

श्री

Shree Pacetronix Ltd.



Pacetrionix®

Date: August 07, 2025

To,
General Manager-Listing,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

Subject: Disclosure of material event as per Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Script Code - 527005; ISIN - INE847D01010

Dear Sir,

In Compliance with Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we state that Board of Directors of the Company in its meeting held on 07th August, 2025 considered and approved following matters:

1. Considered & approved the Unaudited Financial Result (Standalone & Consolidated) for the quarter ended 30th June, 2025.
2. Taken on record the Standalone and Consolidated Auditor's Limited Review report with an unmodified opinion on the Financial Results for the Quarter ended 30th June, 2025.
3. Issuance and allotment of Equity Shares and Warrants by way of Preferential Issue ("**Preferential Issue**"):

Subject to the approval of Shareholders of the Company and such other regulatory or Statutory Authorities, as may be required, the Board has approved the raising of funds of up to Rs. 2,43,48,600/- (Rs. Two Crore Forty Three Lakhs Forty Eight Thousand Six Hundred Only) by creating, issuing, offering and allotting the following securities of the Company to Mr. Akash Sethi, Promoter of the Company, by way of a Preferential Issue on a Private Placement Basis:

- a) Issuance of up to 75,150 (Seventy-Five Thousand One Hundred Fifty) equity shares of the face value of Rs. 10/- (Rupee Ten only) each, at an issue price of Rs. 81/- (Rupees Eighty One Only) (including a premium of Rs. 71/- (Rupees Seventy One Only) per equity share, aggregating to Rs. 60,87,150/- (Rupees Sixty Lakhs Eighty-Seven Thousand One Hundred Fifty) Only.
- b) Issuance of up to 75,150 (Seventy-Five Thousand One Hundred Fifty) fully convertible equity warrants ("**Warrants**") each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of Rs. 10/- (Rupees Ten only) each against each Warrant at an exercise price of Rs. 81/- (Rupees Eighty One Only) each (including a premium of Rs. 71/- (Rupees Seventy One Only) each, aggregating to Rs. 60,87,150/- (Rupees Sixty Lakhs Eighty-Seven Thousand One Hundred Fifty) only. which may be exercised in one or more

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CIN No. L33112MP1988PLC004317

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tranches during the period commencing from the date of allotment of the warrants until expiry of 9 (nine) months from the date of allotment of the warrants ("**Series A Warrants**").

- c) Issuance of up to 1,50,300 (One Lakh Fifty Thousand Three Hundred) fully convertible equity warrants ("**Warrants**") each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of Rs. 10/- (Rupees Ten only) each against each Warrant at an exercise price of Rs. 81/- (Rupees Eighty One Only) each (including a premium of Rs. 71/- (Rupees Seventy One Only) each, aggregating to Rs. 1,21,74,300 /- (Rs. One Crore Twenty One Lacs Seventy Four Thousand Three Hundred Only) which may be exercised in one or more tranches during the period commencing from the date of expiry of 9 (nine) months from the date of allotment of the warrants until expiry of 18 (Eighteen) months from the date of allotment of the warrants ("**Series B Warrants**").

In terms of the requirements of the Companies Act, 2013, a valuation report from Mr. Rohit Khandelwal, Registered Valuer having IBBI Registration No. IBBI/RV/03/2020/13235 has been obtained.

In connection with the Preferential Issue, the Board of Directors also approved the Share Subscription Agreement between the Company and the Proposed Allottee ("**SSA**"). The terms and conditions of the Preferential Issue are set out in the SSA.

In light of the above, the Proposed Allottee is required to make a mandatory open offer to the shareholders of the Company under the applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**SEBI (SAST) Regulations**").

The information in connection with the issuance of securities and the SSA pursuant to Regulation 30 of the SEBI LODR Regulations read with SEBI Master Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 is enclosed as **Annexure A and Annexure B** respectively.

4. The Board has fixed the Relevant Date, in terms of provisions of the SEBI ICDR Regulations for determining the floor price for the preferential issue i.e., **04th August, 2025**.
5. Considered and approved Board's report along with its annexures for the Financial Year ended 31st March, 2025.
6. Approved the Notice of the 37th Annual General Meeting of the Company to be held on **Wednesday, 03rd September, 2025 at 01:00 P.M.** (IST) through Video Conferencing (VC)/ Other Audio Video Means (OAVM) in accordance with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.
7. Finalization of cut-off date and remote e-voting period for the ensuing AGM.
8. Fixed that the Register of members of the Company (for the purpose of the 37th Annual General Meeting) will be closed from **Thursday, 28th August, 2025 to Wednesday, 03rd September, 2025 (both days inclusive)**.

9. Appointed Mrs. Shraddha Jain, Practicing Company Secretary as a scrutinizer of the Company for the purpose of e-voting facilities for the 37th Annual General Meeting of the Company.
10. Re-appointed Mr. Atul Kumar Sethi (DIN: 00245685), who holds office up to 30th November 2025 as a Managing Director of the company for further period of three (3) consecutive years commencing from 01st December, 2025 to 30th November 2028, subject to approval of the shareholders at the 37th Annual General Meeting. Further, he is not debarred from holding the office of director pursuant to any SEBI order or any other such authority (Brief Profile of Director is enclosed as Annexure-C).

The Board has also discussed the other operational, financial and administrative matters in detail and passed the necessary resolutions.

The disclosures along with the enclosures shall be made available on the website of the Company at www.pacetrnix.com.

You are requested to please take the same on record.

Thanking you.

Yours Faithfully,

For SHREE PACETRONIX LIMITED
CIN: L33112MP1988PLC004317

RUPALI AHIRE
COMPANY SECRETARY

ANNEXURE - A - DETAILS OF PREFERENTIAL ISSUE

DISCLOSURE PURSUANT TO SEBI LODR REGULATIONS READ WITH THE SEBI MASTER CIRCULAR NO. SEBI/HO/CFD/PoD2/CIR/P/0155 DATED NOVEMBER 11, 2024.

Sr. No.	Particulars	Disclosure
1.	Type of securities proposed to be issued	<p>a) Equity shares of face value of Rs. 10/- each.</p> <p>b) Fully convertible equity warrants ("Warrants") each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of face value of Rs. 10/- each upon the exercise of the option attached to each such Warrant which may be exercised in one or more tranches during the period commencing from the date of allotment of the warrants until expiry of 9 (nine) months from the date of allotment of the warrants ("Series A Warrants").</p> <p>c) Fully convertible equity warrants ("Warrants") each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of face value of Rs. 10/- each upon the exercise of the option attached to each such Warrant which may be exercised in one or more tranches during the period commencing from the date of expiry of 9 (nine) months from the date of allotment of the warrants until expiry of 18 (Eighteen) months from the date of allotment of the warrants ("Series B Warrants").</p>
2.	Type of issuance	<p>Preferential issue of the Equity Shares and Warrants in accordance with the provisions of the Companies Act, 2013 and the rules framed thereunder and provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and other applicable laws.</p>
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	<p>a) 75,150 (Seventy-Five Thousand One Hundred Fifty) equity shares of the face value of ₹10/- (Rupee Ten only) each, at an issue price of 81/- (Rupees Eighty-One Only) (including a premium of ₹71/- (Rupees Seventy-One Only) per equity share, aggregating to 60,87,150/- (Rupees Sixty Lakhs Eighty-Seven Thousand One Hundred Fifty) Only</p> <p>b) 75,150 (Seventy-Five Thousand One Hundred Fifty) fully convertible equity warrants ("Warrants") each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of Rs. 10/- (Rupees Ten only) each against each Warrant at an exercise price of Rs. 81/- (Rupees Eighty-One Only) each (including a premium of Rs. 71/- (Rupees Seventy-One Only) each, aggregating to Rs. 60,87,150/- (Rupees Sixty Lakhs Eighty-Seven Thousand One Hundred Fifty) only</p> <p>c) Up to 1,50,300 (One Lakh Fifty Thousand Three Hundred) fully convertible equity warrants ("Warrants") each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of Rs. 10/- (Rupees Ten only) each against each Warrant at an exercise price of Rs.</p>

Sr. No.	Particulars	Disclosure																			
		<p>81/- (Rupees Eighty-One Only) each (including a premium of Rs. 71/- (Rupees Seventy-One Only) each, aggregating to Rs. 1,21,74,300 /- (Rs. One Crore Twenty-One Lacs Seventy-Four Thousand Three Hundred Only).</p> <p>The Preferential Issue will be undertaken for cash consideration. The subscription amount for equity shares shall be payable at the time of subscription and allotment of the equity shares. For Warrants, an amount equivalent to 25% (Twenty-Five per cent) of the Per Share Warrant Price shall be payable to the Company at the time of allotment of the Warrants, and the balance 75% (Seventy-Five per cent) of the Per Share Warrant Price shall be payable to the Company upon exercise of the option attached to the relevant Warrants for conversion to the equity shares.</p>																			
4.	<p>Details to be furnished in case of preferential issue</p> <p>a. Name of the investor(s)</p> <p>b. Post allotment of securities - outcome of the subscription, issue price /allotted price (in case of convertibles), number of investors</p>	<p>Akash Sethi ("Proposed Allottee")</p> <p>Outcome of allotment:</p> <table border="1" data-bbox="496 1055 1369 1249"> <thead> <tr> <th rowspan="2">Investor</th> <th colspan="2">Pre-Issue shareholding</th> <th colspan="2">Post-issue shareholding*</th> </tr> <tr> <th>No.</th> <th>%</th> <th>No.</th> <th>%*</th> </tr> </thead> <tbody> <tr> <td>Akash Sethi</td> <td>12,699</td> <td>0.35%</td> <td>3,13,299</td> <td>8.03%</td> </tr> <tr> <td>Total</td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table> <p>*The above post-issue shareholding percentage is calculated assuming full conversion of Warrants issued pursuant to the Preferential Issue and assuming nil tendering of equity shares in Open Offer.</p> <p>Issue Price:</p> <p>a) 75,150 (Seventy-Five Thousand One Hundred Fifty) equity shares of the face value of ₹10/- (Rupee Ten only) each, at an issue price of ₹ 81/- (Rupees Eighty One Only) (including a premium of ₹71/- (Rupees Seventy One Only) per equity share, aggregating to ₹ 60,87,150/- (Rupees Sixty Lakhs Eighty-Seven Thousand One Hundred Fifty) Only</p> <p>b) 75,150 (Seventy-Five Thousand One Hundred Fifty) fully convertible equity warrants ("Warrants") each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of Rs. 10/- (Rupees Ten only) each against each Warrant at an exercise price of Rs. 81/- (Rupees Eighty One Only) each (including a premium of Rs. 71/- (Rupees Seventy One Only) each, aggregating to Rs. 60,87,150/- (Rupees Sixty Lakhs Eighty-Seven Thousand One Hundred Fifty) only.</p>	Investor	Pre-Issue shareholding		Post-issue shareholding*		No.	%	No.	%*	Akash Sethi	12,699	0.35%	3,13,299	8.03%	Total				
Investor	Pre-Issue shareholding			Post-issue shareholding*																	
	No.	%	No.	%*																	
Akash Sethi	12,699	0.35%	3,13,299	8.03%																	
Total																					

Sr. No.	Particulars	Disclosure
		<p>c) Up to 1,50,300 (One Lakh Fifty Thousand Three Hundred) fully convertible equity warrants ("Warrants") each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of Rs. 10/- (Rupees Ten only) each against each Warrant at an exercise price of Rs. 81/- (Rupees Eighty One Only) each (including a premium of Rs. 71/- (Rupees Seventy One Only) each, aggregating to Rs. 1,21,74,300 /- (Rs. One Crore Twenty One Lacs Seventy Four Thousand Three Hundred Only).</p> <p>The Preferential Issue will be undertaken for cash consideration. The subscription amount for equity shares shall be payable at the time of subscription and allotment of the equity shares. For Warrants, an amount equivalent to 25% (Twenty-Five per cent) of the Per Share Warrant Price shall be payable to the Company at the time of allotment of the Warrants, and the balance 75% (Seventy-Five per cent) of the Per Share Warrant Price shall be payable to the Company upon exercise of the option attached to the relevant Warrants for conversion to the equity shares.</p> <p>Number of Investors: There is only 1 investor to whom, Warrants and Equity Shares are being issued.</p>
	c. In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Please refer to sl. no. 1 and 3 above for details regarding the period during which the Warrants may be exercised.
5.	Any cancellation or termination of proposal for issuance of securities Including reasons thereof	Not applicable

Annexure B

DISCLOSURE PURSUANT TO PARAGRAPH 2 OF PART A, SCHEDULE III OF THE SEBI LODR REGULATIONS READ WITH THE SEBI CIRCULAR CIR/CFD/CMD/4/2015 DATED SEPTEMBER 9, 2015.

Sr. No.	Particulars	Details
1	Name(s) of parties with whom the agreement is entered.	The parties to the share subscription agreement ("SSA") are as follows: (a) Shree Pacetronix Ltd ("Company") (b) Akash Sethi ("Proposed Allottee") (together referred to as "Parties")
2	Purpose of entering into the agreement.	The SSA has been entered into by the Parties for recording the terms and conditions pursuant to the Preferential issue of the Equity Shares and Warrants in accordance with the provisions of the Companies Act, 2013 and the rules framed thereunder and provisions of Chapter V of the SEBI ICDR Regulations and other applicable laws.
3	Shareholding, if any, in the entity with whom the agreement is executed.	Proposed Allottee holds 12,699 shares representing 0.35% of the equity share capital of the Company.
4	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	Issue and allotment of: a) 75,150 (Seventy-Five Thousand One Hundred Fifty) equity shares of the face value of ₹10/- (Rupee Ten only) each, at an issue price of ₹ 81/- (Rupees Eighty One Only) (including a premium of ₹71/- (Rupees Seventy One Only) per equity share, aggregating to ₹ 60,87,150/- (Rupees Sixty Lakhs Eighty Seven Thousand One Hundred Fifty) Only. b) 75,150 (Seventy-Five Thousand One Hundred Fifty) fully convertible equity warrants ("Warrants") each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of Rs. 10/- (Rupees Ten only) each against each Warrant at an exercise price of Rs. 81/- (Rupees Eighty One Only) each (including a premium of Rs. 71/- (Rupees Seventy One Only) each, aggregating to Rs. 60,87,150/- (Rupees Sixty Lakhs Eighty-Seven Thousand One Hundred Fifty) only.

		<p>c) Up to 1,50,300 (One Lakh Fifty Thousand Three Hundred) fully convertible equity warrants ("Warrants") each carrying a right exercisable by the warrant holder to subscribe to one (1) equity share of the face value of Rs. 10/- (Rupees Ten only) each against each Warrant at an exercise price of Rs. 81/- (Rupees Eighty One Only) each (including a premium of Rs. 71/- (Rupees Seventy One Only) each, aggregating to Rs. 1,21,74,300 /- (Rs. One Crore Twenty One Lacs Seventy Four Thousand Three Hundred Only).</p>
5	<p>Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship</p>	<p>The Proposed Allottee is one of the Promoters of the Company.</p>
6	<p>Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"?</p>	<p>This transaction is not a related party transaction.</p>
7	<p>In case of issuance of shares to the parties, details of issue price, class of shares issued.</p>	<p>Please refer to sl. no. 3 above for details.</p>
8	<p>Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.</p>	<p>The Proposed Allottee is one of the Promoters of the Company and is a Director (Joint Managing Director) on the board of the Company</p>
9	<p>In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s):</p> <p>(a) name of parties to the agreement</p> <p>(b) nature of the agreement</p> <p>(c) date of execution of the agreement</p>	<p>Not Applicable</p>

	(d) details of amendment and impact thereof or reasons of termination and impact thereof.	
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ANNEXURE - C

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. No.	Details of events that needs to be provided	Information of such event(s)
1.	Name of the Director	Mr. Atul Kumar Sethi (DIN- 00245685)
2.	Reason for Change viz. appointment, resignation, removal, death or otherwise	Revised the tenure of Mr. Atul Kumar Sethi (DIN: 00245685), as a Managing Director of the Company upto 30th November 2028 due to Reappointment.
3.	Date of appointment/cessation / reappointment (as applicable) & Term of appointment	Date: August 07, 2025 Term of appointment : 01st December, 2025 to 30th November 2028
4.	Brief Profile (in case of appointment)	Mr. Atul Kumar Sethi, aged 63 years, has been associated with the Company since 1988 and currently serves as its Managing Director. He holds a Bachelor's degree in Commerce and brings with him over 30 Years of extensive experience in strategic business leadership, corporate governance, financial management, and operational excellence. Throughout his tenure, Mr. Sethi has played a pivotal role in defining the Company's long-term strategic vision and driving its sustained growth. Under his leadership, the Company has achieved significant milestones, reflecting his commitment to organizational development and value creation
5.	Disclosure of relationships between Directors (in case of appointment of Director)	Mr. Atul Kumar Sethi (DIN-08176396) is a Father of Mr. Akash Sethi (DIN-08176396) Joint Managing Director)
6.	Information as required as per Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/02	Mr. Atul Kumar Sethi Managing Director, is not debarred from holding the office of director by virtue of any SEBI order or such other authority.

Thanking you.
Yours Faithfully,

For SHREE PACETRONIX LIMITED
CIN: L33112MP1988PLC004317

RUPALI AHIRE
COMPANY SECRETARY