



**January 19, 2026**

**Ref. No. 65/2025-2026**

To, The Manager - Corporate Compliance BSE Limited 25 <sup>th</sup> Floor, P.J. Towers, Dalal Street, Mumbai-400 001 Scrip Code: 500279	To, The Manager - Corporate Compliance National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051 Scrip Code: MIRCELECTR	To Central Depository Services (India) Ltd. 25 <sup>th</sup> Floor, A Wing, Marathon Futurex, N.M. Joshi Marg, Lower Parel (East), Mumbai-400 013
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**Sub: Scrutinizer's Report.**

Respected Sir/Madam,

This is to inform you that the Extra-Ordinary General Meeting ("EGM") of the Members of the Company was held on Friday, January 16, 2026 at 3.30 p.m. through Video Conferencing. In this regard, we hereby enclosed the Scrutinizer's Report based on data received from Central Depository Services (India) Limited & issued by Mr. Mahesh M. Darji, Practising Company Secretary on the Consolidated Result of Voting i.e. through Remote E-voting and E-voting during EGM.

Resolution was passed with the requisite majority by the Members.

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

Thanking You.

**for MIRC Electronics Limited**

**Vijay Mansukhani  
Chairman & Managing Director  
DIN: 01041809**

**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

CIN No.: L32300MH1981PLC023637. Website: [www.onida.com](http://www.onida.com)

**Report of Scrutinizer**

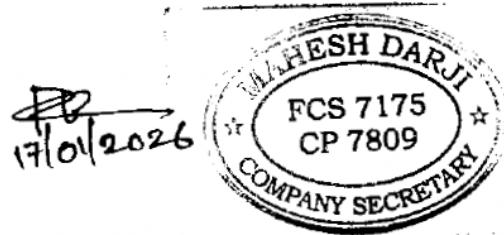
[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To,  
**The Chairman**  
**of Extra Ordinary General Meeting**  
**of MIRC Electronics Limited**  
held on Friday, January 16, 2026 at 03.30 p.m.  
Through Video Conferencing / Other Audio Visual means

Sir,

I, Mahesh Darji, Practicing Company Secretary (Membership No. FCS - 7175) have been appointed as the Scrutinizer for the purpose of scrutinizing the remote e-voting process prior to the Extra Ordinary General Meeting ("EGM") and e-voting process during the EGM 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 Ministry of Corporate Affairs ("MCA") dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 (collectively referred as "MCA Circulars") and SEBI dated May 12, 2020, January 15, 2021, May 13, 2022, October 03, 2024, October 07, 2023, January 05, 2024 and June 05, 2025 (collectively referred as "SEBI Circulars"), in respect of resolution proposed at the EGM of MIRC Electronics Limited (the "Company") held on Friday, January 16, 2026 at 03.30 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 of the EGM. Our responsibility as a scrutinizer for the remote e-voting process prior to EGM and e-voting process at the EGM is restricted to ensure that both the e-voting processes are conducted in a fair and transparent manner and to make a Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions contained in the notice of EGM, 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.



# **Mahesh M. Darji**

Practicing Company Secretary

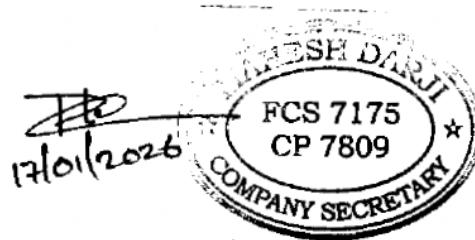
B.Com, DBM, LLB, FCS

As informed to us by the Management, the notice dated December 11, 2025 convening the EGM of the Company through VC/OAVM held on Friday, January 16, 2026 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 e-mail addresses were registered with the Company / Depositories, in compliance with the MCA Circulars and SEBI Circulars.

The members of the Company holding shares on the "cut-off date" of January 09, 2026 were entitled to vote on the resolutions proposed as set out in the notice of the said EGM.

In this regard, we hereby submit our 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 EGM and e-voting during EGM by the Shareholders of the Company.
2. The remote e-voting portal remained open for voting from Tuesday, January 13, 2026 at 9.00 a.m. (IST) and ended on Thursday, January 15, 2026 at 5.00 p.m. (IST).
3. The Company had also provided e-voting facility to the Members present / logged-in at the EGM through VC and who had not cast their vote earlier through remote e-voting.
4. After the conclusion of e-voting during the EGM, we have unblocked the votes cast by the members present through VC at the EGM and through remote e-voting facility in the presence of two witnesses who are not in the employment of the Company.
5. We have scrutinized the votes cast through both, remote e-voting and e-voting during the EGM processes for the purpose of this report.
6. The particulars of all the electronic votes cast by the Members through both remote e-voting and e-voting during the EGM has been recorded in the separate registers maintained for the purpose.



# **Mahesh M. Darji**

Practicing Company Secretary

B.Com, DBM, LLB, FCS

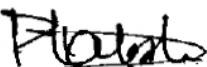
7. The consolidated result of the voting through both remote e-voting and e-voting during the EGM is as per annexure attached herewith.

**Recommendation:**

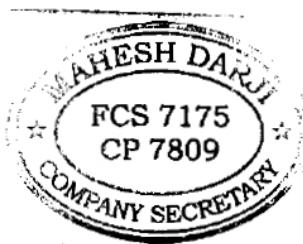
All the resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman /Authorised Person may accordingly declare the result of voting.

Thanking you,

Yours truly,



**Mahesh Darji**  
**Practicing Company Secretary**  
**Membership No. FCS 7175**  
**CP No. 7809**  
**Peer Review No. 2061/2022**  
**UDIN: F007175G003335313**



Place: Mumbai

Date: 17.01.2026

**Annexure to the Scrutinizer's Report**

**Consolidated Result of Remote e-voting and e-voting during the EGM of MIRC Electronics Limited held on Friday, January 16, 2026:**

Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voted Against (Dissent)			Abstain/Invalid	
				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 approve modification in the MIRC Electronics Employee Stock Option Plan 2023 Scheme.	Special Resolution	Remote E-Voting prior to EGM	83	149775113	99.99	9	15979	0.01	0	0
			E-Voting during the EGM	5	885	94.65	1	50	5.35	0	0
			<b>Total</b>	<b>88</b>	<b>149775998</b>	<b>99.99</b>	<b>10</b>	<b>16029</b>	<b>0.01</b>	<b>0</b>	<b>0</b>
2.	To approve revision in the remuneration of Mr. Shirish Suvagia (DIN: 10095690), Whole Time Director of the Company.	Special Resolution	Remote E-Voting prior to EGM	77	149773115	99.99	15	17977	0.01	0	0
			E-Voting during the EGM	5	885	94.65	1	50	5.35	0	0
			<b>Total</b>	<b>82</b>	<b>149774000</b>	<b>99.99</b>	<b>16</b>	<b>18027</b>	<b>0.01</b>	<b>0</b>	<b>0</b>
3.	To appoint Statutory Auditors to fill casual vacancy	Ordinary Resolution	Remote E-Voting prior to EGM	86	149775127	99.99	6	15965	0.01	0	0
			E-Voting during the EGM	5	885	94.65	1	50	5.35	0	0
			<b>Total</b>	<b>91</b>	<b>149776012</b>	<b>99.99</b>	<b>7</b>	<b>16015</b>	<b>0.01</b>	<b>0</b>	<b>0</b>



17/01/2026