

PROCEEDINGS OF 40TH ANNUAL GENERAL MEETING OF THE MEMBERS OF AEROFLEX ENTERPRISES LIMITED HELD ON TUESDAY, SEPTEMBER 16, 2025

The 40th Annual General Meeting (AGM) of the Members of Aeroflex Enterprises Limited (Formerly known as SAT Industries Limited) (“the Company”) was held on Tuesday, September 16, 2025, through Video Conference /Other Audio-Visual Means in compliance with the General Circulars issued by the Ministry of Corporate Affairs (“MCA”) and issued by the Securities and Exchange Board of India (“SEBI”) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder. The AGM commenced at 11:00 a.m. and concluded at 11:33 a.m.

KMP and Directors present through VC

Sr. No	Names	Designation
1	Mr. Asad Daud	Director
2	Mrs. Shehnaz D. Ali	Whole Time Director
3	Mr. Harikant Turgalia	CFO & Whole-time Director
4	Mr. Parthasarathi Sarkar	Independent Director and Chairman of Audit Committee, Corporate Social Responsibility Committee and Nomination, Remuneration and Compensation Committee
5	Mr. Arpit Khandelwal	Independent Director and Chairman of Stakeholders Grievance Committee
6	Ms. Uma Mandavgane	Independent Director
7	Ms. Alka Premkumar Gupta	Company Secretary & Compliance Officer

Invitees present through VC

Sr. No	Names	Designation
1.	Mr. Ajay Paliwal	Statutory Auditor viz., M/s. Ajay Paliwal & Company
2.	Mr. Susil Kumar Gupta	Internal Auditor viz., M/s. S S N & Co
3.	Ms. Janvi Shah	Secretarial Auditor viz., M/s. G H V & Co
4.	Dr. S. K Jain	Scrutinizer, Proprietor of S. K. Jain & Co

Members present through Video Conference/Other Audio-Visual Means:

Promoter and Promoter Group	Public	Total
2	46	48

All the Directors and other invitees had attended the meeting through VC from their respective locations.

Introduction

The Company Secretary extended a warm welcome to everyone present at the 40th AGM of the Company. She then introduced the Directors, Key Managerial Personnel, Statutory Auditor, Internal Auditor, Secretarial Auditor and the Scrutinizer.

The Meeting was Chaired by Mr. Asad Daud, Director of the Company and he welcomed all the shareholders to the 40th AGM of the Company. Requisite quorum being present, he called the meeting in order.

The Chairman informed the members that the Notice and the Annual Report containing the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2025 along with Board of Directors' Report and Auditors' Report with relevant annexures had already been circulated to the members and with the permission of the members present, the notice of the AGM was taken as read.

He further informed that the Auditors' Report and the Secretarial Audit Report do not contain any qualification, observation or disclaimer, it was not required to be read.

Mr. Asad Daud then addressed the shareholders and delivered his speech. The Chairman apprised the shareholders about the progress & achievements of the Company during the last financial year 2024-25 and future plans of the Company.

He then requested Ms. Alka Gupta, Company Secretary and Compliance Officer to make announcements for the smooth conduct of the meeting.

The Company Secretary *inter-alia* informed the members that:

1. This AGM was being conducted through Video Conference/Other Audio-Visual Means in accordance with the relevant circulars issued by the MCA and SEBI.
2. The remote e-voting period was commenced on Saturday, September 13, 2025 at 9:00 a.m. and was ended on Monday, September 15, 2025 at 5:00 p.m. The voting rights were reckoned on the shares held as on the cut-off date i.e., September 09, 2025.
3. E-voting facility was also made available during the AGM for members who had not exercised their vote through the remote e-voting facility and was open up to 15 minutes from the conclusion of the meeting.
4. The Company had appointed Dr. S.K Jain, Proprietor of S. K. Jain & Co., as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting during the AGM in a fair and transparent manner.

Thereafter, brief on the following resolutions as set out in the Notice of the 40th AGM were read out by the Company Secretary:

ITEM NO	AGENDA ITEMS	TYPE OF RESOLUTION
ORDINARY BUSINESS		
1	To receive, consider and adopt: a.the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon; and b.the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.	Ordinary
2	To declare a Final Dividend on Equity Shares for the financial year 2024-25.	Ordinary
3	To appoint a director in place of Mr. Asad Daud (DIN: 02491539), who retires by rotation and being eligible, offered himself for re-appointment as a director.	Ordinary
SPECIAL BUSINESS		
4	Re-appointment of Mr. Parthasarathi Sarkar (DIN: 00047272) as an Independent Director of the Company	Special
5	Re-appointment of M/s. G H V & Co., Company Secretaries as the Secretarial Auditors of the Company for the period of 5 years	Ordinary

Members who had registered themselves as speakers were then invited to ask questions or seek clarifications or express their views, from the management. The management responded to the queries of the shareholders and provided clarifications suitably.

After the Q&A session, the Chairman thanked the shareholders for attending the AGM and concluded the proceedings of the AGM. He then requested the Company Secretary to make necessary announcements with regard to e-voting.

She announced that the result of the e-voting and consolidated Scrutinizer's Report will be declared within two working days and shall be disseminated to the Stock Exchanges and shall also be placed on the website of the Company www.satgroup.in and the website of CDSL at www.evotingindia.com immediately after the declaration of results.

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The e-voting facility was available to the shareholders for the next 15 minutes. The meeting concluded on expiry of the said 15 minutes.

Post completion of the Annual General Meeting and after scrutiny of votes, the Scrutinizer submitted his Report. As per the report submitted by the Scrutinizer considering the consolidated results of the remote e-voting held prior and e-voting during the AGM, all resolutions (Ordinary and Special) embodied in the Notice of Annual General Meeting dated August 12, 2025 were passed with requisite majority.

The meeting concluded at 11:33 a.m. with a vote of thanks to the Chair after the e-voting facility remained open for 15 minutes.

Thanking you

For Aeroflex Enterprises Limited

Harikant Turgalia
Whole Time Director
DIN: 00049544