

**FORM NO. MGT-13**  
**SCRUTINIZER'S REPORT**

*[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 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  
**AEROFLEX ENTERPRISES LIMITED**  
**(Formerly known as 'SAT Industries Limited')**  
53, C-Wing, 5th Floor  
Mittal Tower, Nariman Point,  
Mumbai, Maharashtra, India - 400 021

Dear Sir,

I, **Dr. S. K. Jain**, Practicing Company Secretary, having office at 11, Friend's Union Premises Co-operative Society Ltd, 2<sup>nd</sup> Floor, 227, P. D. Mello Road, Mumbai- 400001 was appointed as Scrutinizer by the Board of Directors of **AEROFLEX ENTERPRISES LIMITED (CIN: L25199MH1984PLC034632)** (the Company) for the purpose of scrutinizing e-Voting process and 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 Resolution proposed at the Extra-Ordinary General Meeting of the Shareholders of the Company held on Tuesday, January 27, 2026, at 11:00 a.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), submit my report as under:



1

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 item as per the Notice of EOGM were transacted only through remote electronic voting process and electronic voting during EOGM, in compliance with applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactments thereof), read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and in accordance with the framework prescribed under General Circular No. 03/2025 dated 22 September 2025 issued by the Ministry of Corporate Affairs, read with the earlier circulars issued from time to time including General Circular No. 20/2020 dated 5 May 2020, and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024. In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder, the EOGM of the Company is being convened and conducted through VC/OAVM.

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 the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and in accordance with General Circular No. 03/2025 dated 22 September 2025 issued by the Ministry of Corporate Affairs and the circular issued by SEBI dated October 03, 2024, the Company is providing the 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 January 05, 2026 by e-mail to **36,399** Shareholders who had registered their email- id’s with Depositories/the Company, out of which **34,747** e-mails were delivered and **1,652** emails were bounced back. The Notice and Explanatory Statement is also available on Company’s website [www.satgroup.in](http://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 Wednesday January 07, 2026 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 Tuesday, January 27, 2026 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") means.

## 3. Cut-off Date

The Voting rights were reckoned as on **January 20, 2026** 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, January 23, 2026 at 09:00 A.M. IST and ended on Monday, January 26, 2026 at 05.00 P.M. IST and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Special Resolution, 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 Resolution 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 favor or against the Resolution.



- vi. Based on the result made available to me, **61** Members have cast their votes through remote e-Voting and **8** Members have cast their votes during the meeting. The EOGM was concluded at 11:21 A.M. and e-voting was closed at 11:36 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]

<b>Company Name</b>	AEROFLEX ENTERPRISES LIMITED  (formerly known as 'SAT Industries Limited')
<b>Date of the EOGM</b>	January 27, 2026
<b>Total number of Shareholders on cut-off date (20 January, 2026):</b>	37,289
<b>No. of shareholders present in the meeting either in person or through proxy</b>	Not Applicable (Meeting was held through VC/OAVM)
<b>No. of shareholders attended the meeting in the meeting through VC/OAVM:</b>	
Promoters and Promoter Group:	2
Public:	46



**SPECIAL BUSINESS: -**

**Resolution No. 1**

DISINVESTMENT OF COMPANY'S STAKE IN M.R. ORGANISATION LIMITED  
(MRO), A MATERIAL SUBSIDIARY COMPANY.

Resolution required:			SPECIAL RESOLUTION					
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	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	7,70,558	38,343	4.98%	38,343	0	100%	0%
	Poll		0	0	0	0	0	0
	Total	7,70,558	38,343	4.98%	38,343	0	100%	0%
Public-Non Institutions	E-Voting	5,39,79,442	1,47,91,007	27.40%	1,47,90,901	106	100%	0%
	Poll		0	0	0	0	0	0
	Total	5,39,79,442	1,47,91,007	27.40%	1,47,90,901	106	100%	0%
Total		11,30,85,000	7,31,64,350	64.70%	7,31,64,244	106	100%	0%

\*Resolution has been passed by requisite majority.



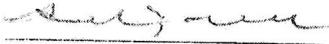
## RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	DISINVESTMENT OF COMPANY'S STAKE IN M.R. ORGANISATION LIMITED (MRO), A MATERIAL SUBSIDIARY COMPANY.	SPECIAL RESOLUTION	100%	0%

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  
PRN NO.:6574/2025  
COP No.:3076  
Membership No.:1473



**ALKA GUPTA**  
Company Secretary &  
Compliance Officer  
M. No.: A35442



Place: Mumbai

Date: 27.01.2026

UDIN: F001473G003544408