



**PARAG
FANS & COOLING
SYSTEMS LTD.**

CIN: U51102MP1991PLC006760

Date: 28/09/2022

To,
The Metropolitan Stock Exchange of India Ltd (MSEI)
Vibgyor Towers, 4th Floor,
Plot No C 62, G-Block,
Opp. Trident Hotel, Bandra- Kurla Complex,
Mumbai 400098

Sub: Declaration of Voting Results of the 31st Annual General Meeting.

Ref: As per Regulation 44(3) of SEBI (LODR), Regulations 2015

Dear Sir/Madam,

We wish to inform you that 31st Annual General Meeting of the company was held on 26th September, 2022 at 04:00 P.M (IST) at the registered office of the company.

Pursuant to Regulation 44 of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 read with section 108 of Companies Act, 2013 and rules made there under, the company had provided remote e-voting facility to the members entitled to cast their votes on all resolution stated in the AGM Notice.

CS Neelesh Gupta, Practicing Company Secretary, Indore, appointed as Scrutinizer for this Meeting and had issued a consolidated Scrutinizer's Report thereon.

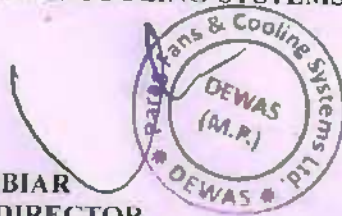
All the resolution stated in the 31st Annual General Meeting are approved by requisite majority of shareholder by poll.

In terms of Regulation 44 (3) of the SEBI(Listing obligation and Disclosure Requirement) Regulations, 2015, we are enclosing herewith the details of voting results of the 31st Annual General Meeting of the Company held on 26th September, 2022 in the prescribed format along with the consolidated Scrutinizer's Report.

Kindly take it on your record and oblige.

Thanking you,
Yours Faithfully,

For. PARAG FANS & COOLING SYSTEMS LIMITED



UMESH NAMBIAR
WHOLE TIME DIRECTOR
DIN: 02566355

Regd. Office and Works:
Plot no. 1/2B & 1B/3A, Industrial Area No. 1, A. B. Road, Dewas-455 001 (M.P.)India,
Ph: ++91-7272-425100, 425102 Fax: ++91-7272-400273



**PARAG
FANS & COOLING
SYSTEMS LTD.**

CIN: U51102MP1991PLC006760

Voting Results of 31st Annual General Meeting (AGM) of Parag Fans and Cooling Systems Limited

Date of AGM	26 th September, 2022
Total No. of Shareholders on record date 19.09.2022	216
No. of Shareholders present in the meeting	07
Promoter & Promoter Group	03
Public	04

Agenda- wise

The mode of voting on all the resolutions was:

1. Remote e-voting conducted between Friday, 23rd September, 2022 to Sunday, 25th September, 2022; and
2. Voting by way of poll conducted during the Annual General Meeting.

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

For, PARAG FANS & COOLING SYSTEMS LIMITED

UMESH NAMBIAR
WHOLE TIME DIRECTOR
DIN: 02566355



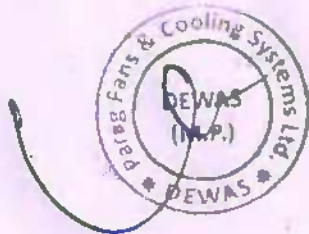


**PARAG
FANS & COOLING
SYSTEMS LTD.**

CIN: U51102MP1991PLC006760

Annexure 1

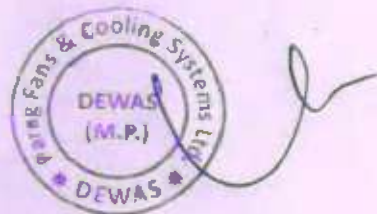
Resolution No: 1 Resolution Required : (Ordinary)		To Receive and Adopt the Audited Financial Statement of the Company for the Financial Year ended on 31 st March, 2022 and the Report of the Directors & Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/ resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%of Votes Polled on outstanding	No. of Votes - in Favour	No. of Votes - Against	%of Votes In favour on votes	% of Votes against on votes
Promoter and Promoter Group	E-Voting	3413770	0	0	0	0	0	0
	Poll		3413770	100	3413770	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		3413770	3413770	100	3413770	0	0
Public Institutions	E-Voting	109300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		109300	0	0	0	0	0
Public Non Institutions	E-Voting	1468130	0	0	0	0	0	0
	Poll		1400	0.0954	1400	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		1468130	1400	0.0954	1400	0	100
Total		4991200	3415170	68.4238	3415170	0	100	0





**PARAG
FANS & COOLING
SYSTEMS LTD.**

Resolution No: 2		To Appoint A Director in Place of Mr. Deepak Pagnis (Holding DIN 02566436). who Retires by Rotation and being eligible offers himself for Re-Appointment.						
Resolution Required : (Ordinary)		No						
Whether promoter/ promoter group are interested in the agenda/ resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%of Votes Polled on outstanding	No. of Votes - in Favour	No. of Votes - Against	%of Votes in favour on votes	% of Votes against on votes
		1	2	3= 2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	E-Voting	3413770	0	0	0	0	0	0
	Poll		3413770	100	3413770	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		3413770	3413770	100	3413770	0	100
Public Institution S	E-Voting	109300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institution S	E-Voting	1468130	0	0	0	0	0	0
	Poll		1400	0.0954	1400	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		1468130	1400	0.0954	1400	0	100
Total		4991200	3415170	68.4238	3415170	0	100	0





**PARAG
FANS & COOLING
SYSTEMS LTD.**

Resolution No: 3		To take the consent of Member that Mr. Surendra Kumar Badjatia (holding DIN : 07501398) to continue to hold office of Non- executive Director of the Company and he already crossed the 75 years of Age.						
Resolution Required : (Special)		Yes						
Whether promoter/ promoter group are interested in the agenda/ resolution		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	%of Votes Polled on outstanding	No. of Votes - in Favour	No. of Votes - Against	%of Votes In favour on votes	% of Votes against on votes
		1	2	3= 2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	E-Voting	3413770	0	0	0	0	0	0
	Poll		1065971	31.2256	1065971	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		1065971	31.2256	1065971	0	100	0
Public Institutions	E-Voting	109300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	1468130	0	0	0	0	0	0
	Poll		1400	0.0954	1400	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		1400	0.0954	1400	0	100	0
Total		4991200	1067371	21.3851	1067371	0	100	0





**PARAG
FANS & COOLING
SYSTEMS LTD.**

Resolution No: 4		To take the consent of Member that Mrs. Rukmini Badjatia (holding DIN : 07501462) to continue to hold office of Non- executive Director of the Company and he already crossed the 75 years of Age.						
Resolution Required : (Special)		Yes						
Whether promoter/ promoter group are interested in the agenda/ resolution		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	%of Votes Polled on outstanding	No. of Votes - in Favour	No. of Votes - Against	%Of Votes in favour on votes	% of Votes against on votes
		1	2	3= 2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
	Poll	3413770	1065971	31.2256	1065971	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	3413770	1065971	31.2256	1065971	0	100	0
Public Institution S	E-Voting		0	0	0	0	0	0
	Poll	109300	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non Institution S	E-Voting		0	0	0	0	0	0
	Poll	1468130	1400	0.0954	1400	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	1468130	1400	0.0954	1400	0	100	0
Total		4991200	1067371	21.3851	1067371	0	100	0





**PARAG
FANS & COOLING
SYSTEMS LTD.**

Resolution No: 5 Resolution Required : (Special)			To take the consent of Member that Mr. Vijay Singh Bharaktiya (holding DIN : 00017285) to continue to hold office of Non- executive Director of the Company and he already crossed the 75 years of Age.					
Whether promoter/ promoter group are interested in the agenda/ resolution			No					
Category	Mode of Voting	No. Of shares held	No. of votes polled	%of Votes Polled on outstanding	No. of Votes - in Favour	No. of Votes - Against	%of Votes in favour on votes	% of Votes against on votes
		1	2	3= 2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
	Poll	3413770	3413770	100	3413770	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	3413770	3413770	100	3413770	0	100	0
Public Institution S	E-Voting		0	0	0	0	0	0
	Poll	109300	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non Institution S	E-Voting		0	0	0	0	0	0
	Poll	1468130	1400	0.0954	1400	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	1468130	1400	0.0954	1400	0	100	0
Total		4991200	3415170	68.4238	3415170	0	100	0





**PARAG
FANS & COOLING
SYSTEMS LTD.**

Resolution No: 6 Resolution Required : (Special)		To approve the remuneration payable to Mr. Umesh Nambiar (holding DIN : 02566355) which may exceed the 5% of the Net profits of the company according to Section 197 and Schedule V of the Act.						
Whether promoter/ promoter group are interested in the agenda/ resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%of Votes Polled on outstanding	No. of Votes - in Favour	No. of Votes - Against	%of Votes in favour on votes	% of Votes against on votes
		1	2	3= 2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	E-Voting	3413770	0	0	0	0	0	0
	Poll		3413770	100	3413770	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		3413770	3413770	100	3413770	0	100
Public Institution S	E-Voting	109300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institution S	E-Voting	1468130	0	0	0	0	0	0
	Poll		1400	0.0954	1400	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		1468130	1400	0.0954	1400	0	100
Total		4991200	3415170	68.4238	3415170	0	100	0





**PARAG
FANS & COOLING
SYSTEMS LTD.**

Resolution No: 7 Resolution Required : (Special)		To approve the remuneration payable to Mr. Deepak Pagnis (holding DIN :02566436) which may exceed the 5% of the Net profits of the company according to Section 197 and Schedule V of the Act.						
Whether promoter/ promoter group are interested in the agenda/ resolution		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	%of Votes Polled on outstanding	No. of Votes - in Favour	No. of Votes - Against	%of Votes in favour on votes	% of Votes against on votes
		1	2	3= 2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	E-Voting Poll	3413770	0	0	0	0	0	0
	Postal Ballot		3413770	100	3413770	0	100	0
	Total	3413770	3413770	100	3413770	0	100	0
Public Institution S	E-Voting	109300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non Institution S	E-Voting	1468130	0	0	0	0	0	0
	Poll		1400	0.0954	1400	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		1468130	1400	0.0954	1400	0	100
Total		4991200	3415170	68.4238	3415170	0	100	0
							100	0





Neelesh Gupta & Co.

COMPANY SECRETARIES

To,
The Chairman of the 31st AGM of Equity Shareholder of
Parag Fans and Cooling Systems Limited
1/2 & 1b/3A Industrial Area No. 1
A B Road Dewas (MP) 455001

Dear Sir,

Sub: Scrutinizers' Report on Remote E-Voting and Voting by Poll conducted at the 31ST Annual General Meeting of Parag Fans And Cooling Systems Limited held on 26th September, 2022.

I would like to thank you for appointing as the Scrutinizer for the remote e-voting and voting by your members, at the 31ST Annual General Meeting of Your Company held on 26th September, 2022 at 1/2 & 1b/3A Industrial Area No. 1 A B Road, Dewas (M.P.) 455001.

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self explanatory in all respects.

Yours Faithfully

**FOR NEELESH GUPTA & CO.,
COMPANY SECRETARIES**


Neelesh Gupta
Proprietor
Mem No.: FCS 6381
C. P. No. : 6846



111, 1st Floor, Ratanmani Complex, 7/1, New Palasia, Indore (M.P.) 452 001
Tel : 0731-4040060 Mobile : 98269-41425
Email : neeshcs2004@yahoo.co.in

Report of Scrutinizer

CONSOLIDATED REPORT ON REMOTE E - VOTING & VOTING BY POLL AT AGM

[Pursuant to section 108 and 109 of the Companies Act, 2013 read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

NAME OF THE COMPANY	Parag Fans And Cooling Systems Limited
MEETING	31 st Annual General Meeting
DAY, DATE & TIME	Monday, 26 th September, 2022
VENUE	1/2 & 1B/3A Industrial Area No. 1 A B Road, Dewas (M.P.) 455001

1. Appointment as Scrutinizer

I was appointed as the Scrutinizer for the remote E-voting as well as the Voting conducted at the Annual General Meeting (AGM) of **Parag Fans And Cooling Systems Limited** (hereinafter referred to as the Company) held on Monday, 26th September, 2022 at 04:00 p.m. at the venue.

2. Dispatch of Notice convening the Meeting

The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the depository's viz., Central Depository Services (India) Limited (CDSL), the Company has duly completed dispatch of the Notice of the AGM.

3. Cut-off date

The Voting rights were reckoned as on 19th September, 2022, being the Cut-off date for the purpose of deciding the entitlements of members at the remote E-Voting and voting at the Meeting.

4. Remote e-Voting

4.1 Agency

The Company has appointed Central Depository Services (India) Limited (CDSL) as the agency for providing the remote E-Voting platform.

4.2 Remote E-Voting

Remote E-Voting platform was open from Friday, 23rd September, 2022 at 9:00 A.M. till Sunday, 25th September, 2022 at 5:00 P.M. and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions, on the remote E-Voting platform provided by CDSL.



5. Voting at the AGM

5.1 As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote E-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP Id & Client Id/folios, number of shares held but not the manner in which they have voted .

5.2 Accordingly, CDSL, the remote e-Voting Agency provided us with the names, DP Id & Client Id / folios and shareholding of the members who had cast their votes through remote E-Voting.

6. Counting Process

6.1 On completion of voting at the meeting, CDSL provided us with the list of members who had cast their votes, their holding details and details of vote cast on the resolutions.

6.2 The votes were reconciled with the records maintained by the Company and CDSL with respect to the authorizations/proxies lodged with the Company.

6.3 The Votes were unblocked on 27th September, 2022 after 10:00 hours in the presence of two witnesses, Shrasti Goyal and Apurva Jain who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Signatures: Shrasti
Name: Shrasti Goyal

Signatures: Apurva
Name: Apurva Jain

7. Results

7.1 We observed that,

- a) 7 Members had cast their votes at the meeting.
- b) No Member had cast their votes through Remote e-Voting.

7.2 The Consolidated Result with respect to each item on the agenda as set out in the Notice of the 31ST AGM dated 26th September, 2022 is enclosed herewith.

7.3 Based on the aforesaid results, we report that Two Ordinary Resolutions and Five Special Resolution as contained in Item No. 1 to Item No.7 of the Notice of the AGM dated 02nd September, 2022 have been passed with the requisite majority.



The Result of e-voting together with that of the Poll is as under:

Resolution 1:- Ordinary Resolution- To Receive and Adopt the Audited Financial Statement of the Company for the Financial Year ended on 31st March, 2022 and the Report of the Directors & Auditors thereon.

Particulars	Remote-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	0	0	7	3415170	7	3415170	100
Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	0	0	7	3415170	7	3415170	100

Resolution 2:- Ordinary Resolution- To Appoint A Director in Place of Mr. Deepak Pagnis (Holding DIN 02566436), who Retires by Rotation and being eligible offers himself for Re-Appointment

Particulars	Remote-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	0	0	7	3415170	7	3415170	100
Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	0	0	7	3415170	7	3415170	100

Resolution 3 :- Special Resolution- To take the consent of Member that Mr. Surendra Kumar Badjatia (holding DIN : 07501398) to continue to hold office of Non- executive Director of the Company and he already crossed the 75 years of Age.

Particulars	Remote-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	0	0	6	1067371	6	1067371	100
Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	0	0	6	1067371	6	1067371	100

Resolution 4:- Special Resolution- To take the consent of Member that Mrs. Rukmini Badjatia (holding DIN : 07501462) to continue to hold office of Non- executive Director of the Company and he already crossed the 75 years of Age.



Particulars	Remote-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	0	0	6	1067371	6	1067371	100
Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	0	0	6	1067371	6	1067371	100

Resolution 5:- Special Resolution- To take the consent of Member that Mr. Vijay Singh Bharaktiya (holding DIN : 00017285) to continue to hold office of Non- executive Director of the Company and he already crossed the 75 years of Age.

Particulars	Remote-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	0	0	7	3415170	7	3415170	100
Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	0	0	7	3415170	7	3415170	100

Resolution 6:- Special Resolution- To approve the remuneration payable to Mr. Umesh Nambiar (holding DIN : 02566355) which may exceed the 5% of the Net profits of the company according to Section 197 and Schedule V of the Act.

Particulars	Remote-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	0	0	7	3415170	7	3415170	100
Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	0	0	7	3415170	7	3415170	100

Resolution 7:- Special Resolution- To approve the remuneration payable to Mr. Deepak Pagnis (holding DIN : 02566436) which may exceed the 5% of the Net profits of the company according to Section 197 and Schedule V of the Act.

Particulars	Remote-Voting		Voting at the AGM by Poll		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	0	0	7	3415170	7	3415170	100



Dissent	0	0	0	0	0	0	0
Invalid	0	0	0	0	0	0	0
Total	0	0	7	3415170	7	3415170	100

All the resolutions stand passed under e-voting and poll with requisite majority.

I hereby confirm that I am maintaining the register received from the Service provider both electronically and manual, in respect of the votes cast through e-voting and poll by the shareholder of the company. The ballot papers and all other relevant records were sealed and handed over to the authorized person by the Board for safe keeping.

Thanking you

Yours Faithfully

**FOR NEELESH GUPTA & CO.,
COMPANY SECRETARIES**

Neelesh
Neelesh Gupta
Proprietor
Mem No. FCS 6381
C. P. No. : 6846
UDIN: F006381D001054879



For PARAG FANS & COOLING SYSTEMS LTD

[Signature]
DIRECTOR

To be Counter signed by Chairman