

January 15, 2025

To, The General Manager, Department of Corporate Services, BSE Limited, P.J. Towers, Dalal Street, Mumbai – 400001 Company Code No.: 543972	To, The Listing Department. National Stock Exchange of India Limited Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E), Mumbai – 400 051 Trading Symbol: AEROFLEX
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Sub: Scrutinizer's Report & Voting Results - Extra Ordinary General Meeting (EOGM) of the Members of Aeroflex Industries Limited pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

The Extra Ordinary General Meeting of the Company was held today, January 15, 2025, at 11:00 a.m. through Video Conferencing/ Other Audio-Visual Means.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, please find enclosed the Voting Results as **Annexure A** in the prescribed format as required under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 on the resolution passed at the EOGM of the Company along with the Scrutinizer's Report dated January 15, 2025.

The said resolution has been approved by Members with requisite majority.

Kindly take the above document on your record.

Thanking You,

Yours Faithfully

For Aeroflex Industries Limited

**KINJAL
KAMLESH
SHAH**

Digitally signed by
KINJAL KAMLESH SHAH
Date: 2025.01.15
18:54:16 +05'30'

**Kinjal Shah
Company Secretary & Compliance Officer
M No.: A58678**

Encl.: As above

Aeroflex Industries Limited

Business Office & Factory

Plot No: 41 & 42/13, 14, 18, Village: Chal, Near Taloja M.I.D.C.,

Post: Ghot Camp, Tal: Panvel, Dist: Raigad,

Maharashtra - 410 208 India

Phone: +91 22 6146 7100 (100 Lines), Fax: +91 22 6146 7136

Email: info@aeroflexindia.com, Website: www.aeroflexindia.com

CIN: L24110MH1993PLC074576

Annexure A

VOTING RESULTS

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Company Name	AEROFLEX INDUSTRIES LIMITED
Date of the EOGM	Wednesday, 15 th January, 2025
Total number of Shareholders on cut-off date:	96465
No. of shareholders present in the meeting either in person or through proxy	Not Applicable (Meeting was held through VC/OAVM)
No. of shareholders attended the meeting in the meeting through VC/OAVM:	45
Promoters and Promoter Group:	2
Public:	43

Aeroflex Industries Limited

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Resolution No. 1

To approve raising of funds by way of issuance of equity shares and/or equity linked securities by way of Qualified Institutions Placement (“QIP”).

Resolution required:			SPECIAL RESOLUTION					
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	86636663	86636663	100	86636663	0	100	0
	Poll		0	0	0	0	0	0
	Total	86636663	86636663	100	86636663	0	100	0
Public-Institutions	E-Voting	9503121	6964111	73.28	1193373	5770738	17.14	82.86
	Poll		0	0	0	0	0	0
	Total	9503121	6964111	73.28	1193373	5770738	17.14	82.86
Public- Non Institutions	E-Voting	33180586	402815	1.21	402406	409	99.90	0.10
	Poll		0	0	0	0	0	0
	Total	33180586	402815	1.21	402406	409	99.90	0.10
Total		129320370	94003589	72.69	88232442	577147	93.86	6.14

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CIN: L24110MH1993PLC074576



Govt. of India Recognised Export House

FORM NO. MGT-13

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman,
Extra-Ordinary General Meeting of the
AEROFLEX INDUSTRIES LIMITED
Plot No. 41,42/13,42/14 & 42/18
Near Taloja MIDC, Village Chal,
Behind IGPL, Panvel, Navi Mumbai,
Panvel, Maharashtra, India - 410208.

Dear Sir,

I, **Dr. S. K. Jain**, Practicing Company Secretary, at 11, Friend's Union Premises Co-operative Society Ltd, 2nd Floor, 227, P. D. Mello Road, Mumbai-400001 was appointed as Scrutinizer by the Board of Directors of **Aeroflex Industries Limited** (the Company) for the purpose of scrutinizing e-Voting process (remote e-Voting pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014. As amended and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolution proposed at the Extra-Ordinary General Meeting of the Shareholders of the Company held on Wednesday, January 15, 2025, at 11:00 a.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), submit my report as under:



The Extra- Ordinary General Meeting ("EOGM") of the Company was held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and the voting for agenda items as per the Notice of EOGM were transacted only through remote electronic voting process and electronic voting during the EOGM, in compliance with applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactments thereof), and the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular no. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated 08th December, 2021 and General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 2/2022 dated May 05, 2022 and General Circular No.10/2022 dated 28th December, 2022, General Circular No.09/2023 dated 25th September, 2023 and General Circular No.09/2024 dated 19th September, 2024 (which has clarified that, the Companies whose AGM/EOGM and EOGM are due in the year 2024 or 2025, can conduct their AGM/EOGM on or before 30 September 2025 by means of Video Conference (VC) or Other Audio-Visual Means (OAVM) issued by Ministry of Corporate Affairs (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, circular no SEBI/HO/CFD/CMD2 /CIR /P/2022/62 dated May 13, 2022 and circular no SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and circular no SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 (collectively "SEBI Circulars"), have permitted companies to conduct AGM/EOGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder, and SEBI (Listing



Obligations and Disclosure Requirements) Regulations, 2015, the EOGM of the Company is being convened and conducted through VC.

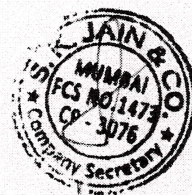
Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, September 25, 2023 and September 19, 2024 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EOGM

1. Dispatch of Notice convening the Meeting.

Pursuant to the MCA and SEBI Circulars, the Notice of the EOGM along with the Explanatory Statement was sent on December 20th, 2024 by e-mail to **93,885** Shareholders who had registered their email- id's with Depositories/the Company, out of which 3,340 emails were bounced back and 90,545 e-mails were delivered. The Notice and Explanatory Statement is also available on Company's website www.aeroflexindia.com

2. Newspaper Publication

The Company had published Notice in All India edition of "The Free Press Journal" (English Newspaper) & Navshakti (Marathi edition Newspaper) on December 21, 2024 in terms of MCA General Circular No. 20/2020 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended regarding holding of Extra-Ordinary on Wednesday, January 15, 2025 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") means.



3. Cut-off Date

The Voting rights were reckoned as on **Wednesday, January 8, 2025** being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting.

4. e-Voting

i. Agency:

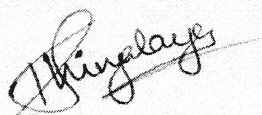
The Company has appointed Central Depository Services (India) Limited (CDSL) as the Agency for providing the e-Voting platform.

ii. Remote-Voting:

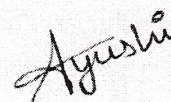
The remote e-Voting platform was open from Sunday, January 12, 2025 at 9:00 a.m. and ends on Tuesday, January 14, 2025 at 5:00 p.m. and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Special Resolution, on the e-Voting platform provided by CDSL.

5. Counting Process:

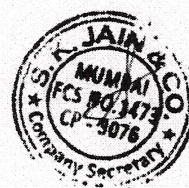
- i. The Vote cast under remote e-Voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-Voting and votes tendered therein based on the data downloaded from the CDSL e-Voting system.



Name: Ms. Sakshi Thingalaya



Name: Ms. Ayushi Jain



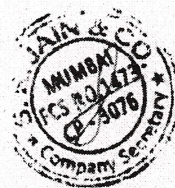
- ii. Thereafter, the details of Equity Shareholders, who voted for or against was extracted from the list of Equity Shareholders who voted.
- iii. "**For**" or "**Against**" were downloaded from the e-Voting website of Central Depository Services (India) Limited (CDSL) (<https://www.evotingindia.com>).
- iv. The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules relating to remote e-Voting and voting at the Meeting on the Resolution contained in the Notice of the EOGM.
- v. My responsibility as Scrutinizer for the remote e-Voting and the voting conducted through electronic voting (remote) at the meeting is restricted to make Scrutinizer's Report of the Votes cast in favour or against the Resolution.
- vi. Based on the result made available to me, 118 Members have cast their votes through remote e-Voting and no Members have cast their votes during the meeting. The EOGM was concluded at 11:21 a.m. and e-voting was closed at 11:36 a.m.
- vii. The combined result of remote E-voting and e-voting during the EOGM is as under:



VOTING RESULTS

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Company Name	AEROFLEX INDUSTRIES LIMITED
Date of the EOGM	Wednesday, 15 th January, 2025
Total number of Shareholders on cut-off date:	96,465
No. of shareholders present in the meeting either in person or through proxy	Not Applicable (Meeting was held through VC/OAVM)
No. of shareholders attended the meeting in the meeting through VC/OAVM:	45
Promoters and Promoter Group:	2
Public:	43



Resolution No. 1

To approve raising of funds by way of issuance of equity shares and/or equity linked securities by way of Qualified Institutions Placement ("QIP").

Resolution required:			SPECIAL RESOLUTION					
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) = $\frac{[(2)/(1)]}{*100}$	(4)	(5)	(6) = $\frac{[(4)/(2)]}{*100}$	(7) = $\frac{[(5)/(2)]}{*100}$
Promoter and Promoter Group	E-Voting	8,66,36,663	8,66,36,663	100	8,66,36,663	0	100	0
	Poll		0	0	0	0	0	0
	Total	8,66,36,663	8,66,36,663	100	8,66,36,663	0	100	0
Public-Institutions	E-Voting	95,03,121	69,64,111	73.28	11,93,373	57,70,738	17.14	82.86
	Poll		0	0	0	0	0	0
	Total	95,03,121	69,64,111	73.28	11,93,373	57,70,738	17.14	82.86
Public-Non Institutions	E-Voting	3,31,80,586	4,02,815	1.21	4,02,406	409	99.90	0.10
	Poll		0	0	0	0	0	0
	Total	3,31,80,586	4,02,815	1.21	4,02,406	409	99.90	0.10
Total		12,93,20,370	9,40,03,589	72.69	8,82,32,442	57,71,147	93.86	6.14



RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To approve raising of funds by way of issuance of equity shares and/or equity linked securities by way of Qualified Institutions Placement ("QIP").	Special Resolution	93.86	6.14

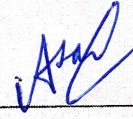
All other relevant records of voting were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,



Dr. S.K. Jain
Practicing Company Secretary



Asad Daud
Chairman



Place: Mumbai

Date: 15.01.2025

UDIN: F001473F003691511