



A MODI & CO

CHARTERED ACCOUNTANTS

4, SHIVKRIPA, MAHAVEER COLONY, BEDLA ROAD, UDAIPUR- 313 011

TEL- 0294 2450152, 9414239096, E MAIL- CAASHOKMODI@GMAIL.COM

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FORM NO. MGT-13

REPORT OF SCRUTINIZER

[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
34th Annual General meeting("AGM")
Aeroflex Neu Limited
(Formerly known as Sah Polymers Limited)
E-260-261, Mewar Industrial Area, Madri,
Udaipur - 313003, Rajasthan.

Dear Sir,

I, Ashok Modi, Proprietor of M/s A Modi & Co. Chartered Accountants, Udaipur, have been appointed by the Board of Directors of M/s. Aeroflex Neu Limited (CIN: L24201RJ1992PLC006657) ("the Company") as scrutinizer for for scrutinizing the remote e-voting process and the voting conducted through poll at the 34th Annual General Meeting ("AGM") of the Company in a fair and transparent manner and for ascertaining the requisite majority on the resolutions proposed therein, pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013, read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The 34th AGM of the Company was held on Tuesday 25th August, 2026 at 11:00 A.M. at the registered office of the Company situated at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003, Rajasthan, to transact the businesses as set out in the Notice dated July 15, 2026 convening the 34th AGM.

As the Scrutinizer, I have scrutinized:

- (i) the remote e-voting process conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended from time to time; and





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- (ii) the voting conducted through Poll at the AGM pursuant to the provisions of **Section 109 of the Act read with Rule 21 of the Rules.**

Management's Responsibility:

The Management of the Company is responsible for ensuring compliance with the requirement of the Companies Act, 2013 and the Rules framed thereunder, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), and the applicable circulars and guidelines in respect of voting through remote e-voting and voting through poll at the AGM on the resolutions contained in the Notice of the 34th AGM.

Scrutinizer's Responsibility:

My responsibility as the scrutinizer is to scrutinize the voting processes conducted through remote e-voting and poll at the AGM in a fair and transparent manner and to submit the report on vote cast in favour or against the resolutions proposed in the notice dated July 15, 2026 of the 34th AGM.

Accordingly, I submit my report as follows:

1. Dispatch of Notice

Pursuant to the applicable provisions of the Act, Rules and the MCA and SEBI Circulars, the Notice of the 34th AGM together with the Explanatory statement was sent electronically on 01st August, 2026 by e-mail to 5,657 shareholders whose e-mail addresses were registered with the Depositories and/or the Company.

Out of the aforesaid e-mails, 224 e-mails were bounced back, while 5,433 e-mails were successfully delivered.

The Notice of the 34th AGM and the Explanatory Statement were also made available on the Company's website at www.aeroflexneu.com.

2. Newspaper Advertisement

The Company published the requisite advertisement in respect of the 34th AGM in the all India Edition of The Indian Express (English) and Dainik Pukar (Hindi) on August 3, 2026.





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3. Remote E-Voting

The remote e-voting facility was made available to the members from Thursday, August 20, 2026 at 09:00 A.M. (IST) and was closed on Monday, August 24, 2026 at 05:00 P.M.(IST)

4. Cut-off Date

The Shareholders of the Company whose names appeared in the Register of Members/records of the Depositories as on the 'cut off' date i.e., Tuesday August 18, 2026 were entitled to vote on the resolutions stated in the Notice dated July 15, 2026 of 34th AGM of the Company.

5. Scrutiny of Remote E-Voting

After the closure of the remote e-voting and before commencement of the Annual General Meeting, the details of members who had cast their votes through remote e-voting, including their names, folio Nos/client IDs and number of shares held, were obtained from the e-voting platform of Central Depositories Services (India) Limited ("CDSL").

The said details were scrutinized for the purpose of ensuring that members who had already exercised their voting rights through remote e-voting did not cast their votes again at the AGM. Where a member had cast votes through remote e-voting, such votes were treated in accordance with the applicable provisions of law and the voting procedure specified in the AGM Notice.

6. Voting through Poll at the AGM

After the conclusion of the voting through poll at the AGM, the ballot box was duly locked and sealed in my presence.

7. Scrutiny of Poll Papers

After closure of the poll, the ballot box was opened in my presence and in the presence of two witnesses who are not in the employment of the Company.

The poll papers were diligently scrutinized and reconciled with the records maintained by the Company and/or its Registrar and Transfer Agent, as applicable, including the relevant authorizations and proxies lodged with the Company.





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8. Unblocking of Remote E-Voting Votes

The votes cast through remote e-voting were unblocked on **25 August 2026** in the presence of two witnesses who were not in the employment of the Company.

Thereafter, the details containing, inter alia, the list of members who had voted "FOR" and "AGAINST" each resolution were downloaded from the CDSL e-voting platform.

The witnesses have signed the requisite confirmation in respect of the unblocking of the remote e-voting votes.

Witness 1

Amil
AMIL BASARECHA

Witness 2

Rohini
ROHINI M

9. Consolidated Voting Results

Based on the data downloaded from CDSL e-voting platform and the votes cast through poll at the AGM, and after reconciliation of the voting data, the consolidated voting results in respect of the resolutions contained in the Notice of the 34th AGM are as follows:

Combined Results (E-voting and poll)

ORDINARY BUSINESS

Item No.:1 Ordinary Resolution

To consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors' and the Auditors' thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors' thereon.





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Particulars	Valid votes in favour of the resolution			Valid votes against the resolution			Invalid votes	
	No. of members voted	No. of shares held by them	%	No. of members voted	No. of shares held by them	%	No. of members whose votes were declared invalid	No. of shares held by them
E-Voting	51	17269395	100	2	4	0	0	0
Poll	6	2813	100	0	0	0	0	0
Total	57	17272208	100	2	4	0	0	0

Item No. 2: Ordinary Resolution

To re-appoint a Director in place of Mr. Asad Daud (DIN: 02491539), who retires by rotation and, being eligible, offers himself for re-appointment.

Particulars	Valid votes in favour of the resolution			Valid votes against the resolution			Invalid votes	
	No. of members voted	No. of shares held by them	%	No. of members voted	No. of shares held by them	%	No. of members whose votes were declared invalid	No. of shares held by them
E-Voting	49	17269385	100	4	10	0	0	0
Poll	6	2813	100	0	0	0	0	0
Total	55	1729751	100	4	10	0	0	0





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SPECIAL BUSINESS

Item No. 3: Ordinary Resolution

Approval of Material Related Party Transactions with Lion Houseware Private Limited

Particulars	Valid votes in favour of the resolution			Valid votes against the resolution			Invalid votes	
	No. of members voted	No. of shares held by them	%	No. of members voted	No. of shares held by them	%	No. of members whose votes were declared invalid	No. of shares held by them
E-Voting	45	540	98.72	3	7	1.28	0	0
Poll	6	2813	100	0	0	0	0	0
Total	51	3353	99.79	3	7	0.21	0	0

Item No. 4: Ordinary Resolution

Approval of Material Related Party Transaction with Safe Polymer Private Limited

Particulars	Valid votes in favour of the resolution			Valid votes against the resolution			Invalid votes	
	No. of members voted	No. of shares held by them	%	No. of members voted	No. of shares held by them	%	No. of members whose votes were declared invalid	No. of shares held by them
E-Voting	45	540	98.72	3	7	1.28	0	0
Poll	6	2813	100	0	0	0	0	0
Total	51	3353	99.79	3	7	0.21	0	0





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Item No. 5: Ordinary Resolution

Related Party Transaction with Mr. Asad Daud, Director of the Company.

Particulars	Valid votes in favour of the resolution			Valid votes against the resolution			Invalid votes	
	No. of members voted	No. of shares held by them	%	No. of members voted	No. of shares held by them	%	No. of members whose votes were declared invalid	No. of shares held by them
E-Voting	44	537	98.017	4	10	1.83	0	0
Poll	6	2813	100	0	0	0	0	0
Total	50	3350	99.70	4	10	0.30	0	0

Item no. 6: Ordinary Resolution

Approval of Material Related Party Transaction with Mrs. Shehnaz D. Ali, a Relative of a Director of the Company

Particulars	Valid votes in favour of the resolution			Valid votes against the resolution			Invalid votes	
	No. of members voted	No. of shares held by them	%	No. of members voted	No. of shares held by them	%	No. of members whose votes were declared invalid	No. of shares held by them
E-Voting	44	537	98.017	4	10	1.83	0	0
Poll	6	2813	100	0	0	0	0	0
Total	50	3350	99.70	4	10	0.30	0	0





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Item No.7: Special Resolution

Modifying the Objects of the Preferential Issue as stated in the EGM Notice Dated May 14, 2025 and Alteration for Utilization thereof.

Particulars	Valid votes in favour of the resolution			Valid votes against the resolution			Invalid votes	
	No. of members voted	No. of shares held by them	%	No. of members voted	No. of shares held by them	%	No. of members whose votes were declared invalid	No. of shares held by them
E-Voting	50	17269388	100	3	7	0	0	0
Poll	6	2813	100	0	0	0	0	0
Total	56	17272201	100	3	7	0	0	0

Item No.8: Special Resolution

Appointment of Mr. Arpit Kalani (DIN: 09734386) as an Independent Director of the Company:

Particulars	Valid votes in favour of the resolution			Valid votes against the resolution			Invalid votes	
	No. of members voted	No. of shares held by them	%	No. of members voted	No. of shares held by them	%	No. of members whose votes were declared invalid	No. of shares held by them
E-Voting	50	17269388	100	3	7	0	0	0
Poll	6	2813	100	0	0	0	0	0
Total	56	17272201	100	3	7	0	0	0





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Item No.9: Special Resolution

Appointment of Mr. Tapan Tanmay Kothari (DIN: 11798942) as an Independent Director of the Company

Particulars	Valid votes in favour of the resolution			Valid votes against the resolution			Invalid votes	
	No. of members voted	No. of shares held by them	%	No. of members voted	No. of shares held by them	%	No. of members whose votes were declared invalid	No. of shares held by them
E-Voting	50	17269388	100	3	7	0	0	0
Poll	6	2813	100	0	0	0	0	0
Total	56	17272201	100	3	7	0	0	0

RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	VOTES IN FAVOUR (%)	VOTES AGAINST (%)
1.	To consider and adopt: a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors' and the Auditors' thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors' thereon.	Ordinary	100%	0%





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2.	To re-appoint a Director in place of Mr. Asad Daud (DIN: 02491539), who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary	100%	0%
3.	Approval of Material Related Party Transactions with Lion Houseware Private Limited.	Ordinary	99.79%	0.21%
4.	Approval of Material Related Party Transaction with Safe Polymer Private Limited	Ordinary	99.79%	0.21%
5.	Related Party Transaction with Mr. Asad Daud, Director of the Company.	Ordinary	99.70%	0.30%
6.	Approval of Material Related Party Transaction with Mrs. Shehnaz D. Ali, a Relative of a Director of the Company.	Ordinary	99.70%	0.30%
7.	Modifying the Objects of the Preferential Issue as stated in the EGM Notice dated May 14, 2025 and Alteration for Utilization thereof.	Special	100%	0%
8.	Appointment of Mr. Arpit Kalani (DIN: 09734386) as an Independent Director of the Company:	Special	100%	0%
9.	Appointment of Mr. Tapan Tanmay Kothari (DIN: 11798942) as an Independent Director of the Company	Special	100%	0%





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CONCLUSION

Based on the scrutiny and verification of the votes cast through remote e-voting and poll conducted at the AGM, and upon consolidation of the results thereof, I hereby report that all the resolutions set out under Item Nos. 1 to 9 of the Notice dated 15th July, 2026 convening the 34th Annual General Meeting of the Company were duly passed by the members with the requisite majority.

The detailed list of members who voted "FOR" or "AGAINST" each of the resolutions through remote e-voting and poll at the AGM has been handed over to the Company Secretary of the Company.

10. Custody of Records

All electronic data relating to remote e-voting, and Ballot papers and other relevant records pertaining to the voting process have been handed over to the Company Secretary of the Company for safe custody and preservation in accordance with the applicable provision of law.

Thanking You,

Yours Faithfully,

For A Modi & Co
Chartered Accountants


Ashok Modi
Proprietor
M. No: 074488
DATED: 25.08.2026
PLACE: Udaipur
UDIN: 26074488RCAFIH7677




Signature of Company Secretary

