

September 24, 2020

To, BSE Limited 25 th Floor, P.J. Towers, Dalal Street, Mumbai-400 001	To, The Manager - Corporate Compliance National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051	To Central Depository Services (India) Ltd. 17 th Floor, P J Towers, Dalal Street, Fort, Mumbai - 400001
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Dear Sir/Madam,

Sub: Compliance under Regulation 30(2) and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & Scrutinizer's Report.

Script Code: BSE - 500279, NSE - MIRCELECTR

A] Pursuant to Regulation 30(2) read with Schedule III and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby intimate that the 39th Annual General Meeting (AGM) was held on September 24, 2020.

All the resolutions from Item Nos. 1 to 6 of the notice of 39th AGM were passed with requisite majority. The proceeding of the resolutions passed is enclosed herewith.

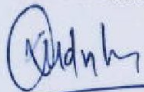
B] Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith details of voting results of the resolutions passed at 39th AGM in the prescribed format.

C] Please find enclosed herewith Scrutinizer's Report issued by Mr. Mahesh Darji, Practicing Company Secretary on the Consolidated Result of Voting i.e. through Remote E-voting and E-voting during 39th AGM.

You are requested to kindly take the same on record and oblige.

Thanking You,

For MIRC Electronics Limited



Lalit Chendvankar
Head - Corporate Affairs,
Legal & Company Secretary



Encl: - As above

MIRC ELECTRONICS LIMITED

Regd. Office: Onida House, G-1, M.I.D.C., Mahakali Caves Road, Andheri (East), Mumbai- 400 093.

Tel.: +91-22-6697 5777, 2820 0435 Fax : +91-22-2820 2002

CIN No.: L32300MH1981PLC023637 Website: www.onida.com

MIRC ELECTRONICS LIMITED

PROCEEDINGS OF THE 39TH ANNUAL GENERAL MEETING

Item No.	Particulars	Resolutions (Ordinary/Special)	Result
1	To receive, consider and adopt: (a) the audited financial statement of the Company for the financial year ended March 31, 2020; (b) the reports of the Board of Directors and Auditors thereon;	Ordinary	Passed by requisite majority
2	Re-appointment of Mr. Vijay J. Mansukhani (DIN: 01041809), as a Director who retires by rotation.	Ordinary	Passed by requisite majority
3	Appointment of Mr. Lokesh Sikka, (DIN: 08665841) as a Director of the Company.	Ordinary	Passed by requisite majority
4	Appointment of Mr. Lokesh Sikka (DIN: 08665841) as a Whole Time Director of the Company for period of 3 years w.e.f. February 13, 2020.	Special	Passed by requisite majority
5	Appointment of Ms. Mohita Arora (DIN: 08771417) as an Independent Director of the Company for a term of 5 (five) years with effect from June 26, 2020	Ordinary	Passed by requisite majority
6	Remuneration of the Cost Auditors for the financial year ending March 31, 2021.	Ordinary	Passed by requisite majority



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MIRC ELECTRONICS LIMITED - VOTING RESULTS

Date of the AGM:		24.09.2020						
Total number of shareholders on record date:		60000						
No. of shareholders present in the meeting either in person or through proxy:-								
Promoters and Promoter Group		N.A.						
Public		N.A.						
No. of Shareholders attended the meeting through Video Conferencing:-								
Promoters and Promoter Group		6						
Public		45						
Resolution Required : (Ordinary)		1 - To receive, consider and adopt the audited financial statement(s) of the Company for the financial year ended March 31, 2020, together with the reports of the Board of Directors and Auditors thereon						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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
Promoter and Promoter Group	E-Voting	123242638	123242638	100.0000	123242638	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		123242638	100.0000	123242638	0	100.0000	0.0000
Public Institutions	E-Voting	3252966	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	104457015	4480800	4.2896	4475786	5014	99.8881	0.1119
	Poll		24482	0.0234	24482	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4505282	4.3130	4500268	5014	99.8887	0.1113
Total		230952619	127747920	55.3135	127742906	5014	99.9961	0.0039

Mirc Electronics Ltd

Resolution Required : (Ordinary)			2 - To appoint a Director in place of Mr. Vijay J. Mansukhani (DIN: 01041809), who retires by rotation and being eligible, offers himself for re-appointment					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	123242638	123242638	100.0000	123242638	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		123242638	100.0000	123242638	0	100.0000	0.0000
Public Institutions	E-Voting	3252966	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	104457015	4480800	4.2896	4474776	6024	99.8656	0.1344
	Poll		24482	0.0234	24482	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4505282	4.3130	4499258	6024	99.8663	0.1337
Total		230952619	127747920	55.3135	127741896	6024	99.9953	0.0047

Mirc Electronics Ltd

Resolution Required : (Ordinary)			3 - To approve the appointment of Mr. Lokesh Sikka (DIN: 08665841) as a Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	123242638	123242638	100.0000	123242638	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		123242638	100.0000	123242638	0	100.0000	0.0000
Public Institutions	E-Voting	3252966	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	104457015	4480800	4.2896	4474776	6024	99.8656	0.1344
	Poll		24482	0.0234	24482	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4505282	4.3130	4499258	6024	99.8663	0.1337
Total		230952619	127747920	55.3135	127741896	6024	99.9953	0.0047

Mirc Electronics Ltd

Resolution Required : (Special)			4 - To approve the appointment of Mr. Lokesh Sikka (DIN: 08665841) as a Whole Time Director of the Company and remuneration payable					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	123242638	123242638	100.0000	123242638	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		123242638	100.0000	123242638	0	100.0000	0.0000
Public Institutions	E-Voting	3252966	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	104457015	4480800	4.2896	4474776	6024	99.8656	0.1344
	Poll		24482	0.0234	24482	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4505282	4.3130	4499258	6024	99.8663	0.1337
Total		230952619	127747920	55.3135	127741896	6024	99.9953	0.0047

Mirc Electronics Ltd

Resolution Required : (Ordinary)			5 - To approve the appointment of Ms. Mohita Arora (DIN: 08771417) as an Independent Director of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	123242638	123242638	100.0000	123242638	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		123242638	100.0000	123242638	0	100.0000	0.0000
Public Institutions	E-Voting	3252966	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	104457015	4480800	4.2896	4474776	6024	99.8656	0.1344
	Poll		24482	0.0234	24482	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4505282	4.3130	4499258	6024	99.8663	0.1337
Total		230952619	127747920	55.3135	127741896	6024	99.9953	0.0047

Mirc Electronics Ltd

Resolution Required : (Ordinary)			6 - To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2021					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	123242638	123242638	100.0000	123242638	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		123242638	100.0000	123242638	0	100.0000	0.0000
Public Institutions	E-Voting	3252966	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	104457015	4480800	4.2896	4475776	5024	99.8879	0.1121
	Poll		24482	0.0234	24482	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4505282	4.3130	4500258	5024	99.8885	0.1115
Total		230952619	127747920	55.3135	127742896	5024	99.9961	0.0039

Mahesh M. Darji

Practicing Company Secretary
B.Com, DBM, LLB, FCS

Consolidated Report of Scrutinizer

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies
(Management and Administration) Rules, 2014]

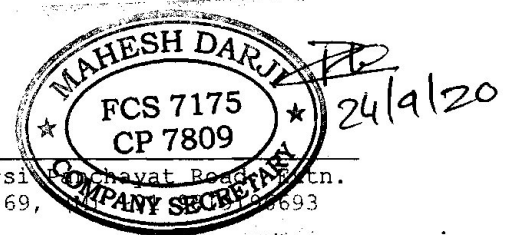
To,
The Chairman
of 39th Annual General Meeting of
Members of MIRC Electronics Limited
held on Thursday, 24th September, 2020 at 03.00 p.m.
Through Video Conferencing / Other Audio Visual means

Sir,

I, Mahesh Darji, Practicing Company Secretary (Membership No. FCS - 7175) was appointed as a Scrutinizer for the purpose of the remote e-voting process prior to the Annual General Meeting (AGM) and e-voting process during the Annual General Meeting pursuant to the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 read with MCA General Circular No. 14/2020 dated April 08, 2020, MCA General Circular No. 17/2020 dated April 13, 2020 and MCA General Circular No. 20/2020 dated May 05, 2020 read with SEBI Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, in respect of below mentioned resolutions proposed at the Annual General Meeting of MIRC Electronics Limited held on Thursday, 24th September, 2020 at 03.00 p.m. through Video Conferencing / Other Audio Visual means (VC/OAVM).

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice for the 39th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process prior to Annual General Meeting and e-voting process at the Annual General Meeting is restricted to ensure that both the e-voting processes are conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions contained in the notice of 39th Annual General Meeting, based on the reports generated from the e-voting platform / system provided by the Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

As informed by the Management, the notice dated 26th June, 2020 convening the 39th Annual General Meeting of the Company through VC/OAVM held on 24th September, 2020 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 and MCA Circular / SEBI Circular were duly sent to the Members of the Company through electronic mode to those Members whose email addresses are registered with the Company / Depositories, in compliance with the MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 read with SEBI Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.



Mahesh M. Darji

Practicing Company Secretary
B.Com, DBM, LLB, FCS

The Members of the Company holding shares on the record date ("Cut off" date) of 17th September, 2020 were entitled to vote on the resolutions as set out in the notice of said Annual General Meeting.

In this regard, I hereby submit my report as under:

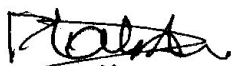
1. The Company had availed the e-voting facility offered by Central Depository Services (India) Limited [CDSL] for conducting remote e-voting prior to AGM and e-voting during AGM by the Shareholders of the Company.
2. The remote e-voting prior to AGM period remained open from Monday, 21st September, 2020 (09.00 a.m.) till Wednesday, 23rd September, 2020 (05.00 p.m.) and CDSL e-voting platform was disabled thereafter.
3. The Company had also provided e-voting facility to the shareholders present / logged-in at the AGM through VC / OAVM and who had not cast their vote earlier.
4. After the closure of remote e-voting at the AGM, I have unblocked the electronic votes for both remote e-voting processes in the presence of two witnesses who are not in the employment of the Company.
5. I have scrutinized the votes casted through remote e-voting and e-voting during AGM, processes for the purpose of this report.
6. The particulars of all the electronic votes casted by the members through remote e-voting and e-voting during AGM processes have been recorded in the separate registers maintained for the purpose.
7. The result of the voting through remote e-voting and e-voting during AGM processes is as per annexure attached herewith.

Recommendation:

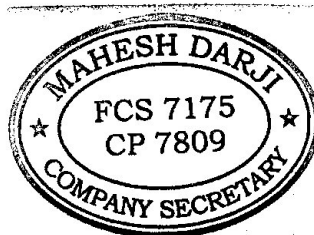
All the resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman or any Director authorised by the Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,



Mahesh Darji
Practicing Company Secretary
Membership No. FCS 7175
CP No. 7809



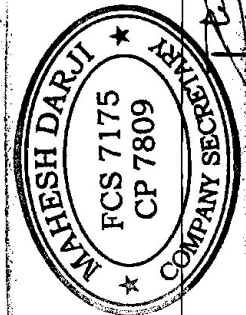
UDIN: F007175B000767055

Place: Mumbai
Date: 24.09.2020

Annexure to the Scrutinizer's Report

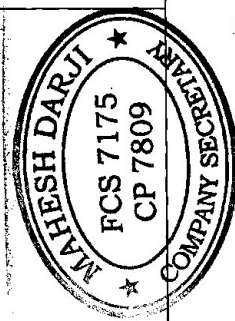
Result of Remote e-voting prior to AGM and e-voting during the AGM:

Sr. No.	Reso. No./Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain	
					No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
1	1	To receive, consider and adopt the audited financial statement(s) of the Company for the financial year ended March 31, 2020, together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Remote E-Voting prior to AGM	101	127718424	99.99%	4	5014	0.01%	0	0
				E-Voting during the AGM	3	24482	100%	0	0	0%	0	0
				Total	104	127742906	99.99%	4	5014	0.01%	0	0
2	2	To appoint a Director in place of Mr. Vijay J. Mansukhani (DIN: 01041809), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote E-Voting prior to AGM	99	127717414	99.99%	6	6024	0.01%	0	0
				E-Voting during the AGM	3	24482	100%	0	0	0%	0	0
				Total	102	127741896	99.99%	6	6024	0.01%	0	0



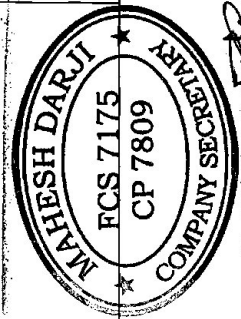
24/09/20

Sr. No.	Reso. No./Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain	
					No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
3	3	To approve the appointment of Mr. Lokesh Sikka (DIN: 08665841) as a Director of the Company.	Ordinary Resolution	Remote E-Voting prior to AGM	99	127717414	99.99%	6	6024	0.01%	0	0
				E-Voting during the AGM	3	24482	100%	0	0	0%	0	0
				Total	102	127741896	99.99%	6	6024	0.01%	0	0
4	4	To approve the appointment of Mr. Lokesh Sikka (DIN: 08665841) as a Whole Time Director of the Company and remuneration payable.	Special Resolution	Remote E-Voting prior to AGM	99	127717414	99.99%	6	6024	0.01%	0	0
				E-Voting during the AGM	3	24482	100%	0	0	0%	0	0
				Total	102	127741896	99.99%	6	6024	0.01%	0	0



[Signature]
24/09/20

Sr. No.	Reso. No./Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain	
					No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast
5	5	To approve the appointment of Ms. Mohita Arora (DIN: 08771417) as an Independent Director of the Company.	Ordinary Resolution	Remote E-Voting prior to AGM	99	127717414	99.99%	6	6024	0.01%	0	0
				E-Voting during the AGM	3	24482	100%	0	0	0%	0	0
				Total	102	127741896	99.99%	6	6024	0.01%	0	0
6	6	To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2021.	Ordinary Resolution	Remote E-Voting prior to AGM	100	127718414	99.99%	5	5024	0.01%	0	0
				E-Voting during the AGM	3	24482	100%	0	0	0%	0	0
				Total	103	127742896	99.99%	5	5024	0.01%	0	0



Handwritten signature and date:
24/09/20