



Date: September 21, 2024

To, Manager - Listing Compliance BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.  <b>BSE Scrip Code: 543512</b>	To, Manager - Listing Compliance National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051  <b>NSE Symbol: AVROIND</b>
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Dear Sir/Madam

**Sub: Scrutinizer's Report and Voting Results of Extraordinary General Meeting of the Company held on Saturday, September 21, 2024**

Pursuant to provisions of Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, please find attached herewith Scrutinizer report and voting results of remote e-voting and e-voting during Extra Ordinary General Meeting ("EGM") of the Company held on Saturday, September 21, 2024 at 01:00 p.m. through Video Conference/Other Audio Visual Means.

All the resolutions as set out in the Notice of EGM have been approved by Shareholders with requisite majority.

This is for your information and records.

Thanking You

Yours Faithfully

**For AVRO INDIA LIMITED**

**Sumit Bansal**  
**(Company Secretary & Compliance Officer)**  
**M.No: A42433**

Encl: As above

**AVRO INDIA LIMITED**

Registered Office: A-7/36-39, South of G.T Road Industrial Area, Electrosteel Casting Compound, Ghaziabad-201009, Uttar Pradesh

Email: support@avrofurniture.com | Website: www.avrofurniture.com | Helpline No: 9910039125

CIN: L25200UP1996PLC101013

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# **Chaturvedi & Company**

Company Secretaries

## **MGT-13**

### **Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
**Avro India Limited**  
A-7/36-39, South of G.T Road Industrial Area  
Electrosteel casting compound, Ghaziabad - 201009

Dear Sir,

**Sub: Consolidated Scrutinizer Report on Remote E-Voting and E-Voting conducted 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 by Companies (Management and Administration) Rules, 2015 for the Extraordinary General Meeting of Avro India Limited held on Saturday, September 21, 2024 at 01:00 P.M. (IST) through Video Conferencing/Other Audio Visual Means**

I, Lalit Chaturvedi, (C.P. No. 13708), Proprietor of M/s Chaturvedi & Company, Practicing Company Secretaries having my office at C 0004 Ajnara Homes 121, Sector-121, Noida-201301, Uttar Pradesh was appointed as Scrutinizer by the Board of Directors in its meeting held on August 28, 2024 pursuant to the provisions of Section 108 of the Companies Act, 2013 read with amended Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended for the purpose of scrutinizing remote e-voting process and e-voting in respect of the resolutions proposed at Extraordinary General Meeting ("EGM") of Avro India Limited ("the Company") held on the **Saturday, 21<sup>st</sup> day of September, 2024** at 01:00 P.M. (IST) through video conferencing ('VC')/ Other Audio Visual Means ('OAVM').

The Management of the Company is responsible to ensure the compliances of the Companies Act, 2013 and Rules thereof on the resolutions contained in the Notice of the EGM. My responsibilities as scrutinizer is restricted to make a scrutinizer's report of the votes cast 'For' or 'Against' the responsibilities stated in the Notice.

I submit my report as under:-

The EGM Notice was circulated to the shareholders whose email addresses are registered with Company/Depositories for convening of EGM of the Company on Saturday, September 21 2024 at 01:00 P.M. (IST) through VC/OAVM to transact the business, as set out in the EGM Notice, as stated above, in compliance with the applicable provisions of the Companies Act, 2013 and rules framed thereunder and

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**email : [chaturvediandcompanycs@gmail.com](mailto:chaturvediandcompanycs@gmail.com)**

# Chaturvedi & Company

## Company Secretaries

the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circular no. 14/2020 dated April 08, 2020, General Circular no. 17/2020 dated April 13, 2020 General Circular No. 20/2020 dated May 05, 2020, General Circular no. 2/2021 dated January 13, 2021, General Circular no. 19/2021 dated December 8, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and General Circular No 09/2023 dated September 25, 2023 (collectively referred to as “MCA Circulars”) issued by the Ministry of Corporate Affairs (“MCA”) and read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 issued by the Securities and Exchange Board of India (“SEBI”) (hereinafter referred to as “the Circulars”) permitting the Companies to hold General Meetings without the physical presence of Members at a common venue.

1. The Company has informed that on the basis of confirmation made by National Securities Depository Limited (“NSDL”), the Company had completed the dispatch of the Notice of EGM on 30<sup>th</sup> August, 2024 by email to 8551 members who had registered their email IDs with the Company/Depositories/RTAs.
2. The members of the Company holding shares as on “cut-off” date 14<sup>th</sup> September, 2024 were entitled to vote on the resolutions forming part of the Notice of EGM.
3. The company had availed the remote e-voting and e-voting facility offered by National Depository of India Limited for conducting remote e-voting/e-voting by the shareholders of the Company.
4. The remote e-voting commenced from Wednesday, September 18, 2024 (09:00 A.M. IST) and ended on Friday, September 20, 2024 (05:00 P.M. IST).
5. Members who had not casted their votes by remote e-voting were allowed to do e-voting at the EGM.
6. After the closure of E-voting at EGM, the report on voting done at the EGM and the votes cast under remote e-voting facility prior to the EGM were unblocked and counted.
7. I have scrutinized and reviewed the remote e-voting prior and e-voting during the EGM and the votes therein.
8. I now submit my consolidated report as under on the result of the remote e-voting and e-voting in respect of the following resolutions:

S.No.	Type of Resolution(s)	Particulars
1.	Ordinary Resolution	To Consider and Approve the Continuation of Directorship of Mrs. Anita Aggarwal (DIN: 00248972) as a Non-Executive Director of the Company.

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Company Secretaries

2.	Special Resolution	To Consider and Approve the issuance of Equity shares to Promoter Group and Non Promoter on a preferential basis.
3.	Special Resolution	To Consider and Approve the Issuance of Warrants to Non-Promoters on a preferential basis.

## CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH REMOTE E-VOTING PRIOR AND E-VOTING DURING THE EGM IS AS UNDER:

### SPECIAL BUSINESS:

**Resolution No. 1:** To Consider and Approve the Continuation of Directorship of Mrs. Anita Aggarwal (DIN: 00248972) as a Non-Executive Director of the Company.

Particulars	Remote e-voting		E-voting during the EGM		Consolidated Voting Results		
	No. of Members voted	No. of Shares for which votes cast	No. of Members who voted (in Person/Proxy)	No. of Shares for which Votes Cast	Total No. of Members who voted	Total No. of Shares for which Votes Cast	% of Votes to total number of valid Votes cast
<b>Total Votes received</b>	44	46991	3	59800	47	106791	100
<b>Less: Total Number of Invalid Votes</b>	0	0	0	0	0	0	0
<b>Total Number of Valid Votes</b>	44	46991	3	59800	47	106791	100
<b>Voted in Favour</b>	42	46978	3	59800	45	106778	100
<b>Voted Against</b>	2	13	0	0	2	13	100

**Resolution No. 2:** To Consider and Approve the issuance of Equity shares to Promoter Group and Non Promoter on a preferential basis.

Particulars	Remote e-voting		E-voting during the EGM		Consolidated Voting Results		
	No. of Members voted	No. of Shares for which votes cast	No. of Members who voted	No. of Shares for which Votes Cast	Total No. of Members	Total No. of Shares for which Votes Cast	% of Votes to total number
Total votes received							

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			voted (in Person/Proxy)		rs who voted		of valid Votes cast
<b>Total Votes received</b>	47	5053491	3	59800	50	5113291	100
<b>Less: Total Number of Invalid Votes</b>	0	0	0	0	0	0	0
<b>Total Number of Valid Votes</b>	47	5053491	3	59800	50	5113291	100
<b>Voted in Favour</b>	44	5052978	3	59800	47	5112778	100
<b>Voted Against</b>	3	513	0	0	3	513	100

**Resolution No. 3: To Consider and Approve the Issuance of Warrants to Non-Promoters on a preferential basis.**

Particulars	Remote e-voting		E-voting during the EGM		Consolidated Voting Results		
	No. of Members voted	No. of Shares for which votes cast	No. of Members who voted (in Person/Proxy)	No. of Shares for which Votes Cast	Total No. of Members who voted	Total No. of Shares for which Votes Cast	% of Votes to total number of valid Votes cast
<b>Total Votes received</b>	47	5053491	3	59800	50	5113291	100
<b>Less: Total Number of Invalid Votes</b>	0	0	0	0	0	0	0
<b>Total Number of Valid Votes</b>	47	5053491	3	59800	50	5113291	100
<b>Voted in Favour</b>	45	5053478	3	59800	48	5113278	100
<b>Voted Against</b>	2	13	0	0	2	13	100

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# **Chaturvedi & Company**

Company Secretaries

Based on the above voting, all resolutions carried on with requisite majority, accordingly request the person authorized by chairman, to announce the results of the meeting.

All relevant records of voting will remain in my custody until the Chairman considered, approves and sign the minutes of the EGM and the same shall be handed thereafter to the Chairman.

Thanking You,

Yours Sincerely,

**For Chaturvedi and Company,  
Practicing Company Secretaries**

LALIT  
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Digitally signed by  
LALIT CHATURVEDI  
Date: 2024.09.21  
18:12:57 +05'30'

**Lalit Chaturvedi**  
**Membership No.**  
**C.P. No.: 13708**  
**UDIN: F005961F001280135**

**Date: 21.09.2024**  
**Place: Noida**

**Countersigned by  
For Avro India Limited**

**Sumit Bansal**  
**(Company Secretary & Compliance Officer)**  
**Membership No: A42433**



<b>Public Institutions</b>	Remote E-Voting	5431	0	0	0	0	0	0
	Poll (Through E-Voting)		0	0	0	0	0	0
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5431	0	0	0	0	0	0
<b>Public Non-Institutions</b>	Remote E-Voting	2982969	46991	1.58	46978	13	99.97	0.03
	Poll (Through E-Voting)		59800	2.00	59800	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	2982969	106791	3.58	106778	13	99.99	0.01
<b>Total</b>		<b>10087400</b>	<b>106791</b>	<b>1.06</b>	<b>106778</b>	<b>13</b>	<b>1.06</b>	<b>0.00</b>
<b>Whether resolution is passed or not</b>							<b>Yes</b>	

<b>Resolution Number</b>			2					
<b>Resolution required: (Ordinary/Special)</b>			Special Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution</b>			Yes					
<b>Description of Resolution concerned</b>			To Consider and Approve the Issuance of Equity Shares to Promoter Group and Non-Promoter on a preferential basis.					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes Against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	Remote E-Voting	7099000	5006500	70.52	5006500	0	100	0
	Poll (Through E-Voting)		0	0	0	0	0	0
	Postal Ballot (If applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	7099000	5006500	70.52	5006500	0	0	0
<b>Public Institutions</b>	Remote E-Voting	5431	0	0	0	0	0	0
	Poll (Through E-Voting)		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5431	0	0	0	0	0	0
<b>Public Non-Institutions</b>	Remote E-Voting	2982969	46991	1.58	46478	513	98.91	1.09
	Poll (Through E-Voting)		59800	2.00	59800	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	2982969	106791	3.58	106278	513	99.52	0.48
<b>Total</b>		<b>10087400</b>	<b>5113291</b>	<b>50.69</b>	<b>5112778</b>	<b>513</b>	<b>99.99</b>	<b>0.01</b>
<b>Whether resolution is passed or not</b>							<b>Yes</b>	



<b>Resolution Number</b>			3					
<b>Resolution required: (Ordinary/Special)</b>			Special Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution</b>			No					
<b>Description of Resolution concerned</b>			To Consider and Approve the Issuance of Warrants to Non-Promoters on a preferential basis					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes Against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/2]]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	Remote E-Voting	7099000	5006500	70.52	5006500	0	100	0
	Poll (Through E-Voting)		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	7099000	5006500	70.52	5006500	0	100	0
<b>Public Institutions</b>	Remote E-Voting	5431	0	0	0	0	0	0
	Poll (Through E-Voting)		0	0	0	0	0	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	5431	0	0	0	0	0	0
<b>Public Non-Institutions</b>	Remote E-Voting	2982969	46991	1.58	46978	13	99.97	0.03
	Poll (Through E-Voting)		59800	2.00	59800	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	2982969	106791	3.58	106778	13	99.99	0.01
<b>Total</b>		<b>10087400</b>	<b>5113291</b>	<b>50.69</b>	<b>5113278</b>	<b>13</b>	<b>100.00</b>	<b>0.00</b>
<b>Whether resolution is passed or not</b>							<b>Yes</b>	