



27th September, 2024

Ref. No. 40/2024-2025

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

Sub: Scrutinizer's Report & Compliance under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Respected Sir/Madam,

This is to inform you that the 43rd Annual General Meeting (AGM) of the Members of the Company was held on Thursday, 26th September, 2024 at 3.00 p.m. through Video Conferencing.

In this regard, we hereby enclosed the following:

- A] Scrutinizer's Report issued by Mr. Mahesh Darji, Practising Company Secretary on the Consolidated Result of Voting i.e. through Remote E-voting and E-voting during 43rd AGM.
- B] Details of the voting results of the aforesaid AGM pursuant to the requirement of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on ordinary/special resolutions specified in the AGM Notice dated 2nd September, 2024.

All the resolutions were passed with the requisite majority by the Members.

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



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

Thanking You.

for MIRC Electronics Limited

Gulu L. Mirchandani
Chairman & Managing Director

Encl: - As above

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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 43rd Annual General Meeting of
Members of MIRC Electronics Limited
held on Thursday, 26th September, 2024 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. 09/2023 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 number 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 43rd Annual General Meeting of MIRC Electronics Limited held on Thursday, 26th September, 2024 at 03.00 p.m. through Video Conferencing / Other Audio Visual means (VC/OAVM).


27/09/2024



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 43rd 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 43rd 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 02nd September, 2024 convening the 43rd Annual General Meeting of the Company through VC/OAVM held on 26th September, 2024 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 Thursday, 19th September, 2024 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 Monday, 23rd September, 2024 (09.00 a.m.) till Wednesday, 25th September, 2024 (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.
5. I have scrutinized the votes casted through remote e-voting and e-voting during AGM, processes for the purpose of this report.

Md
27/09/2024



MAHESH DARJI
FCS 7175
CP 7809
COMPANY SECRETARY

Mahesh M. Darji

Practicing Company Secretary
B.Com, DBM, LLB, FCS

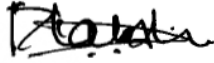
6. The particulars of all the electronic votes casted by the members through remote e-voting and e-voting during AGM processes have been recorded in the separate registers maintained for the purpose.
7. The consolidated result of the voting through remote e-voting and e-voting during AGM processes is 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: F007175F001340595

Place: Mumbai

Date: 27.09.2024

Annexure to the Scrutinizer's Report
Consolidated Result of Remote e-voting prior to AGM and e-voting during the AGM:

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, 2024, together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Remote E-Voting prior to AGM	195	112134921	99.99	12	9131	0.01	1	100
			E-Voting during the AGM	2	6500	100	0	0	0	0	0
			Total	197	112141421	99.99	12	9131	0.01	1	100
2	To Appoint a Director in place of Mr. Kaval Mirchandani (DIN: 01179978), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote E-Voting prior to AGM	188	112133778	99.99	19	10274	0.01	1	100
			E-Voting during the AGM	2	6500	100	0	0	0	0	0
			Total	190	112140278	99.99	19	10274	0.01	1	100


 27/09/2024


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 approve increase in remuneration of Mr. Kaval Mirchandani (DIN: 01179978) Whole-time Director of the Company for the period from October 01, 2024 to May 25, 2025.	Special Resolution	Remote E-Voting prior to AGM	181	112131845	99.99	27	12307	0.01	0	0
			E-Voting during the AGM	2	6500	100	0	0	0	0	0
			Total	183	112138345	99.99	27	12307	0.01	0	0
4	To approve appointment of Mr. Milind Pokle, as an Independent Director of the Company	Special Resolution	Remote E-Voting prior to AGM	193	112134411	99.99	15	9741	0.01	0	0
			E-Voting during the AGM	2	6500	100	0	0	0	0	0
			Total	195	112140911	99.99	15	9741	0.01	0	0
5	To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2025	Ordinary Resolution	Remote E-Voting prior to AGM	190	112133168	99.99	18	10984	0.01	0	0
			E-Voting during the AGM	2	6500	100	0	0	0	0	0
			Total	192	112139668	99.99	18	10984	0.01	0	0

JD
27/09/2024



MIRC ELECTRONICS LIMITED - VOTING RESULTS

Date of the AGM:	26-09-2024
Total number of shareholders on record date:	77165
No. of shareholders present in the meeting either in person or through proxy:-	
Promoters and Promoter Group	N.A.
Public	N.A.
No. of Shareholders attended the meeting through Video Conferencing:-	
Promoters and Promoter Group	6
Public	41

Resolution Required :Ordinary	1 - To receive, consider and adopt the audited financial statement(s) of the Company for the financial year ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon.
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Whether promoter/ promoter group are interested in the agenda/resolution?	No.
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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	123242638	109055692	88.4886	109055692	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		109055692	88.4886	109055692	0	100.0000	0.0000
Public Institutions	E-Voting	175321	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	107534660	3094860	2.8780	3085729	9131	99.7050	0.2950
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3094860	2.8780	3085729	9131	99.7050	0.2950
Total		230952619	112150552	48.5600	112141421	9131	99.9919	0.0081

MIRC ELECTRONICS LIMITED - VOTING RESULTS

Resolution Required :Ordinary			2 - To appoint a Director in place of Mr. Kaval Mirchandani (DIN: 01179978) who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	123242638	109055692	88.4886	109055692	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		109055692	88.4886	109055692	0	100.0000	0.0000
Public Institutions	E-Voting	175321	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	107534660	3094860	2.8780	3084586	10274	99.6680	0.3320
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3094860	2.8780	3084586	10274	99.6680	0.3320
Total		230952619	112150552	48.5600	112140278	10274	99.9908	0.0092

MIRC ELECTRONICS LIMITED - VOTING RESULTS

Resolution Required :Special		3 - To approve increase in remuneration of Mr. Kaval Mirchandani (DIN: 01179978), Whole Time Director of the Company for the period from October 01, 2024 to May 25, 2025.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	123242638	109055692	88.4886	109055692	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		109055692	88.4886	109055692	0	100.0000	0.0000
Public Institutions	E-Voting	175321	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	107534660	3094960	2.8781	3082653	12307	99.6024	0.3976
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3094960	2.8781	3082653	12307	99.6024	0.3976
Total		230952619	112150652	48.5600	112138345	12307	99.9890	0.0110

MIRC ELECTRONICS LIMITED - VOTING RESULTS

Resolution Required :Special			4 - To approve the appointment of Mr. Milind Pokle (DIN: 10764304) as an Independent Director of the Company for a period of five years.					
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	123242638	109055692	88.4886	109055692	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		109055692	88.4886	109055692	0	100.0000	0.0000
Public Institutions	E-Voting	175321	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	107534660	3094960	2.8781	3085219	9741	99.6853	0.3147
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3094960	2.8781	3085219	9741	99.6853	0.3147
Total		230952619	112150652	48.5600	112140911	9741	99.9913	0.0087

MIRC ELECTRONICS LIMITED - VOTING RESULTS

Resolution Required :Ordinary			5 - To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2025.					
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	123242638	109055692	88.4886	109055692	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		109055692	88.4886	109055692	0	100.0000	0.0000
Public Institutions	E-Voting	175321	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	107534660	3094960	2.8781	3083976	10984	99.6451	0.3549
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3094960	2.8781	3083976	10984	99.6451	0.3549
Total		230952619	112150652	48.5600	112139668	10984	99.9902	0.0098