



BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

December 21, 2023

To, BSE Limited ("BSE"), Corporate Relationship Department, 2 nd Floor, New Trading Ring, P.J. Towers, Dalal Street, Mumbai – 400 001.	To, National Stock Exchange of India Limited ("NSE"), "Exchange Plaza", 5 th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex Bandra (East), Mumbai – 400 051.
BSE Scrip Code: 517421	NSE Symbol: BUTTERFLY
ISIN: INE29501017	ISIN: INE29501017
Our Reference: 104/2023-24	Our Reference: 104/2023-24

Dear Sir/Madam,

Sub: Result of Postal Ballot and submission of Voting Results under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015")

This is further to our letter dated November 20, 2023, forwarding a copy of our postal ballot notice.

The Postal Ballot was conducted by the Company pursuant to Section 110 of the Companies Act, 2013, as amended, for obtaining approval of Members on the resolution, as stated in the said notice.

We wish to inform you that Ms. Alifya Sapatwala (ACS-24091), Partner, M/s. Mehta & Mehta, Practicing Company Secretaries, Scrutinizer appointed for conducting the postal ballot process, has submitted her report to the Managing Director of the Company and the result of the postal ballot has been announced by the Managing Director today, i.e. December 21, 2023. The Scrutinizer's report is placed on the Company's website at www.butterflyindia.com.

As per the Scrutinizer's report, the resolution has been passed by the members with the requisite majority.

We enclose a copy of the Scrutinizer's report and a statement containing details of voting results in the prescribed format pursuant to Regulation 44(3) of the SEBI Listing Regulations, 2015.

You are requested to kindly take the above information on your record.

Thanking you,
For Butterfly Gandhimathi Appliances Limited

Sriram Rangarajan
Managing Director
DIN: 09550640

Encl: a/a

Regd. office : 143.Pudupakkam Village, Vandalur-Kelambakkam Road, Kelambakkam - Pin 603 103,
Chengalpattu District, Phone : +91-44-47415500 CIN No : L28931TN1986PLC012728.
E-mail : gmal@butterflyindia.com, Web : www.butterflyindia.com

Corporate office : E-34, 2nd Floor, Egattur Village, Rajiv Gandhi Salai, Navalur - 600130, Chengalpattu District.
Phone : 044-49005100 E-mail : butterflyho@butterflyindia.com,



BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

	Butterfly Gandhimathi Appliances Limited
Date of the AGM/EGM/Postal Ballot	Postal Ballot Notice dated November 18, 2023 Voting period: Wednesday, November 22, 2023 (9.00 A.M. IST) till Thursday, December 21, 2023 (5.00 P.M. IST)
Total number of shareholders on record date	19,774
No. of shareholders present in the meeting either in person or through proxy:	Not applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	Not applicable
Promoters and Promoter Group:	
Public:	

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Kaleeswaran Arunachalam (DIN: 07625839) as a Non-Executive NonIndependent Director of the Company				
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	13409663	13409663	100.0000	13409663	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13409663	13409663	100.0000	13409663	0	100.0000
Public-Institutions	E-Voting	1158716	1156071	99.7717	1155865	206	99.9822	0.0178
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1158716	1156071	99.7717	1155865	206	99.9822
Public- Non Institutions	E-Voting	3311172	286345	8.6478	286131	214	99.9253	0.0747
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3311172	286345	8.6478	286131	214	99.9253
Total		17879551	14852079	83.0674	14851659	420	99.9972	0.0028
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

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BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Nithiyandam Anandkumar (DIN:10381096) as a Non-Executive Non-Independent Director of the Company				
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	13409663	13409663	100.0000	13409663	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13409663	13409663	100.0000	13409663	0	100.0000
Public-Institutions	E-Voting	1158716	1156071	99.7717	1155865	206	99.9822	0.0178
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1158716	1156071	99.7717	1155865	206	99.9822
Public- Non Institutions	E-Voting	3311172	286380	8.6489	286164	216	99.9246	0.0754
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3311172	286380	8.6489	286164	216	99.9246
Total		17879551	14852114	83.0676	14851692	422	99.9972	0.0028
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Phone : 044-49005100 E-mail : butterflyho@butterflyindia.com,

COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI - 400 018
TEL : +91-22-6611 9696. • E-mail: dipti@mehta-mehta.com • Visit us : www.mehta-mehta.com

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Scrutinizer's Report

*[Pursuant to Section 108 & 110 of the Companies Act, 2013 and
Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]*

To,
The Chairman
Butterfly Gandhimathi Appliances Limited
143, Pudupakkam Village Kelambakkam,
Kancheepuram District,
Tamil Nadu- 603 103, India

Sub: Scrutinizer's Report on voting through E-voting for Postal Ballot.

Dear Sir,

I, Alifya Sapatwala Partner, M/s. Mehta & Mehta, Practicing Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of **Butterfly Gandhimathi Appliances Limited ("the Company")** for the purpose of conducting the Postal Ballot through remote e-voting process carried out by the Company as per Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020 and the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021 and the General Circular No. 20/2021 dated December 8, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 29, 2023 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India on the resolutions as mentioned in the Notice of Postal Ballot dated Saturday, November 18, 2023, in a fair and transparent manner and do hereby submit the report as under:



1. The Notice of Postal Ballot ("Notice") was sent to the members of the Company vide e-mail on Monday, November 20, 2023.
2. The remote e-voting period commenced on Wednesday, November 22, 2023 (09:00 a.m. IST) and ended on Thursday, December 21, 2023 (05:00 p.m. IST).
3. The remote e-voting facility was provided by National Securities Depository Limited ("NSDL").
4. The Notice of Postal Ballot was sent in electronic form only to all the shareholders whose names appear in the Register of Members / List of Beneficial Owners as received from Company/National Securities Depository Limited ("NSDL")/ Central Depository Services (India) Limited ('CDSL') and whose e-mail addresses are registered with the Company/Depository.
5. The hard copies of the Notice along with Postal Ballot forms and pre-paid business envelope were not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the Members took place through the remote e-voting system only.
6. The Members of the Company holding shares as on the "cut off" date i.e., Friday, November 17, 2023, were entitled to vote on the proposed resolutions.
7. The register, in accordance with Rule 20(4)(xiv) and Rule 22(10) of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.
8. The result of the scrutiny of the above postal ballot through remote e-voting in respect of passing of resolutions contained in the Notice dated Saturday, November 18, 2023 is as under:

ALIFYA
YUSUF
SAPATWALA
A

Digitally signed
by ALIFYA YUSUF
SAPATWALA
Date: 2023.12.21
18:44:14 +05'30'



A. Ordinary Resolution – Appointment of Mr. Kaleeswaran Arunachalam (DIN: 07625839) as a Non-Executive Non-Independent Director of the Company.

Votes in favour of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
105	1,48,51,659	99.9972

Votes against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
7	420	0.0028

Invalid/Abstained votes:

Total number of members whose votes were declared invalid/abstained	Total number of votes cast by them
0	0

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

B. Ordinary Resolution – Appointment of Mr. Nithiyandam Anandkumar (DIN:10381096) as a Non-Executive Non-Independent Director of the Company

Votes in favour of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
106	1,48,51,692	99.9972

Votes against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
7	422	0.0028



Invalid/Abstained votes:

Total number of members whose votes were declared invalid/abstained	Total number of votes cast by them
0	0

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Thanking You,

**For Mehta & Mehta
Company Secretaries**

ALIFYA
YUSUF
SAPATWALA

Digitally signed by
ALIFYA YUSUF
SAPATWALA
Date: 2023.12.21
18:44:59 +05'30'



Alifya Sapatwala

Scrutinizer

ACS No: 24091

CP No: 24895

UDIN: A024091E003007093

Place: Mumbai

Date: December 21, 2023

Countersigned by

RANGARAJ
AN SRIRAM

Digitally signed by
RANGARAJAN
SRIRAM
Date: 2023.12.21
19:09:59 +05'30'

Rangarajan Sriram

Managing Director

DIN: 09550640

Butterfly Gandhimathi Appliances Limited

Place: Mumbai

Date: December 21, 2023