

4th July, 2023

Ref. No. 24/2023-2024

To, The Manager - Corporate Compliance 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. 25 th Floor, A Wing, Marathon Futurex, N.M. Joshi Marg, Lower Parel (East), Mumbai:-400 013
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Ref. Scrip Code: BSE - 500279, NSE - MIRCELECTR

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

Respected Sir/Madam,

This is to inform you that the 42nd Annual General Meeting (AGM) of the Members of the Company was held on Monday, 3rd July, 2023 at 3.00 p.m. through Video Conferencing.

In this regard, we hereby enclosed the following:

A] Details of the voting results of the aforesaid AGM pursuant to the requirement of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on ordinary/special resolutions specified in the AGM Notice dated 26th May, 2023.

All the resolutions were passed with the requisite majority by the Members.

B] Scrutinizer's Report issued by Mr. Mahesh Darji, Practising Company Secretary on the Consolidated Result of Voting i.e. through Remote E-voting and E-voting during 42nd AGM.

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

Thanking You.

for MIRC Electronics Limited

Gulu L. Mirchandani
Chairman & Managing Director

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 - VOTING RESULTS

Date of the AGM:	03-07-2023
Total number of shareholders on record date:	73293
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	7
Public	58

Resolution Required : (Ordinary)	1 - To receive, consider and adopt the audited financial statement(s) of the Company for the financial year ended March 31, 2023, together with the reports of the Board of Directors and Auditors thereon
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Whether promoter/ promoter group are interested in the agenda/resolution?	No
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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
Promoter and Promoter Group	E-Voting	123242638	123212111	99.9752	123212111	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		123212111	99.9752	123212111	0	100.0000	0.0000
Public Institutions	E-Voting	2443804	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	105266177	3745957	3.5586	3744457	1500	99.9600	0.0400
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3745957	3.5586	3744457	1500	99.9600	0.0400
Total		230952619	126958068	54.9715	126956568	1500	99.9988	0.0012

Mirc Electronics Ltd

Resolution Required : (Ordinary)		2 - To appoint a Director in place of Mr. Vijay 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?		Yes						
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	96876337	78.6062	96876337	0	100.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		96876337	78.6062	96876337	0	100.0000	0.0000
Public Institutions	E-Voting	2443804	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	105266177	3745920	3.5585	3743420	2500	99.9333	0.0667
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3745920	3.5585	3743420	2500	99.9333	0.0667
Total		230952619	100622257	43.5684	100619757	2500	99.9975	0.0025

Mirc Electronics Ltd

Resolution Required : (Ordinary)			3 - To appoint Statutory Auditors and fix their remuneration					
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	123212111	99.9752	123212111	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		123212111	99.9752	123212111	0	100.0000	0.0000
Public Institutions	E-Voting	2443804	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	105266177	3745957	3.5586	3745447	510	99.9864	0.0136
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3745957	3.5586	3745447	510	99.9864	0.0136
Total		230952619	126958068	54.9715	126957558	510	99.9996	0.0004

Mirc Electronics Ltd

Resolution Required : (Special)		4 - To approve the re-appointment of Mr. Vijay Mansukhani (DIN: 01041809), as a Managing Director (Key Managerial Personnel) of the Company and remuneration payable to him						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	96876337	78.6062	96876337	0	100.0000	0.0000
	Poll			0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		96876337	78.6062	96876337	0	100.0000	0.0000
Public Institutions	E-Voting	2443804	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	105266177	3745420	3.5580	3738910	6510	99.8262	0.1738
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3745420	3.5580	3738910	6510	99.8262	0.1738
Total		230952619	100621757	43.5681	100615247	6510	99.9935	0.0065

Mirc Electronics Ltd

Resolution Required : (Ordinary)			5 - To approve the appointment of Mr. Shirish Suvagia (DIN: 10095690) 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	123212111	99.9752	123212111	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		123212111	99.9752	123212111	0	100.0000	0.0000
Public Institutions	E-Voting	2443804	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	105266177	3745420	3.5580	3741910	3510	99.9063	0.0937
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3745420	3.5580	3741910	3510	99.9063	0.0937
Total		230952619	126957531	54.9712	126954021	3510	99.9972	0.0028

Mirc Electronics Ltd

Resolution Required : (Special)		6 - To approve the appointment of Mr. Shirish Suvagia (DIN: 10095690) as a Whole-time Director (Key Managerial Personnel) of the Company and remuneration payable to him						
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	123212111	99.9752	123212111	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		123212111	99.9752	123212111	0	100.0000	0.0000
Public Institutions	E-Voting	2443804	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	105266177	3745420	3.5580	3740435	4985	99.8669	0.1331
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3745420	3.5580	3740435	4985	99.8669	0.1331
Total		230952619	126957531	54.9712	126952546	4985	99.9961	0.0039

Mirc Electronics Ltd

Resolution Required : (Ordinary)		7 - To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2024						
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	123212111	99.9752	123212111	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		123212111	99.9752	123212111	0	100.0000	0.0000
Public Institutions	E-Voting	2443804	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	105266177	3745957	3.5586	3744447	1510	99.9597	0.0403
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3745957	3.5586	3744447	1510	99.9597	0.0403
Total		230952619	126958068	54.9715	126956558	1510	99.9988	0.0012

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 42nd Annual General Meeting of
Members of MIRC Electronics Limited
held on Monday, 3rd July, 2023 at 03.00 p.m.
Through Video Conferencing / Other Audio Visual means

Dear 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 Circulars issued by the Ministry of Corporate Affairs ("MCA") vide its Circular No. 10/2022 dated December 28, 2022 read together with Circular No. 02/2022 dated May 05, 2022, Circular No. 21/2021 dated December 14, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 02/2021 dated January 13, 2021, Circular No. 20/2020 dated May 5, 2020, Circular No. 17/ 2020 dated April 13, 2020 and Circular No. 14/ 2020 dated April 8, 2020 (collectively referred to as "MCA Circulars"), have permitted holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), as amended from time to time and MCA Circulars, and Circulars issued by Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/ HO/DDHS/DDHS-RACPOD1/P/CIR/2023/001 dated January 5, 2023 read together with Circular No. SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/ HO/ CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 (collectively referred to as "SEBI Circulars"), the AGM of the Company is being held through VC / OAVM in respect of below mentioned resolutions proposed at the 42nd Annual General Meeting of MIRC Electronics Limited held on Monday, 3rd July, 2023 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 42nd Annual General Meeting of the members of the Company. My responsibility as a scrutinizer



C/o 211, Bldg. No.1, Sona Udyog Industrial Estate, Parsi Panchayat Road,
Extn. of Old Nagardas Road, Andheri (East), Mumbai - 400 069,
9819196693

MD
04/07/2023

Mahesh M. Darji

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

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 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 42nd 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 May , 2023 convening the 42nd Annual General Meeting of the Company through VC/OAVM held on 3rd July, 2023 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 and SEBI Circulars.

The Members of the Company holding shares on the record date ("Cut off" date) of Monday 26th June, 2023 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 Friday, 30th June, 2023 (09.00 a.m.) till Sunday, 2nd July, 2023 (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 e-voting at the AGM, I have unblocked the electronic votes for both 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.



C/o 211, Bldg. No.1, Sona Udyog Industrial Estate, Parsi Panchayat Road,
Extn. of Old Nagardas Road, Andheri (East), Mumbai - 400 069, (M) +91
9819196693

04/07/2023

Mahesh M. Darji

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

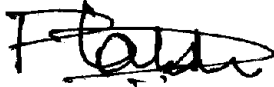
7. The consolidated result of the voting through remote e-voting and e-voting during AGM processes is as per annexure attached herewith.

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
Peer Review No. 2061 /2022




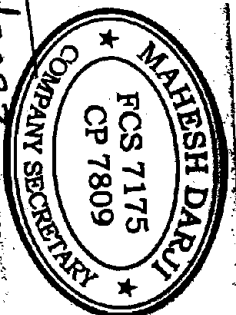
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Place: Mumbai

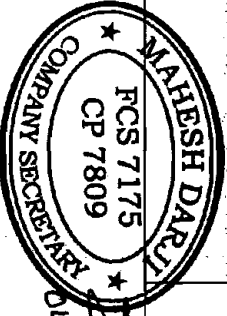
Date: 04.07.2023

Annexure to the Scrutinizer's Report
Consolidated Result of Remote e-voting prior to AGM and e-voting during the AGM:

Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting In Favour (Assent)			Voted Against (Dissent)			Invalid / 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	To receive, consider and adopt the audited financial statement(s) of the Company for the financial year ended March 31, 2023, together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Remote E-Voting prior to AGM	97	126953683	99.99%	02	1300	00.01%	00	00
				06	2885	93.52%	01	200	06.48%	00	00
				Total	103	126956568	99.99%	03	1500	00.01%	00
2	To appoint a Director in place of Mr. Vijay Mansukhani (DIN: 01041809), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote E-Voting prior to AGM	93	100616872	99.99%	03	2300	00.01%	03	26335811
				06	2885	93.52%	01	200	6.48%	00	00
				Total	99	100619757	99.99%	04	2500	00.01%	03

Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Invalid / 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	To appoint Statutory Auditors and fix their remuneration and in this regard, to consider and if thought fit, to pass with or without modification(s).	Ordinary Resolution	Remote E-Voting prior to AGM	97	126954673	99.99%	02	310	00.01%	00	00
			E-Voting during the AGM	06	2885	93.52%	01	200	06.48%	00	00
			Total	103	126957558	99.99%	03	510	00.01%	00	00
4	To approve the re-appointment of Mr. Vijay Mansukhani (DIN: 01041809), as a Managing Director (Key Managerial Personnel) of the Company and remuneration payable to Him.	Special Resolution	Remote E-Voting prior to AGM	88	100612362	99.99%	07	6310	00.01%	04	26336311
			E-Voting during the AGM	06	2885	93.52%	01	200	6.48%	00	00
			Total	94	100615247	99.99%	08	6510	00.01%	04	26336311
5	To approve the appointment of Mr. Shirish Suvagia (DIN:10095690), as a Director of the company and remuneration payable to him.	Ordinary Resolution	Remote E-Voting prior to AGM	92	126951136	99.99%	05	3310	00.01%	02	537
			E-Voting during the AGM	06	2885	93.52%	01	200	6.48%	00	00
			Total	98	126954021	99.99%	06	3510	00.01%	00	00



04/07/2023

Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Invalid / 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
6	To approve the appointment of Mr. Shirish Suvagia (DIN: 10095690), as a Whole Time Director of the Company and remuneration payable to him.	Special Resolution	Remote E-Voting prior to AGM	90	126949661	99.99%	07	4785	00.01%	02	537
			E-Voting during the AGM	06	2885	93.52%	01	200	6.48%	00	00
			Total	96	126952546	99.99%	08	4985	00.01%	02	537
7	To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2024.	Ordinary Resolution	Remote E-Voting prior to AGM	96	126953673	99.99%	03	1310	00.01%	00	00
			E-Voting during the AGM	06	2885	93.52%	01	200	6.48%	00	00
			Total	102	126956558	99.99%	04	1510	00.01%	00	00



MD
21/07/2023