BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

August 05, 2026

To, The Manager - Listing **BSE Limited ("BSE"),** Corporate Relationship Department, 2nd Floor, New Trading Ring, P.J. Towers, Dalal Street, Mumbai – 400 001.	To, The Manager - Listing **National Stock Exchange of India Limited ("NSE"),** "Exchange Plaza", 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex Bandra (East), Mumbai – 400 051.
BSE Scrip Code: 517421	**NSE Symbol: BUTTERFLY**
ISIN: INE295F01017	**ISIN: INE295F01017**
Our Reference: 38/2026-27	**Our Reference: 38/2026-27**

Dear Sir/ Madam,

Sub: Voting Results and Scrutinizers Report as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

In continuation to our intimation dated August 4, 2026, the 39th AGM of the Company was held on August 4, 2026 and the business mentioned in the Notice dated May 11, 2026 was transacted. In this regard, please find enclosed the following:

- Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- Report of the Scrutinizer dated August 5, 2026, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules 2014.

As per the Scrutinizer's Report, all Resolutions as set out in the Notice of 39th AGM have been duly approved by the Shareholders with requisite majority.

Further, please note that as required under Regulation 34 of the Listing Regulations, the Annual Report of the Company for the Financial Year 2025-26 and the Notice of the said AGM, has already been submitted with the Stock Exchanges on July 9, 2026.

You are requested to bring this to the notice of your constituents.

For **Butterfly Gandhimathi Appliances Limited**

JAYANT BARDE
Digitally signed by JAYANT BARDE
DN: cn=JAYANT BARDE c=IN l=MUMBAI CITY o=Personal e=CSBARDEJAY@GMAIL.COM
Reason: I am the author of this document
Location:
Date: 2026-08-05 19:33+05:30

Jayant Barde
Company Secretary & Compliance Officer
A61954

Encl: As above

CONSOLIDATED REPORT OF THE SCRUTINIZER
(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended)

To,
The Chairman,
Butterfly Gandhimathi Appliances Limited
143, Pudupakkam Village,
Vandalur – Kelambakkam Road,
Kelambakkam, Chengalpattu - 603103.

Sub: Consolidated Scrutinizer's Report of the Remote E-Voting and E-Voting conducted at the 39th Annual General Meeting (AGM) of Butterfly Gandhimathi Appliances Limited held on Tuesday, August 04, 2026, at 11:00 A.M. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

Dear Sir,

1. I **D. Saravanan, Practising Company Secretary (COP No.22608)** Designated Partner at **Alagar & Associates LLP** Company Secretaries (Formerly known as M/s. M. Alagar & Associates) have been appointed by the Board of Directors of **Butterfly Gandhimathi Appliances Limited** (**"the Company"**) vide Resolution dated May 11, 2026 as Scrutinizer for the purpose of scrutinizing the votes cast through remote e-Voting and e-Voting at 39th Annual General Meeting (**"AGM"**) on the resolutions contained in the Notice dated May 11, 2026 as prescribed under Section 108 of the Companies Act, 2013 (**"the Act"**) as amended from time to time, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"LODR Regulations"**), placed for the approval of members of the Company, be carried out in a fair and transparent manner.

   In view of the relaxation by the Ministry of Corporate Affairs (**"MCA"**) vide its Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, MCA Circular No. 09/2024 dated September 19, 2024 and Circular No.03/2025 dated September 22, 2025 (Collectively referred as "**MCA Circulars**") and SEBI Circulars issued from time to time, the Company convened its Annual General Meeting through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) without the physical presence of the members for the meeting at a common venue. Since the AGM was held in pursuance of the above-mentioned circulars the physical presence of the members has been dispensed with and the facility for appointment of proxies by the members was also dispensed with Members attended the

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meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

2. The Notice of 39th AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by permitted means as per the Circulars in respect of the resolutions passed at the AGM of the Company. The intimation regarding notice was also published in "**Trinity Mirror**" (English) and "**Makkal Kural**" (Tamil) on July 01, 2026.

3. The Company had availed the voting facility offered by National Securities Depository Limited ("**NSDL**"), for conducting Remote e-Voting and e-Voting at the AGM, to enable the members to exercise their right to vote by electronic means.

4. The members of the Company holding shares as on the "**Cut-off**" date (i.e. on Tuesday, July 28, 2026) were entitled to vote on the resolution as set out in the AGM Notice.

5. The remote e-Voting commenced on Friday, July 31, 2026, 09:00 A.M. (IST) and ended on Monday, August 03, 2026, at 05:00 P.M. (IST) and the NSDL e-Voting platform was closed in due time.

6. The members who had voted by remote e-Voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted through remote e-Voting were allowed to cast their votes through e-Voting system during the AGM.

7. As confirmed by the Chairman of the AGM, the Company has conducted the 39th AGM with the presence of requisite quorum throughout the meeting.

8. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules made thereunder, the circulars issued by the MCA and SEBI and the applicable regulations of the SEBI LODR Regulations relating to remote E-voting prior to the AGM and e-Voting during the AGM on the resolutions contained in the aforesaid Notice of the AGM.

9. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting through remote e-Voting prior to the AGM and e-Voting during the AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from e-Voting system provided by NSDL, the agency engaged by the Company to provide remote e-Voting facility prior to and e-Voting facility during the AGM.

10. The Votes cast under the remote e-voting prior to AGM and e-Voting during the AGM were unblocked, in the presence of two witnesses, Ms. Rethika and Mr. Saravana Kumar, who are not in employment of the company.

11. In light of the above facts and based on the data downloaded from NSDL e-Voting system, I now submit my consolidated report on the results of remote e-Voting prior to and e-Voting during the AGM in respect of the resolutions proposed in the Notice of the AGM as under:

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Resolution No.1

Ordinary Resolution to consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and Auditors thereon.

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	52	48	4
2.	Number of votes cast by them	1,34,68,314	1,34,68,092	222
3.	% of votes cast	100.00	99.998	0.002

RESULT:

I report that the Ordinary Resolution with regard to Resolution No.1 as set out in the Notice of the AGM has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.

Resolution No.2

Ordinary Resolution to appoint a Director in place of Mr. Nithiyanandam Anandkumar (DIN: 10381096) who retires by rotation and being eligible, offers himself for reappointment.

S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	52	44	8
2.	Number of votes cast by them	1,34,68,314	1,34,67,900	414
3.	% of votes cast	100.00	99.997	0.003

RESULT:

I report that the Ordinary Resolution with regard to Resolution No.2 as set out in the Notice of the AGM has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.

Resolution No.3

Ordinary Resolution for ratification of remuneration payable to M/s. S. Mahadevan & Co., Cost Auditors of the Company.

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S. No	Particulars	Total	Assent	Dissent
1.	Number of members voting	52	46	6
2.	Number of votes cast by them	1,34,68,314	1,34,67,920	394
3.	% of votes cast	100.00	99.997	0.003

RESULT:

I report that the Ordinary Resolution with regard to Resolution No.3 as set out in the Notice of the AGM has been passed by members through remote e-Voting and e-Voting at the AGM with requisite majority.

You may accordingly declare the result of the remote E-Voting and E-Voting during the AGM.

Voting details as required under Regulation 44 of SEBI LODR is enclosed as **Annexure I** of this report.

The electronic data and all other relevant records relating to Remote e-Voting/ e-Voting at the AGM will be handed over to the Company Secretary and Compliance Officer of the Company for safe keeping as provided in the Act read with the relevant Rules.

Thanking you,

Yours truly,

For Alagar & Associates LLP	Counter Signed
Company Secretaries **Firm Registration No: L2025TN019200** **Peer Review Certificate No:6814/2025** Alagar & Associates LLP LLPIN ACO-4125 **D. Saravanan** **Partner** **FCS: 13721/COP: 22608** **UDIN: F013721H001022181** Date: 05/08/2026 Place: Chennai	**For Butterfly Gandhimathi Appliances Limited** BUTTERFLY GANDHIMATHI APPLIANCES LTD. **Name: Jayant Barde** **Company Secretary & Compliance Officer** **ACS: 61954** Date: 05/08/2026 Place: Mumbai

Annexure I

Date of the Annual General Meeting	Tuesday, August 04, 2026
Total Number of Shareholders as on record date (i.e. July 28, 2026 – cut-off date for voting purposes)	**18,316**
No. of Shareholders present in the meeting either in person or through proxy:	**Not Applicable** (The meeting is conducted through Video Conferencing or Other Audio-Visual Means)
Promoter and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing:	**48**
Promoter and Promoter Group:	01
Public:	47

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Resolution No. 1	To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and Auditors thereon.
Resolution required	Ordinary 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	1,34,09,663	1,34,09,663	100.00	1,34,09,663	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**1,34,09,663**	**1,34,09,663**	**100.00**	**1,34,09,663**	**0**	**100.00**	**0**
Public-Institutions	E-Voting	56,799	55,260	97.290	55,260	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**56,799**	**55,260**	**97.290**	**55,260**	**0**	**100.00**	**0**
Public-Non-Institutions	E-Voting	44,13,089	3,391	0.077	3,169	222	93.453	6.547
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**44,13,089**	**3,391**	**0.077**	**3,169**	**222**	**93.453**	**6.547**
Total		**1,78,79,551**	**1,34,68,314**	**75.328**	**1,34,68,092**	**222**	**99.998**	**0.002**

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Resolution No. 2	To appoint a Director in place of Mr. Nithiyanandam Anandkumar (DIN: 10381096) who retires by rotation and being eligible, offers himself for reappointment.
Resolution required	Ordinary 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	1,34,09,663	1,34,09,663	100.00	1,34,09,663	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**1,34,09,663**	**1,34,09,663**	**100.00**	**1,34,09,663**	**0**	**100.00**	**0**
Public-Institutions	E-Voting	56,799	55,260	97.290	55,260	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**56,799**	**55,260**	**97.290**	**55,260**	**0**	**100.00**	**0**
Public-Non-Institutions	E-Voting	44,13,089	3,391	0.077	2,977	414	87.791	12.209
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**44,13,089**	**3,391**	**0.077**	**2,977**	**414**	**87.791**	**12.209**
Total		**1,78,79,551**	**1,34,68,314**	**75.328**	**1,34,67,900**	**414**	**99.997**	**0.003**

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Resolution No. 3	Ratification of remuneration payable to M/s. S. Mahadevan & Co., Cost Auditors of the Company.
Resolution required	Ordinary 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	1,34,09,663	1,34,09,663	100.00	1,34,09,663	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**1,34,09,663**	**1,34,09,663**	**100.00**	**1,34,09,663**	**0**	**100.00**	**0**
Public-Institutions	E-Voting	56,799	55,260	97.290	55,260	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**56,799**	**55,260**	**97.290**	**55,260**	**0**	**100.00**	**0**
Public-Non-Institutions	E-Voting	44,13,089	3,391	0.077	2,997	394	88.381	11.619
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	**44,13,089**	**3,391**	**0.077**	**2,997**	**394**	**88.381**	**11.619**
Total		**1,78,79,551**	**1,34,68,314**	**75.328**	**1,34,67,920**	**394**	**99.997**	**0.003**

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