

ENVAIR ELECTRODYNE LTD

ENVAIR/BSE/ 176

01.10.2019

The Stock Exchange, Mumbai
Phiroze Jeejeebhoy Towers,
Floor 25, P. J. Towers
Dalal Street
MUMBAI 400 001

Scrip Code: 500246

Sub : Submission of voting results Pursuant to Regulation 44 of the SEBI (Listing Obligation & Disclosure Requirements) Regulation 2015 with respect to 37th Annual General Meeting held on 30th September 2019

Dear sir,

We wish to inform you that 37th Annual General Meeting (the 'AGM') of the Company was held on Monday, 30th September 2019 at 12.00 PM at the Registered Office of the Company at 117 S Block MIDC Bhosari Pune 411026. Pursuant to Section 108 of the Companies Act, 2013 read with the Rules made there under and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the shareholders as on cutoff date i.e. Monday, 23rd September 2019, to cast their votes on the items of business stated in the AGM notice.

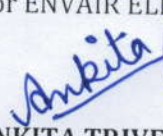

Similarly, the Chairman of the AGM, as per the provisions of Section 109 of the Companies Act, 2013 directed to conduct the Poll. The Chairman of the AGM held on 30th September 2019 has declared the result of voting. The disclosure of the same along with the reports of the Scrutinizer on votes casted by remote e-voting and by poll is attached herewith.

Considering the votes casted in favour of the 6 resolutions, all the resolutions were carried (passed) with requisite majority.

You are requested to kindly take the same on record for your further needful

Thanking you,

For ENVAIR ELECTRODYNE LTD.



ANKITA TRIVEDI
COMPANY SECRETARY &
COMPLIANCE OFFICER

I. U. THAKUR

B.COM, LLB, F.C.S.

COMPANY SECRETARY

MSR Capital,
Office No. 15, 2nd Floor,
Morwadi Court Road,
Pimpri, Pune - 411018.
Telephone : 8446903311.
E-mail : iuthakur@gmail.com
office@iuthakurcs.com
Website : www.iuthakurcs.com

Scrutinizer's Report

**[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the
Companies,**

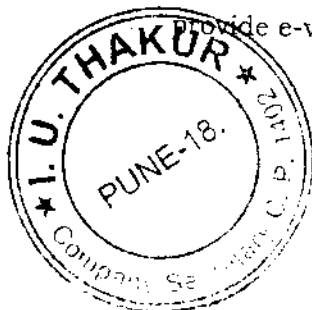
(Management and Administration) Rules, 2014]

To,
The Chairman,
ENVAIR ELECTRODYNE LIMITED,
117 GENERAL BLOCK, M.I.D.C, BHOSARI,
PUNE- 411026, MAHARASHTRA

Dear Sir,

I, I. U. Thakur, a Company Secretary in practice, have been appointed by the Board of Directors of **ENVAIR ELECTRODYNE LIMITED** ("the Company"), as a scrutinizer for the purpose of Scrutinizing the E-voting process along with Ballot forms, and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 37th Annual General Meeting (AGM) of the members of the Company, held on 30th day of September, 2019 at **ENVAIR ELECTRODYNE LIMITED, 117, GENERAL Block, MIDC, Bhosari, Pune - 411026.**

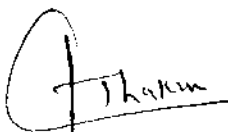
1. The notice dated 03rd September, 2019 convening the 37th Annual General Meeting ("AGM") of the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the said AGM of the Company held on 30th September, 2019.
2. The management of the Company is responsible to ensure 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 to the 37th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "In Favor" or "Against" the resolutions stated above and "Invalid" votes, based on the reports generated from the e-voting system provided by **Central Depositories Services (India) Limited (CDSL)**, the authorized agency to provide e-voting facilities, engaged by the Company and Ballot forms received.



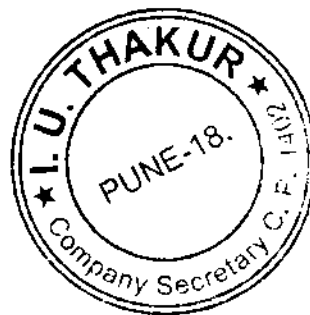
3. Further to the above, I submit my report as under :-

- i. The e-voting period remained open from Friday, 27th September, 2019 (9:00 A.M.) to Sunday, 29th September, 2019 (05:00 P.M).
- ii. The members of the Company as on the "cut-off" date i.e. **Monday, 23rd September, 2019** were entitled to vote on the resolutions as set out in the notice of the 37th Annual General Meeting (AGM) of the Company.
- iii. The votes cast were unblocked on Friday, 30th September, 2019 in the presence of 2 witnesses, Mr. Nikhil Thakur and Ms. Neelam Durande, who are not in the employment of the Company.
- iv. Thereafter, the details containing *inter alia*, list of Equity Share Holders, who voted "**for**", "**against**" and "**invalid**" on each of the resolutions that were put to vote, were generated from the e-voting website of Central Depositories Services (India) Limited (CDSL) i.e. <https://www.evotingindia.com//> and based on such reports generated, and the result of the e-voting is annexed.
- v. At the Annual General Meeting for the benefit of shareholders attending the meeting who had not availed e-voting facility, the Chairman *suo-moto* directed voting through ballot on one vote for one share basis i.e. at par with e-voting and result to be placed on the Company website within prescribed time limit.
- vi. Based on scrutiny of ballot forms received at the Annual General Meeting combined with e-voting through CDSL platform, the reports are annexed.

Thanking You,
Yours faithfully,



I U Thakur
Practicing Company Secretary
Membership No.- FCS 2298
CP 1402
Place: PUNE
Date: 01/10/2019



E-Voting Result
ENVAIR ELECTRODYNE LIMITED
CIN: L29307MH1981PLC023810

Ordinary Resolution No. 01

Adoption of Audited Financial Statements of the Company for the year ended 31st March, 2019 together with the Boards' Report & Auditor's Report thereon

	Total number of members voted through electronic voting system and physical mode.	Votes for	% of total no valid votes cast	Votes against	% of total no valid votes cast
E-voting	4	1874863	99.89	0	0.00%
Ballot	1	2015	0.11	0	0.00%
Total	5	1876878	100%	0	0.00%

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against if any, we report that the Ordinary Resolution with regard to Item No.01 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

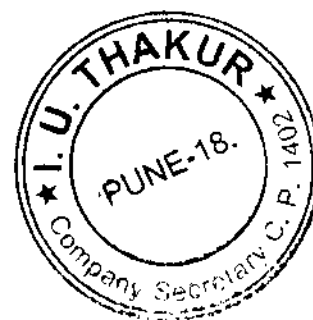
Ordinary Resolution No. 02

To appoint Mr. Harish Agarwal (DIN 02185002) as director who retires by rotation

	Total number of members voted through electronic voting system and physical mode.	Votes for	% of total no valid votes cast	Votes against	% of total no valid votes cast
E-voting	4	1874863	99.89	0	0.00%
Ballot	1	2015	0.11	0	0.00%
Total	5	1876878	100%	0	0.00%

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against if any, we report that the Ordinary Resolution with regard to Item No.02 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



Ordinary Resolution No. 03

To appoint Mr. Archit Agarwal (DIN 08127356) as director who retires by rotation

	Total number of members voted through electronic voting system and physical mode.	Votes for	% of total no valid votes cast	Votes against	% of total no valid votes cast
E-voting	4	1874863	99.89	0	0.00%
Ballot	1	2015	0.11	0	0.00%
Total	5	1876878	100%	0	0.00%

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against if any, we report that the Ordinary Resolution with regard to Item No. 03 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

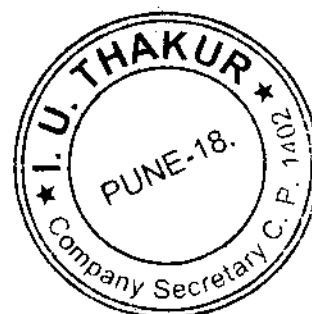
Ordinary Resolution No. 04

Appointment of Mr. Sanjiv Kumar Narain (DIN 07349240) as Independent Director

	Total number of members voted through electronic voting system and physical mode.	Votes for	% of total no valid votes cast	Votes against	% of total no valid votes cast
E-voting	4	1874863	99.89	0	0.00%
Ballot	1	2015	0.11	0	0.00%
Total	5	1876878	100%	0	0.00%

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against if any, we report that the Ordinary Resolution with regard to Item No.04 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



Ordinary Resolution No. 05

Appointment of Mrs. Prachi Narula (DIN 08502922) as Women Independent Director

	Total number of members voted through electronic voting system and physical mode.	Votes for	% of total no valid votes cast	Votes against	% of total no valid votes cast
E-voting	4	1874863	99.89	0	0.00%
Ballot	1	2015	0.11	0	0.00%
Total	5	1876878	100%	0	0.00%

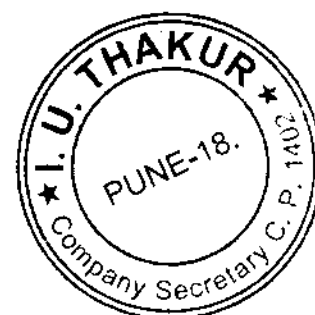
RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against if any, we report that the Ordinary Resolution with regard to Item No.05 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Special Resolution No. 06

Re-Appointment of Mr. Avinash Kulkarni (DIN 0016046) as an Independent Director

	Total number of members voted through electronic voting system and physical mode.	Votes for	% of total no valid votes cast	Votes against	% of total no valid votes cast
E-voting	4	1874863	99.89	0	0.00%
Ballot	1	2015	0.11	0	0.00%
Total	5	1876878	100%	0	0.00%

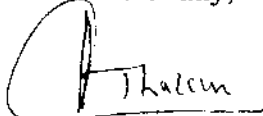


RESULT

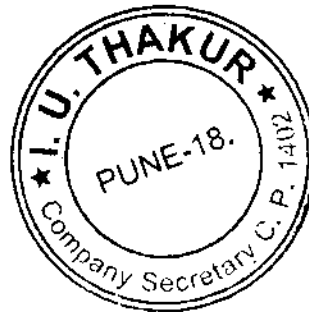
As the number of votes cast in favour of the resolution were more than the number of votes cast against if any, we report that the Special Resolution with regard to Item No.06 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Thanking You,

Yours faithfully,



I U Thakur
Practicing Company Secretary
Membership No. - FCS 2298
CP - 1402



Place: PUNE

Date: 01/10/2019