



BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

30th July 2021

General Manager – DCS,
Dept. of Corporate Services,
BSE Ltd,
Floor I, 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: Disclosure under Regulation 44(3) of the SEBI (LODR) Regulations 2015.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, we submit herewith the details regarding the voting results of the business transacted at the 34th Annual General Meeting of the Members of the Company held on Thursday 29th July 2021. We also enclose the consolidated report of the scrutinizer on remote e-voting and (through video conferencing /other audio visual means) e-voting at the Annual General Meeting. A copy of the above being uploaded in the website of the company.

Based on the consolidated Report of the Scrutinizer, as annexed all the resolutions as set out in the Notice of the 34th Annual General Meeting have been duly approved by the shareholders with requisite majority.

Thanking you,

Yours faithfully,
For Butterfly Gandhimathi Appliances Limited

Priya Varshinee V M
Deputy Company Secretary cum
Compliance Officer

Encl:a/a.

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

General information about company	
Scrip code	517421
NSE Symbol	BUTTERFLY
MSEI Symbol	NOT APPLICABLE
ISIN	INE295F01017
Name of the company	BUTTERFLY GANDHIMATHI APPLIANCES LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-07-2021
Start time of the meeting	11:00 AM
End time of the meeting	11:30 AM

Scrutinizer Details	
Name of the Scrutinizer	BALU SRIDHAR
Firms Name	A K JAIN & ASSOCIATES
Qualification	CS
Membership Number	F5869
Date of Board Meeting in which appointed	17-05-2021
Date of Issuance of Report to the company	29-07-2021



Voting results	
Record date	22-07-2021
Total number of shareholders on record date	28397
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	18
b) Public	23
No. of resolution passed in the meeting	7

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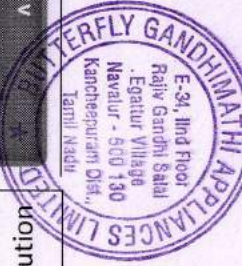


Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
To adopt Audited Financial Statement of the Company for the financial year ended 31.3.2021 together with the Report of the Board of Directors and the Auditors.								
Category	Description of resolution considered	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		11580928	99.9884	11580928	0	100.0000	0.0000
	Poll	11582272	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11582272	11580928	99.9884	11580928	0	100.0000	0.0000
Public- Institutions	E-Voting		1231092	75.1966	1231092	0	100.0000	0.0000
	Poll	1637164	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1637164	1231092	75.1966	1231092	0	100.0000	0.0000
Public- Non Institutions	E-Voting		6776	0.1454	6760	16	99.7639	0.2361
	Poll	4660115	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4660115	6776	0.1454	6760	16	99.7639	0.2361
	Total	17879551	12818796	71.6953	12818780	16	99.9999	0.0001
								Yes

Whether resolution is Pass or Not.

Disclosure of notes on resolution



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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						
Category	Mode of voting	No. of shares held	No. of votes polled			
		(1)	(2)			
		(3)=[(2)/(1)]*100	(4)			
		(5)	(6)=[(4)/(2)]*100			
		(7)=[(5)/(2)]*100	(8)=[(6)/(2)]*100			
Promoter and Promoter Group	E-Voting	11580928	11580928	0	100.0000	0.0000
	Poll	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0
	Total	11580928	11580928	0	100.0000	0.0000
Public- Institutions	E-Voting	1231092	1231092	0	100.0000	0.0000
	Poll	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0
	Total	1231092	1231092	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6776	6776	16	99.7639	0.2361
	Poll	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0
	Total	6776	6776	16	99.7639	0.2361
Total	Total	17879551	12818796	16	99.9999	0.0001

Whether resolution is Pass or Not.

Yes

Disclosure of notes on resolution

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Resolution (3)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		To appoint Mr. V.M.Gangadharam (DIN: 00106466) who retires by rotation and being eligible offers himself for reappointment as a Director of the Company						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		11580928	99.9884	11580928	0	100.0000	0.0000
	Poll	11582272	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		11580928	99.9884	11580928	0	100.0000	0.0000
Public- Institutions	E-Voting		1231092	75.1966	1231092	0	100.0000	0.0000
	Poll	1637164	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1637164	75.1966	1231092	0	100.0000	0.0000
Public- Non Institutions	E-Voting		6776	0.1454	6710	66	99.0260	0.9740
	Poll	4660115	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4660115	6776	0.1454	6710	66	99.0260
Total	Total	17879551	12818796	71.6953	12818730	66	99.9995	0.0005

Whether resolution is Pass or Not. Yes

Add Notes

Disclosure of notes on resolution



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Resolution (4)

Resolution required: (Ordinary / Special)		Special				
Whether promoter/promoter group are interested in the agenda/resolution?		Yes				
Description of resolution considered						
Category	Mode of voting	No. of shares held	No. of votes polled			
		(1)	(2)			
		(3)=[(2)/(1)]*100	(4)			
		(5)	(6)=[(4)/(2)]*100			
		(7)=[(5)/(2)]*100				
Promoter and Promoter Group	E-Voting	11580928	11580928	0	100.0000	0.0000
	Poll	11582272	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0
	Total	11582272	11580928	11580928	0	100.0000
Public-Institutions	E-Voting	1637164	1231092	0	100.0000	0.0000
	Poll	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0
	Total	1637164	1231092	1231092	0	100.0000
Public- Non Institutions	E-Voting	4660115	6776	116	98.2881	1.7119
	Poll	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0
	Total	4660115	6776	6660	116	98.2881
Total	Total	17879551	12818796	116	99.9991	0.0009
Whether resolution is Pass or Not.				Yes		

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Disclosure of notes on resolution



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Resolution (5)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered								
Category	Mode of voting	No. of shares held	No. of votes polled	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		11580928	99.9884	11580928	0	100.0000	0.0000
	Poll	11582272	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11582272	11580928	99.9884	11580928	0	100.0000	0.0000
Public- Institutions	E-Voting		1231092	75.1966	1231092	0	100.0000	0.0000
	Poll	1637164	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1637164	1231092	75.1966	1231092	0	100.0000	0.0000
Public- Non Institutions	E-Voting		6776	0.1454	6660	116	98.2881	1.7119
	Poll	4660115	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4660115	6776	0.1454	6660	116	98.2881	1.7119
Total	Total	17879551	12818796	71.6953	12818680	116	99.9991	0.0009
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								Add Notes



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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								
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		11580928	99.9884	11580928	0	100.0000	0.0000
	Poll	11582272	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		11582272	11580928	99.9884	11580928	0	100.0000
Public- Institutions	E-Voting		1231092	75.1966	1231092	0	100.0000	0.0000
	Poll	1637164	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1637164	1231092	75.1966	1231092	0	100.0000
Public- Non Institutions	E-Voting		6776	0.1454	6660	116	98.2881	1.7119
	Poll	4660115	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4660115	6776	0.1454	6660	116	98.2881
Total	Total	17879551	12818796	71.6953	12818680	116	99.9991	0.0009
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								Add Notes



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Resolution (7)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered								
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		11580928	99.9884	11580928	0	100.0000	0.0000
	Poll	11582272	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		11582272	11580928	99.9884	11580928	0	100.0000
Public-Institutions	E-Voting		1231092	75.1966	623456	607636	50.6425	49.3575
	Poll	1637164	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1637164	1231092	75.1966	623456	607636	50.6425
Public- Non Institutions	E-Voting		6776	0.1454	5959	817	87.9427	12.0573
	Poll	4660115	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4660115	6776	0.1454	5959	817	87.9427
Total	Total	17879551	12818796	71.6953	12210343	608453	95.2534	4.7466
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								<div style="border: 1px solid black; padding: 2px; display: inline-block;"> Add Notes </div>



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A. K. JAIN & ASSOCIATES
COMPANY SECRETARIES



S. Anil Kumar Jain B.Com., FCS

Balu Sridhar M.A.C.S., FCS., LLB

Pankaj Mehta B.Com (C.S.), ACS

CONSOLIDATED SCRUTINISER REPORT

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

To,

The Chairman of the 34th Annual General Meeting of the Shareholders of **M/s. BUTTERFLY GANDHIMATHI APPLIANCES LIMITED** (hereinafter referred as "The Company"), held on Thursday, July 29, 2021 at 11.00 A.M IST through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")

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 34th Annual General Meeting of Butterfly Gandhimathi Appliances Limited held on Thursday July 29, 2021 at 11.00 A.M (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')

We, M/s. A K JAIN & ASSOCIATES, Practicing Company Secretaries, represented by BALU SRIDHAR, Partner, had been appointed as the Scrutinizer by the Board of Directors of the Company 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 scrutinize the remote e-voting process in respect of the below mentioned resolutions proposed at the 34th Annual General Meeting ("AGM") of Butterfly Gandhimathi Appliances Limited held on Thursday July 29, 2021 at 11.00 A.M. (IST) through VC / OAVM.

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

The notice dated June 14, 2021, 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 were registered with the Company / Registrar & Share Transfer Agents / Depositories, in compliance with the MCA Circular dated January 13, 2021 (read with previous Circulars) and Securities and Exchange Board of India ("SEBI") vide circular dated January 15, 2021 (read with previous circulars)("collectively referred to as Applicable Circulars").

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



The period for remote e-voting remained open from Sunday, July 25, 2021 (09.00 A.M. (IST)) to Wednesday, July 28, 2021 (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 July 22, 2021 were entitled to vote on the resolutions as contained in the Notice of the 34th 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 having countrywide circulation dated July 06, 2021 and in Tamil in 'Makkal Kural.' newspaper dated July 06, 2021. 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, BSE and NSE.

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 11.50 AM on July 29, 2021 in the presence of Mr. Rathish and Mr. Ravindra 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 adopt Audited Financial Statement of the Company for the financial year ended 31.3.2021 together with the Report of the Board of Directors and the Auditors.
2	Ordinary	To confirm the payment of Dividend
3	Ordinary	To appoint a Director in the place of Mr. V.M.Gangadharam (DIN: 00106466) who retires by rotation and being eligible, offers himself for re-appointment.
4	Special	Reappointment of Mr. V.M.Gangadharam as Whole Time Executive Director of the Company



5	Special	Reappointment of Mr. V.M.Kumaresan as Whole Time Executive Director (Technical) of the Company
6	Ordinary	Ratification of remuneration payable to Cost Auditor for the financial year ending March 31, 2022
7	Special	Approval to contribute to Bonafide Charitable and other Funds

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 at the AGM	Total	No	% of votes	No	% of votes
1	1,28,18,746	50	1,28,18,796	1,28,18,780	99.9998	16	0.0002
2	1,28,18,746	50	1,28,18,796	1,28,18,780	99.9998	16	0.0002
3	1,28,18,746	50	1,28,18,796	1,28,18,730	99.9994	66	0.0006
4	1,28,18,746	50	1,28,18,796	1,28,18,680	99.9990	116	0.0010
5	1,28,18,746	50	1,28,18,796	1,28,18,680	99.9990	116	0.0010
6	1,28,18,746	50	1,28,18,796	1,28,18,680	99.9990	116	0.0010
7	1,28,18,746	50	1,28,18,796	1,22,10,343	95.2534	6,08,453	4.7466

We did not find any invalid votes.

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: 29.07.2021

For A.K.JAIN & ASSOCIATES
Company Secretaries



B. Sridhar

BALU SRIDHAR
Partner
M.No.F5869
C.P.No.3550
UDIN: F005869C000704204

A. K. JAIN & ASSOCIATES
COMPANY SECRETARIES



S. Anil Kumar Jain B.Com., FCS

Balu Sridhar M.A.C.S., FCS., LLB

Pankaj Mehta B.Com (C.S.), ACS

To,
The Chairman
BUTTERFLY GANDHIMATHI APPLIANCES LIMITED
No.143, Pudukkham Village,
Kelambakkam,
Kancheepuram – 603 103

Dear Sir,

Sub: Witness - Electronic Voting

As per Rule 20 of Companies (Management and Administration) Rules, 2014, and as amended from time to time, the E-voting results of **M/s. BUTTERFLY GANDHIMATHI APPLIANCES LIMITED** were unblocked after the conclusion of voting at the 34th Annual General Meeting on 29.07.2021 in the presence of the following two witnesses;

NAME & ADDRESS OF WITNESS

SIGNATURE

1. Mr. Rathish
No.2 Raja Annamalai Road,
Puraswalkam,
Chennai - 600 084

2. Ms. Ravindra
No.2 Raja Annamalai Road,
Puraswalkam,
Chennai - 600 084

CHENNAI
29.07.2021



BALU SRIDHAR
Scrutinizer
M.No. F5869
C.P.No. 3550