

# Notice to the Shareholders

**NOTICE** is hereby given that the **Thirty Sixth (36<sup>th</sup>) Annual General Meeting** (the “**AGM**”) of the Members of Butterfly Gandhimathi Appliances Limited (“**the Company**”) will be held on **Wednesday, July 19, 2023 at 3.00 P.M. (IST)** through Video Conferencing (“**VC**”) / Other Audio-Visual Means (“**OAVM**”) for which purpose the Registered Office of the Company situated at 143, Pudupakkam Village, Vandalur - Kelambakkam Road, Kelambakkam, Chengalpattu District -603103 shall be deemed as the venue for the Meeting and the proceedings of the AGM shall be deemed to be made thereat, to transact the following businesses:

## Ordinary Business

### 1. Adoption of financial statements

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the Reports of the Board of Directors (“**the Board**”) and the Auditors thereon.

### 2. Appointment of Mr. Shantanu Khosla (DIN:00059877) as a Director liable to retire by rotation

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of Members of the Company, be and is hereby accorded to reappoint Mr. Shantanu Khosla (DIN:00059877) as a Director, who is liable to retire by rotation.”

## Special Business

### 3. Ratification of remuneration payable to M/s. S. Mahadevan & Co., Cost Auditors of the Company

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**

“**RESOLVED THAT** pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Members do hereby ratify the remuneration of ₹1,75,000 (Rupees One Lakh Seventy Five Thousand Only only) (exclusive of applicable taxes and re-imbursalment of out of pocket expenses) payable to M/s. S. Mahadevan & Co., Cost Accountants (Firm Registration Number 000007), who have been appointed by the Board of Directors basis the recommendation of the Audit Committee, as Cost Auditors of the Company, to conduct the audit of the cost records maintained by

the Company as prescribed under the Companies (Cost Records and Audit) Rules, 2014, as amended, for the Financial Year ending March 31, 2024.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) or the Key Managerial Personnel of the Company be and are hereby severally authorised to do all act(s), deed(s), matter(s) & thing(s) and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

### 4. Appointment of Mr. Promeet Ghosh (DIN:05307658) as a Non-Executive Non-Independent Director of the Company

To consider and if thought fit, to pass the following Resolution as an **Ordinary Resolution**

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable Rules made thereunder (including any statutory modifications(s) or re-enactment(s) thereof for the time being in force) and applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and pursuant to the recommendation of the Nomination and Remuneration Committee (“**N&RC**”) and the Board of Directors (“**Board**”), the consent of the Members of the Company be and is hereby given for the appointment of Mr. Promeet Ghosh (DIN:05307658), who was appointed by the Board of Directors as an Additional Director of the Company with effect from May 12, 2023, pursuant to the provisions of Section 161 of the Companies Act, 2013, as a Non-Executive, Non-Independent Director of the Company liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) or the Key Managerial Personnel be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board  
For **Butterfly Gandhimathi Appliances Limited**

**Viral Sarvaiya**

Company Secretary &  
Compliance Officer  
Membership No.: A33764

Place: Chennai  
Date: May 12, 2023

**Registered Office:**  
143, Pudupakkam Village,  
Vandalur-Kelambakkam Road,  
Kelambakkam,  
Chengalpattu District-603103



## Important Notes

1. Ministry of Corporate Affairs (“MCA”) has vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021 and General Circular No. 2/2022 dated May 5, 2022 followed by Circular No. 10/2022 and 11/2022 dated December 28, 2022 (collectively referred to as “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide its Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 followed by Circular No. SEBI/HO/CFD/PoD-2/P/ CIR/2023/4 dated January 5, 2023 (collectively referred to as “SEBI Circulars”) and all other relevant circulars issued from time to time, permitted the holding of Annual General Meeting (“AGM”) through VC/ OAVM, without physical presence of the Members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC/ OAVM. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
2. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) relating to Special Business as stated under Item Nos. 3 & 4 of the Notice dated May 12, 2023 are annexed hereto as required under the Act followed by Secretarial Standard - 2, (“SS-2”) on General Meetings issued by Institute of Company Secretaries of India (“ICSI”) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) as amended from time to time.
3. A statement providing additional details of the Directors seeking re-appointment as set out in Item No. 4 of the Notice dated **Friday, May 12, 2023** is annexed herewith as required under Regulation 36(3) of the SEBI Listing Regulations as amended from time to time and SS-2 on General Meetings issued by ICSI.
4. Since this AGM is being conducted through VC/ OAVM, physical attendance of Members has been dispensed of in line with MCA circulars and hence the facility for appointment of proxies to attend and cast vote for the Members will not be available for this AGM. Hence, the proxy form and attendance slip including the route map of AGM are not annexed to this Notice.
5. The attendance of the Members attending the Meeting through VC/ OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote e-Voting and e-Voting during the AGM. The process and instructions for remote e-Voting are provided in the subsequent paragraphs. Such remote e-Voting facility is in addition to voting that will take place at the 36<sup>th</sup> AGM being held through VC.
7. Institutional/ Corporate Shareholders (i.e., other than individuals, HUF’s, NRI’s, etc.) are requested to send a certified scanned copy (PDF/ JPG Format) of their respective Board or governing body resolution/ authorisation letter etc., authorizing their representative to attend the AGM through VC/ OAVM on their behalf and to vote through remote e-Voting. The said Resolution/ authorisation letter shall be sent to the Scrutinizer by e-mail through its registered e-mail address at [alagar@geniconsolutions.com](mailto:alagar@geniconsolutions.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) Institutional shareholders (i.e., other than individuals, HUF’s, NRI’s etc.) can also upload their Board Resolution/ Power of Attorney/ Authority Letter etc. by clicking on “Upload Board Resolution/Authority Letter” displayed under “e-Voting” tab in their login.
8. The voting rights of Members shall be proportionate to their share of the paid-up equity share capital of the Company as on the Record Date.
9. Pursuant to Regulation 40 of the SEBI Listing Regulations and SEBI vide its notification dated January 25, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or Registrar and Share Transfer Agent (“RTA”), for assistance in this regard.
10. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
11. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in physical form who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in SH-14. The said form can be downloaded from the Company’s website at [www.butterflyindia.com](http://www.butterflyindia.com) Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.
12. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
13. Members are requested to note that, dividends if not encashed for a period of 7 years from the date of transfer

to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, all the shares in respect of which dividend has remained unclaimed for 7 consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on [www.iepf.gov.in](http://www.iepf.gov.in).

14. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [butterfly.investorrelations@butterflyindia.com](mailto:butterfly.investorrelations@butterflyindia.com)
15. To support the "Green Initiative", Members who have not registered their email addresses are requested to register the same with the Company's RTA/ their Depository Participants ("DPs"), in respect of shares held in physical/ electronic mode, respectively.
16. Notice of the AGM along with the Annual Report 2022-23 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website [www.butterflyindia.com](http://www.butterflyindia.com), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of NSDL <https://www.evoting.nsdl.com>
17. The Members can join the AGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available for at least 1000 Members on first come first served basis. This will not include large shareholders (Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson(s) of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
18. In compliance with Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by listed companies, the Company has provided a facility to its members to exercise their votes through e-Voting facility provided by National Securities Depository Limited ("NSDL"), on all resolutions set forth in this Notice.
19. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date being **Wednesday, July 12, 2023**. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting or casting vote through e-Voting system during the 36<sup>th</sup> AGM. A Member can opt for only one mode of voting i.e. either through remote e-Voting or at the venue of AGM. If a Member casts his/ her vote by both modes, then voting done through remote e-Voting shall prevail and the vote at the AGM venue shall be treated as invalid.
20. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [e-voting@nsdl.co.in](mailto:e-voting@nsdl.co.in) However, if he/ she is already registered with NSDL for remote e-voting then he/ she can use his/ her existing user ID and password for casting the vote.
21. SEBI through its Circulars dated November 3, 2021 and December 14, 2021 respectively has mandated the Shareholders holding shares in physical form to update/register their PAN, Nomination, Contact Details i.e. Postal address with PIN Code, Mobile number, Email address, Bank Account details and Specimen Signature by providing form ISR-1, ISR-2, ISR-3 and form SH-13 complete in all respects along with other required documents as prescribed in these forms by any one of the following mode:
  - Sending hard copy of the said forms along with required documents to the, GNSA Infotech Private Limited ("RTA") at Nelson Chambers Block F, 4<sup>th</sup> Floor, 115, Nelson Manickam Road, Aminthakarai, Chennai - 600029; or
  - In Person Verification (IPV) of the said forms and required documents at the office of our RTA, at Nelson Chambers Block F, 4<sup>th</sup> Floor, 115, Nelson Manickam Road, Aminthakarai, Chennai - 600029; or
  - Through electronic mode, by downloading the said forms and filling the same with e-sign. The required documents should be uploaded at the website of the RTA of the Company at <http://www.gnsaindia.com/share-registry-operations.php> Procedure for uploading the documents is available at the said link.



## 22. INSTRUCTIONS TO MEMBERS WITH REGARD TO REMOTE E-VOTING AND JOINING THE AGM ARE AS UNDER

The remote e-Voting period commences on **Saturday, July 15, 2023** (09.00 A.M. IST) and ends on **Tuesday, July 18, 2023** (5.00 P.M. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on **Wednesday, July 12, 2023** being the cut-off date, may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. Those Members, who will be present in the AGM through VC/ OAVM facility and have not casted their votes on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

### How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to the NSDL e-voting system





Step 2: Cast your votes electronically on NSDL e-voting system.

#### Step 1: Access to NSDL e-Voting system

##### A) Login method for e-voting and joining virtual meeting for individual members holding securities in demat mode

In terms of SEBI circular dated **December 9, 2020** on e-Voting facility provided by listed companies and as a part of increasing the efficiency of the e-voting process, Individual members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual Members holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Members holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>Existing <b>IDEAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDEAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> Select "Register Online for IDEAS Portal" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/ OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Members can also download NSDL Mobile App "<b>NSDL Speede</b>" facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>   </div> <div style="text-align: center;">   </div>

Type of shareholders	Login Method
Individual Members holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi/ Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/ Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi/ Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/ Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Members (holding securities in demat mode) login through their depository participants	<ol style="list-style-type: none"> <li>1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/ CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option.</li> <li>2. Click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</li> <li>3. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL**

Login type	Helpdesk details
Individual Members holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000
Individual Members holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 1800 22 55 33



**B) Login Method for e-voting and joining virtual meeting for Members other than Individual Members holding securities in demat mode and Members holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for Members other than Individual Members are given below:

- a) If you are already registered for e- Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?

- i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- ii. If your email ID is not registered, please follow steps mentioned below in **process for those Members whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "Forgot User Details/ Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
  - b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/ folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, the home page of e-Voting will open.

#### Step 2: Cast your vote electronically on NSDL e-Voting system

1. After successful logging in following Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

#### Process for procuring user id and password for e-voting for those Members whose email IDs are not registered with the Depositories/ Company and registration of email ids for e-voting on all the resolutions set out in this notice:

1. In case shares are held in physical mode and have not updated their email addresses with the company, please provide Folio No., Name of Member, scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card and Aadhar Card by email to [butterfly.investorrelations@butterflyindia.com](mailto:butterfly.investorrelations@butterflyindia.com) for registering email address.
2. In case shares are held in demat mode, please provide DPID and Client ID (16 digit DP ID + Client ID or 16-digit beneficiary ID), Name of Member, client master or copy of Consolidated Account statement, self-attested scanned copy of PAN card and Aadhar Card to [butterfly.investorrelations@butterflyindia.com](mailto:butterfly.investorrelations@butterflyindia.com)
3. Alternatively, Members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-Voting by providing above mentioned documents.
4. In terms of SEBI circular dated **December 9, 2020** on e-Voting facility provided by listed companies, Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and DPs. Members are required to update

their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

#### General Guidelines for Members

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon Five (5) unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and the e-voting user manual for shareholders available in the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free number: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Mr. Anubhav Saxena, Deputy General Manager- NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

#### 23. THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members, who will be present in the AGM through VC/ OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

#### 24. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/ OAVM ARE AS UNDER

- i. Member will be provided with a facility to attend the AGM through VC/ OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/ OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/ OAVM link placed under Join Meeting menu. The link for VC/ OAVM will be available in Member login where the EVEN of Company will be displayed. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.



- ii. Members are encouraged to join the Meeting through Laptops for better experience.
  - iii. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
  - iv. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/ Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
  - v. Members who would like to express their views/ have questions may send their questions in advance mentioning their name demat account number/ folio number, email id, mobile number at [butterfly.investorrelations@butterflyindia.com](mailto:butterfly.investorrelations@butterflyindia.com) The same will be replied by the company suitably.
  - vi. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered Email ID mentioning their name, DP ID and Client ID/folio number, PAN, mobile number at [butterfly.investorrelations@butterflyindia.com](mailto:butterfly.investorrelations@butterflyindia.com) from **Monday, July 10, 2023 (from 9.00 A.M.) to Saturday, July 15, 2023 (up to 5.00 P.M.)**. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
  - vii. Members who would like to express their views/ have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [butterfly.investorrelations@butterflyindia.com](mailto:butterfly.investorrelations@butterflyindia.com) The same will be replied by the company suitably.
  - viii. Any Member holding shares in physical form and non-individual Members, who acquires shares of the Company and becomes Member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date, i.e. **Wednesday, July 12, 2023** may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/ RTA. However, if you are already registered with NSDL for remote e-Voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using **"Forgot User Details/ Password"** or **"Physical User Reset Password"** option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no. 1800 22 55 33. In case of Individual Members holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, i.e. **Wednesday, July 12, 2023** may follow steps mentioned in the Notice of the AGM under **"Access to NSDL e-Voting system"**.
  - ix. A person who is not a Member as on the cut-off date is requested to treat this Notice for information purposes only.
  - x. A Member will not be allowed to vote again on any resolution on which vote has already been cast.
  - xi. Members attending the AGM who have not cast their votes on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to cast their votes through e-Voting during the AGM. The Members who have casted their votes prior to the AGM may also attend/ participate in the AGM through VC/ OAVM but shall not be entitled to cast their votes again.
  - xii. The remote e-voting module on the day of the AGM shall be disabled by NSDL for voting after 15 minutes of the conclusion of the AGM.
  - xiii. Any person holding shares in physical form, and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) However, if he/ she is already registered with NSDL for remote e-voting, then he/ she can use his/ her existing user ID and password for casting the vote.
  - xiv. In case of individual shareholders holding securities in demat mode, who acquires the shares of the Company and becomes a Member of the Company after the Notice is sent and holding shares as of the cut-off date, may follow steps mentioned below under **'Instructions for e-Voting'**.
- ## 25. SCRUTINISER'S REPORT AND DECLARATION OF RESULTS
- i. The Board of Directors of the Company has appointed Mr. M. Alagar (Membership No. F7488 and or failing him Mr. D. Saravanan (Membership No. A60177), Partners of M/s. M. Alagar & Associates, Practicing Company Secretaries (ICSI Unique code: P2011TN078800), as the Scrutiniser to scrutinize the e-Voting process during the AGM and remote e-Voting in a fair and transparent manner.
  - ii. The Scrutiniser shall, immediately after the conclusion of the e-Voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-Voting in the presence of at least Two (2) witnesses not in the employment of the Company and provide, not later than Forty Eight (48) hours of conclusion of the AGM, a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.



- iii. The results declared along with the Scrutiniser's Report shall be placed on the Company's website [www.butterflyindia.com](http://www.butterflyindia.com) and on the website of NSDL, i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately after the submission with the Stock Exchanges, where the shares of the Company are listed. Subject to receipt of the requisite number of votes, the resolutions shall be deemed to have been passed on the date of the AGM, i.e. **Wednesday, July 19, 2023**.

#### 4. NOTE TO SHAREHOLDERS

- i. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in dematerialised form are, therefore, requested to submit their PAN to the DPs with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company/ RTA.
- ii. Members are requested to intimate changes, if any, pertaining to their name, postal address, Email ID, telephone/ mobile numbers, PAN, mandates, nominations, power of attorney, bank details (such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc.), with necessary documentary evidence, to their DPs in case the shares are held by them in dematerialised form and to the Company/ RTA.
- iii. Members are requested to quote their Folio No. or DP ID - Client ID, as the case may be, in all correspondence with the Company or the GNSA Infotech Private Limited.
- iv. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC details and Nomination pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021. Attention of the Members holding

shares of the Company in physical form is invited to go through the said important communication.

- v. We hereby inform that SEBI vide its Circular SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021 has mandated:
  - a. Furnishing of PAN, email address, mobile number, bank account details, signature and nomination by holders of physical securities.
  - b. Freezing of folios in cases where PAN is not linked with Aadhaar by March 31, 2022 (or any other date as may be specified by the Central Board of Direct Taxes).
  - c. Folios wherein any one of the said document(s)/ detail(s) are not available on or after April 1, 2023, shall be frozen. Such shareholders shall not be eligible to lodge grievance(s) or avail service request(s) from the RTA and shall not be eligible for receipt of dividend in physical mode.
  - d. After December 31, 2025, the frozen folios shall be referred by RTA/ Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and or Prevention of Money Laundering Act, 2002.
- vi. Further, in compliance to the SEBI Circular SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, if the service requests are received by RTA (like Issue of duplicate securities certificate, Claim from Unclaimed Suspense Account, Renewal/ Exchange, Endorsement, Sub-division/ Splitting, Consolidation of securities certificates/ folios, Transmission and Transposition of securities) from those shareholders whose details, as mentioned in the SEBI Circular dated November 3, 2021, are duly updated in the system, the RTA/ Company shall verify and process the service requests and issue a 'Letter of Confirmation' in lieu of physical securities certificate(s), to the securities holder/ claimant within Thirty (30) days of its receipt of such request after removing objections, if any, which shall be valid for a period of One Hundred and Twenty Days (120) from the date of its issuance, within which the securities holder/ claimant shall make a request to the DP for dematerializing the said securities.



vii. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated **January 25, 2022** has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR - 4, the format of which is available on the Company's website under the weblink at <https://www.butterflyindia.com/wp-content/uploads/2023/05/Form-ISR-4-1.pdf> and on the website of the Company's RTA at <http://www.gnsaindia.com/share-registry-operations.php> Members holding equity shares of the Company in physical form are requested to kindly get their equity

shares converted into demat/ electronic form to get inherent benefits of dematerialisation and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI.

By Order of the Board  
For **Butterfly Gandhimathi Appliances Limited**

**Viral Sarvaiya**  
Company Secretary &  
Compliance Officer  
Membership No.: A33764

Place: Chennai  
Date: May 12, 2023

**Registered Office:**  
143, Pudupakkam Village,  
Vandalur-Kelambakkam Road,  
Kelambakkam,  
Chengalpattu District-603103

## STATEMENT SETTING OUT THE MATERIAL FACTS CONCERNING AND RELATING TO THE SPECIAL BUSINESS TO BE TRANSACTED AT THE MEETING PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

### Item No. 3

#### Ratification of remuneration payable to M/s. S. Mahadevan & Co., Cost Auditors of the Company

The Company is required to have its cost records audited by an individual who is a Cost Accountant or a firm of Cost Accountants in practice. Accordingly, the Board of Directors of the Company on the recommendation of the Audit Committee, at their Meeting held on **Friday, May 12, 2023**, had approved the appointment of M/s. S. Mahadevan & Co., Cost Auditors (Firm Registration No. 000007) as the Cost Auditors to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2024 at a remuneration of ₹1,75,000 (Rupees One Lakh Seventy Five Thousand Only) (excluding all taxes and reimbursement of out of pocket expenses, if any at actuals).

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors needs to be ratified by the Members of the Company. Accordingly, consent of the Members is sought for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2024.

The Board recommends the resolution as set out at Item No. 3 of the Notice for the approval of the Members of the Company as an Ordinary Resolution.

None of the Directors or Key Managerial Personnels or their relatives are in any way concerned or interested, financially or otherwise, in the said resolution.

### Item 4

#### Appointment of Mr. Promeet Ghosh (DIN: 05307658) as a Non-Executive, Non-Independent Director of the Company

Mr. Promeet Ghosh was appointed by the Board of Directors as an Additional Director, effective May 12, 2023, subject to the approval of the Members of the Company. In terms of Section 161 of the Companies Act, 2013 ("**Act**"), Nomination & Remuneration Committee and the Board have recommended the appointment of Mr. Promeet Ghosh as a Non-Executive, Non-Independent Director of the Company. Mr. Promeet Ghosh has been appointed as the Managing Director & Chief Executive Director on the Board of Crompton Greaves Consumer Electricals Limited, the holding company of the Company w.e.f. May 1, 2023 and represents the interest of the holding company.

Pursuant to amendment (effective from January 01, 2022) to Regulation 17(1C) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("**the Listing Regulations**"), Mr. Promeet Ghosh shall hold office up to the date of next Annual General Meeting or for a period of Three (3) months from the date of appointment, whichever is earlier.

Mr. Ghosh is a graduate in Engineering (Electrical & Electronics) from National Institute of Technology, Trichy and an MBA from Indian Institute of Management, Calcutta. He has served as director on boards of various companies across sectors and very closely involved in designing the strategic and operational priorities of these companies along with driving performance and delivery. He was with DSP Merrill Lynch for 18 years and helped build its business in India. Thereafter, Mr. Ghosh was Deputy Head, Temasek India, leading the team on the ground for nearly a decade. During his tenure, Temasek's direct India exposure grew significantly. After leaving the full-time role at Temasek in March 2022, he served as an advisor to Temasek India until March 2023.

Further, the Company has also received from Mr. Ghosh, the consent to act as a Director in terms of Section 152 of the Act and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act. In the opinion of the Board, Mr. Promeet Ghosh has fulfilled the conditions of the Act and the Listing Regulations for his appointment as a Non-Executive Non-Independent Director of the Company.

Additional information in respect of Mr. Promeet Ghosh, pursuant to Regulation 36 of the Listing Regulations and the Secretarial Standards on General Meetings (SS-2), is provided at Annexure A to this Notice.

Except Mr. Promeet Ghosh and/or his relatives, none of the Directors and Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4. The Board of Directors recommends the resolution proposing the appointment of Mr. Promeet Ghosh as a Non-Executive Non-Independent Director of the Company, as set out in Item No. 4 for approval of the Members by way of an Ordinary Resolution.

By Order of the Board  
For **Butterfly Gandhimathi Appliances Limited**

**Viral Sarvaiya**

Company Secretary &  
Compliance Officer  
Membership No.: A33764

Place: Chennai  
Date: May 12, 2023

**Registered Office:**  
143, Pudupakkam Village,  
Vandalur-Kelambakkam Road,  
Kelambakkam,  
Chengalpattu District-603103



## ANNEXURE A

### Details of Director seeking Appointment/ Reappointment/ in the forthcoming Annual General Meeting

[In pursuance of Secretarial Standards on General Meetings (SS-2) and Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015]

Name of the Director	Mr. Shantanu Khosla	Mr. Promeet Ghosh
<b>Director Identification Number</b>	00059877	05307658
<b>Category</b>	Non-Executive, Non-Independent Director	Non-Executive, Non-Independent Director
<b>Date of Birth</b>	January 25, 1960	September 5, 1968
<b>Age</b>	63 years	54 Years
<b>Nationality</b>	Indian	Indian
<b>Date of first appointment on the Board</b>	March 30, 2022	May 12, 2023
<b>Relationship with Directors, Managers and KMPs</b>	There is no relationship with other Directors on the Board, Managers and KMPs.	There is no relationship with other Directors on the Board, Managers and KMPs.
<b>Brief Profile</b>	<p>Mr. Khosla holds a Bachelor's degree in Mechanical Engineering from Indian Institute of Technology, Bombay and MBA from Indian Institute of Management, Calcutta. He also served as the Managing Director and Chief Executive Officer (CEO) of Procter &amp; Gamble from July 2002 to June 2015. He has also served on the Board of Crompton Greaves Consumer Electricals Limited (Holding Company) till April 30, 2023 as Managing Director and from May 1, 2023 as Executive Vice Chairman.</p>	<p>Mr. Ghosh is a graduate in Engineering (Electrical &amp; Electronics) from National Institute of Technology, Trichy and an MBA from Indian Institute of Management, Calcutta. He has served as director on boards of various companies across sectors and very closely involved in designing the strategic and operational priorities of these companies along with driving performance and delivery. He was with DSP Merrill Lynch for 18 years and helped build its business in India.</p> <p>Thereafter, Mr. Ghosh was Deputy Head, Temasek India, leading the team on the ground for nearly a decade. During his tenure, Temasek's direct India exposure grew significantly. After leaving the full-time role at Temasek in March 2022, he served as an advisor to Temasek India until March 2023.</p>
<b>Qualification</b>	Bachelor's degree in Mechanical Engineering from Indian Institute of Technology, Bombay and MBA	Bachelor's degree in Engineering from Regional Engineering College, Trichy and MBA from the Indian Institute of Management, Calcutta
<b>Experience</b>	37 years	31 years
<b>Expertise in specific functional area</b>	Wide managerial experience in Consumer Products Industry	Wide managerial experience across multiple industries
<b>Terms and Conditions of appointment or re-appointment</b>	<ul style="list-style-type: none"> <li>• To be appointed as a Director</li> <li>• Liable to retire by rotation</li> <li>• Eligible for re-appointment</li> </ul>	<ul style="list-style-type: none"> <li>• To be appointed as a Director</li> <li>• Liable to retire by rotation</li> <li>• Eligible for re-appointment</li> </ul>
<b>Number of shares held in the Company (directly or as a beneficial owner)</b>	Nil	Nil

Name of the Director	Mr. Shantanu Khosla	Mr. Promeet Ghosh																
Number of Meetings of the Board attended during the year	6	NA																
Membership/Chairmanship of Committees of the Company (Butterfly Gandhimathi Appliances Limited)	1. Audit Committee - Member 2. Nomination & Remuneration Committee - Member 3. Corporate Social Responsibility Committee - Chairman 4. Risk Management Committee - Member	1. Stakeholder's Relationship Committee - Chairman 2. Share Transfer Committee - Chairman																
List of Directorship in other Listed Companies	1. Crompton Greaves Consumer Electricals Limited	1. Crompton Greaves Consumer Electricals Limited																
List of Directorship in other unlisted Companies	Nil	Nil																
Membership/Chairmanship of Committees across other Public Companies (listed as well as unlisted)	<table border="1"> <thead> <tr> <th>Name of the Company</th> <th>Committee</th> <th>Chairman /Member</th> </tr> </thead> <tbody> <tr> <td rowspan="2">Crompton Greaves Consumer Electricals Limited</td> <td>Stakeholders Relationship and Share Transfer Committee</td> <td>Member</td> </tr> <tr> <td>Corporate Social Responsibility Committee</td> <td>Chairman</td> </tr> </tbody> </table>	Name of the Company	Committee	Chairman /Member	Crompton Greaves Consumer Electricals Limited	Stakeholders Relationship and Share Transfer Committee	Member	Corporate Social Responsibility Committee	Chairman	<table border="1"> <thead> <tr> <th>Name of the Company</th> <th>Committee</th> <th>Chairman /Member</th> </tr> </thead> <tbody> <tr> <td rowspan="2">Crompton Greaves Consumer Electricals Limited</td> <td>Stakeholders Relationship and Share Transfer Committee (w.e.f. May 1, 2023)</td> <td>Member</td> </tr> <tr> <td>ESG Committee</td> <td>Member</td> </tr> </tbody> </table>	Name of the Company	Committee	Chairman /Member	Crompton Greaves Consumer Electricals Limited	Stakeholders Relationship and Share Transfer Committee (w.e.f. May 1, 2023)	Member	ESG Committee	Member
	Name of the Company	Committee	Chairman /Member															
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Corporate Social Responsibility Committee		Chairman																
Name of the Company	Committee	Chairman /Member																
Crompton Greaves Consumer Electricals Limited	Stakeholders Relationship and Share Transfer Committee (w.e.f. May 1, 2023)	Member																
	ESG Committee	Member																
Number of shares held in the Company (self and as a beneficial owner)	Nil	Nil																
Sitting Fees /Remuneration sought to be paid	Mr. Shantanu Khosla will not be entitled to Sitting Fees for attending the Meetings of the Board and Committees thereof.	Mr. Promeet Ghosh will not be entitled to Sitting Fees for attending the Meetings of Board and Committees thereof																
Terms and Conditions of Appointment	Mr. Shantanu Khosla has been appointed as Non-Executive Non- Independent Director.	Mr. Promeet Ghosh has been appointed as Non-Executive Non-Independent Director.																
Listed which resigned in the entities from past three years	Nil	Nil																





## Information at a glance

Particulars	Details
Mode	Video conference (VC) and other audio-visual means (OAVM)
Time and date of AGM	Wednesday, July 19, 2023, at 03:00 p.m.
Participation through VC	<a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>
Helpline number for VC participation	1800 22 55 33
Webcast and transcripts	<a href="https://www.butterflyindia.com/investor-relations/#agm">https://www.butterflyindia.com/investor-relations/#agm</a>
Cut-off date for e-Voting	Wednesday, July 12, 2023
Remote e-Voting start time and date	Saturday, July 15, 2023, from 9:00 a.m. (IST)
Remote e-Voting end time and date	Tuesday, July 18, 2023, till 5:00 p.m. (IST)
Remote e-Voting website of NSDL	<a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a>
Name, address and contact details of e-voting service provider	<p><b>Contact details:</b>            Mr. Anubhav Saxena - Deputy General Manager            Ms. Pallavi Mhatre - Manager            National Securities Depository Limited,            4th Floor, A Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai-400013, India            Email Id: <a href="mailto:anubhavs@nsdl.co.in">anubhavs@nsdl.co.in</a> ; <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a>            Contact number: 1800 22 55 33</p>
Name, address and contact details of Registrar and Transfer Agent	<p><b>Contact details:</b>            Mr. Krishnakumar N - Director &amp; Compliance Officer            M/s. GNSA Infotech Private Limited,            STA Department, Nelson Chambers, 4th Floor, F-Block, No. 115, Nelson Manickam Road, Aminjikarai, Chennai - 600029, Tamil Nadu.            Email ID: <a href="mailto:Bala.r@gnsaindia.com">Bala.r@gnsaindia.com</a>; <a href="mailto:krishnakumar@gnsaindia.com">krishnakumar@gnsaindia.com</a>            Contact number: 044 - 42962025</p>