



BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

July 19, 2023

To, The Manager - Listing BSE Limited ("BSE"), Corporate Relationship Department, 2nd Floor, New Trading Ring, P.J. Towers, Dalal Street, Mumbai - 400 001.	To, The Manager - Listing National Stock Exchange of India Limited ("NSE"), "Exchange Plaza", 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex Bandra (East), Mumbai - 400 051.
BSE Scrip Code: 517421	NSE Symbol: BUTTERFLY
ISIN: INE295F01017	ISIN: INE295F01017
Our Reference: 40/2023-24	Our Reference: 40/2023-24

Dear Sir/Madam,

Sub: Compliance of Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations")

This is to inform you that the 36th Annual General Meeting ("AGM") of Butterfly Gandhimathi Appliances Limited was held on Wednesday, July 19, 2023 at 3:00 P.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), without the physical presence of the Shareholders at a common venue, which concluded at 3:40 P.M.(IST). Thereafter, e-voting was open for 15 minutes from the conclusion of the meeting which ended at 3:55 P.M. (IST).

This is in compliance with the relevant Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India and the provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

In this regard, please find enclosed proceedings of the AGM pursuant to Part A of Schedule III of the SEBI Listing Regulations.

This is for your information, and you are requested to bring this to the notice of your constituents.

Thanking you,

For Butterfly Gandhimathi Appliances Limited

Viral Sarvaiya
Company Secretary & Compliance Officer
ACS-33764

Encl: a/a

Regd. office : 143.Pudupakkam Village, Vandalur-Kelambakkam Road, Kelambakkam - Pin 603 103,
Chengalpattu District, Phone : +91-44-47415500 CIN No : L28931TN1986PLC012728.
E-mail : gmal@butterflyindia.com, Web : www.butterflyindia.com

Corporate office : E-34, 2nd Floor, Egattur Village, Rajiv Gandhi Salai, Navalur - 600130, Chengalpattu District,
Phone : 044-49005100 E-mail : butterflyho@butterflyindia.com,



PROCEEDINGS OF THE 36th ANNUAL GENERAL MEETING OF BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

The 36th Annual General Meeting (“AGM”) of the Members of Butterfly Gandhimathi Appliances Limited (the “Company”) was held on Wednesday, July 19, 2023 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

The said AGM commenced at 3:00 P.M.(IST) and concluded at 3:40 P.M.(IST). Thereafter, e-voting was open for 15 minutes from the conclusion of the meeting which ended at 3:55 P.M. (IST).

Total 57 members were present for this AGM.

Mr. P. M. Murty, Chairman- Independent Director, chaired the Meeting and welcomed the Members of the Company.

With the requisite quorum being present, the Chairman called the meeting to order. The Chairman informed that the Meeting was held through VC/ OAVM.

He also informed that authorization has been received from a corporate shareholder holding 1,34,09,663 (One Crore Thirty Four Lacs Nine Thousand Six Hundred and Sixty Three Equity Shares) of Rs. 10 each which is 75 % of the Company’s paid up equity share capital. The registers, documents and records as required by law were also kept open for electronic inspection by the members.

All other Directors were present at the meeting and were introduced by the Chairman.

The Chairman also informed that the Statutory Auditors and Secretarial Auditors were also present at the meeting and informed that Mr. M. Alagar, Managing Partner would be the Scrutinizer for the AGM to scrutinize the entire voting process in a fair and transparent manner.

The Chairman informed that the 36th AGM Notice and Annual Report for the financial year 2022-23 had been sent electronically to those members whose email ids were registered with the Company/RTA or Depository Participants.

Thereafter, with the consent of the Members present, the Notice convening the 36th AGM of the Company was taken as read. Further, the Chairman informed that there were no qualification(s), observation(s) or comment(s) of the Statutory Auditors or the Secretarial Auditors in their Report(s) for the year ended March 31, 2023 and the same were taken as read.

Further, as per the Circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), the AGM was being held electronically and hence the facility of appointing proxy was not applicable.

The members were informed that in compliance with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided to the Members the facility to cast their votes electronically on all resolutions set forth in the Notice convening the 36th AGM of the Company. The e-voting platform was kept open for voting from Saturday, July 15, 2023 at 9:00 A.M. (IST) and ended on Tuesday, July 18, 2023 at 5:00 P.M. (IST). Further, the members who



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had not cast their votes earlier through remote e-voting were requested to cast their vote electronically during the course of the AGM.

The Company Secretary also informed that the Board of Directors of the Company had engaged the services of National Securities Depositories Limited (NSDL) for the remote e-voting and voting through electronic voting system at the AGM and had also appointed Mr. M. Alagar, Managing Partner at M/s. M. Alagar & Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the entire voting process in a fair and transparent manner.

The Chairman then delivered his speech to the Members of the Company.

The following items of business, as per the Notice convening the 36th AGM of the Company dated May 12, 2023, were considered at the AGM:

ORDINARY BUSINESS:

1. Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon.
2. Re-appointment of Mr. Shantanu Khosla (DIN:00059877) as Director of the Company.

SPECIAL BUSINESS:

3. Ratification of remuneration payable to M/s. S. Mahadevan & Co., Cost Auditors of the Company
4. Appointment of Mr. Promeet Ghosh (DIN:05307658) as a Non-Executive Non-Independent Director of the Company.

The Chairman initiated Question and Answer Session, whereby the registered speaker shareholders expressed their views and sought clarification on the performance of the Company and related matters one by one. Then Mr. Rangarajan Sriram, Managing Director of the Company responded to the queries/suggestions of the Members.

The Chairman, thereafter, thanked all the Members for their participation at the AGM and for their constructive suggestions and comments. He informed the members that the e-voting process will continue for the next 15 minutes and will be disabled automatically and then declared the Meeting as closed.

The Company will separately intimate the results of e-voting along with scrutinizer's report to the Stock Exchanges and shall also place the same on the website of the Company and NSDL.

For Butterfly Gandhimathi Appliances Limited

Viral Sarvaiya
Company Secretary & Compliance Officer
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