

AVI PRODUCTS INDIA LIMITED

110 MANISH INDL ESTATE NO 4, NAVGHAR, VASAI (EAST), DIST: PALGHAR 401210

TEL: 8591106755 Website: www.aviphoto.in

Email: aviphotochem@gmail.com / CIN: L24200MH1989PLC050913 GST:27AAACA3247Q1ZE

Date: 26.08.2023

To,

The Deputy General Manager

Corporate Relationship Dept.

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai-400001

Scrip Code:- 523896

Sub: Intimation of the Voting Results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

We refer to the notice of 34th Annual General Meeting (“AGM”) of the Company dated July 26, 2023 (“AGM Notice”), circulated to the shareholders of AVI PRODUCTS INDIA LIMITED (the “Company”) for seeking their approval on resolutions contained in the notice by means of remote e-voting and e-voting system (“Insta Poll”) at the AGM. Accordingly, the AGM was held on Friday, August 25, 2023 at 4:00 p.m. through Video Conferencing, in compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), various circulars issued by the Ministry of Corporate Affairs including Circular Nos. 2/2022 dated May 5, 2022, 19/2021 dated December 8, 2021, 2/2021 dated January 13, 2021, 20/2020 dated May 5, 2020, read with General Circular Nos. 17/2020 dated April 13, 2020 and 14/2020 dated April 8, 2020 and any updates thereto, and by the Securities and Exchange Board of India including circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. CIRCULARSEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and any updates thereto.

The Company had appointed Mr. Anish Gupta, partner of M/s VKMG & Associates LLP, practicing company secretaries as the scrutinizer (“Scrutinizer”) for scrutinizing the process of remote e-voting and e-voting system (“Insta Poll”) at the AGM in a fair and transparent manner.

The Scrutinizer carried out the scrutiny of remote e-voting which had commenced on Tuesday, August 22 2023 at 9.00 a.m. (IST) and ended on Thursday, August 24, 2023 at 5.00 p.m. (IST), along with votes casted through e-voting system (“Insta Poll”) at the AGM and submitted consolidated scrutinizers report today i.e. on August 26, 2023

Accordingly, the voting results announced today i.e. on August 26, 2023. Pursuant to Regulation 44(3) of the Listing Regulations read with Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, please find enclosed the voting results of the businesses transacted at the AGM along with consolidated report of the scrutinizer.

The same is also being made available on the website of the Company at www.aviphoto.in and of the website of Link Intime India Private Limited, Registrars and Transfer Agent of the Company at <https://instavote.linkintime.co.in>.

All the resolutions put to vote at the AGM stand passed, under remote e-voting along with voting through e-voting (Insta Poll) at the AGM, with the requisite majority and shall be deemed to be passed on the date of the AGM.

Kindly take the above on record.

Thanking you,

Yours truly,

For AVI Products India Limited

Avinash Vora

Chairman

Place: Mumbai

Enclosed:

1. Voting results in the format prescribed by SEBI.
2. Consolidated scrutinizers report dated August 26, 2023.

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DETAILS OF VOTING RESULTS

Voting Results of 34 th Annual General Meeting	
Date of the Annual General Meeting	August 25, 2023
Total number of shareholders on record date i.e. (i.e.Friday, August, 18, 2023- cut-off date for voting purpose)	14034
No. of shareholders present in the meeting either in person or through Proxy:	
a. Promoters and Promoters Group:	Not Applicable
b. Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	39
a. Promoters and Promoters Group:	3
b. Public:	36

AGENDA – WISE

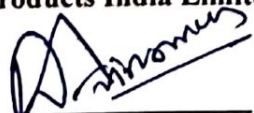
The mode of voting on all the resolutions was:

1. Remote e-voting conducted between Tuesday, August 22, 2023 at 9:00 A.M. (IST) and ended on Thursday, August 24, 2023 at 5:00 P.M. (IST); and
2. Voting through electronic means conducted during the Annual General Meeting.

The details of voting for each resolution are given in “Annexure I”.

Yours truly,

For Avi Products India Limited


Avinash Dhirajlal Vora
Chairman



DIN :02454059

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Annexure I

Resolution Required : (Ordinary)			1 - To receive, consider and adopt the audited financial statements of the Company for the year ended March 31, 2023 together with the Reports of Directors and Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polle d	% of Votes Polled on outstanding shares	No. of Votes - in favou r	No. of Votes - Again st	% 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- Votin g	61809 1	52162 6	84.3931	52162 6	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Posta l Ballo t		0	0.0000	0	0	0.0000	0.0000
	Total		52162 6	84.3931	52162 6	0	100.0000	0.0000
Public Instituti ons	E- Votin g	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Posta l Ballo t		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Instituti ons	E- Votin g	19664 81	20916 6	10.6366	20916 6	0	100.0000	0.0000
	Poll		12	0.0006	12	0	100.0000	0.0000



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	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		209178	10.6372	209178	0	100.0000	0.0000
Total		2584572	730804	28.2756	730804	0	100.0000	0.0000

Resolution Required : (Ordinary)		2 - To appoint a Director in place of Mr. Vikram Vora (DIN: 02454043) who retires by rotation and being eligible, offers himself for re – appointment.						
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	618091	521626	84.3931	521626	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		521626	84.3931	521626	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal		0	0.0000	0	0	0.0000	0.0000



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	Bal- lot							
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Instituti- ons	E- Voting	19664 81	20916 6	10.6366	20916 6	0	100.0000	0.0000
	Poll		12	0.0006	12	0	100.0000	0.0000
	Posta- l Bal- lot		0	0.0000	0	0	0.0000	0.0000
	Total		20917 8	10.6372	20917 8	0	100.0000	0.0000
Total		25845 72	73080 4	28.2756	73080 4	0	100.0000	0.0000

Resolution Required : (Special)		3 - Issue of Equity Shares on Preferential Basis to Promoters and Non-Promoters.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of share s held	No. of votes polle d	% of Votes Polled on outstanding shares	No. of Votes - in favou r	No. of Votes - Again st	% 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	6180 91	52162 6	84.3931	52162 6	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		52162 6	84.3931	52162 6	0	100.0000	0.0000
Public Instituti- ons	E- Voting	0	0	0.0000	0	0	0.0000	0.0000



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ns	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	1966481	209166	10.6366	209166	0	100.0000	0.0000
	Poll		12	0.0006	12	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		209178	10.6372	209178	0	100.0000	0.0000
Total		2584572	730804	28.2756	730804	0	100.0000	0.0000

Resolution Required : (Special)		4 - To approve material related party transactions with Healix Healthcare Private Limited and in this regards,						
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	618091	521626	84.3931	521626	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		521626	84.3931	521626	0	100.0000	0.0000
Public Institution	E-Voting	0	0	0.0000	0	0	0.0000	0.0000



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ns	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	196648	209166	10.6366	209166	0	100.0000	0.0000
	Poll	1	12	0.0006	12	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		209178	10.6372	209178	0	100.0000	0.0000
Total		2584572	730804	28.2756	730804	0	100.0000	0.0000

Resolution Required : (Special)		5 - To approve material related party transactions with Total Dental Care Private Limited and in this regards,						
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	618091	521626	84.3931	521626	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		521626	84.3931	521626	0	100.0000	0.0000



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Public Institutions	E-Voting	0	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	1966481	209166	10.6366	209166	0	100.0000	0.0000
	Poll		12	0.0006	12	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		209178	10.6372	209178	0	100.0000	0.0000
Total		2584572	730804	28.2756	730804	0	100.0000	0.0000

Resolution Required : (Special)		6 - To approve material related party transactions with Bharat Jyoti impex and in this regards,						
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	E-Voting	618091	521626	84.3931	521626	0	100.0000	0.0000



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Group	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		52166	84.3931	52166	0	100.0000	0.0000
Public Institutions	E-Voting	0	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	1966481	209166	10.6366	209166	0	100.0000	0.0000
	Poll		12	0.0006	12	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		209178	10.6372	209178	0	100.0000	0.0000
Total		2584572	730804	28.2756	730804	0	100.0000	0.0000

Yours truly,
For Avi Products India Limited



Avinash Dhirajlal Vora
Chairman
DIN :02454059





**Consolidated Report of Scrutinizer on remote e-voting and e-voting (Insta Poll) at the
34th Annual General Meeting (AGM)**
(Pursuant to Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies
(Management and Administration) Rules, 2014 as amended.)

To,
Avinash Dhirajlal Vora
Chairman of the AGM
AVI PRODUCTS INDIA LIMITED
CIN: L24200MH1989PLC050913
110, Manish Ind Estate No.4,
Navghar Road Vasai (East),
Thane MH 410210

Sub: 34th Annual General Meeting (AGM) of the members of **AVI PRODUCTS INDIA LIMITED** (the "Company") held on Friday, August 25, 2023 at 04.00 p.m. through Video Conferencing or Other Audio Video Means (VC/OAVM).

Dear Sir,

The Board of Directors of the Company at its meeting held on 26th July, 2023 appointed me as a Scrutinizer for the purpose of scrutinizing the process of voting through electronic means ("remote e-voting" and "e-voting"), on the resolutions contained in the notice of AGM dated 26th July, 2023 ("Notice").

The management of the Company is responsible to ensure compliance with the requirements of applicable provisions of the Companies Act, 2013 ("the Act") and rules made thereunder and applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations") and General Circulars No 10/2022 dated 28th December 2022, other circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021 December 14, 2021 and May 5, 2022, issued by the Ministry of Corporate Affairs ("MCA") from time to time, and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023, other circulars dated May 12, 2020 and May 13, 2022 issued by the Securities and Exchange Board of India ("SEBI") ("the Circulars") relating to issuance of notice and e-voting on the resolutions contained in the Notice convening the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

The AGM was convened on Friday, 25th August, 2023 at 4 00 p.m. (IST) through VC/OAVM. The deemed venue for the Meeting was the Registered Office of the Company

Pursuant to provisions of Sections 101 and 136 of the Act and rules made thereunder and Regulation 36 of Listing regulations and in terms of MCA Circulars and SEBI Circulars, the notice of AGM including procedure and instructions for e-voting and Annual Report for FY 2022-2023 was sent through electronic mode to equity shareholders whose email address is registered with the Company / Registrar & Transfer Agent of the Company/ National Securities Depository Limited ("NSDL") / Central Depository Services Limited ("CDSL") / Depository Participants.

The Notice of the AGM and Annual Report were placed on the website of the Company, www.aviphoto.in and on websites of the stock exchanges on which the shares of the



Company are listed ("Stock Exchanges") , i.e. BSE Limited at www.bseindia.com and the same were also made available on the website of Link Intime (e-voting agency) i.e <https://instavote.linkintime.co.in>.

The Company also published advertisements of Notice of the AGM on August 01, 2023 and August 04, 2023 i.e. before and after the sending of said Notice, in two newspapers namely "The Free Press Journal" (English Newspaper), and "Nav Shakti" (Marathi language newspaper).

My responsibility as Scrutinizer is to scrutinize the process of remote e-voting before the AGM and e-voting (Insta Poll) at the AGM in a fair and transparent manner and is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Link Intime India Private Limited, engaged by the Company to provide e-voting facility and attendant papers and other relevant documents furnished to me electronically by the Company and/ or Link Intime for my verification. Accordingly, I hereby submit my report as under:

1. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, August 18, 2023, were entitled to vote either by remote e-voting or e-voting (Insta Poll) at the AGM, on the resolutions (item nos. 1 to 6 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.
2. The remote e-voting commenced on Tuesday, August 22, 2023 at 9:00 a.m. (IST) and ended on Thursday, August 24, 2023 at 5:00 p.m. (IST). The remote e-voting module was disabled by Link Intime upon expiry of this period.
3. The facility for voting was also available at the AGM through e-voting (Insta Poll) for those Members who attended the AGM and had not already cast their vote through the remote e-voting facility.
4. The votes cast during the remote e-voting were unblocked on Friday, August 25, 2023, after the conclusion of the AGM and was witnessed by two witnesses, Mr. Prathmesh Gogarkar and Mr. Sushant Nate, who are not in the employment of the Company.
5. The Promoter and Promoter Group of the Company are interested/related parties in respect of Resolution No.3 to 6, which falls under related party transactions, hence their votes casted in favor of such resolutions have been not considered under valid votes for deriving the result of voting.
6. The e-votes were reconciled with the records maintained by the Company/ Link Intime and the authorizations lodged with the Company/ Link Intime on test check basis.
7. The details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that were put to vote, were generated from the e-voting website of Link Intime i.e. <https://instavote.linkintime.co.in>. Based on the report generated by Link Intime and relied upon by me, the voting results are reported.

I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and Insta Poll, as an Annexure to this report, based on the reports generated by Link Intime.



All the resolutions put to vote at the AGM stand passed, under remote e-voting along with voting through e-voting (Insta Poll) at the AGM, with the requisite majority and shall be deemed to have been passed on the date of the AGM.

I hereby confirm that I am maintaining the register and records which are required to be maintained under Rule 20 of the Companies (Management and Administration) Rules, 2014 received from the Link Intime, in respect of the votes cast through remote e-voting and through e-voting (Insta Poll) at the AGM by the Equity Shareholders of the Company and will be handed over to Mr. Avinash Vora, Chairman of the Company, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM. According to my observations, the process of remote e-voting and e-voting through Insta Poll at the AGM has been conducted in a fair and transparent manner.

Thanking you,

Yours faithfully,

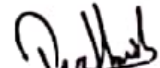
For VKMG & Associates LLP
Company Secretaries
FRN: L2019MH005300

Anish Gupta
Partner
FCS-5733
CP-4092
PRN:1279/2021





Date: 26-08-2023
Place: Mumbai
UDIN: F005733E000872291

Witness 1: Mr. Prathmesh Gogarkar



Witness 2: Mr. Sushant Nate



Signature: 
Mr. Avinash Vora
(Chairman of the AGM)

Date: 26.08.2023
Place: Mumbai



AVI Products India Limited

(CIN - L24200MH1989PLC050913)

Annexure to Consolidated Scrutinizer's Report in respect of remote e-voting along voting through e-voting at 34th Annual General Meeting of AVI Products India Limited held on August 25, 2023 through VC/OAVM

Res. No.	Particulars of Resolutions	Mode	Total No. of Members	Total Votes available for voting	Total Valid Votes	Favour			Against			Invalid Votes*	
						No. of Members	No. of Votes	% of total Valid Votes	No. of Members	No. of Votes	% of total Valid Votes	No. of Members	No. of Votes
1	To receive, consider and adopt the audited financial statements of the Company for the year ended March 31, 2023 together with the Reports of Directors and Auditors thereon.	Remote e-voting	29	730792	730792	29	730792	100.0000	0	0	0.0000	0	0
		E-voting (Insta Poll)	5	12	12	5	12	100.0000	0	0	0.0000	0	0
		Total	34	730804	730804	34	730804	100.0000	0	0	0.0000	0	0
2	To appoint a Director in place of Mr. Vikram Vora (DIN: 02454043) who retires by rotation and being eligible, offers himself for re – appointment.	Remote e-voting	29	730792	730792	29	730792	100.0000	0	0	0.0000	0	0
		E-voting (Insta Poll)	5	12	12	5	12	100.0000	0	0	0.0000	0	0
		Total	34	730804	730804	34	730804	100.0000	0	0	0.0000	0	0
3	Issue of Equity Shares on Preferential Basis to Promoters and Non- Promoters.	Remote e-voting	29	730792	209166	23	209166	100.0000	0	0	0.0000	6	521626
		E-voting (Insta Poll)	5	12	12	5	12	100.0000	0	0	0.0000	0	0
		Total	34	730804	209178	28	209178	100.0000	0	0	0.0000	6	521626
4	To approve material related party transactions with Healix Healthcare Private Limited and in this regards,	Remote e-voting	29	730792	209166	23	209166	100.0000	0	0	0.0000	6	521626
		E-voting (Insta Poll)	5	12	12	5	12	100.0000	0	0	0.0000	0	0
		Total	34	730804	209178	28	209178	100.0000	0	0	0.0000	6	521626
5	To approve material related party transactions with Total Dental Care Private Limited and in this regards,	Remote e-voting	29	730792	209166	23	209166	100.0000	0	0	0.0000	6	521626
		E-voting (Insta Poll)	5	12	12	5	12	100.0000	0	0	0.0000	0	0
		Total	34	730804	209178	28	209178	100.0000	0	0	0.0000	6	521626
6	To approve material related party transactions with Bharat Jyoti impex and in this regards	Remote e-voting	29	730792	209166	23	209166	100.0000	0	0	0.0000	6	521626
		E-voting (Insta Poll)	5	12	12	5	12	100.0000	0	0	0.0000	0	0
		Total	34	730804	209178	28	209178	100.0000	0	0	0.0000	6	521626

Note

*The Promoter and Promoter Group of the Company are interested/related parties in respect of Resolution No.3 to 6, which falls under related party transactions, hence their votes casted in favor of such resolutions have been not considered under valid votes for deriving the result of voting.

Place: Mumbai
Date: 26-08-2023
UDIN: F005733E000872291

For VKMG & Associates LLP
Company Secretaries
FRN. L2019MH005300

Anish Gupta
Partner
FCS No. 5733
C. P. No. 4092
PRN:1279/2021

