

ANNEXURE-A

PROCEEDINGS OF 33RD ANNUAL GENERAL MEETING OF THE MEMBERS OF AEROFLEX NEU LIMITED (FORMERLY KNOWN AS SAH POLYMERS LIMITED) HELD ON WEDNESDAY, AUGUST 20, 2025

The 33rd Annual General Meeting (AGM) of the Members of Aeroflex Neu Limited was held on Wednesday, August 20, 2025 at 11:00 a.m. at the registered office of the Company at E-260-261, Mewar Industrial Area, Madri, Udaipur-313003 in compliance with the General Circulars issued by the Ministry of Corporate Affairs (“MCA”) and issued by the Securities and Exchange Board of India (“SEBI”) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder. The AGM commenced at 11:00 a.m. and concluded at 11:25 a.m.

KMP and Directors present:

Sr. No	Names	Category
1.	Mr. Asad Daud	Director
2.	Mr. Hakim Sadiq Ali Tidiwala	Whole-time Director
3.	Mr. Sanjay Suthar	Independent Director & Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee
4.	Ms. Alka Premkumar Gupta	Company Secretary

In attendance:

Sr. No	Names	Designation
1.	Mr. Manoj Jain	M/s. H.R. Jain & Co., Statutory Auditor of the Company
2.	Mr. Ashok Modi	Chartered accountant in Practice – Scrutinizer of the Company

Members present physically in person/ Authorised Representative:

Promoter and Promoter Group	Public	Total
2	37	39

Introduction

The Company Secretary extended a warm welcome to all Members present at the 33rd Annual General Meeting (AGM) of the Company. She then introduced the Directors, Key Managerial Personnel, Statutory Auditor and the Scrutinizer present at the Meeting.

Since the meeting was conducted physically at the Registered Office of the Company, the Company Secretary requested the Members present to elect the Chairman of the Meeting. Accordingly, the Members elected Mr. Asad Daud, Director of the Company to Chair the Meeting.

The Meeting was Chaired by Mr. Asad Daud, who welcomed all shareholders to the AGM and conveyed his regrets on behalf of Directors who could not attend the Meeting. The requisite quorum being present, the Chairman called the Meeting in order.

The Statutory Registers as required under the Companies Act, 2013 and other documents were made available for inspection to the members.

The Chairman informed the members that the Notice and the Annual Report containing the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2025, along with Board of Directors' Report and Auditors' Report with relevant annexures had already been circulated to the members and with the consent of the members present, the notice of the AGM were taken as read.

He further informed that the Auditors' Report does not contain any qualification, observation or disclaimer, it was not required to be read.

He further informed that the Secretarial Audit Report for the financial year ended March 31, 2025, contain the following observation:

The listed entity is not in compliance with Regulation 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015, with respect to the maintenance of a Structured Digital Database (SDD). Further, the Company has not complied with the said regulations in relation to changes in Key Managerial Personnel (KMP) and Directors during the months of February and March 2025.

The management responded that the said non-compliance occurred due to technical error, because of which the Company was unable to modify the entry but subsequently the same was being modified. The Company have complied with the requirements of Regulation 3(5) & Regulation 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Mr. Asad Daud then addressed the shareholders and delivered his speech. The Chairman apprised the shareholders about the progress & achievements of the Company during the last financial year 2024-25 and future plans of the Company.

Then Chairman requested the Company Secretary to carry out the proceedings and brief about the voting arrangements made for the members and to conduct the voting procedure at this meeting.

The Company Secretary informed the Members that the Notice convening the AGM along with the Annual Report for FY 2024-25 has been sent electronically to all Members on July 29, 2025, in compliance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The Company Secretary inter-alia informed the Members that:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rules framed thereunder, the Company had provided remote e-voting facility and have availed the services of Central Depository Services (India) Limited (CDSL) as a Service Provider and that the facility of casting vote by remote e-voting was provided to the members. The e-voting period commenced on Sunday, August 17, 2025 at 9:00 a.m. and ended on Tuesday, August 19, 2025 at 5:00 p.m.
2. In order to enable the members present at the meeting, either in person or through proxy who had not cast their votes under the E-voting facility, the Company had provided a facility to vote by ballot papers in respect of all the resolutions contained in the Notice of the said Annual General Meeting.

3. The Company had appointed Mr. Ashok Modi, Proprietor of A Modi & Co., Chartered Accountants, as the Scrutinizer to scrutinize the remote e-voting and voting at the AGM in a fair and transparent manner.

Chairman then requested the Scrutinizer to lock and seal the empty ballot boxes in the presence of Members/ Proxies and ordered a voting by ballot papers in respect of all resolutions contained in the Notice of the 33rd Annual General Meeting.

In terms of the Notice dated July 25, 2025 convening the AGM of the Company, the following items of businesses were transacted at the Meeting through remote e-voting and through polling at the meeting:

Item No	Agenda Items	Type of Resolution
ORDINARY BUSINESS		
1.	To receive, consider and adopt: a. the Standalone Audited Financial Statement of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon; and b. the Consolidated Audited Financial Statement of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.	Ordinary
2.	To appoint a director in place of Mr. Hakim Sadiq Ali Tidiwala (DIN: 00119156), who retires by rotation and being eligible, offered himself for re-appointment as a Director.	Ordinary
SPECIAL BUSINESS		
3.	Related Party Transaction with Aeroflex Enterprises Limited (formerly known as Sat Industries Limited).	Ordinary
4.	Related Party Transaction with Fibcorp Polyweave Private Limited, a material subsidiary of the Company.	Ordinary
5.	Related Party Transaction with Mr. Asad Daud, Director of the Company.	Ordinary
6.	Related Party Transaction with Mrs. Shehnaz D Ali, Whole-Time Director of the promoter Company.	Ordinary
7.	Appointment of M/s. S.K. Jain & Co., Company Secretaries as the Secretarial Auditors of the Company for the period of 5 years.	Ordinary

He then requested the Company Secretary to make necessary announcements with regard to voting through polling paper.

The Company Secretary further informed that the members who have not exercised e-voting platform to cast their vote and attended the meeting, were provided with a facility to vote through polling paper available during this meeting.

The Company Secretary notified to the members that the ballot box available at the meeting was duly checked by the scrutinizer, was empty & not tampered in any manner.

Further, Company Secretary notified to the members that the combined results of remote e-voting and voting at the meeting on each resolution shall be determined by scrutinizer and the consolidated report thereon should be submitted to the Chairman of the meeting.

Further, based on the report of the scrutinizer the result will be declared within two working days after conclusion of the Meeting and the same will be intimated to stock exchanges and will be uploaded on the website of the Company and CDSL.

The meeting was concluded at 11:25 a.m. after being opened for voting through polling to be completed.

Post completion of the Annual General Meeting and after scrutiny of votes, the Scrutinizer submitted his Report. As per the report submitted by the Scrutinizer considering the consolidated results of the remote e-voting held prior and voting during the AGM, all resolutions embodied in the Notice of Annual General Meeting dated July 25, 2025 were passed with requisite majority.

The meeting concluded with a vote of thanks to the Chair.

Thanking you

For Aeroflex Neu Limited
(formerly known as Sah Polymers Limited)

Hakim Sadiq Ali Tidiwala
Whole-time Director
DIN: 00119156