



BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

July 15, 2022

General Manager – DCS,
Dept. of Corporate Services,
BSE Ltd,
Floor 1, P J Towers,
Dalal Street,
Mumbai – 400 001
Scrip : 517421

Manager,
National Stock Exchange of India Ltd
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051
Scrip : BUTTERFLY

Dear Sir,

Sub: Result of Annual General Meeting and submission of Voting result under the Regulation 44(3) of the SEBI (LODR) Regulations 2015.

This is to inform you that the 35th Annual General Meeting (“AGM”) of Butterfly Gandhimathi Appliances Limited was held on 14th July 2022, through Video Conferencing/ Other Audio Visual Means (OAVM) in accordance with the circulars of Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI) and applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and items of business as mentioned in the Notice dated 18th June 2022 convening the AGM were transacted.

The Company had provided remote e-voting facility to its Shareholders for voting on the businesses transacted at the AGM and had appointed Mr. Balu Sridhar (FCS F5869), Partner, M/s. AK Jain & Associates Practising Company Secretaries, as the Scrutinizer for remote e-voting and e-voting at the AGM. As per the Scrutinizer’s Report, all Resolutions as set out in the Notice of 35th AGM have been duly approved by the Shareholders with requisite majority

In this regard, please find enclosed herewith the following:

- Voting Results of the AGM pursuant to Regulation 44(3) of the SEBI Listing Regulations




Regd. office: 143, Pudupakkam Village, Vandalur - Kelambakkam Road, Kelambakkam - Pin 603 103,
Chengalpattu District, Phone: +91-44-47415500 CIN No: I28931TN1986PLC012728,
E- mail: gmal@butterflyindia.com web : www.butterflyindia.com

Corporate office: E-34, II Floor, Rajiv Gandhi Salai, Egattur Village, Navalur - 603 130. Chengalpattu District.
Phone: 044 - 49005100/5120, E- mail: butterflyho@butterflyindia.com

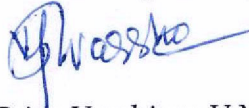
- b. Consolidated Scrutinizer's Report dated `14th July 2022 pursuant to Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, on the remote e voting system at the AGM.

Thanking you,

Kindly treat this as in compliance with the Listing Regulation, 2015.

Yours faithfully,

For Butterfly Gandhimathi Appliances Limited



Priya Varshinee V M
Company Secretary cum
Compliance Officer



Encl:a/a

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General information about company

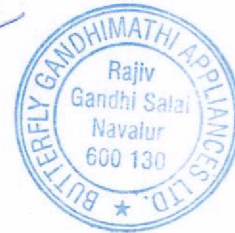
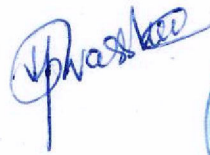
Scrip code	517421
NSE Symbol	BUTTERFLY
MSEI Symbol	NOTLISTED
ISIN	INE295F01017
Name of the company	terfly Gandhimathi Appliances Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	14-07-2022
Start time of the meeting	03:00 PM
End time of the meeting	03:40 PM

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Scrutinizer Details

Name of the Scrutinizer	Balu Sridhar
Firms Name	AK Jain & Associates
Qualification	CS
Membership Number	5869
Date of Board Meeting in which appointed	18-06-2022
Date of Issuance of Report to the company	14-07-2022

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Voting results	
Record date	08-07-2022
Total number of shareholders on record date	19560
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	1
b) Public	48
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	Add Notes

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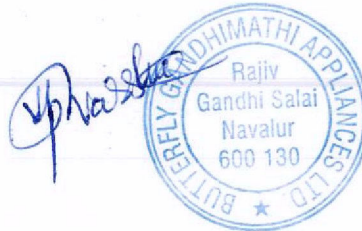
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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				to receive, consider and adopt Audited financial statements of the company for the financial year ended 31st March, 2022 together with the Report of the Board of Directors and the Auditors thereon				
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		14482438	91.2367	14482438	0	100.0000	0.0000
	Poll	15873473	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15873473	14482438	91.2367	14482438	0	100.0000	0.0000
Public- Institutions	E-Voting		117824	93.3489	117824	0	100.0000	0.0000
	Poll	126219	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	126219	117824	93.3489	117824	0	100.0000	0.0000
Public- Non Institutions	E-Voting		11467	0.6100	5457	6010	47.5887	52.4113
	Poll	1879859	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1879859	11467	0.6100	5457	6010	47.5887	52.4113
Total		17879551	14611729	81.7231	14605719	6010	99.9589	0.0411
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



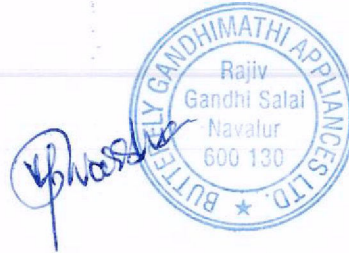
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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Confirmation of the payment of Interim Dividend				
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		14482438	91.2367	14482438	0	100.0000	0.0000
	Poll	15873473	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15873473	14482438	91.2367	14482438	0	100.0000	0.0000
Public- Institutions	E-Voting		117824	93.3489	117824	0	100.0000	0.0000
	Poll	126219	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	126219	117824	93.3489	117824	0	100.0000	0.0000
Public- Non Institutions	E-Voting		11472	0.6103	5462	6010	47.6116	52.3884
	Poll	1879859	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1879859	11472	0.6103	5462	6010	47.6116	52.3884
Total		17879551	14611734	81.7232	14605724	6010	99.9589	0.0411
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of M/s. ASA & Associates LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration				
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		14482438	91.2367	14482438	0	100.0000	0.0000
	Poll	15873473	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15873473	14482438	91.2367	14482438	0	100.0000	0.0000
Public- Institutions	E-Voting		117824	93.3489	117824	0	100.0000	0.0000
	Poll	126219	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	126219	117824	93.3489	117824	0	100.0000	0.0000
Public- Non Institutions	E-Voting		11467	0.6100	5349	6118	46.6469	53.3531
	Poll	1879859	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1879859	11467	0.6100	5349	6118	46.6469	53.3531
Total		17879551	14611729	81.7231	14605611	6118	99.9581	0.0419
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

Y. Prashant



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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to M/s. S. Mahadevan & Co., Cost Auditors 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		14482438	91.2367	14482438	0	100.0000	0.0000
	Poll	15873473	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15873473	14482438	91.2367	14482438	0	100.0000	0.0000
Public- Institutions	E-Voting		117824	93.3489	117824	0	100.0000	0.0000
	Poll	126219	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	126219	117824	93.3489	117824	0	100.0000	0.0000
Public- Non Institutions	E-Voting		11467	0.6100	5357	6110	46.7167	53.2833
	Poll	1879859	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1879859	11467	0.6100	5357	6110	46.7167	53.2833
Total		17879551	14611729	81.7231	14605619	6110	99.9582	0.0418
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



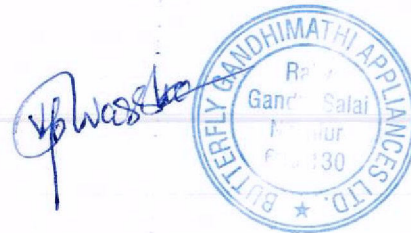
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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of Articles of Association of Company				
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		14482438	91.2367	14482438	0	100.0000	0.0000
	Poll	15873473	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15873473	14482438	91.2367	14482438	0	100.0000	0.0000
Public- Institutions	E-Voting		117824	93.3489	117824	0	100.0000	0.0000
	Poll	126219	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	126219	117824	93.3489	117824	0	100.0000	0.0000
Public- Non Institutions	E-Voting		11467	0.6100	4598	6869	40.0977	59.9023
	Poll	1879859	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1879859	11467	0.6100	4598	6869	40.0977	59.9023
Total		17879551	14611729	81.7231	14604860	6869	99.9530	0.0470
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								Add Notes

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



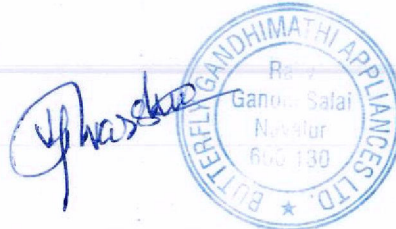
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Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for the Payment of Commission to the Non-Executive Independent Directors 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	15873473	14482438	91.2367	14482438	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		15873473	14482438	91.2367	14482438	0	100.0000
Public- Institutions	E-Voting	126219	117824	93.3489	39142	78682	33.2207	66.7793
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		126219	117824	93.3489	39142	78682	33.2207
Public- Non Institutions	E-Voting	1879859	11467	0.6100	4513	6954	39.3564	60.6436
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1879859	11467	0.6100	4513	6954	39.3564
Total		17879551	14611729	81.7231	14526093	85636	99.4139	0.5861
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0





CONSOLIDATED SCRUTINIZER REPORT

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

To,
The Chairman
M/s. BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting and e-voting at the AGM 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) Amendment Rules, 2015 for the 35th Annual General Meeting of M/s. Butterfly Gandhimathi Appliances Limited held on Thursday, the July 14, 2022 at 03.00 P.M (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')

We, M/s. A K JAIN & ASSOCIATES, Practising Company Secretaries, represented by Mr. BALU SRIDHAR, Partner, had been appointed as the Scrutinizer by the Board of Directors of M/s. Butterfly Gandhimathi Appliances Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 35th Annual General Meeting ("AGM") of M/s. Butterfly Gandhimathi Appliances Limited on Thursday, the July 14, 2022 at 03.00 P.M (IST) through VC / OAVM.

We were also appointed as Scrutinizer to scrutinize the e-voting at the AGM process.

The notice dated June 18, 2022, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, in compliance with MCA Circular dated May 05, 2022 (read with previous Circulars) and Securities and Exchange Board of India ("SEBI") vide circular dated May 13, 2022 (read with previous circulars)("collectively referred to as Applicable Circulars").

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting and voting at the AGM by the Shareholders of the Company.

The period for remote e-voting remained open from Monday, July 11, 2022 (09.00 P.M (IST)) to Wednesday, July 13, 2022 (05.00 P.M (IST)) as mentioned in the Notice convening AGM.

The Company had provided e-voting facility to the shareholders attended the AGM through VC / OAVM and who had not cast their vote in remote e-voting.

The shareholders of the Company holding shares as on the "cut-off" date of Friday, July 08, 2022 were entitled to vote on the resolutions as contained in the Notice of the 35th AGM.

As prescribed in Applicable Circulars and in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company released an advertisement, which was published more than 21 days before the date of the AGM in English in "Business Standard" newspaper dated June 24, 2022 and in Tamil in 'Makkal Kural' newspaper dated June 23, 2022. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v)(a) to (h) of the said Rule 20.

In addition to sending notice of the AGM to the shareholders through electronic mode, the Company has also made available the full Annual report on the website of the Company viz., www.butterflyindia.com besides notice of the AGM made available in the website of NSDL.

After the closure of voting at the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to AGM were unblocked by us at **04.07 P.M.** on July 14, 2022 in the presence of Mr. Rathish and Ms. Hemalatha who are not in the employment of Company.

Based on the data downloaded from the official website of NSDL, we submit the consolidated report as under on the result of the remote e-voting prior to AGM and E-voting at the AGM in respect of said resolutions;

Item No	Type of Resolution	Subject Matter
1.	Ordinary	To receive, consider and adopt Audited Financial Statements of the Company for the financial year ended 31st March, 2022 together with the Report of the Board of Directors and the Auditors thereon.
2.	Ordinary	Confirmation of the payment of Interim Dividend
3.	Ordinary	Re-appointment of M/s. ASA & Associates LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration
4.	Ordinary	Ratification of remuneration payable to M/s. S. Mahadevan & Co., Cost Auditors of the Company
5.	Special	Alteration of Articles of Association of Company
6.	Ordinary	Approval for the Payment of Commission to the Non-Executive Independent Directors of the Company



Item No.	Total valid Votes received through			Votes in favour of the resolution		Votes against the resolution	
	Remote E-voting prior to AGM	E-voting during the AGM	Total	No.	% of votes	No.	% of votes
1.	1,46,05,486	6,243	1,46,11,729	1,46,05,719	99.96	6,010	0.04
2.	1,46,05,491	6,243	1,46,11,734	1,46,05,724	99.96	6,010	0.04
3.	1,46,05,486	6,243	1,46,11,729	1,46,05,611	99.96	6,118	0.04
4.	1,46,05,486	6,243	1,46,11,729	1,46,05,619	99.96	6,110	0.04
5.	1,46,05,486	6,243	1,46,11,729	1,46,04,860	99.95	6,869	0.05
6.	1,46,05,486	6,243	1,46,11,729	1,45,26,093	99.41	85,636	0.59

We did not find any invalid votes. The above resolutions have been passed with requisite majority.

One (1) share holder holding Five (5) shares has abstained from voting on resolutions Nos.1,3,4,5 and 6

All relevant records of e-voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the Company.

Place: Chennai
Date: 14.07.2022

For A.K.JAIN & ASSOCIATES
Company Secretaries



B. Sri

BALU SRIDHAR
Partner
M.No.F5869
C.P.No.3550
UDIN: F005869D000624511
PR: 1201/2021