

General information about company	
Scrip code	511076
NSE Symbol	AEROENTER
MSEI Symbol	NOTLISTED
ISIN	INE065D01027
Name of the entity	AEROFLEX ENTERPRISES LIMITED
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter Type	Yearly
Date of Quarter Ending	31-03-2026
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No The Company has not acquired shares or voting rights in Unlisted Companies as per Annexure I (Part C) of the SEBI circular dated December 31, 2024 for the half year ended March 31, 2026
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No No Loans/Guarantees/Comfort letters/Securities Etc given by the Company as per Annexure I (Part F) of the SEBI Circular dated December 31, 2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	s00114
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mrs	Shehnaz D. Ali	AAWPD4123H	00185452	Executive Director	Not Applicable		01-06-1967
2	Mr	Harikant Turgalia	AAADPT4782B	00049544	Executive Director	Not Applicable		30-07-1962
3	Mr	Asad Daud	APGPD9243R	02491539	Non-Executive - Non Independent Director	Not Applicable		03-08-1990
4	Mr	Parthasarathi Sarkar	AAFPS3434H	00047272	Non-Executive - Independent Director	Chairperson		19-04-1951
5	Mr	Arpit Khandelwal	CPNPK8698L	09684341	Non-Executive - Independent Director	Not Applicable		25-04-1991
6	Mrs	Uma Mandavgane	ACUPM4540P	03156224	Non-Executive - Independent Director	Not Applicable		02-01-1967

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		16-11-2000	01-01-2025			1	0	0	0			
2	NA		16-11-2000	01-01-2025			3	0	3	1			
3	NA		22-04-2014				3	0	4	0			
4	Yes	16-09-2025	26-07-2022	26-07-2025		44.05	2	2	1	1			
5	NA		26-07-2022	26-07-2023		44.05	2	2	4	1			
6	NA		31-05-2024	31-05-2024		22	3	3	4	1			

Text Block

Textual Information(1)

In each Board Meeting, a Chairman is appointed to preside over the meeting. In the last Board Meeting, Mr. Parthasarathi Sarkar was appointed as the Chairman of the Meeting.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00047272	Parthasarathi Sarkar	Non-Executive - Independent Director	Chairperson	01-10-2024		
2	00049544	Harikant Turgalia	Executive Director	Member	10-06-2002		
3	09684341	Arpit Khandelwal	Non-Executive - Independent Director	Member	03-11-2022		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00047272	Parthasarathi Sarkar	Non-Executive - Independent Director	Chairperson	23-09-2022		
2	02491539	Asad Daud	Non-Executive - Non Independent Director	Member	23-09-2022		
3	09684341	Arpit Khandelwal	Non-Executive - Independent Director	Member	01-10-2024		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09684341	Arpit Khandelwal	Non-Executive - Independent Director	Chairperson	01-10-2024		
2	00049544	Harikant Turgalia	Executive Director	Member	10-06-2002		
3	02491539	Asad Daud	Non-Executive - Non Independent Director	Member	01-10-2024		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00047272	Parthasarathi Sarkar	Non-Executive - Independent Director	Chairperson	12-08-2025		
2	00049544	Harikant Turgalia	Executive Director	Member	07-02-2019		
3	09684341	Arpit Khandelwal	Non-Executive - Independent Director	Member	03-11-2022		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	18-10-2025				Yes	6	5	3
2	13-11-2025		25		Yes	6	6	3
3	24-12-2025		40		Yes	6	5	3
4		12-02-2026	49		Yes	6	4	2

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	13-11-2025				Yes	3	3	2	0
2	Stakeholders Relationship Committee	13-11-2025				Yes	3	3	1	0
3	Audit Committee	11-02-2026	89			Yes	3	3	2	0
4	Stakeholders Relationship Committee	11-02-2026				Yes	3	3	1	0

Annexure 1

V. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Alka Premkumar Gupta
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

Previous quarter Corporate Governance Report has been placed in the Board meeting dated 12th February, 2026. This quarter Corporate Governance Report will be placed in the ensuing Board Meeting.

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**I. Disclosure on website in terms of LODR Regulation****Sr**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
	As per regulation 46(2) of the LODR:			
1.1	Details of business	Yes		https://aeroflexgroup.in/who-we-are/
1.2	Memorandum of Association and Articles of Association	Yes		https://aeroflexgroup.in/investor-relations/
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		https://aeroflexgroup.in/who-we-are/
2	Terms and conditions of appointment of independent directors	Yes		https://aeroflexgroup.in/investor-relations/
3	Composition of various committees of board of directors	Yes		https://aeroflexgroup.in/who-we-are/
4	Code of conduct of board of directors and senior management personnel	Yes		https://aeroflexgroup.in/investor-relations/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://aeroflexgroup.in/investor-relations/
6	Criteria of making payments to non-executive directors	Yes		https://aeroflexgroup.in/wp-content/uploads/2024/06/Nomination-and-Remuneration-Policy.pdf
7	Policy on dealing with related party transactions	Yes		https://aeroflexgroup.in/wp-content/uploads/2025/04/Related-Party-Transaction-Policy.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://aeroflexgroup.in/wp-content/uploads/2023/03/Material-Subsidiaries-Policy.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://aeroflexgroup.in/investor-relations/
10	Email address for grievance redressal and other relevant details	Yes		https://aeroflexgroup.in/investor-relations/
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://aeroflexgroup.in/investor-relations/
12	Financial results	Yes		https://aeroflexgroup.in/investor-relations/
13	Shareholding pattern	Yes		https://aeroflexgroup.in/investor-relations/
14	Details of agreements entered into with the media companies and/or their associates	NA		

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**I. Disclosure on website in terms of LODR Regulation**

Sr			
	As per regulation 46(2) of the LODR:		
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	NA	
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	NA	
16	New name and the old name of the listed entity	Yes	https://aeroflexgroup.in/investor-relations/
17	Advertisements as per regulation 47 (1)	Yes	https://aeroflexgroup.in/investor-relations/
18	Credit rating or revision in credit rating obtained	NA	
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	https://aeroflexgroup.in/investor-relations/
20	Secretarial Compliance Report	Yes	https://aeroflexgroup.in/investor-relations/
21	Materiality Policy as per Regulation 30 (4)	Yes	https://aeroflexgroup.in/wp-content/uploads/2023/03/Policy-on-determining-materiality-of-events-and-information.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	https://aeroflexgroup.in/investor-relations/
23	Disclosures under regulation 30(8)	Yes	https://aeroflexgroup.in/investor-relations/
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA	
25	Dividend Distribution policy as per Regulation 43A(1)	NA	
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes	https://aeroflexgroup.in/investor-relations/
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	Yes	https://aeroflexgroup.in/wp-content/uploads/2024/07/ESOP-Policy.pdf
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	https://aeroflexgroup.in/investor-relations/
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	https://aeroflexgroup.in/investor-relations/

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	NA	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	NA	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	Alka Premkumar Gupta
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II

1	Name of signatory	Alka Premkumar Gupta
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details

Name of signatory	Alka Premkumar Gupta
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	28-04-2026

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					Textual Information(1)
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Assessment Unit Income Tax Department	The Company has received an Order from the Office of the Assessment Unit, Income Tax Department raising a demand of Rs. 19,85,543,- The issue pertains to under-reported income which is in consequence of misreporting under section 274 read with section 270A of the Income-tax Act,1961, pertaining to the assessment year 2023-24.	25-03-2026	The Company has received an Order from the Office of the Assessment Unit, Income Tax Department raising a demand of Rs. 19,85,543,- The issue pertains to under-reported income which is in consequence of misreporting under section 274 read with section 270A of the Income-tax Act,1961, pertaining to the assessment year 2023-24.	Considering the merits of the case, the Company intends to file appeal before the Appellate Authority within time limit prescribed under the Law. The Company is confident of a favorable outcome thereof and does not expect the said Order to have any material financial impact on the Company.
2	Assessment Unit Income Tax Department for Aeroflex Industries Limited, Subsidiary Company	The Aeroflex Industries Limited, the subsidiary Company has received an Order from the Office of the Assessment Unit, Income Tax Department Raised a demand of Rs. 41,75,88,940/-. The issue pertains to disallowance of claim of Waiver of interest on working capital Loan in onetime settlement as non-taxable under section 41 of the Income tax Act,1961, pertaining to the assessment year 2018-2019.	25-03-2026	The Aeroflex Industries Limited, the subsidiary Company has received an Order from the Office of the Assessment Unit, Income Tax Department Raised a demand of Rs. 41,75,88,940/-. The issue pertains to disallowance of claim of Waiver of interest on working capital Loan in onetime settlement as non-taxable under section 41 of the Income tax Act,1961, pertaining to the assessment year 2018-2019.	Considering the merits of the case, Aeroflex Industries Limited, the subsidiary company intends to file appeal before the Appellate Authority within time-limit prescribed under the Law and is hopeful of a favorable outcome thereof and does not expect the said Order to have any material financial impact on it.

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below: Text Block

Textual Information(1)

The Company has already made disclsoures to stock exchanges for these fines & penalties in terms of sub-para 20 of para A of Part A of Sechedule III of SEBI LODR, 2025

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Assessment Unit Income Tax Department for Aeroflex Enterprises Limited (Company)	25-03-2026	NA	Company has filed appeal on 09th April 2026 and it is pending with the appellate authority.
2	Assessment Unit Income Tax Department for Aeroflex Industries Limited, the subsidiary company	25-03-2026	NA	Aeroflex Industries Limited, the Subsidiary Company has filed an appeal on 08-04-2026 against the order

