ONIDA
OWNER'S PRIDE

20th August, 2025 **Ref. No. 43/2025-2026**

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

Sub: Scrutinizer's Report.

Respected Sir/Madam,

This is to inform you that the 44th Annual General Meeting (AGM) of the Members of the Company was held on Monday, 18th August, 2025 at 3.00 p.m. through Video Conferencing. In this regard, we hereby enclosed the Scrutinizer's Report 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 44th AGM.

All the resolutions were 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

KAVAL GULU MIRCHANDANI
Digitally signed by KAVAL GULU MIRCHANDANI
Date: 2025.08.20 13:14:35 +05'30'

Kaval Mirchandani
Managing Director
DIN: 01179978

Encl: - As above

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 44th Annual General Meeting of
Members of MIRC Electronics Limited
held on Monday, 18th August, 2025 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. 09/2024 dated September 19, 2024, Circular No. 09/2023 dated September 25, 2023, 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 08, 2021, Circular No. 02/2021 dated January 13, 2021, Circular No. 20/2020 dated May 05, 2020, Circular No. 17/ 2020 dated April 13, 2020 and Circular No. 14/ 2020 dated April 08, 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. Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83 dated June 05, 2025, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 read together with Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated October 6, 2023, 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 44th Annual General Meeting of MIRC Electronics Limited held on Monday, 18th August,

20/08/2025

MAHESH DARJI
FCS 7175
CP 7809
COMPANY SECRETARY

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

2025 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 44th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer 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 44th 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 20th May, 2025 convening the 44th Annual General Meeting of the Company through VC/OAVM held on 18th August, 2025 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, 11th August, 2025 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, 15th August, 2025 (09.00 a.m.) till Sunday, 17th August, 2025 (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.

20/08/2025

MAHESH DARJI
FCS 7175
CP 7809
PRACTICING COMPANY SECRETARY

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

Mahesh M. Darji
Practicing Company Secretary
B.Com, DBM, LLB, FCS

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.

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 / KMP authorised by the Chairman may accordingly declare the result of voting.

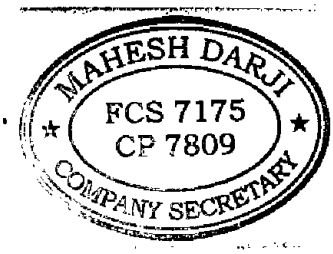
Thanking you,

Yours truly,

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

UDIN: F007175G001037600

Place: Mumbai
Date: 20.08.2025



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

Annexure to the Scrutinizer's Report

Consolidated Result of Remote e-voting prior to AGM and e-voting during the AGM of MIRC Electronics Limited:

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, 2025, together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Remote E-Voting prior to AGM	131	150104546	99.99	1	10	0.01	0	0
			E-Voting during the AGM	7	1743	100	0	0	0	0	0
			Total	**138**	**150106289**	**99.99**	**1**	**10**	**0.01**	**0**	**0**
2	To appoint a Director in place of Mr. Shirish Suvagia (DIN:10095690), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote E-Voting prior to AGM	127	150103775	99.99	5	781	0.01	0	0
			E-Voting during the AGM	7	1743	100	0	0	0	0	0
			Total	**134**	**150105518**	**99.99**	**5**	**781**	**0.01**	**0**	**0**

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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 M/s. Ragini Chokshi & Co., Company Secretaries (Firm Registration No. 92897) as Secretarial Auditors of the Company for 5 years.	Ordinary Resolution	Remote E-Voting prior to AGM	128	150103777	99.99	4	779	0.01	0	0
			E-Voting during the AGM	7	1743	100	0	0	0	0	0
			Total	**135**	**150105520**	99.99	**4**	**779**	**0.01**	**0**	**0**
4	To approve the appointment of Mr. Sasha G. Mirchandani (DIN: 01179921) as a Director (Non-Executive & Non-Independent) of the Company.	Ordinary Resolution	Remote E-Voting prior to AGM	127	150103775	99.99	5	781	0.01	0	0
			E-Voting during the AGM	7	1743	100	0	0	0	0	0
			Total	**134**	**150105518**	99.99	**5**	**781**	**0.01**	**0**	**0**
5	To approve the re-appointment of Mr. Kaval Mirchandani (DIN: 01179978), as a Managing Director of the Company (re-designated from Whole Time Director) and remuneration payable to him.	Special Resolution	Remote E-Voting prior to AGM	127	150103775	99.99	5	781	0.01	0	0
			E-Voting during the AGM	7	1743	100	0	0	0	0	0
			Total	**134**	**150105518**	**99.99**	**5**	**781**	**0.01**	**0**	**0**

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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 re-appointment of Mr. Shirish Suvagia (DIN:10095690), as Whole Time Director of the Company and remuneration payable to him.	Special Resolution	Remote E-Voting prior to AGM	127	150103775	99.99	5	781	0.01	0	0
			E-Voting during the AGM	7	1743	100	0	0	0	0	0
			Total	**134**	**150105518**	**99.99**	**5**	**781**	**0.01**	**0**	**0**
7	To approve the re-appointment of Ms. Mohita Arora (DIN: 08771417) as an Independent Director of the Company.	Special Resolution	Remote E-Voting prior to AGM	128	150103777	99.99	4	779	0.01	0	0
			E-Voting during the AGM	7	1743	100	0	0	0	0	0
			Total	**135**	**150105520**	**99.99**	**4**	**779**	**0.01**	**0**	**0**
8	To approve the alteration of Articles of Association of the Company by inserting new article 103A after article 103.	Special Resolution	Remote E-Voting prior to AGM	130	150104536	99.99	2	20	0.01	0	0
			E-Voting during the AGM	7	1743	100	0	0	0	0	0
			Total	**137**	**150106279**	**99.99**	**2**	**20**	**0.01**	**0**	**0**

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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
9	To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2026.	Ordinary Resolution	Remote E-Voting prior to AGM	130	150104536	99.99	2	20	0.01	0	0
			E-Voting during the AGM	7	1743	100	0	0	0	0	0
			Total	**137**	**150106279**	**99.99**	**2**	**20**	**0.01**	**0**	**0**

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