



Date: January 19, 2025

To, Manager - Listing Compliance BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. BSE Scrip Code: 543512	To, Manager - Listing Compliance National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 NSE Symbol: AVROIND
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Sub: Summary Proceedings of Extra Ordinary General Meeting of the Company held on Sunday, January 19, 2025 at 01:00 p.m. through Video Conference/Other Audio Visual means

Dear Sir/Madam

We hereby inform you that the Extraordinary General Meeting (“EGM”) of the Company was held on Sunday, January 19, 2025 at 01:00 p.m. (IST) through Video Conference/Other Audio-Visual means to transact the business as stated in the notice dated December 27, 2024, convening the EGM.

In this regard, please find enclosed herewith summary of proceedings of the EGM of the Company as per Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records.

Thanking You,

For Avro India Limited

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

Encl: A/a

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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SUMMARY OF THE PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF AVRO INDIA LIMITED HELD ON SUNDAY, JANUARY 19, 2025, COMMENCED AT 01:00 P.M. AND CONCLUDED AT 01:27 P.M. THROUGH VIDEO CONFERENCE (“VC”)/OTHER AUDIO-VISUAL MEANS (“OAVM”)

The Extraordinary General Meeting (“EGM”) of Avro India Limited (“the Company”) was held on Sunday, January 19, 2025 at 01:00 p.m. through Video Conference (“VC”)/Other Audio Visual Means (“OAVM”), in compliance with General Circular No. 14/2020 dated 08th April, 2020; 17/2020 dated April 13, 2020; 20/2020 dated May 05, 2020; 02/2021 dated January 13/2021; 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021; 2/2022 dated May 05, 2022; 10/2022 dated December 28, 2022; 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 respectively issued by the Ministry of Corporate Affairs (“MCA”) (hereinafter referred to as “MCA Circulars”) and Circular Nos. SEBI/HO/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023; SEBI Master circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and other applicable circulars issued by Securities and Exchange Board of India (“SEBI”) (hereinafter collectively referred to as “SEBI Circulars”) and provisions of the Companies Act, 2013.

Directors in attendance through VC

Mr. Sushil Kumar Aggarwal	-Chairman & WholeTime Director
Mr. Sahil Aggarwal	-Managing Director
Mr. Nikhil Aggarwal	-WholeTime Director
Mrs. Richa Kalra	-Independent Director
Mr. Sushil Kumar Goyal	-Independent Director
Mr. Pawan Dixit	-Independent Director
Mr. Mukul Jain	-Independent Director
Mr. Sunil Duggal	-Independent Director
Mrs. Anita Aggarwal	-Non-Executive Director

In Attendance:

Mr. Sumit Bansal	-Company Secretary & Compliance Officer
Mr. Ghanshyam Singh	-Chief Financial Officer

Secretarial Auditor -Mr. Lalit Chaturvedi, Proprietor M/s Chaturvedi & Company

Members Present

34 members attended the meeting through VC.

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Mr. Sumit Bansal, Company Secretary & Compliance Officer welcomed the members to the EGM. It was informed that the notice of the EGM held through VC/OAVM was sent through electronic mode to all shareholders on Saturday, December 28, 2024 by Registrar and Share Transfer Agent i.e. MAS Services Limited, whose email ids were registered with the Company and the Depositories on cut-off date. It was mentioned that pursuant to MCA Circulars, the facility to join the meeting through VC/OAVM was provided to all the shareholders of the Company on first come first serve basis. As the meeting was conducted through VC/OAVM, hence, the attendance through proxy was not allowed and accordingly has not been provided.

The Company Secretary also informed that pursuant to provisions of Articles of Association of the Company, the Chairman of the Board took the chair. Upon confirmation for the requisite quorum being present, the Chairman called the meeting to order. He welcomed the members to the Extraordinary General Meeting conducted through VC/OAVM and thanked all the participants.

The Chairman introduced the Directors of the Company who attended the EGM from their respective locations including the Chairperson of the Committees of the Board, Chief Financial Officer, Company Secretary, and Secretarial Auditor. As the requisite quorum was present, he called the meeting to order.

He further stated that the statutory registers and other documents were available for inspection by members as per the process mentioned in the EGM Notice.

With the consent of the shareholders, the Notice convening the EGM was taken as read.

Mr. Sushil Kumar Aggarwal read out the agendas as set out in the Notice of the EGM for Shareholder's approval.

The following businesses as per the Notice of EGM were transacted:

S.No.	Particulars	Type of Resolution
1.	To Approve the issuance of equity shares to Non-Promoters on a preferential basis.	Special
2.	To Consider and Approve the Issuance of warrants to promoter group on a preferential basis.	Special

Mr. Sumit Bansal informed the members that in compliance with provisions of the Companies Act, 2013 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the members to exercise their vote in respect of business proposed in the notice of EGM through National Securities Depositories Limited. The remote e-voting commenced on Thursday, January 16, 2025 at 09:00 am IST and ended on Saturday, January 18, 2025 at 5:00 pm IST. The Cut-off date for remote e-voting and e-voting at meeting was January 12, 2025. The members who had not exercised their vote through remote e-voting were requested to cast their vote at EGM through electronic means. He further informed that shareholders who have voted through remote e-voting were not allowed to vote at the meeting. The e-voting facility was kept active for two hours after the conclusion of the EGM.

He further informed that Mr. Lalit Chaturvedi, proprietor of Chaturvedi & Company, Practising Company Secretary was appointed as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting done during the EGM in a fair and transparent manner.

Thereafter, Company Secretary invited speaker shareholders, who had done prior registrations, to speak and ask questions and in regard to this, suitable clarifications were provided to them.

Mr. Sushil Kumar Aggarwal, Chairman thanked the Board of Directors, Key Managerial person, members, Auditors and others for joining the meeting through VC/OAVM.

He informed that voting results will be declared within two days of conclusion of Extraordinary General Meeting. The Voting Results along with Scrutinizers report will be intimated to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed and shall be placed on the Company's website www.avrofurniture.com and on the website of NSDL. He then authorized Mr. Sumit Bansal, Company Secretary and Compliance Officer of the Company to declare the consolidated voting results, which will be submitted to the Stock Exchanges.

Based on Scrutinizer report dated January 19, 2025, all resolutions set out in notice of EGM were passed with requisite majority.

The Chairman concluded the proceedings of the meeting after thanking all the members of the Company. Mr. Sumit Bansal placed a vote of thanks to the Chairman. The Meeting was concluded at 01:27 pm and e-voting at meeting was concluded at 03:27 pm.

This is for your information and records.

Thanking You,
Yours faithfully

For Avro India Limited

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



Date: January 19, 2025

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

Sub: Scrutinizer's Report and Voting Results of Extraordinary General Meeting of the Company held on Sunday, January 19, 2025

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 Sunday, January 19, 2025 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

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Chaturvedi & Company
Company Secretaries

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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 Sunday, January 19, 2025 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 December 27, 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 **Sunday, 19th day of January, 2025** 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 Sunday, January 19, 2025 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

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; 09/2023 dated September 25, 2023 and General Circular No 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs ("MCA") and read with SEBI Circular No. SEBI/HO/CFD/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 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 Registrar & Share Transfer Agent i.e. MAS Services Limited, the Company had completed the dispatch of the Notice of EGM on 28th December, 2024 by email to 7080 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 12th January, 2025 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 Thursday, January 16, 2025 (09:00 A.M. IST) and ended on Saturday, January 18, 2025 (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.	Special Resolution	To Approve the issuance of equity shares to Non-Promoters on a preferential basis.

Office : C 0004 ,Ajnara Homes 121, Sector 121, Noida UP 201301 Mobile 9999990597

email : chaturvediandcompanycs@gmail.com

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Company Secretaries

2.	Special Resolution	To Consider and Approve the issuance of warrants to Promoter Group on a preferential basis.
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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 Approve the issuance of equity shares 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
Total Votes received	24	5302354	5	16404	29	5318758	100
Less: Total Number of Invalid Votes	0	0	0	0	0	0	0
Total Number of Valid Votes	24	5302354	5	16404	29	5318758	100
Voted in Favour	24	5302354	4	16403	28	5318757	100
Voted Against	0	0	1	1	1	1	100

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Resolution No. 2: To Consider and Approve the Issuance of Warrants to Promoter Group 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
Total Votes received	24	5302354	5	16404	29	5318758	100
Less: Total Number of Invalid Votes	0	0	0	0	0	0	0
Total Number of Valid Votes	24	5302354	5	16404	29	5318758	100
Voted in Favour	24	5302354	4	16403	28	5318757	100
Voted Against	0	0	1	1	1	1	100

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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
CHATURVEDI

Digitally signed by
LALIT CHATURVEDI
Date: 2025.01.19
19:23:48 +05'30'

Lalit Chaturvedi
Membership No.5961
C.P. No · 12708
UDIN: F005961F003727723

Date: 19.01.2025

Place: Noida

**Countersigned by
For Avro India Limited**

SUMIT BANSAL

Digitally signed by SUMIT
BANSAL
Date: 2025.01.19 22:22:37
+05'30'

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

General information about company	
Scrip code	543512
NSE Symbol	AVROIND
MSEI Symbol	NOTLISTED
ISIN	INE652Z01017
Name of the company	AVRO INDIA LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	19-01-2025
Start time of the meeting	01:00 PM
End time of the meeting	01:27 PM

Scrutinizer Details	
Name of the Scrutinizer	Lalit Chaturvedi
Firms Name	Chaturvedi & Company
Qualification	CS
Membership Number	5961
Date of Board Meeting in which appointed	27-12-2024
Date of Issuance of Report to the company	19-01-2025

Voting results	
Record date	12-01-2025
Total number of shareholders on record date	7111
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	30
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Approve the issuance of equity shares to Non-Promoters on a Preferential basis				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7197232	5297939	73.6108	5297939	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7197232	5297939	73.6108	5297939	0	100	0
Public- Institutions	E-Voting	18	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	18	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3538480	4415	0.1248	4415	0	100	0
	Poll		16404	0.4636	16403	1	99.9939	0.0061
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3538480	20819	0.5884	20818	1	99.9952	0.0048
Total		10735730	5318758	49.5426	5318757	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Consider and Approve the issuance of Warrants to Promoter Group on a preferential basis.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7197232	5297939	73.6108	5297939	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	7197232	5297939	73.6108	5297939	0	100	0
Public- Institutions	E-Voting	18	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	18	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3538480	4415	0.1248	4415	0	100	0
	Poll		16404	0.4636	16403	1	99.9939	0.0061
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3538480	20819	0.5884	20818	1	99.9952	0.0048
Total		10735730	5318758	49.5426	5318757	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

