



Commitment to Excellence

July 05, 2024

To, The General Manager, Department of Corporate Services, BSE Limited, P.J. Towers, Dalal Street, Mumbai – 400001 Company Code No.: 543972	To, The Listing Department. National Stock Exchange of India Limited Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E), Mumbai – 400 051 Trading Symbol: AEROFLEX
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Sub: Proceedings of the 30th Annual General Meeting (AGM) held on Friday, July 05, 2024.

Dear Sir/Madam,

This is to inform you that the 30th Annual General Meeting (AGM) of the Company was held today i.e., Friday, July 05, 2024 at 11:05 a.m. conducted through Video Conferencing/Other Audio-Visual Means and concluded at 11:48 a.m. and e-voting was closed at 12.03 p.m.

In this regard, please find enclosed herewith the proceedings of the 30th Annual General Meeting (AGM) pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure A**.

This will also be hosted on the Company's website: <https://www.aeroflexindia.com/>

You are requested to kindly take above information on your records.

Thanking You,

Yours faithfully

For Aeroflex Industries Limited

Kinjal Shah
Company Secretary & Compliance Officer
M No.: A58678

Encl.: As above

Aeroflex Industries Limited

Business Office & Factory

Plot No: 41 & 42/13, 14, 18, Village: Chal, Near Taloja M.I.D.C.,

Post: Ghot Camp, Tal: Panvel, Dist: Raigad,

Maharashtra - 410 208 India

Phone: +91 22 6146 7100 (100 Lines), Fax: +91 22 6146 7136

Email: info@aeroflexindia.com, Website: www.aeroflexindia.com

CIN: U24110MH1993PLC074576



Govt. of India Recognised Export House



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Annexure A

PROCEEDINGS OF 30TH ANNUAL GENERAL MEETING OF THE MEMBERS OF AEROFLEX INDUSTRIES LIMITED HELD ON FRIDAY, JULY 05, 2024

The 30th Annual General Meeting (AGM) of the Members of Aeroflex Industries Limited (“the Company”) was held on Friday, July 05, 2024, through Video Conference /Other Audio-Visual Means in compliance with the General Circulars issued by the Ministry of Corporate Affairs (“MCA”) and issued by the Securities and Exchange Board of India (“SEBI”) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder. The AGM commenced at 11:05 a.m. and was concluded at 11:48 a.m. and e-voting was closed at 12.03 p.m.

KMP and Directors present through VC

Sr. No	Names	Designation
1	Mr. Asad Daud	Chairman and Managing Director and Chairman of Corporate Social Responsibility Committee
2	Mr. Mustafa Abid Kachwala	Whole Time Director & CFO
3	Mr. Harikant Turgalia	Non-Executive Director and Chairman of Stakeholders Relationship Committee
4	Mr. Ramesh Chandra Soni	Independent Director and Chairman of Audit Committee and Nomination & Remuneration Committee
5	Mr. Arpit Khandelwal	Independent Director
6	Ms. Shilpa Bhatia	Independent Director
7	Ms. Kinjal Shah	Company Secretary & Compliance Officer

Invitees present through VC

Sr. No	Names	Designation
1.	Ms. Priyanka Jaju	Statutory Auditor, Shweta Jain & Co.
2.	Mr. Dinesh Jain	Internal Auditor, D.M Jain & Co.
3.	Dr. S.K Jain	Secretarial Auditor & Scrutinizer, Proprietor of S. K. Jain & Co

Members present through Video Conference /Other Audio-Visual Means:

Promoter and Promoter Group	Public	Total
2	42	44

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Introduction

The Company Secretary extended a warm welcome to everyone present at the 30th AGM of the Company. She then introduced the Directors, Key Managerial Personnel, Statutory Auditor, Internal Auditor, Secretarial Auditors and the Scrutinizer.

The Meeting was Chaired by Mr. Asad Daud, Managing Director of the Company and he welcomed all the shareholders to the 30th AGM of the Company. Requisite quorum being present, he called the meeting in order.

The Chairman informed the members that the Notice and the Annual Report containing the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2024 along with Board of Directors' Report and Auditors' Report with relevant annexures had already been circulated to the members and with the permission of the members present, the notice of the AGM was taken as read.

He further informed that The Auditors' Report and the Secretarial Audit Report do not contain any qualification, observation or disclaimer, it was not required to be read.

Mr. Asad Daud then addressed the shareholders and delivered his speech. The Chairman apprised the shareholders about the progress & achievements of the Company during the last financial year 2023-24 and future plans of the Company.

He then requested Ms. Kinjal Shah, Company Secretary and Compliance Officer to make announcements for the smooth conduct of the meeting.

The Company Secretary *inter-alia* informed the members that:

1. This AGM was being conducted through Video Conference /Other Audio-Visual Means in accordance with the relevant circulars issued by the MCA and SEBI.
2. The Register of Directors and Key Managerial Personnel and their Shareholding and Register of Contracts or Arrangements in which the directors are interested as maintained under Sections 170 and 189 of the Companies Act, 2013 respectively and other documents were made available for inspection to the members, who had requested.
3. The remote e-voting period commenced on Tuesday, July 02, 2024 at 9:00 a.m. and ended on Thursday, July 04, 2024 at 5:00 p.m. The voting rights were reckoned on the shares held as on the cut-off date i.e., June 28, 2024.
4. E-voting facility was also made available during the AGM for members who had not exercised their vote through the remote e-voting facility, and was open up to 15 minutes from the conclusion of the meeting.

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5. The Company had appointed Dr. S.K Jain, Proprietor of S. K. Jain & Co., as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting during the AGM in a fair and transparent manner.

Thereafter, brief on the following resolutions as set out in the Notice of the 30th AGM were read out by the Company Secretary:

ITEM NO	AGENDA ITEMS	TYPE OF RESOLUTION
ORDINARY BUSINESS		
1	To receive, consider and adopt: a. the Standalone Audited Financial Statement of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon; and b. the Consolidated Audited Financial Statement of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors thereon.	Ordinary
2	To declare a Final Dividend on Equity Shares for the financial year ended March 31, 2024.	Ordinary
3	To appoint a director in place of Mr. Mustafa Abid Kachwala (DIN: 03124453), who retires by rotation and being eligible, offered himself for re-appointment as a director.	Ordinary
SPECIAL BUSINESS		
4	To re-appoint Mr. Ramesh Chandra Soni (DIN: 00049497) as an Independent Director of the Company	Special
5	Approval of Aeroflex Industries Limited Employee Stock Options Plan 2024 (“ESOP 2024”) for employees of the Company	Special
6	Aeroflex Industries Limited Employee Stock Options Plan 2024 (ESOP 2024) for the Employees of existing and future Subsidiary Company/ies	Special

Members who had registered themselves as speakers were then invited to ask questions or seek clarifications or express their views, from the management. The management responded to the queries of the shareholders and provided clarifications suitably.

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After the Q&A session, the Chairman thanked the shareholders for attending the AGM and concluded the proceedings of the AGM. He then requested the Company Secretary to make necessary announcements with regard to e-voting.

She announced that that the result of the e-voting and consolidated Scrutinizer's Report will be declared within two working days and shall be disseminated to the Stock Exchanges and shall also be placed on the website of the Company and the website of CDSL immediately after the declaration of results.

The e-voting facility was available to the shareholders for the next 15 minutes. The meeting concluded on expiry of the said 15 minutes.

Post completion of the Annual General Meeting and after scrutiny of votes, the Scrutinizer submitted his Report. As per the report submitted by the Scrutinizer considering the consolidated results of the remote e-voting held prior and e-voting during the AGM, all resolutions (Ordinary and Special) embodied in the Notice of Annual General Meeting dated June 03, 2024 were passed with requisite majority.

The meeting concluded with a vote of thanks to the Chair.

Thanking you

For Aeroflex Industries Limited

Kinjal Shah
Company Secretary & Compliance Officer
M No.: A58678

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