

ENVAIR ELECTRODYNE LTD.



Dated: 30-09-2024

To,
BSE Limited
2th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Scrip Code-500246

Dear Sir/Madam,

In terms of the Regulation 44(3) of the Securities and Exchange Board of India (Listing obligation and Disclosure Requirement) Regulations, 2015 (The Listing Regulation), we submit herewith the details regarding the e-voting Results (i.e. Remote e-voting and e-voting during the AGM) of 42nd Annual General Meeting (AGM) of the company held on 28th September, 2024 (Saturday) at 11:30 AM through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") along with Report of the Scrutinizer.

Further, we also inform that all the resolutions as set out in notice convening the said AGM have been passed by Members with the requisite majority.

You are requested to take the same on your record.

Thanking You,

For Envair Electrodyne Limited

Anil
Nagpal



Anil Nagpal
Managing Director

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO RECEIVED CONSIDER AND ADOPT AUDITED FINANCIAL STATEMENTS FOR YEAR ENDED 31ST MARCH 2024 TOGETHER WITH BOARD REPORT AND AUDITOR REPORT				
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	2257197	84.5727	2257197	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2668942	2257197	84.5727	2257197	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1971058	414516	21.0301	414516	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		1971058	414516	21.0301	414516	0	100.0000
Total		4640000	2671713	57.5800	2671713	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				TO APPOINT A DIRECTOR IN PLACE OF MR. HARISH KUMAR AGARWAL (DIN-02185002) WHO RETIRES BY ROTATION BEING ELLGIBLE OFFER HIMSELF FOR RE-APPOINTMENT				
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	2257197	84.5727	2257197	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		2668942	2257197	84.5727	2257197	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1971058	414516	21.0301	414516	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		1971058	414516	21.0301	414516	0	100.0000
Total		4640000	2671713	57.5800	2671713	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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

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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 REAPPOINT STATUTORY AUDITOR FROM THE CONCLUSION OF THIS ANNUAL GENERAL MEETING TILL THE CONCLUSION OF NEXT ANNUAL GENERAL MEETING				
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	2257197	84.5727	2257197	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2668942	2257197	84.5727	2257197	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1971058	414516	21.0301	414516	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1971058	414516	21.0301	414516	0	100.0000
Total		4640000	2671713	57.5800	2671713	0	100.0000	0.0000
Whether resolution is Pass or Not.								
Disclosure of notes on resolution							Add Notes	

* this fields are optional

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



SANGER & ASSOCIATES
COMPANY SECRETARIES & TRADEMARK AGENT
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Email id: sangerassociates@gmail.com
Peer Review Certificate no. 3031/2023

FORM No. MGT-13
Report of Scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

CONSOLIDATED SCRUTINIZER'S REPORT

To,
The Chairman
ENVAIR ELECTRODYNE LIMITED
CIN: L29307MH1981PLC023810
OFFICE NO 123, WING A SOHRAB HALL,
21 SASOON ROAD Pune-411001

42nd Annual General Meeting of the Members of Envair Electrodyne Limited Held on Saturday, the 28th September, 2024 at 11:30 a.m. Through Video Conferencing / Other Audio-Visual Means

Sub.: Consolidated Scrutinizer's Report on remote e-voting & e-voting at the 42ND Annual General Meeting ("AGM") conducted pursuant the section 108 & 109 of the Companies Act, 2013 ("the Act") read with rules 20 & 21 of the Companies (Management & Administration) Rules, 2014 further read with General Circular Nos. 20/2020, 21/2021, 02/2021, 20/2020, 17/2020 and 14/2020 issued by the Ministry of Corporate Affairs (MCA)

Dear Sir,

I, Rajeev Kumar Sanger, Proprietor of Sanger & Associates, Practicing Company Secretary, was appointed as Scrutinizer by the Board of Directors of the Company vide resolution passed at their Board Meeting held on 30th August 2024, for the purpose of

Rajeev
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Sanger

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Rajeev Kumar Sanger
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SANGER & ASSOCIATES

COMPANY SECRETARIES & TRADEMARK AGENT

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scrutinizing the voting process, i.e. remote e-voting and e-voting at AGM of the Company held on Saturday, the 28th September, 2024 at 11:30 A.M through VC/ OAVM facility in compliance with the provisions of Section 96, 101, 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with the terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (collectively referred to as “MCA Circulars”) and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as “SEBI Circulars”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolutions forming part of the AGM Notice dated 4th September 2024 (“AGM Notice”).

Responsibility

My responsibility as a Scrutinizer for the remote e-voting process and e-voting conducted at the AGM is restricted to make a Consolidated Scrutinizer’s Report for the votes casted ‘in favour’ or ‘against’ the resolutions as stated in the said Notice, based on the reports generated from the e-voting system provided by Link Intime (Insta Vote), the agency engaged by the Company to provide e-voting facility conducted at AGM, in a fair and transparent manner.

Rajeev
Kumar
Sanger

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Rajeev Kumar Sanger
Date: 2024.09.28
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Based on confirmation received from the Company, I submit my report as under:

1. In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice along with Annual Report for the Financial Year (“F.Y.”) 2023-24 was dispatched by the Company on 4th, September, 2024 only by electronic mode to all those members, whose e-mail address were registered with the Company/ Registrar and Share Transfer Agent/ Depositories.
2. The members holding shares in physical mode or not having email ID registered with their Depository Participants or Registrar & Share Transfer Agent of the company, were given special facility to get their email ID registered to receive the notice electronically and participate in remote e-voting process. As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 read with the Circular, the company has given a public advertisement in “Financial Express” (English Newspaper) and Loksatta (Marathi Newspaper) on Thursday 5th September 2024.
3. The said Notice was dispatched on the basis of Register of Members made available by RTA of the Company and the list of beneficial owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 30th August 2024.
4. As per Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company has published advertisement about providing E-voting facility in Newspapers named “Financial Express” (English Newspaper) and Loksatta (Marathi Newspaper) on Thursday 5th September 2024.

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SANGER & ASSOCIATES

COMPANY SECRETARIES & TRADEMARK AGENT

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5. The Members of the Company as on the 'cut-off' date i.e., Saturday, 21st September, 2024, were entitled to vote on the resolutions as set-out in Item Nos. 1. to 3. of the Notice convening the 42nd AGM of the Company.
6. The Company had provided remote e-voting facility offered by Link Intime (Insta vote) to the shareholders of the Company.
7. The remote e-voting was kept open for 3 days from Wednesday, 25th September, 2024 at 09:00 A.M. and remained open to 5:00 PM on Friday, 27th September, 2024
8. During the 42nd AGM of the Company held on Saturday, the 28th September, 2024 at 11:30 A.M., The Company has also provided e-voting facility for 30 minutes after the conclusion of the Annual General Meeting, for shareholders who have not voted during the above-mentioned period.
9. The results of voting through remote e-voting and e-voting are as under:

a) Resolution No. 1

ORDINARY BUSINESS: To consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2024, together with the reports of the Directors' and Auditors' thereon.

i. Voted in favour of the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting and E-voting at Meeting	18	2671713	100

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Voting through Polling paper (in person or by proxy)	0	0	0
Total	18	2671713	100

II. Voted against the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting and E-voting at Meeting	0	0	0
Voting through Polling paper (in person or by proxy)	0	0	0.00
Total	0	0	0

III. Invalid Votes;

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting and E-voting at Meeting	0	0
Voting through Polling paper (in person or by proxy)	0	0
Total	0	0

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b) Resolution No. 2

ORDINARY BUSINESS:

To appoint a Director in place of Mr. Harish Kumar Agarwal, who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment

I. Voted in favour of the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting and E-voting at Meeting	18	2671713	100
Voting through Polling paper (in person or by proxy)	0	0	0
Total	18	2671713	100

II. Voted against the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting and E-voting at Meeting	0	0	0
Voting through Polling paper (in person or by proxy)	0	0	0.00
Total	0	0	0

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III. Invalid Votes;

Mode of Voting	Total number of members whose votes were declared invalid	Total number of vote cast by them
Remote E-voting and E-voting at Meeting	0	0
Voting through Polling paper (in person or by proxy)	0	0
Total	0	0

c) Resolution No. 3

ORDINARY BUSINESS: To Re-appoint Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration

I. Voted in favour of the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting and E-voting at Meeting	18	2671713	100
Voting through Polling paper (in person or by proxy)	0	0	0
Total	18	2671713	100

Rajeev Kumar
Sanger

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II. Voted against the resolution;

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting and E-voting at Meeting	0	0	0
Voting through Polling paper (in person or by proxy)	0	0	0
Total	0	0	0

III. Invalid Votes;

Mode of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting and E-voting at Meeting	0	0
Voting through Polling paper (in person or by proxy)	0	0
Total	0	0

Rajeev
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Rajeev Kumar
Sanger
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Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Thanking You,
Yours Faithfully
For M/s Sanger & Associates
Company Secretaries

Rajeev Kumar Sanger
Digitally signed by
Rajeev Kumar Sanger
Date: 2024.09.28
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CS Rajeev Kumar Sanger
M. No. F13092
C.O.P. No. 22007
UDIN: F013092F001361868
Date: 28.09.2024
Place: Panchkula

Counter Signed by Chairman/person
authorized by chairman

Anil Nagpal
Digitally signed by Anil Nagpal
DN: cn=Anil Nagpal, o=SANGER & ASSOCIATES, ou=INDIA, email=anil.nagpal@sangerassociates.com, serial=113634, c=IN

Anil Nagpal
Managing Director
DIN: 01302308
Date: 28.09.2024
Place: Chandigarh