

Date: October 01, 2023

To  
The Manager-Listing  
**National Stock Exchange of India Ltd,**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai-400051

To  
The Manager-Listing  
**BSE Limited**  
Phirozee Jeejeebhoy Towers  
Dalal Street,  
Mumbai-400051

**NSE Symbol: AVROIND**

**BSE Scrip Code: 543512**

**Sub: Submission of Voting Results and Scrutinizer's Report under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of 27<sup>th</sup> Annual General Meeting of Company held on Saturday, September 30, 2023.**

Dear Sir/Madam

Pursuant to Regulation 44(3) of SEBI (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 enclosed herewith the details of Voting Results and Scrutinizer's Report on remote e-voting and e-voting held at 27<sup>th</sup> Annual General Meeting of the Company held on Saturday, September 30, 2023 through Video Conference (VC)/ Other Audio-Visual Means (OAVM).

All resolutions as set out in the Notice of said AGM were duly approved by the 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)**  
**Membership No: A42433**

Encl: A/a

**AVRO INDIA LIMITED**

(Formerly known as AVON MOLDPLAST LIMITED)

Registered Office: A-7/36-39, South of GT Road, Indl. Area (Opp.Rathi Udyog Ltd.),Ghaziabad- 201009 (UP), India

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

CIN: L25200UP1996PLC101013



# **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 27<sup>th</sup> Annual General Meeting of Avro India Limited held on Saturday, September 30, 2023 at 11:00 A.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 30, 2023 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 27<sup>th</sup> Annual General Meeting (“AGM”) of Avro India Limited (“the Company”) held on the **Saturday, 30<sup>th</sup> day of September, 2023** at 11:00 A.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 AGM. 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 AGM Notice was circulated to the shareholders whose email addresses are registered with Company/Depositories for convening of AGM of the Company on Saturday, September 30, 2023 at 11:00 A.M. (IST) through VC/OAVM to transact the business, as set out in the AGM Notice, as stated above,

Office : C 0004 ,Ajnara Homes 121, Sector 121, Noida UP 201301 Mobile 9999990597  
email : [chaturvediandcompanycs@gmail.com](mailto:chaturvediandcompanycs@gmail.com)

# Chaturvedi & Company

## Company Secretaries

in compliance with the applicable provisions of the Companies Act, 2013 and rules framed thereunder and 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 and 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 and General Circular No. 10/2022 dated December 28, 2022 (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 27<sup>th</sup> AGM on 08<sup>th</sup> September, 2023 by email to 6565 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 23<sup>rd</sup> September, 2023 were entitled to vote on the resolutions forming part of the Notice of AGM.
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 27, 2023 (09:00 A.M. IST) and ended on Friday, September 29, 2023 (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 AGM.
6. After the closure of E-voting at AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.
7. I have scrutinized and reviewed the remote e-voting prior and e-voting during the AGM 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 receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup>

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Company Secretaries

		March, 2023 together with the Reports of Board of Directors and Auditors thereon.
2.	Ordinary Resolution	To Appoint Mr. Sushil Kumar Aggarwal (DIN: 00248707), Whole Time Director, who retires by rotation and being eligible offers himself for re-appointment.
3.	Ordinary Resolution	To Reappoint M/s S A A R K AND CO as a Statutory Auditor of the Company.
4.	Special Resolution	To Increase the Authorized Share Capital of the Company and amend the Capital Clause in the Memorandum of Association of the Company.

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

**ORDINARY BUSINESS:**

**Resolution No. 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2023 together with the Reports of Board of Directors and Auditors thereon.**

Particulars	Remote e-voting		E-voting during the AGM		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>	45	5400356	1	17400	46	5417756	100
<b>Less: Total Number of Invalid Votes</b>	0	0	0	0	0	0	0
<b>Total Number of Valid Votes</b>	45	5400356	1	17400	46	5417756	100
<b>Voted in Favour</b>	44	5400355	1	17400	45	5417755	
<b>Voted Against</b>	1	1	0	0	1	1	

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Company Secretaries

**Resolution No. 2: To appoint Mr. Sushil Kumar Aggarwal (DIN: 00248707), Whole Time Director, who retires by rotation and being eligible offers himself for re-appointment:**

Particulars	Remote e-voting		E-voting during the AGM		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>	40	161356	1	17400	41	178756	100
<b>Less: Total Number of Invalid Votes</b>	0	0	0	0	0	0	
<b>Total Number of Valid Votes</b>	40	161356	1	17400	41	178756	100
<b>Voted in Favour</b>	39	161355	1	17400	40	178755	
<b>Voted Against</b>	1	1	0	0	1	1	

**Resolution No. 3: To Reappoint M/s S A A R K AND CO as a Statutory Auditor of the Company.**

Particulars	Remote e-voting		E-voting during the AGM		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>	45	5400356	1	17400	46	5417756	100
<b>Less: Total Number of</b>	0	0	0	0	0	0	

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Invalid Votes							
<b>Total Number of Valid Votes</b>	45	5400356	1	17400	46	5417756	100
<b>Voted in Favour</b>	44	5400355	1	17400	45	5417755	
<b>Voted Against</b>	1	1	0	0	1	1	

## SPECIAL BUSINESS:

**Resolution No. 4: To Increase the Authorized Share Capital of the Company and amend the Capital Clause in the Memorandum of Association of the Company.**

Particulars	Remote e-voting		E-voting during the AGM		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>	45	5400356	1	17400	46	5417756	100
<b>Less: Total Number of Invalid Votes</b>	0	0	0	0	0	0	
<b>Total Number of Valid Votes</b>	45	5400356	1	17400	46	5417756	100
<b>Voted in Favour</b>	44	5400355	1	17400	45	5417755	
<b>Voted Against</b>	1	1	0	0	1	1	

Based on the above voting, all resolutions carried on with requisite majority, accordingly I request the Chairman of the 27<sup>th</sup> AGM or person authorized by him, to announce the results of the meeting.

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# **Chaturvedi & Company**

Company Secretaries

All relevant records of voting will remain in my custody until the Chairperson considered, approves and sign the minutes of the 27<sup>th</sup> AGM 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: 2023.10.01  
15:29:17 +05'30'

**Lalit Chaturvedi**

**Membership No.F5961**

**C.P. No.: 13708**

**UDIN: F005961E001150302**

**Date: 01.10.2023**

**Place: Noida**

**Countersigned by  
For Avro India Limited**

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





	Total	7099000	5239000	73.7991	5239000	0	100	0
<b>Public Institutions</b>	Remote E-Voting	0	0	0	0	0	0	0
	Poll (Through E-Voting)		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
<b>Public Non-Institutions</b>	Remote E-Voting	2988400	161356	5.3994	161355	1	99.9994	0.0006
	Poll (Through E-Voting)		17400	0.5823	17400	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	2988400	178756	5.9817	178755	1	99.9994	0.0006
<b>Total</b>		<b>10087400</b>	<b>5417756</b>	<b>53.7082</b>	<b>5417755</b>	<b>1</b>	<b>100</b>	<b>0</b>
<b>Whether resolution is passed or not</b>							<b>Yes</b>	

<b>Resolution Number</b>			2					
<b>Resolution required: (Ordinary/Special)</b>			Ordinary Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution</b>			Yes					
<b>Description of Resolution concerned</b>			To Appoint Mr. Sushil Kumar Aggarwal (DIN: 00248707), Whole Time Director, who retires by rotation and being eligible offers himself for re-appointment					
<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	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	7099000	0	0	0	0	0	0
<b>Public Institutions</b>	Remote E-Voting	0	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	0	0	0	0	0	0	0
<b>Public Non-Institutions</b>	Remote E-Voting	2988400	161356	5.3994	161355	1	99.9994	0.0006
	Poll (Through E-Voting)		17400	0.5823	17400	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	2988400	178756	5.9817	178755	1	99.9994	0.0006
<b>Total</b>		<b>10087400</b>	<b>178756</b>	<b>1.7721</b>	<b>178755</b>	<b>1</b>	<b>99.9994</b>	<b>0.0006</b>
<b>Whether resolution is passed or not</b>							<b>Yes</b>	

<b>Resolution Number</b>			3					
<b>Resolution required: (Ordinary/Special)</b>			Ordinary Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution</b>			No					
<b>Description of Resolution concerned</b>			To Reappoint M/s. S A A R K AND CO as a Statutory auditor of the Company.					
<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	5239000	73.7991	5239000	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.
	<b>Total</b>	<b>7099000</b>	<b>5239000</b>	<b>73.7991</b>	<b>5239000</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public Institutions</b>	Remote E-Voting	0	0	0	0	0	0	0
	Poll (Through E-Voting)		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Public Non-Institutions</b>	Remote E-Voting	2988400	161356	5.3994	161355	1	99.9994	0.0006
	Poll (Through E-Voting)		17400	0.5823	17400	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>2988400</b>	<b>178756</b>	<b>5.9817</b>	<b>178755</b>	<b>1</b>	<b>99.9994</b>	<b>0.0006</b>
<b>Total</b>		<b>10087400</b>	<b>5417756</b>	<b>53.7082</b>	<b>5417755</b>	<b>1</b>	<b>100</b>	<b>0</b>
<b>Whether resolution is passed or not</b>							<b>Yes</b>	

<b>Resolution Number</b>			4					
<b>Resolution required: (Ordinary/Special)</b>			Ordinary Resolution					
<b>Whether promoter/ promoter group are interested in the agenda/resolution</b>			No					
<b>Description of Resolution concerned</b>			To Increase the Authorized Share Capital of the Company and amend the Capital Clause in the Memorandum of Association of the Company.					
<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	5239000	73.7991	5239000	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	5239000	73.7991	5239000	0	100	0
<b>Public Institutions</b>	Remote E-Voting	0	0	0	0	0	0	0
	Poll (Through E-Voting)		0	0	0	0	0	0
	Postal Ballot (If applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
<b>Public Non-Institutions</b>	Remote E-Voting	2988400	161356	5.3994	161355	1	99.9994	0.0006
	Poll (Through E-Voting)		17400	0.5823	17400	0	100	0
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	2988400	178756	5.9817	178755	1	99.9994	0.0006
<b>Total</b>		<b>10087400</b>	<b>5417756</b>	<b>53.7082</b>	<b>5417755</b>	<b>1</b>	<b>100</b>	<b>0</b>
<b>Whether resolution is passed or not</b>							<b>Yes</b>	