



Taneja Aerospace and Aviation Limited

Thally Road, Denkanikottai, Krishnagiri Dist.,
Belagondapalli - 635 114, Tamil Nadu

Tel.: + 91 04347 233509

Fax: + 91 04347 233414

E-mail: secretarial@taal.co.in

Website: www.taal.co.in

TAAL/SEC/2023-24

February 13, 2024

To,
Corporate Relationship Department,
BSE Ltd,
PJ Towers, Dalal Street, Fort,
Mumbai - 400 001
Scrip Code: 522229

Dear Sir / Madam,

Sub: Declaration of results on the voting on Resolution(s) set out in the Postal Ballot Notice dated 26th December 2023

Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 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 and the General Circulars No. 14/2020 dated 8th April 2020, No. 17/2020 dated 13th April 2020 read with other relevant circulars, including General Circular No. 9/2023 dated 25th September 2023 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), the consent of the Members of the Company was sought, for passing the Resolution(s) set out in the Postal Ballot Notice dated 26th December 2023 by means of voting through electronic means (remote e-voting) only.

Postal Ballot Notice containing the Resolution(s) together with the statement setting out material facts concerning the Resolution(s) set out in the Notice was sent through email to all the Members whose names appeared in the Register of Members / List of Beneficiaries as on 5th January 2024 ("cut-off date") and in accordance with the aforesaid MCA circulars, the Company had provided the Members the facility to vote through remote electronic voting only. The last date for receipt of voting through electronic means was Sunday, 11th February 2024, 5:00 PM. The Board of Directors at their Meeting held on 26th December 2023 had appointed Mr. M D Selvaraj, FCS Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, as Scrutinizer to conduct the Postal Ballot voting through remote electronic voting means in a fair and transparent manner and for the purpose of ascertaining the requisite majority.

Accordingly, the Scrutinizer has submitted his report on Postal Ballot (remote e-voting) and based on his report, it is hereby declared that the Resolution(s) set out in the Postal Ballot Notice dated 26th December 2023, has been duly passed by the members of the Company with requisite majority. A copy of the report of the Scrutinizer dated 12th February 2024 is attached hereto.

The details of the voting results on the Resolution(s) passed through Postal Ballot process (remote e-voting) are given hereunder:

CIN: L62200TZ1988PLC014460



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1.	Date of declaration of Postal Ballot Results	Monday, 12 th February 2024
2.	Total number of Members as on cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights	28,271 (as on 5 th January 2024)
3.	No. of Shareholders in the Meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
4.	No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable

Item No. 1 – Special Resolution

Approval for issue of Equity Shares through preferential issue.

Particulars	No. of remote e-votes	No. of shares	Percentage of valid votes
(a) Total remote e-votes received	189	1,28,25,515	-
(b) Less: Invalid ballot forms / abstained	-	-	-
(c) Net valid ballot forms / e-votes			
- Assent	179	1,28,22,298	99.97
- Dissent	10	3,217	0.03

Accordingly, the above Resolution has been declared as passed as a Special Resolution with requisite majority.

Item No. 2 – Ordinary Resolution

Approval for entering into Material Related Party Transaction with Asscher Enterprises Limited.

Particulars	No. of remote e-votes	No. of shares	Percentage of valid votes
(d) Total remote e-votes received	184	1,19,293	-
(e) Less: Invalid ballot forms / abstained	5	30,951	-

CIN: L62200TZ1988PLC014460



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(f) Net valid ballot forms / e-votes			
- Assent	166	83,849	94.91
- Dissent	13	4,493	5.09

Note:

1. Five Shareholders holding 1,27,06,222 equity shares abstained from voting on the resolution
2. Votes cast by 5 (Five) related parties in favour of the resolution have been considered invalid pursuant to Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Accordingly, the above Resolution has been declared as passed as a Special Resolution with requisite majority.

Thanking you,

Yours faithfully,

For **Taneja Aerospace and Aviation Limited**

Ashwini Navare
Company Secretary



MDS & Associates LLP

Company Secretaries

SCRUTINIZER'S REPORT ON POSTAL BALLOT (REMOTE E-VOTING)
CONDUCTED PURSUANT TO THE POSTAL BALLOT NOTICE
DATED 26TH DECEMBER 2023

Date: 12th February 2024

To
The Chairman
M/s. Taneja Aerospace and Aviation Limited
(CIN: L62200TZ1988PLC014460)
Thally Road, Belagondapalli Village,
Denkanikottai, Belagondapalli - 635114,
Tamil Nadu, India

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot through Remote E-voting conducted pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant MCA circulars issued thereunder

I, M D Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, have been appointed by the Board of Directors of **M/s. Taneja Aerospace and Aviation Limited**, ("the Company") as the Scrutinizer for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and for the purpose of ascertaining the requisite majority on the remote e-voting for postal ballot carried out in accordance with the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the General Circular No. 14/2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020 read with other relevant circulars, including General Circular No. 9/2023 dated 25th September 2023 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars"), in respect of the resolutions as set out in the Postal Ballot Notice dated 26th December 2023.



The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means on the resolution(s) as set out in the Postal Ballot Notice dated 26th December 2023.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the Postal Ballot through Remote E-voting process, is restricted to the preparation of the Scrutinizer's Report on the votes cast "in favour" or "against" the resolutions, as set out in Item Nos.1 & 2 of the Postal Ballot Notice dated 26th December 2023, based on the reports generated from the e-voting system provided by the National Securities Depository Limited ("NSDL"), the Authorized Agency engaged by the Company for providing remote e-voting facilities.

Further in addition to the above, I submit my report as under:

- The Postal Ballot Notice dated 26th December 2023 along with necessary statement setting out the material facts under Section 102 of the Companies Act, 2013 were sent on Friday, 12th January 2024 through electronic mail to those members whose names appeared in the Register of Members / List of Beneficiaries as on Friday, 5th January 2024 ("cut-off date") and who had registered their email address with the Company/ RTA/ Depositories in compliance with the MCA Circulars. The Company has also placed the notice of the Postal Ballot on the website of the Company.
- The shareholders of the Company holding shares as on the "cut-off" date on Friday, 5th January 2024 were entitled to vote on the proposed resolutions as set out in Item Nos. 1 & 2 of the Postal Ballot Notice.
- The remote e-voting period remained open from 9:00 AM on Saturday, 13th January 2024 till 5:00 PM on Sunday, 11th February 2024. During the said period, the members of the Company, holding shares in physical and / or in dematerialized form, as on the cut-off date i.e., 5th January 2024 were entitled to vote on the resolutions set out in the Notice of postal ballot through remote e-voting.



MDS & Associates LLP

Company Secretaries

Continuation Sheet...

- The e-voting module of NSDL was disabled on Sunday, 11th February 2024 at 5:00 PM and I, as the Scrutinizer, unblocked the votes cast, on Sunday, 11th February 2024 at 5:21 PM in the presence of Mr. Sarathraj S and Ms. Lakshana S, who are not in employment of the Company in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (as amended).
- I have scrutinized the remote e-voting for the postal ballot and the votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 (as amended).

I now hereby submit my report on the result of the remote e-voting in respect of the said resolutions, as under:



Resolution No: 1

Special resolution

Approval for issue of Equity Shares through preferential issue

VOTES CAST IN FAVOUR OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the resolution	Percentage of Total Number of votes cast
179	1,28,22,298	99.97

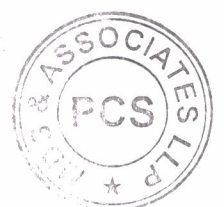
VOTES CAST AGAINST THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast against the resolution	Percentage of Total Number of votes cast
10	3,217	0.03

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
Nil	Nil

Note: Thus, the Special Resolution as given in Item No. 1 may be considered as passed with requisite majority.



Resolution No: 2

Ordinary resolution

Approval for entering into Material Related Party Transaction with Asscher Enterprises Limited

VOTES CAST IN FAVOUR OF THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast in favour the resolution	Percentage of Total Number of votes cast
166	83,849	94.91

VOTES CAST AGAINST THE RESOLUTION

Number of Members Voted through electronic voting system	Number of votes cast against the resolution	Percentage of Total Number of votes cast
13	4,493	5.09

INVALID VOTES

Total number of Members whose votes were declared invalid	Total number of invalid votes cast by them
5	30,951

Note: 1) Five Shareholders holding 1,27,06,222 equity shares abstained from voting on the resolution.

2) Votes cast by 5 (Five) related parties in favour of the resolution have been considered invalid pursuant to Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Note: Thus, the Ordinary Resolution as given in Item No. 2 may be considered as passed with requisite majority.

Place: Mumbai

**Yours faithfully,
For MDS & Associates LLP
Company Secretaries**

Based on the Scrutinizer's Report, the Resolution Nos. 1 & 2 have been duly passed with requisite majority

Digitally signed by
MUTHUSWAMY
DORAISWAMI
SELVARAJ
Date: 2024.02.12
17:08:41 +05'30'

**M D Selvaraj
Managing Partner
FCS No. 960; C P No. 411
Peer Review No. 3030/2023
UDIN: F000960E003416724**

