

Date:12-01-2024

To,  
The Stock Exchange, Mumbai  
Phiroze Jeejeebhoy Towers,  
Floor 25, P. J. Towers,  
Dalal Street, Mumbai 400 001

Scrip Code: 500246

Dear Sir(s), Sub: Submission of voting results of the Postal Ballot under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

S. No.	Description of Resolution	Type of Resolution
1.	To approve appointment of M/s. M.L BHUWANIA AND CO LLP as statutory auditors of the Company to fill up casual vacancy caused by resignation of M/s. VIPUL M SHAH AND ASSOCIATES, Chartered Accountants	Ordinary
2.	Appointment of Ms. Rashmi Sharma (DIN:10383903) as an Independent Director for a period of 5 years.	Special

3. In this regard, the remote e-voting process concluded on 11<sup>th</sup> January 2024, at 5:00 p.m. (IST), post which, the Scrutinizer has submitted his report on the results of the Postal Ballot. Based on the report of the Scrutinizer, we hereby inform that the Members of the Company have duly passed the above Ordinary & Special Resolution with the requisite majority.

4. In this connection, we enclose herewith the following:

- Voting results of the said Postal Ballot pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.
- Scrutinizer's Report dated 21st September, 2023 on remote e-voting.

5. The Voting Results along with the Scrutinizer's Report are also available on the website of the Company.

You are requested to take the above information on record.

Thanking You,

For Envair Electrodyn Limited

ANIL  
NAGPAL

Anil Nagpal  
Managing Director

[Home](#)[Validate](#)[Import XML](#)

### General information about company

Scrip code	500246
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE601C01013
Name of the company	ENVAIR ELECTRODYNE LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	11-01-2024
Start time of the meeting	
End time of the meeting	

[Prev](#)[Next](#)

[Home](#)[Validate](#)

### Scrutinizer Details

Name of the Scrutinizer	Mannish L. Ghai
Firms Name	Manish Ghia & Associates
Qualification	CS
Membership Number	6252
Date of Board Meeting in which appointed	06-12-2023
Date of Issuance of Report to the company	12-01-2024

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Voting results	
Record date	08-12-2023
Total number of shareholders on record date	2654
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>2</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

[Prev](#)

[Home](#)[Validate](#)

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF M.L BHUWANIA AND CO LLP AS STATUTORY AUDITORS OF THE COMPANY TO FILL UP CASUAL VACANCY CAUSED BY RESIGNATION OF M/S VIPUL M SHAH AND ASSOCIATES				
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	2668942	2057745	77.0997	2057745	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2668942	2057745	77.0997	2057745	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	1971058	387313	19.6500	387313	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		1971058	387313	19.6500	387313	0	100.0000
<b>Total</b>		4640000	2445058	52.6952	2445058	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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

[Home](#)[Validate](#)

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MS. RASHMI SHARMA (DIN-10383903) AS AN INDEPENDENT DIRECTOR				
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	2668942	2057745	77.0997	2057745	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2668942	2057745	77.0997	2057745	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	1971058	387313	19.6500	387313	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		1971058	387313	19.6500	387313	0	100.0000
<b>Total</b>		4640000	2445058	52.6952	2445058	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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

## REPORT OF THE SCRUTINIZER

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

To,  
**The Chairperson**  
**ENVAIR ELECTRODYNE LIMITED**  
OFFICE NO 123, WING A SOHRAB HALL,  
21 SASOON ROAD Pune MH 411001

Dear Sir,

**Sub: Scrutinizer's Report for the resolutions passed through Postal Ballot Means including "Remote E-voting" by the members of ENVAIR ELECTRODYNE LIMITED ("the Company")**

1. I, CS Mannish L. Ghia, Partner at M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as a Scrutinizer by the Board of Directors of the Company at its meeting held on 06<sup>th</sup> December 2023 for the purpose of scrutinizing the voting process through postal ballot and e-voting pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR**") in a fair and transparent manner, for the purpose of passing of Ordinary and Special Resolutions as mentioned in the Postal Ballot Notice dated 11<sup>th</sup> December 2023 ("**the Notice**"), issued by the Company.
2. The management of the Company is responsible to ensure the applicable compliances with the requirements of the Act, the Rules framed thereunder and the applicable regulation(s) of the SEBI LODR relating to voting by postal ballot including remote e-voting, on the resolutions contained in the Notice. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the Notice, based on the scrutiny of the reports generated from the e-voting system provided by Link Intime India Private Limited, the agency engaged by the Company to provide E-voting facility and that the voting is conducted in a fair and transparent manner.
3. As per the confirmation received from the Company, the Company had completed the dispatch of the Notice along with the Postal Ballot Form to its members on 11<sup>th</sup> December 2023 through e-mail whose email addresses are registered with the Registrar and Share



Transfer Agent/ Depositories and through speed post to those Members who have not registered their e-mail addresses.

4. The said Notice was sent on the basis of Register of Members and the list of beneficial owners made available by the Registrar and Share Transfer Agent/ Depositories as on Friday, 08<sup>th</sup> December 2023 ("**cut-off date**").
5. As per the provisions of applicable rules of the Companies (Management and Administration) Rules, 2014, the Company had published an advertisement in the English newspaper "**The Free press journal**" on Wednesday, 13<sup>th</sup> December 2023 and in the vernacular Newspaper "**Loksatta**" (Marathi language) on Thursday, 14<sup>th</sup> December 2023 regarding completion of dispatch of the Notice to the members and other information on the voting process.
6. The voting rights of members was considered in proportion to the shares held by them in the paid up equity share capital of the Company as on the cut-off date i.e. Friday, 08<sup>th</sup> December 2023.
7. In terms of the Notice, voting through remote e-voting was kept open for the shareholders from 13<sup>th</sup> December 2023 at 10.00 a.m. IST till 11<sup>th</sup> January 2024 at 5.00 p.m. IST
8. As required under the said rules, after closure of voting by postal ballot means, the votes cast by remote e-voting were unblocked in the presence of Mr. Abdultaiyeb Misri and Ms. Disha Karambelkar who are not in employment with the Company.
9. I have scrutinized and reviewed the votes casted, through the e-voting process based on the data downloaded from the Link Intime Private India Limited, e-voting system, and the postal ballot means, and the summary of the voting through Postal Ballot Forms and e-voting means is as follows:





**SPECIAL BUSINESS**

**Item No.1: To approve appointment of M/s. M.L BHUWANIA AND CO LLP as statutory auditors of the Company to fill up casual vacancy caused by resignation of M/s. VIPUL M SHAH AND ASSOCIATES, Chartered Accountants**

Mode of voting	In favour of the Resolution			Against the Resolution			Invalid votes	
	No. of members voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of members voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of members whose votes were declared invalid	No. of invalid votes cast by them
Remote E-voting	10	2445058	100	0	0	0	0	0
Ballot Forms	0	0	0	0	0	0	0	0
<b>Combined</b>	<b>10</b>	<b>2445058</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**Result: Since combined number of votes cast in favour are more than the number of votes cast against, the said Ordinary resolution may be declared passed.**

**Item No.2: Appointment of Ms. Rashmi Sharma (DIN-10383903) as an Independent Director.**

Mode of voting	In favour of the Resolution			Against the Resolution			Invalid votes	
	No. of members voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of members voted	No. of valid votes cast by them	% of total number of valid votes cast	No. of members whose votes were declared invalid	No. of invalid votes cast by them
Remote E-voting	10	2445058	100	0	0	0	0	0
Ballot Forms	0	0	0	0	0	0	0	0
<b>Combined</b>	<b>10</b>	<b>2445058</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**Result: Since combined number of votes cast in favour of the resolution is more than three times the votes cast against the resolution, the said special resolution may be declared passed.**



I further report that the electronic data and all other relevant records, shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid business item as mentioned in the postal ballot notice dated 11<sup>th</sup> December 2023 and thereafter the same will be handed over to the Chairperson of the Company for safe keeping or any person authorized by the Chairperson for such purpose.

Thanking You,

For **Manish Ghia & Associates**  
*Company Secretaries*  
(Unique ID: P2006MH007100)

*Mannish Ghia*

**CS Mannish L. Ghia**  
Partner

M. No. FCS 6252 C. P. No. 3531  
PR 822/2020



Place: Mumbai

Date: 12<sup>th</sup> January 2024

UDIN: F006252E003199211

Countersigned by

ANIL  
NAGPAL

**ANIL NAGPAL**  
Managing Director  
(DIN: 01302308)  
ENVAIR ELECTRODYNE LIMITED