

FORM NO. MGT-13
SCRUTINIZER'S REPORT

[Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 (2) 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
SAT Industries Limited
53, C-Wing, Mittal Tower,
Nariman Point,
Mumbai – 400021.

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 **SAT 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 Resolutions proposed at the Extra-Ordinary General Meeting of the Shareholders of the Company held on Monday, April 21, 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 December 08, 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 December 28, 2022, General Circular No.09/2023 dated September 25, 2023 and General Circular No.09/2024 dated September 19, 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 March 27, 2025 by e-mail to **42,505** Shareholders who had registered their email- id's with Depositories/the Company, out of which **1,687** emails were bounced back and **40,818** e-mails were delivered. The Notice and Explanatory Statement is also available on Company's website www.satgroup.in.

2. Newspaper Publication

The Company had published Notice in All India edition of "The Free Press Journal" (English Newspaper) & Navshakti (Marathi edition Newspaper) on March 29, 2025 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 regarding holding of Extra-Ordinary General Meeting on Monday, April 21, 2025 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") means.

3. Cut-off Date

The Voting rights were reckoned as on **Monday, April 14, 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 Friday, April 18, 2025 at 9:00 a.m. and ends on Sunday, April 20, 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 Resolutions, 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. Ayusha Koyande



Name: Ms. Rujula Patil

- 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 Resolutions 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 Resolutions.



- vi. Based on the result made available to me, 75 Members have cast their votes through remote e-Voting and no Members have cast their votes during the meeting. The EOGM was concluded at 11:13 A.M. and e-voting was closed at 11:28 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	SAT INDUSTRIES LIMITED
Date of the EOGM	Monday, April 21, 2025
Total number of Shareholders on cut-off date:	43,589
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 consider and approve change in the name of the Company from 'SAT Industries Limited' to 'Aeroflex Enterprises Limited'.

Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?			SPECIAL 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	5,83,35,000	5,83,35,000	100	5,83,35,000	0	100	0
	Poll		0	0	0	0	0	0
	Total	5,83,35,000	5,83,35,000	100	5,83,35,000	0	100	0
Public-Institutions	E-Voting	5,99,208	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	5,99,208	0	0	0	0	0	0
Public-Non Institutions	E-Voting	5,41,50,792	82,35,462	15.21	82,33,552	1,910	99.98	0.02
	Poll		0	0	0	0	0	0
	Total	5,41,50,792	82,35,462	15.21	82,33,552	1,910	99.98	0.02
Total		11,30,85,000	6,65,70,462	58.87	6,65,68,552	1,910	99.99	0.01



Voted in favour of the resolution:

Number of members voted	Number of votes cast by Them	% of total number of valid votes cast
67	6,65,68,552	99.99

Voted against the resolution:

Number of members voted	Number of votes cast by Them	% of total number of valid votes cast
8	1,910	0.01

Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0



Resolution No. 2

Amendment in Object Clause of the Memorandum of Association of the Company.

Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?			SPECIAL 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	5,83,35,000	5,83,35,000	100	5,83,35,000	0	100	0
	Poll		0	0	0	0	0	0
	Total	5,83,35,000	5,83,35,000	100	5,83,35,000	0	100	0
Public-Institutions	E-Voting	5,99,208	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total	5,99,208	0	0	0	0	0	0
Public-Non Institutions	E-Voting	5,41,50,792	82,35,462	15.21	82,32,163	3,299	99.96	0.04
	Poll		0	0	0	0	0	0
	Total	5,41,50,792	82,35,462	15.21	82,32,163	3,299	99.96	0.04
Total		11,30,85,000	6,65,70,462	58.87	6,65,67,163	3,299	99.99	0.01



Voted in favour of the resolution:

Number of members voted	Number of votes cast by Them	% of total number of valid votes cast
66	6,65,67,163	99.99

Voted against the resolution:

Number of members voted	Number of votes cast by Them	% of total number of valid votes cast
9	3,299	0.01

Invalid Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0



RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To consider and approve change in the name of the Company from 'SAT Industries Limited' to 'Aeroflex Enterprises Limited'.	Special Resolution	99.99	0.01
2.	Amendment in Object Clause of the Memorandum of Association of the Company.	Special Resolution	99.99	0.01

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

Thanking You,

Yours Faithfully,



Dr. S.K. Jain
Practicing Company Secretary





Asad Daud
Chairman



Place: Mumbai

Date: 21.04.2025

UDIN: F001473G000163921