GDRs/ADRs or any Convertible instruments

The Company has not issued any GDRs/ADRs or any Convertible instruments.

N. Disclosure of Commodity Price Risk or Foreign Exchange Risk and Hedging Activities: Nil

O. Puncom's Building Locations

B-91 (Regd. Office), Part of B-93
Phase-VIII, Industrial Area,
SAS NAGAR (Mohali)
160 071 – PUNJAB

P. Name, Designation and Address of the Compliance Officer/ Address for Correspondence

CS Pratima Yadav
Company Secretary
B-91, Phase VIII,
Industrial Area, S.A.S. Nagar,
Mohali,160071

Phone : +91-0172-2237142
Fax : +91-0172-2237125
Email : cosecy@puncom.com
Exclusive Email id : shareholders@puncom.com (as per the provisions of the Listing Regulations)

Q. List of all Credit Rating obtained by the Company: Nil as our Company has not issued any debt instruments or any Fixed deposit programme or any scheme involving mobilization of funds either in India or abroad.

R. Proceeds from public issues, rights issues, preferential issues etc.: The Company has not raised any public money since its public issue in 1994.

S. Transfer of Unclaimed amounts to Investor Education & Protection Fund

During the year under review, there was no amount of unclaimed dividend to be credited to the Investor Education & Protection Fund, pursuant to Section 125 of the Companies Act, 2013 & the Investor Education & Protection Fund (Awareness & Protection of Investors) Rules, 2001. However, there is an unclaimed amount of Rs. 27,722/- pertaining to Buyback Offer made by the Company in the year 2003 related to five shareholders was lying in the Escrow Account maintained for the said purpose with Axis Bank and the same could not be transferred by the Company in absence of relevant procedure and guidelines.

Further, it is pertinent to state that Axis Bank has closed the said Buyback Account by issuing demand draft of Rs. 25,207.50 dated 06.10.2021 (deducted Rs. 2,514.50 towards bank charges) favouring "Punjab Communications Limited – Buy Bank Special A/C" as per the Reserve Bank of India's circular no.DOR.No.BP. BC/7/21.04.048/2020-21 dated August 06, 2020 due to reason of availing cash credit (CC) / overdraft (OD) limit by the Company from the banking system. The Company has approached to Investor Education & Protection Fund (IEPF) authority in the matter to transfer the unpaid amount to the Fund.

Further, Axis Bank showed its inability to reopen the said account to deposit the DD. Accordingly, PUNCOM encashed the said DD after obtaining Board's approval and maintained a FDR with Indian Bank amounting to Rs. 27,722/- in the name of Punjab Communications Limited to be kept separate as shareholders money.

12. Other Disclosures

a) Related Party Disclosure

The Company has a "Policy on Related Party Transactions and Materiality of Related Party Transactions" in place. The policy takes into account various provisions on related party transactions mentioned in Regulation 23 of Listing Regulations and also in the Companies Act, 2013.

There is no Related Party Transaction, as required to be disclosed u/s 188(2), read with notification no G.S.R. 463 (E) dated June 05, 2015 and Regulation 23 of Listing Regulations.

There is no material transaction entered into by the Company with its promoters, the Directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of the Company at large.

b) Compliance by Listed Entity

All compliances have been made by the Company and no significant penalties/strictures have been imposed on the Company by the Stock Exchange or SEBI or any other statutory authority, on any matter pertaining to Capital Markets, during the last 3 years. However, during the Financial Year 2025-26, BSE has imposed penalty for late submission of financial results under Regulation 33 of SEI (LODR) Regulations, 2015.

c) Vigil Mechanism/Whistle Blower Policy

The Company has its "Vigil Mechanism/Whistle Blower Policy" in place. In accordance with the requirements of Regulation 4(2)(d)(iv) and Regulation 22 of Listing Regulations and under Section 177 of the Companies Act, 2013, Ms. Indu Walia, has been appointed as Vigilance and Ethics Officer.

No personnel were denied access to the Audit Committee during the Financial Year 2025-2026.

d) Mandatory/Non-mandatory requirements

Your Company is complying with all the mandatory requirements as per Schedule V of Listing Regulations. Compliance with discretionary requirements is covered under the point no. 15 covering the same.

e) Material Subsidiary

The Company has no material subsidiary as defined in Regulation 16(1)(c) and thus no policy has been formulated to determine 'material' subsidiaries.

f) Web link on dealing with Related Party Transactions

The web link for the policy on dealing with related party transactions is as follows:

https://puncom.com/wp-content/uploads/2025/04/NEW-RPT-POLICY-31.03.25.pdf

g) Disclosures of commodity price risks and commodity hedging activities

Your Company is not engaged in any commodity price risks and commodity hedging activities.

h) Details of Utilisation of funds raised through preferential allotment or qualified institutional placement:

The Company has not raised any public money through preferential allotment or qualified institutional placement as specified under Regulation 32(7A).

i) Certificate from Practicing Company Secretary on debarment or disqualification of Board Members: A Certificate

has been issued by Vishal Arora, Practicing Company Secretary dated July 29, 2026 certifying that none of the Directors on the Board of Company have been debarred or disqualified from being appointing or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

j) Recommendations of committee not accepted by Board which is mandatorily required to be accepted by the Board: The Board has considered and accepted the recommendations given by the various committees of Board of the Company, as and when submitted to the Board for approval during the year under review.

k) Total Fees paid for all services by the listed entity on consolidated basis to the Statutory Auditor and all entities in the network firm/network entity of which Statutory Auditor is a part: M/s Charanjit Singh & Associates, Chartered Accountants (Firm Registration No. 015328N) have been appointed as Statutory Auditors of the Company during the year under consideration and the total fees of Rs. 1.50 lacs has been paid to Statutory Auditor for all services such as statutory audit, tax audit and other certification charges.

l) Disclosure in relation to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

a) Number of complaints filed during the Financial Year 2025-26: NIL

b) Number of complaints disposed of during the Financial Year 2025-26: NIL

c) Number of complaints pending as on end of the Financial Year 2025-26: NIL

m) During the year under review, the Company has not provided any "Loans and Advances in the Nature of Loans to firms/companies in which any director of the Company is interested."

13. Code of Conduct for Prevention of Insider Trading

The Company has adopted revised Code of Conduct for Prevention of Insider Trading which is effective since April 01, 2019 in compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2018. The said code is available at www.puncom.com.

14. Compliance with Mandatory requirements: All corporate governance requirements as mentioned in Schedule V(C)(2) to (10) of Listing Regulations are complied with by the Company.

15. Compliance with Discretionary requirements:

Your Company has adopted the following discretionary requirements as given in Part E of Schedule II of Listing Regulations:

- The Company is moving towards a regime of financial statements with unmodified audit opinion except for last two years.
- The Internal Auditor submits the Internal Audit Report directly to the Audit Committee.

16. The Company is complying with all the provisions of corporate governance as specified in Regulation(s) 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46.

Declaration signed by Managing Director stating that the members of Board of Directors and senior management personnel have affirmed compliance with the Code of Conduct of Board of Directors and senior management, has been obtained.

Certificate on Corporate Governance pursuant to Schedule V of Listing Regulations

Vishal Arora, Practicing Company Secretary, conducted the Corporate Governance Audit and Compliance Certificate as obtained from auditors regarding compliance of conditions of corporate governance is annexed with the Board's report at **Annexure -5**

CEO/CFO Certification under Regulation 17(8):

The necessary certificate from CEO/CFO under the said clause has been obtained.

Updation of KYC data of Physical Shareholders

SEBI vide Circular bearing No:SEBI/HO/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021 and Circular No:SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021 introduced Common and simplified Norms for processing investor's service request by RTA and mandated furnishing of PAN, KYC details and Nomination details by Physical Shareholders.

During the year 2022-23, SEBI through its Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 has directed the listed companies to intimate its security holders about folios which are incomplete with regard to furnishing of PAN, KYC details and Nomination details on annual basis within 6 months from the end of the financial year.

In this regard, our Company has made efforts to update the PAN, KYC details and Nomination details of Physical Shareholders and to comply with the SEBI Circulars, our Company dispatched an intimation letter dated September 25, 2025 during the year under review to Physical Shareholders informing them about the various forms such as ISR-1 (Request for registering PAN, KYC Details or Changes / Updation thereof, ISR-2 (Confirmation of Signature of Security holder by Banker), ISR-3 (Declaration Form for Opting-out of Nomination by holders of physical securities), SH-13 (Nomination Form) & SH-14 (Cancellation or Variation of Nomination) to comply with said requirements. All these forms are also available at Company's website i.e www.puncom.com.

Further, as per the directions of above said SEBI Circular and subsequent circulars, our Company will dispatch an intimation letter to Physical Shareholders this year too to comply with said requirements on or before September 30, 2026.

Special Window for Re-lodgement of Transfer Requests and Dematerialisation of Physical Securities

Pursuant to SEBI Cicular no. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 02, 2025, for the purpose of Ease of Doing Investment a Special Window for Re-lodgement of Transfer Requests of Physical Shares was open for a period of Six months from July 07, 2025 till January 06, 2026, for investors whose Transfer requests of Physical Shares were lodged prior to the previous deadline of April 01, 2019 but rejected/returned/not attended to due to deficiency in the documents/process/or otherwise. Every Listed Company was required to publicize the opening of this Special Window for Re-lodgement of Transfer Requests of Physical Shares in Newspapers on bi-monthly basis during the period from July 07, 2025 till January 06, 2026. The Company duly complied to SEBI Circular and published the same in the Newspapers "Financial Express" (New Delhi & Mumbai) and "Desh Sewak" (Chandigarh) dated August 22, 2025, October 14, 2025 & December 11, 2025 and the copies of the same were duly submitted to the Stock Exchange also.

Further, SEBI vide Circular no. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026, in order to further facilitate the investors to get rightful access to their securities, another special window for transfer and dematerialization ("demat") of physical securities has been opened for a period of one year w.e.f. February 05, 2026 to February 04, 2027 for the Shares which were sold/purchased prior to April 01, 2019. Every listed company was required publicize the opening of this Special Window in Newspapers once every two months during the period of one year, from February 05, 2026 to February 04, 2027.

The Company in compliance of the SEBI Circular and will continue to publish same in the future on bi-monthly basis until February 04, 2027.

Disclosures with respect to demat suspense account/unclaimed suspense account under Regulation 39(4) read with Schedule VI of Listing Regulations

Following information is being provided with respect to the provisions of Listing Regulations. The information asked for in the said regulation is for shares issued pursuant to Public Issues or any other issue which remains unclaimed & is lying in the escrow account. In this regard, the Company came up with a Buy-Back offer in 2003 and as on date there are 419 shares lying in the escrow account, as required in the Buy-back guidelines, with M/s Karvy Computershare Pvt. Ltd., Hyderabad. As a good Corporate Governance practice, the Company is providing the information on the same pattern.

S.No	Particulars	No. of Shareholders	Outstanding shares
1.	Aggregate no. of shareholders & the outstanding shares in the escrow account lying at the beginning of the year	10	419
2.	No. of the shareholders who approached issuer for transfer of shares from escrow account during the year	Nil	Nil
3.	Aggregate no. of shareholders to whom shares were transferred from escrow account during the year	Nil	Nil
4.	Aggregate no. of shareholders & the Outstanding shares in the escrow account lying at the end of the year	10	419

The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.

Disclosure w.r.t certain types of agreements binding listed entities: Nil

ANNEXURE-4

SECRETARIAL AUDIT REPORT

FORM NO. MR-3

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,
Punjab Communications Limited
(CIN: L32202PB1981SGC004616)
B-91, Phase VIII, Industrial Area
Mohali-160071

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Punjab Communications Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of **Punjab Communications Limited's** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended 31st March, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company, which were shared with me, for the financial year ended on 31st March, 2026 according to the provisions of the following Acts/Laws/Regulations and the amendments thereof, if any:

(1) The Companies Act, 2013 (the Act) and the rules made thereunder;

(2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(3) The Depositories Act, 2018 and the Regulations and bye-laws framed thereunder;

(4) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(5) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. **Not applicable as there was no reportable event during the financial year under review;**

(d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client- **Not applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review;**

(e) The Securities and Exchange Board of India (Issue and Listing of non- Convertible Securities) Regulations, 2021 – **Not applicable as there was no reportable event during the financial year under review;**

(f) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - **Not applicable as there was no reportable event during the financial year under review;**

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - **Not applicable as there was no reportable event during the financial year under review**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not applicable as there was no reportable event during the financial year under review; and**

(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(6) The Company has complied with the following laws applicable specifically to the Company:

Factories Act, 1948 and allied State Laws viz. The Payment of Wages Act,1936, The Minimum Wages Act, 1948, The Payment of Bonus Act, 1965, Industrial Dispute Act, 1947. The Employee's Provident Fund and Miscellaneous Provisions Act, 1952, The Payment of Gratuity Act, 1972.

I have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.

(ii) The Listing Agreements entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except *the non- compliance of Regulation 33 of SEBI (LODR) Regulations, 2015 as follows:*

Particulars	***Quarter ended***	***Due Date***	***Date of Submission***	***Fine imposed by BSE and paid by the Company (in Rs.)***
Late submission of Audited/ Unaudited Financial Results	*March 2025*	*30.05.2025*	*03.06.2025*	*11,800*
	June, 2025	*14.08.2025*	*26.08.2025*	*53,100*
	September, 2025	*14.11.2025*	*18.11.2025*	*23,600*

I, further report that

(i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors including a Woman Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

(i) Adequate notice was given to all Directors to schedule Board Meetings; agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on agenda items before the meeting and for meaningful participation at the meeting;

(ii) All the Decisions at the Board Meetings were taken unanimously.

Based on the compliance mechanism established by the company and on the basis of the compliance certificate(s) issued by the Company Secretary/ Officers, I am of an opinion that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

The certification with respect to the other Statutory Acts as applicable apart from the Companies Act 2013 is based upon the confirmation received from various departmental heads of the Company regarding the compliances done under the Acts

I, further report that during the audit period, there was no event/action having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines and standards.

I, further report that during the audit period, there were no instances of:

(i) Public / Rights / Preferential Issue of Shares /Sweat Equity.

(ii) Redemption / Buy-Back of Securities.

(iii) Merger / Amalgamation / Reconstruction etc.

(iv) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013

(v) Foreign Technical Collaborations.

This Report is to be read with our letter of even date which is annexed as **Annexure-A** and forms an integral part of this report.

For S. K. SIKKA & ASSOCIATES
Company Secretaries

Sushil K. Sikka
Company Secretary

FCS 4241, CP 3582
Peer Review Cert. No. 7636/2026
UDIN: F004241H000966994

Place: Chandigarh
Date: 29.07.2026

Annexure –A to Secretarial Auditors' Report

To,
The Members,
Punjab Communications Limited
(CIN: L32202PB1981SGC004616)
B-91, Phase VIII, Industrial Area
Mohali-160071

My report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express as opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed, provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For S. K. SIKKA & ASSOCIATES
Company Secretaries

Sushil K. Sikka
Company Secretary

FCS 4241, CP 3582
Peer Review Cert. No. 7636/2026
UDIN: F004241H000966994

Place: Chandigarh
Date: 29.07.2026

ANNEXURE-5

CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
PUNJAB COMMUNICATIONS LIMITED,
CIN NO: L32202PB1981SGC004616
B-91, PHASE VIII, INDUSTRIAL AREA, SAS
NAGAR, MOHALI, PUNJAB, INDIA, 160071

I have examined the compliance of the conditions of Corporate Governance by Punjab Communications Limited (CIN NO. L32202PB1981SGC004616) for the year ended March 31, 2026, as stipulated in regulations 17 to 27, clauses (b) to (i) of regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("Listing Regulations") pursuant to the Listing Agreement of the Company with Stock Exchanges.

The compliance of the conditions of Corporate Governance is the responsibility of the management. My examination was limited to the review of procedures and implementations thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2026.

I, further state that such compliance is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Vishal Arora
Company Secretary
Membership No: 4566
CP No: 3645
PEER REVIEW NO. 7988/2026
UDIN: F004566H000972566

Date: 29/07/2026
Place: Chandigarh

PUNJAB DIGITAL INDUSTRIAL SYSTEMS LTD. (UNDER LIQUIDATION)

STATUS OF WINDING UP PROCEEDINGS

COMPANY PETITION NO: 194 OF 2005

The Company has been ordered to be wound-up by the Hon'ble Punjab & Haryana High court at Chandigarh vide its order dated February 20, 2009. Subsequent to that the company has filed the Statement of Affairs with the Official Liquidator attached to the Hon'ble Court.

Further, all books of accounts/ records and store items have been handed over to the liquidator. After which Official Liquidator will submit its report and based on the report of the Official Liquidator, the Hon'ble Punjab & Haryana High Court may proceed to dissolve the Company

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To
The Members,
Punjab Communications Limited
CIN - L32202PB1981SGC004616
B-91, Phase VIII, Industrial Area,
SAS Nagar, Mohali, Punjab, India, 160071

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **PUNJAB COMMUNICATIONS LIMITED** having CIN: L32202PB1981SGC004616 and having Registered Office at B-91, Phase VIII, Industrial Area, SAS Nagar, Mohali, Punjab, India, 160071 (hereinafter referred to as "the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on **31st March, 2026** have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name of Director	DIN	Date of Appointment in company
1.	Mr. Harsuhinder Pal Singh Brar	02987207	17/02/2026
2.	Mr. Manjeet Singh Dhillon	10903571	11/01/2025
3.	Mr. Gurkirat Kirpal Singh	09684182	17/02/2026
4.	Mr. Shashi Bhushan Aggarwal	00213258	25/03/2026
5.	Ms. Ashneet kaur	11628942	25/03/2026

Ensuring the eligibility of for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

VISHAL ARORA
COMPANY SECRETARY
FCS NO. 4566
CP NO. 3645
UDIN: F004566H000970630

PLACE: CHANDIGARH
DATE: 29/07/2026

CEO/CFO Certification under Clause 17 (8) of SEBI (LODR) Regulation, 2015

Dated: 20th May 2026

The Board of Directors,
Punjab Communications Limited,
Mohali

Sirs,

We hereby certify that:

A. We have reviewed the financial statements and cash flow statement of the company for the financial year 2025-26 and that to the best of our knowledge and belief:

   1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.

   2. These statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violative of the listed entity's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such Internal Controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the Auditors and the Audit Committee; -

   1. significant changes in internal control over financial reporting during the year;

   2. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

   3. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

This certificate is given as required under Clause 17(8) of SEBI Listing Obligations and Disclosure Requirements (LODR) Regulation, 2015.

Harsuhinder Pal Singh Brar, IAS
Managing Director

CA Deepika Arora
Chief Financial Officer

Declaration on compliance with Code of Conduct

Date: 20th May, 2026

The Board of Directors,
Punjab Communications Ltd,
Mohali.

This is to declare that all board members and senior management personnel as defined in the code of conduct adopted by the board have affirmed compliance with the clauses of said code for the financial year 2025-26.

Harsuhinder Pal Singh Brar, IAS
Managing Director as CEO

ANNUAL GENERAL MEETING NOTICE

Notice is hereby given that the Forty-Fifth (45th) Annual General Meeting of Punjab Communications Limited will be held on Thursday, November 19, 2026 at 1200 Hrs through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the following business. The venue of the meeting shall deemed to be the registered office of the Company i.e. B-91, Phase VIII, Industrial Area, S.A.S.Nagar (Mohali), Punjab -160071.

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Profit and Loss Account for the year ended on March 31, 2026 and Balance Sheet as on that date together with Boards' Report, Auditors' Report, CAG comments thereon and Secretarial Auditors' Report thereto.

2. To appoint M/s R. Bansal & Co., Chartered Accountants as Statutory Auditors of the Company for the Financial Year 2026-27 (from the conclusion of this AGM till the conclusion of next AGM) & fix their remuneration and to pass the following resolution as an Ordinary Resolution thereof:

   "Resolved that pursuant to the provisions of Section 139, 142 and all other applicable provisions, if any, of Companies Act, 2013 and the Rules made thereunder, as amended from time to time, consent of the members of the Company be and is hereby accorded to appoint M/s R. Bansal & Co., Chartered Accountants, as Statutory Auditors of the Company, from the conclusion of this AGM till the conclusion of next AGM and to do the Statutory Audit of Financial Statements for FY 2026-27 at the annual remuneration of Rs. 1,20,000/- plus GST as fixed by the Board of Directors and at such terms and conditions as provided in the CAG letter issued in this regard."

SPECIAL BUSINESS

3. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 152 & 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1C) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), **Dr. Basant Garg, IAS** (DIN: 07937460), based on the recommendation(s) of the Board of Directors of the Company, be and is hereby appointed as Nominee Director in the capacity of Chairman of the Company w.e.f. October 01, 2026 under Article 128 & Article 158 of the Articles of the Association of the Company, and for whose appointment the approval of shareholders is required pursuant to Regulation 17(1C) of SEBI (LODR) Regulations, 2015 and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, 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 in the capacity of Chairman of the Company w.e.f. October 01, 2026."

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 2(54), 196 and 203 of the Companies Act 2013 ("the Act") and other applicable provisions, if any and Rules made thereunder read with Regulation 17(1C) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), **Sh. Jaspreet Singh, IAS** (DIN 11387045), based on the recommendation of the Board of Directors, be and is hereby appointed as Managing Director of the Company with effect from September 23, 2026, as per Article 128 and Article 171 of the Articles of Association of the Company, and for whose appointment the approval of shareholders is required pursuant to Regulation 17(1C) of SEBI (LODR) Regulations, 2015 and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, 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 Managing Director, upon the terms and conditions as set out in explanatory statement annexed hereto."

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16, 17(1C) & 25(2) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), **CA Shashi Bhushan Aggarwal** (DIN: 00213258), who was appointed as an Independent Director of the Company by the Board of Directors with effect from March 25, 2026 and for whose appointment the approval of shareholders is required pursuant to Regulation 17(1C) & 25 (2) of SEBI (LODR) Regulations, 2015 at this Annual General Meeting 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 and based on the recommendation(s) of the Board of Directors of the Company, be and is hereby appointed as an Independent Director of the Company for a period of five year w.e.f. March 25, 2026, not liable to retire by rotation."

6. To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable

provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16, 17(1C) & 25(2) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), **Dr. Ashneet Kaur** (DIN: 11628942), who was appointed as an Independent Director of the Company by the Board of Directors with effect from March 25, 2026 and for whose appointment the approval of shareholders is required pursuant to Regulation 17(1C) & 25 (2) of SEBI (LODR) Regulations, 2015 at this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director and based on the recommendation(s) of the Board of Directors of the Company, be and is hereby appointed as an Independent Director of the Company for a period of five year w.e.f. March 25, 2026, not liable to retire by rotation."

By order of the Board
Sd/-
(Pratima Yadav)
Company Secretary

Date : October 23, 2026
Place : Registered Office
B-91, Phase VIII, Industrial Area,
SAS Nagar (Mohali) - 160071
CIN: L32202PB1981SGC004616

NOTES:

1. Please note that none of the Director is made liable to retire by rotation at this AGM since the item w.r.t appointment of all Directors except Sh. Manjeet Singh Dhillon, ITS (Retd.) (DIN: 10903571), Independent Director, is already being proposed for regularization at this AGM.

2. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of Special Business as set out above to be transacted at the Meeting is annexed hereto at **Annexure to the Notice** and forms integral part of this notice.

3. Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 03/2025 dated September 22, 2025 permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue after complying with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

   Accordingly, in compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the forthcoming AGM of the Company will be held through VC / OAVM. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The procedure for participating in the meeting through VC/ OAVM is explained at Note No. 15.

4. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held, pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

5. The Register of Members and Share Transfer Books of the Company shall remain closed during the Book Closure period, i.e. from November 13, 2026 to November 19, 2026 (both days inclusive).

6. The Members holding shares in the same name or same order of names under different folios are requested to send the share certificates for consolidation of such shares to the Company.

7. All unclaimed/unpaid dividend upto the financial year ended on March 31, 2002 have been transferred to the Investor Education and Protection Fund of the Central Government pursuant to Section 124 of Companies Act, 2013. No dividend has been recommended and declared since Feb 2002-2003.

8. The Members desirous of obtaining any information/clarification concerning the accounts and operations of the Company are requested to address their questions in writing to the Company Secretary at least ten days before the Annual General Meeting, so that the information required may be made available at the Annual General Meeting.

9. In compliance with the aforesaid MCA General Circular No. 03/2025 dated September 22, 2025 in continuation to General Circular No. 20/2020 dated May 05, 2020, issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") read with regulation 36 of SEBI (LODR) Regulations 2015, the Notice of 45th Annual General Meeting of the Company inter-alia indicating the process and manner of e-voting along with the Annual Report 2025-26 containing Boards' report, Auditors' Report, Audited Financial Statements, and other documents**, is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Further, a letter providing the web-link, including the exact path to access the complete details of the Annual Report along with the notice of AGM, is also made available to those Members whose email addresses are not registered with the Company/ Depositories.** Members may note that the Notice calling the AGM along with Annual Report FY 2025-26 has been uploaded on the website of the Company at www.puncom.com. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

10. Further, pursuant to the proviso to the Rule 18(3)(i) of the Companies (Management and Administration) Rules, 2014, the Company shall provide an advance opportunity at least once in a financial year to the members to register their e-mail address and changes therein. In view of the same, **Members are requested to kindly update their e-mail address & mobile no. with depository participants in case of holding shares in demat form. If holding shares in physical form, Members are requested to inform their e-mail ID & mobile no. to the Company.**

11. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and MCA General Circular No. 03/2025 dated September 22, 2025 in continuation to General Circular No. 20/2020 dated May 05, 2020, issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars"), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 45th Annual General Meeting ("AGM") of the Company to be held on Thursday, November 19, 2026 at 1200 HRS. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

12. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM shall be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

13. The attendance of the Members attending the AGM through VC/OAVM shall be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

14. The Notice of the 45th Annual General Meeting (AGM) of the Company inter-alia indicating the process and manner of e-voting is being sent to all the members as on the cut-off (record date) i.e. October 16, 2026 (Friday).

15. THE INSTRUCTIONS TO MEMBERS FOR E-VOTING AND JOINING AGM THROUGH VC/OAVM ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The e-voting period begins on **November 14, 2026 (9:00 am) and ends on November 18, 2026 (5:00 pm)**. During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. November 12, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Members who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) In order to increase the efficiency of the voting process, e-voting is enabled to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants vide SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020. Demat account holders would be able to cast their vote without having to register again with the multiple e-voting service providers, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of aforesaid SEBI circular dated December 09, 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. Members are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

- **LOGIN METHOD FOR DEMAT MEMBERS** [INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT FORM (CDSL/NSDL)]

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System My easi Tab. 2) After successful log in the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting 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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 My easi 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with **NSDL Depository**	1)	If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	2)	If the user is 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
	3)	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 name and you will be redirected to e-Voting service provider website 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) 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. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website 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. CDSL and NSDL

Login type	Helpdesk details
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 2109911
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 : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

v) LOGIN METHOD FOR PHYSICAL MEMBERS AND MEMBERS OTHER THAN INDIVIDUAL HOLDING SECURITIES IN DEMAT FORM

1. The members should log on to the e-voting website www.evotingindia.com
2. Click on "Shareholders" module.
3. Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

4. Next enter the Image Verification as displayed and Click on Login

5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any Company, then your existing password is to be used.

6. If you are a first time user follow the steps given below:

	For Physical Members and Members other than Individual holding shares in Demat Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat members as well as physical members) • members who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number as mentioned in the email received for notice along with Annual Report, in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. • If both the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction at no. 3

vi) After entering these details appropriately, click on "SUBMIT" tab.

vii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

viii) For members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

ix) Select "**EVSN: 261019001**" for voting on AGM Resolution(s) of Punjab Communications Limited.

x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

PROCESS FOR THOSE MEMBERS WHOSE EMAIL ADDRESSES/MOBILE NO. ARE NOT REGISTERED WITH THE DEPOSITORIES/COMPANY:

1. For Physical members- please provide necessary details like 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 ramap@alankit.com and cc to **shareholders@puncom.com**

2. For Demat members- Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meeting through Depository.

INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VC/OAVM DURING MEETING ARE AS UNDER:

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the depository e-Voting system. The procedure for attending meeting & e-voting on the day of the AGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend the AGM will be available in shareholder/members login where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Members are encouraged to join the Meeting through Laptops / I Pads for better experience.

4. Further members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

6. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request in advance atleast 10 days prior to meeting i.e. during the period from November 03, 2026 (9:00 a.m.) to November 09, 2026 (5:00 p.m.) mentioning their name, DP ID and Client ID/folio number, PAN, email id, mobile number at shareholders@puncom.com. The members, who do not wish to speak during the AGM, but have queries, may send their queries in advance atleast 10 days prior to meeting mentioning their name, DP ID and Client ID/folio number, PAN, email id, mobile number at shareholders@puncom.com. These queries will be replied to, by the Company suitably by email.

7. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

INSTRUCTIONS FOR MEMBERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for e-voting.

2. Only those members, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

3. If any Votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members attending the meeting.

4. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

xvii) Note for Non – Individual Shareholders and Custodians-For Remote voting only

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatorily to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address at shareholders@puncom.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

xviii) General Instructions:

a) If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 18002109911

b) All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on toll free no. 18002109911.

c) The voting rights shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut off (Record Date) i.e. November 12, 2026 for AGM Resolution(s).

d) M/s SV Associates, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the entire e-voting process in a fair & transparent manner.

e) The Scrutinizer shall immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.

f) As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the results of e-voting are to be communicated to the BSE Limited, where the shares of the Company are listed, within two working days of the conclusion of the Annual General Meeting. The results declared along with the Scrutinizer's Report shall also be placed on the Company's website www.puncom.com and on the website of CDSL.

16. Information pursuant to Regulation 36(3) of the Listing Regulations, requires disclosure on the appointment/ reappointment of the Directors, which is annexed as part of Annexure to this notice.

17. The persons who have acquired shares and become members after the dispatch of notice and before cut-off date shall have same "Login ID and Password" as mentioned at Sr. No. 15 of Notes to AGM Notice. The Notice of AGM is displayed on our website www.puncom.com, for your reference please.

18. If you have received this Annual Report, but you are not a member as on the cut-off date, this document is for information purpose only.

19. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

20. The members may contact Ms. Heena (Assistant Officer-II) at B-91, Phase-VIII, Industrial Area, SAS Nagar, Mohali-160071. The concerned person may also be contacted at shareholders@puncom.com or at +911722237142.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

(For Item No. 2 to 6)

Item No. 2

Our Company, being a Government Company, its Statutory Auditors are appointed by the Comptroller and Auditor-General of India (CAG) by virtue of Section 139(5) of Companies Act, 2013. The Board of Directors of the Company on the recommendation of the Audit Committee, decided in its 240th Board Meeting held on August 12, 2026, to fix the remuneration of the CAG appointed Statutory Auditor for FY 2026-27 at an annual fee of Rs 1,20,000/- plus GST. The Company has paid the annual fees of Rs. 1,10,000/- to previously appointed CAG statutory auditors, M/s Charanjit Singh & Associates, Chartered Accountants for FY 2025-26. Considering the positive financial growth achieved by the Company during FY 2025-26 and on the request of previous Statutory Auditors of the Company, the Board approved to increase the annual audit fees to Rs. 1,20,000/- plus GST for FY 2026-27."

In this regard, the CAG vide its letter No. CA. V/ COY/PUNJAB,PBCOMM(1)/57 dated September 07, 2026 has appointed M/s R. Bansal & Co. Chartered Accountants as Statutory Auditors of the Company for FY 2026-27 at a fee of Rs 1,20,000/- plus GST. Accordingly, the matter regarding the appointment of M/s R. Bansal & Co. Chartered Accountants as Statutory Auditors of the Company for FY 2026-27 on the basis of the CAG letter issued in this regard is placed before the shareholders of the Company for its approval.

The Board of Directors recommends the Ordinary Resolution as set out at Item No. 2 for approval of the Members. Accordingly, your approval is solicited.

Memorandum of Interest:

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 2.

Item No. 3

Pursuant to Article 158 of the Articles of Association of the Company, the Holding Company has a right to appoint Chairman of the Company. The Government of Punjab vide its order bearing No. Endst No. PERS-IASOP/T/1/2026-3-S/853 dated September 14, 2026, has appointed Dr. Basant Garg, IAS (DIN: 07937460) as Administrative Secretary, Industries & Commerce, Punjab. Later, Department of Industries and Commerce, Government of Punjab vide notification no: IND-INDUOAPPO/I/2025/SA-5/E-88979/I/1517585/2026 dated October 01, 2026 nominated Dr. Basant Garg, IAS, (DIN: 07937460), Administrative Secretary, Industries & Commerce as Chairman-cum-Director on Board of Punjab Communications Limited w.e.f. October 01, 2026.

Further in exercise of its power, vide Article 128 & Article 158 of the Articles of Association of the Company, M/s Punjab Information & Communication Technology Corporation Ltd. (our Holding Company) vide their letter No. PICTC/SECTL/I/162550/2026 dated October 05, 2026 nominated Dr. Basant Garg, IAS, (DIN: 07937460) as director in the capacity of Chairman on Board of the Company.

The appointment of Dr. Basant Garg, IAS as director in the capacity of Chairman was further approved by the Board by resolution passed by way of circulation dated October 12, 2026 w.e.f. October 01, 2026, and later ratified and recommended by the Board of Directors of the Company in its 241st Board meeting held on October 15, 2026 to the Members of the Company for their approval by way of Ordinary Resolution.

Pursuant to the provisions of Regulation 17 (1C) of SEBI (LODR) Regulations, 2015 and other applicable provisions, the listed entity must ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. However, a Public Sector Company can obtain the approval of shareholders at the next annual general meeting from the date of his/her appointment. Accordingly, the maximum time period to obtain the approval of shareholders of the Company for his appointment is November 19, 2026, being the next date of AGM.

The Company has received a notice in writing from a member of the Company along with requisite deposit as required under Section 160 of Companies Act, 2013 proposing the candidature of Dr. Basant Garg, IAS as Director in the capacity of Chairman of the Company.

Dr. Basant Garg, IAS is a 2005 Batch IAS Officer and is at present serving as Administrative Secretary, Industries and Commerce, in addition Administrative Secretary, Investment Promotion, and in addition Administrative Secretary, Promotion of Information Technology Industry. In his previous roles, he has served as Administrative Secretary, Power and in addition Administrative Secretary, New & Renewable Energy Sources and in addition Chairman-cum-Managing Director, Punjab State Transmission Corporation Ltd. and in addition Chairman-cum-Managing Director, Punjab State Power Corporation Ltd.

Throughout his career, he has held various positions including Secretary, Finance, Additional CEO, National Health Authority, M/o Health & Family Welfare, Private Secretary to Deptt for Promotion of Industrial and Internal Trade, Minister of State for Commerce and Industry, Director, Employment Generation Mission Punjab etc.

Brief Profile, Qualifications, Experience, Date of Appointment on Board, Shareholding in the Company along with Directorship, Membership / Chairmanship of Committees held in other Listed Companies of Dr. Basant Garg, IAS is enclosed along with explanatory statement.

The Board of Directors recommends the Ordinary Resolution as set out at Item No. 3 for approval of the Members. Accordingly, your approval is solicited.

Memorandum of Interest:

Except Dr. Basant Garg, IAS, being appointee, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 3.

Item No. 4

Pursuant to Article 171 of the Articles of Association of the Company, the Holding Company, M/s Punjab Information & Communication Technology Corporation Ltd., has a right to appoint Managing Director of the Company. The Government of Punjab vide its order bearing Endst No. PERS-IAS0P/T/1/2026-3-S dated June 02, 2026 has appointed Sh. Jaspreet Singh, IAS (DIN: 11387045) as Managing Director of M/s Punjab Information & Communication Technology Corporation Ltd.

Further in exercise of its power, vide Article 171 & Article 128 of the Articles of Association of the Company, Punjab Information & Communication Technology Corporation Ltd. (our holding company) vide their letter No. PICT/SECTL/I/161590/2026 dated September 22, 2026 has nominated Sh. Jaspreet Singh, IAS (DIN: 11387045) as director in the capacity of Managing Director of the Company w.e.f. September 22, 2026. The appointment of Sh. Jaspreet Singh, IAS as director in the capacity of Managing Director w.e.f. September 23, 2026 was further approved and recommended by the Board of Directors of the Company in its 241st Board meeting held on October 15, 2026 to the Members of the Company for their approval by way of Ordinary Resolution at the ensuing Annual General Meeting.

Pursuant to the provisions of Regulation 17 (1C) of SEBI (LODR) Regulations, 2015 and other applicable provisions, the listed entity must ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. However, a Public Sector Company can obtain the approval of shareholders at the next annual general meeting from the date of his/her appointment. Accordingly, the maximum time period to obtain the approval of shareholders of the Company for his appointment is November 19, 2026, being the next date of AGM.

The Company has received a notice in writing from a member of the Company along with requisite deposit as required under Section 160 of Companies Act, 2013 proposing the candidature of Sh. Jaspreet Singh, IAS as Managing Director of the Company.

Sh. Jaspreet Singh, IAS is a 2014 Batch IAS Officer is at present serving as Director, Industries and Commerce, Punjab and Managing Director, Punjab Information & Communication Technology Corporation Limited (Punjab Infotech). In his previous roles, he has also served as the Special Secretary and Mission Director for Food Processing in the Punjab Government, State Transport Commissioner, Punjab, Deputy Commissioner, Bathinda, Director, Social Justice, Empowerment & Minorities Punjab, Deputy Commissioner, Jalandhar, Deputy Commissioner, Mansa, Registrar, I.K Gujral Punjab Technical University, Government of Punjab etc.

The terms and conditions of his appointment provides that all or any of the powers delegated by the Articles of Association of the Company and/or by shareholders of the Company in general meeting and/or by Board of Directors jointly or severally to him or any of the previous MD, since the inception of the Company is delegated mutatis-mutandis to Sh. Jaspreet Singh, IAS on his appointment as Managing Director in the letter & spirit of the delegation along with the powers delegated in the 78th BOD Meeting held on May 29, 1996, 106th BOD Meeting held on June 13, 2001, 138th BOD meeting held on January 30, 2006, powers for operation of bank accounts delegated in 85th BOD Meeting held on November 28, 1997 with any subsequent amendment(s) thereof and such other powers delegated to the previous MD from time to time. It also provides for his authority to sub-delegate these powers to any other Director or officer/employee of the Company.

Brief Profile, Qualifications, Experience, Date of Appointment on Board, Shareholding in the Company along with Directorship, Membership / Chairmanship of Committees held in other Listed Companies of Sh. Jaspreet Singh, IAS is enclosed along with explanatory statement.

The Board of Directors recommends the Ordinary Resolution as set out at Item No. 4 for approval of the Members. Accordingly, your approval is solicited.

Memorandum of Interest:

Except Sh. Jaspreet Singh, IAS, being appointee, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 4.

Item No. 5

Pursuant to provisions of the Companies Act, 2013 and Listing Regulations, CA Shashi Bhushan Aggarwal, (DIN: 00213258) was appointed as an additional Director in the capacity of an Independent Director of the Company with effect from March 25, 2026 by way of Circulation on March 24, 2026 for a period of five years. The appointment of CA Shashi Bhushan Aggarwal as an additional Director in the capacity of an Independent Director was further ratified and recommended by the Board of Directors of the Company in its 239th Board Meeting held on May 20, 2026 for a period of five years, to the Members of the Company for their approval by way of Special Resolution.

Pursuant to the provisions of Regulation 17 (1C) of SEBI (LODR) Regulations, 2015 and other applicable provisions, the listed entity must ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. However, a Public Sector Company can obtain the approval of shareholders at the next annual general meeting from the date of his/her appointment. Accordingly, the maximum time period to obtain the approval of shareholders of the Company for his appointment is November 19, 2026, being the next date of AGM.

CA Shashi Bhushan Aggarwal is a Fellow Chartered Accountant (FCA) with over 40 years of experience in the field of Finance and audit. He is an active practicing member of the Institute of Chartered Accountants of India (ICAI) and holds specialized experience in the field of Concurrent Audit, Stock Audit etc. of several PSU Banks. Professionally, he is associated with the firm Bhushan Aggarwal & Co, which operates out of Aggar Nagar, Ludhiana, offering expertise in audit, taxation, and financial consultancy. He has also worked with various Listed Companies as Statutory Auditors of the Company.

Considering his rich experience, knowledge, skills and in order to give valuable contribution towards our Company by CA Shashi Bhushan Aggarwal, the Board of Directors of the Company in its 239th Board Meeting held on May 20, 2026 recommended the appointment of CA Shashi Bhushan Aggarwal as an Independent Director for a term of five years w.e.f. March 25, 2026, to the Members of the Company for their approval.

CA Shashi Bhushan Aggarwal has already given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, he fulfills the conditions specified in the Act and the Rules framed thereunder for appointment as an Independent Director.

The Company has received a notice in writing from a member proposing the candidature of CA Shashi Bhushan Aggarwal to be appointed as an Independent Director of the Company in accordance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

Brief Profile, Qualifications, Experience, Date of Appointment on Board, Shareholding in the Company along with Directorship, Membership / Chairmanship of Committees held in other Listed Companies of CA Shashi Bhushan Aggarwal is enclosed along with explanatory statement.

The Board of Directors recommends the Special Resolution as set out at Item No. 5 for approval of the Members. Accordingly, your approval is solicited.

Memorandum of Interest:

Except CA Shashi Bhushan Aggarwal being appointee, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 5.

Item No. 6

Pursuant to provisions of the Companies Act, 2013 and Listing Regulations, Dr. Ashneet Kaur, (DIN: 11628942) was appointed as an additional Director in the capacity of an Independent Director of the Company with effect from March 25, 2026 by way of circulation on March 24, 2026 for a period of five years. The appointment of Dr. Ashneet Kaur as an additional Director in the capacity of an Independent Director was further ratified and recommended by the Board of Directors of the Company in its 239th Board Meeting held on May 20, 2026 for a period of five years, to the Members of the Company for their approval by way of Special Resolution.

Pursuant to the provisions of Regulation 17 (1C) of SEBI (LODR) Regulations, 2015 and other applicable provisions, the listed entity must ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. However, a Public Sector Company can obtain the approval of shareholders at the next annual general meeting from the date of his/her appointment. Accordingly, the maximum time period to obtain the approval of shareholders of the Company for her appointment is November 19, 2026, being the next date of AGM.

Dr. Ashneet Kaur having a strong research background is associated as faculty with leading institutions, the Indian School of Business, Mohali. She has also worked as faculty with SP Jain Institute of Management and Research, Mumbai in the past. Further, she has previously worked with global firms including McKinsey & Company, Deloitte, and ATOS. Her work includes national-level policy evaluation, corporate consulting, and organizational transformation initiatives. Dr. Ashneet Kaur holds a PhD in Human Resource Management from IIM Ahmedabad and has a strong research profile with multiple publications in reputed international journals.

Considering her rich experience, knowledge, skills and in order to give valuable contribution towards our Company by Dr. Ashneet Kaur, the Board of Directors of the Company in its 239th Board Meeting held on May 20, 2026 recommended the appointment of Dr. Ashneet Kaur as an Independent Director for a term of five years w.e.f. March 25, 2026, to the Members of the Company for their approval.

Dr. Ashneet Kaur has already given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, she fulfills the conditions specified in the Act and the Rules framed thereunder for appointment as an Independent Director.

The Company has received a notice in writing from a member proposing the candidature of Dr. Ashneet Kaur to be appointed as an Independent Director of the Company in accordance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

Brief Profile, Qualifications, Experience, Date of Appointment on Board, Shareholding in the Company along with Directorship, Membership / Chairmanship of Committees held in other Listed Companies of Dr. Ashneet Kaur is enclosed along with explanatory statement.

The Board of Directors recommends the Special Resolution as set out at Item No. 6 for approval of the Members. Accordingly, your approval is solicited.

Memorandum of Interest:

Except Dr. Ashneet Kaur being appointee, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 6.

Information Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding the Directors seeking appointment/re-appointment in the Annual General Meeting.

Name of the Director	Dr. Basant Garg, IAS*	Sh. Jaspreet Singh, IAS**	CA Shashi Bhushan Aggarwal***	Dr. Ashneet Kaur***
DIN	07937460	11387045	00213258	11628942
Designation	Chairman	Managing Director	Independent Director	Independent Director
Date of Birth	11.12.1981	22.01.1985	27.02.1957	13.01.1995
Date of Appointment	01.10.2026	23.09.2026	25.03.2026	25.03.2026
Qualification	Medical Graduation (M.B.B.S.), M.A. (Economics)	B.E/B.Tech (Computer Science Engineering)	Chartered Accountant	PhD in Human Resource and Management
Expertise in specific functional area	Indian Administrative Service Officer- General Management and Administration	Indian Administrative Service Officer- General Management and Administration	Rich experience in the field of Finance and Bank Audits	Rich experience in the field of research and has worked as Faculty with leading institutions
Directorships in Other Listed Companies as on March 31, 2026	Nil	Nil	Nil	Nil
Chairman/Member of Committees of Other Listed Companies as on March 31, 2026	Nil	Nil	Nil	Nil
No. of Shares held as on March 31, 2026	Nil	Nil	Nil	Nil
Relationship with other Director(s)	Related to other Directors appointed by Holding Company	Related to other Directors appointed by Holding Company	Not related to any Director	Not related to any Director

*Dr. Basant Garg, IAS was appointed as Director on the Board in the capacity of Chairman of the Company w.e.f. October 01, 2026 in place of Sh. Gurkirat Kirpal Singh, IAS due to withdrawal of his nomination by the Holding Company, Punjab Infotech.

**Sh. Jaspreet Singh, IAS was appointed as Managing Director on the Board of the Company w.e.f. September 23, 2026 in place of Sh. Harsuhinder Pal Singh Brar, IAS.

***CA D.K. Singla and Dr. Neelu Jain, Independent Directors ceased to be an Independent Directors on the Board of Puncom w.e.f. March 24, 2026 on account of completion of their tenure. In their place, CA Shashi Bhushan Aggarwal and Dr. Ashneet Kaur were appointed as Independent Directors on the Board of PUNCOM w.e.f. March 25, 2026.

***The Independent Director seeking appointment in AGM fulfills the skill and capabilities required for the role of an Independent Director on the Board of Puncom and are detailed under Corporate Governance Report of Annual Report of the Company.

Note: None of the Directors seeking appointment in 45th AGM has resigned from any listed entity during the past three years. However, during the FY 2025-26, Sh. Jaspreet Singh, IAS ceased to be Sr. Vice-Chairman on the Board of our Company, due to withdrawal of nomination by the Punjab Infotech (the holding Company)

By order of the Board
Sd/-
(Pratima Yadav)
Company Secretary

Date : October 23, 2026
Place : Registered Office
B-91, Phase VIII, Industrial Area,
SAS Nagar (Mohali) - 160071
CIN: L32202PB1981SGC004616

OurWebsite:
www.puncom.com

FOR THE KIND ATTENTION OF SHAREHOLDERS

- In case of Demat shares, shareholders are requested to provide their PAN to their respective DPs. In case of physical shares, shareholders are requested to provide their PAN to the company's RTA i.e. M/s Alankit Assignments Ltd or to the Company.
- As a step towards the Government's initiative towards greener and paperless India, the shareholders are requested to send their updated e-mail ids to the Company.
- Kindly register your mobile numbers with the Company for easy correspondence.
- In case of any grievances, shareholders may contact the Company at shareholders@puncom.com
- Shareholders having shares in Physical Form are requested to get their shares converted in Demat Form.

If undelivered, please return to:

PUNJAB COMMUNICATIONS LIMITED

B-91,phase VIII, Industrial Area, S.A.S. Nagar, Mohali-160071 (INDIA)