

June 06, 2023

To,
The Manager,
Department of Corporate Services,
The BSE Limited,
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Sub: Submission of Annual Report of the Company for the financial year ended 31st March, 2023

Ref: Scrip Code: 522152 | Scrip Name: SOLIMAC

Dear Sir/Madam

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a copy of the Annual Report of the Company for the financial year ended 31st March, 2023.

We request you to kindly take the same on record.

Thanking you,
Yours faithfully,
For Solitaire Machine Tools limited

Raman
Prajapat

Digitally signed by
Raman Prajapat
Date: 2023.06.06
16:59:53 +05'30'

Raman Prajapat
Company Secretary & Compliance Officer
Mem. No.: A63875



CIN No. L28932MH1967PLC013747



SOLITAIRE MACHINE TOOLS LIMITED

31st ANNUAL REPORT 2022-23

SOLITAIRE MACHINE TOOLS LIMITED

KEY FINANCIAL INDICATORS FOR LAST FIVE YEARS

(Rs In Lacs)

YEAR	2018-19	2019-20	2020-21	2021-22	2022-23
Sales	1559.64	1226.07	1715.93	1357.91	1867.39
Raw Material Cost	901.88	818.16	591.27	776.73	881.06
Payment to Employees & Directors	304.11	300.21	292.19	322.81	380.33
Manufacturing & Other Expense	292.99	265.75	211.66	236.15	307.17
Depreciation	98.37	119.38	65.42	57.23	56.49
Net Profit	129.79	66.07	141.81	105.56	159.54



SOLITAIRE MACHINE TOOLS LIMITED

ANNUAL REPORT AND STATEMENT OF ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2023

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BOARD OF DIRECTORS

Mr. Ashok J. Sheth
Mr. Hemandra J. Badani
Mr. Harsh Badani
Ms. Shilpa Taneja
Mr. Bharat V Shah
Ms. Kesha N Tanna
Ms. Nishita G Rajput

Chairman & Managing Director
Managing Director & CFO
Whole Time Director
Non-Executive Director
Independent Director
Independent Director
Independent Director

CORPORATE MANAGEMENT

Mr. Ashok J. Sheth
Mr. Hemandra J. Badani
Mr. Harsh Badani
Mr. N.M.B. Khan
Mr. Raman Prajapat

Managing Director
Managing Director
Whole Time Director
Dy. General Manager (Finance & Corporate Affairs)
Company Secretary and Compliance Officer

REGISTERED & CORPORATE OFFICE

A-24/25, Krishna Industrial Estate, Gorwa,
Vadodara – 390016, Gujarat, India.
Tel: 9904408538

PLANTS

PLANT I

292, Dharamsinh Desai Marg, Chhani
Road, Vadodara- 390002
Tel: 9904408538
Email: sales@smtgrinders.com

PLANT II

A-24/25, Krishna Industrial Estate, Gorwa,
Vadodara-390016
Email: sales@smtgrinders.com

WEBSITE

www.smtgrinders.com

AUDITORS

K.C. Mehta & Co. LLP
Chartered Accountants, Vadodara

BANKER

Yes Bank, 2nd Floor, Corner Square
Building, Near Inox, Race Course, Baroda-
390007

SHARE TRANSFER AGENT

Link Intime India Pvt Ltd
C-101, 247 Park, LBS Marg, Vikhroli
(West), Mumbai 400083

SECRETARIAL CONSULTANT

H. M. Mehta and Associates
Practicing Company Secretaries, Vadodara

NOTICE TO MEMBERS

Notice is hereby given that the 31st Annual General Meeting ('AGM') of the Members of Solitaire Machine Tools Limited will be held through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") on Saturday, 01st July, 2023 at 11:00 a.m., to transact the following business:

ORDINARY BUSINESS

Item No. 1- Adoption of Financial Statements

To Receive, consider and adopt the Audited Standalone Financial Statements for the year ended March 31, 2023 and Report of the Board of Directors and Auditors thereon.

To consider and pass the following as **Ordinary resolution**:

"RESOLVED THAT Financial Statements for the financial year ended 31st March, 2023 together with the report of Board of Directors and Auditors thereon, be and are hereby approved and adopted."

Item No. 2- Declaration of dividend

To approve and declare dividend recommended by the Board for the Financial Year ended March 31, 2023.

To consider and pass the following as **Ordinary resolution**:

"RESOLVED THAT the recommendation of the Board of Directors for the payment of 15.00% dividend viz. Rs. 1.50 Per share on paid up equity capital of the company be and is hereby approved and the dividend so declared."

Item No. 3- Appointment of director in place of those retiring by rotation

To appoint Mr. Ashok J Sheth (DIN: 00174006), who retires by rotation and being eligible offers himself for re-appointment as a director.

To consider and pass the following as **Ordinary resolution**:

"RESOLVED THAT Mr. Ashok J Sheth (DIN: 00174006), Director of the company, who retires by rotation at this meeting and being eligible for re-appointment, be and is hereby re-appointed as the Director of the Company whose period of office shall be liable to determination by retirement by rotation."

Item No. 4-Appointment of director in place of those retiring by rotation

To appoint Ms. Shilpa Taneja (DIN: 00207023), who retires by rotation and being eligible offers herself for re-appointment as a director.

To consider and pass the following as **Ordinary resolution**:

"RESOLVED THAT Ms. Shilpa Taneja (DIN: 00207023), Director of the company, who retires by rotation at this meeting and being eligible for re-appointment, be and is hereby re-appointed as the Director of the Company whose period of office shall be liable to determination by retirement by rotation."

SPECIAL BUSINESS

Item No. 5- To continue the appoint of Mr. Hemandra J. Badani (DIN: 00143330) as Managing Director and Vice chairman, after attaining the age of 70 years and in this regard,

To consider and pass the following as **Special Resolution**:

“RESOLVED THAT pursuant to provisions of Sections 196, 197, 198 & 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and pursuant to The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or reenactment(s) thereof for the time being in force), Mr. Hemandra Jayantilal Badani, (DIN – 00143330), who was appointed as Managing Director and Vice-Chairman of the Company at 28th AGM for a period of 5 (Five) years from 08-02-2020 to 08-02-2025 and who attained the age of 70 years during the tenure, be and is hereby allowed to continue to function as Managing Director and Vice Chairman of the company for the remainder of his term on same continuing terms and conditions after attaining age of 70 years.”

By the order of Board of Directors

For **SOLITARE MACHINE TOOLS LIMITED**

Sd/-

Raman Prajapat
Company Secretary and Compliance Officer
Mem. No.: A63875

Date-20/05/2023
Place- Vadodara

Notes:

1. The Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 2/2022 dated May 05, 2022, General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 , General Circular No. 20/2020 dated May 5, 2020 and General Circular No. 02/2021 dated January 13th, 2021 and General Circular No. 10/2022 dated December 28, 2022(collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM till September 30, 2023, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM, without the physical presence of the members at a common venue. The Company has engaged Link Intime India Private Limited for facilitating voting through electronic means i.e., remote e- voting and voting on the date of the AGM.
2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. However, since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Corporate members intending to represent through their authorised representatives in the AGM through VC/ OAVM and to vote through remote e-voting or voting at the AGM are requested to send to the Company a certified copy of the board resolution authorising their representative to the designated email address of the Registrar and Transfer Agents at rent.helpdesk@linkintime.co.in
4. The cut-off date for the purpose of determining eligibility of members for voting in connection with the 31st AGM has been fixed as Monday 26th June, 2023.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 23rd June, 2023 to Saturday, 01st July, 2023 (Both Days Inclusive).
6. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/Link Intime (in case of shares held in physical mode) and depositories (in case of shares held in demat mode).
 - A. Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H or Lower Withholding Certificate (if obtained from the Tax department), to avail the benefit of non-deduction/ lower deduction of tax at source by writing an email to solitairedivtax@linkintime.co.in on or before 11:59 p.m. IST on June 26, 2023. The shareholders are requested to note that in case their PAN is not registered/ updated, the tax will be deducted at a higher rate of 20% (plus Surcharge and Cess as applicable).
 - B. Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment (PE) and Beneficial Ownership Declaration, Tax Residency Certificate (TRC), Form 10F, any other document which may be required to avail the tax treaty benefits by sending an solitairedivtax@linkintime.co.in. The aforesaid declarations and documents need to be submitted by the shareholders by 11:59 p.m. IST by June 26, 2023. The formats of No PE Declaration (including beneficial ownership) and Form 10F are available on Link Intime’s website at <https://www.linkintime.co.in/client-downloads.html>. TRC needs to be obtained by

the shareholder from the Tax Department of their country of residence. Non-resident shareholders shall also furnish the lower/nil withholding certificate, if obtained from the Tax Department.

7. Change of particulars including address, bank mandate & nomination for shares held in demat form, should be notified only to the respective Depository Participants where the member has opened his demat account. The Company or its Share Transfer Agent will not be able to act on any direct request from these Members for change of such details. However, for any change in particulars in respect of shares held in physical form should be sent to the Registrar & Share Transfer Agents of the Company i.e., Link Intime India Private Limited at following address:

Link Intime India Private Limited

C 101, 247 Park, L. B. S. Marg, Vikhroli (West),

Mumbai, Maharashtra, 400 083

8. **SEBI has decided that securities of listed companies can be transferred only in dematerialized form from 01st April 2019. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize shares held by them in physical form. Members can contact the Company or the Company's Registrar and Transfer Agents, M/s. Link Intime India Private Limited, for assistance in this regard.**
9. Members desirous of getting any information about the accounts and operations of the Company are requested to send their query to investors@smtgrinders.com on or before June 20,2023.
10. Members are requested to register their E-mail address with the Company/Registrar & Transfer Agents so as to receive Annual Report and other communication electronically.
11. Information pursuant to regulations 26(4), 36(3) of SEBI LODR and Secretarial Standard on General Meeting (SS-2) with respect of the Directors seeking appointment/ re-appointment, as the case may be, at the AGM are furnished in the Annexure to this Notice. The Directors have furnished the requisite consents / declarations for their appointment / re-appointment.
12. In compliance with the aforesaid MCA Circulars and circular issued by SEBI dated May 12,2020 and January 15, 2021, Notice of the Annual General Meeting along with the Annual Report for the Financial year 2022-23 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice of Annual General Meeting and Annual Report for the Financial year 2022-23 will also be available in the Investors Section on the Company's website <http://www.smtgrinders.com/investor-relations-n/> and on the website of Bombay Stock Exchange at www.bseindia.com.
13. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only. Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.
14. Since the AGM will be held through VC/OAVM, the route map is not annexed to this Notice.
15. Mr. Ashok J Sheth (DIN: 00174006) and Ms. Shilpa Taneja (DIN: 00207023) are interested in the Ordinary resolutions set out at Item No. 3 and 4 respectively. Mr. Hemandra Badani (DIN: 001443330) is interested in the Special Resolution set out at Item No. 5. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business & Special Business of the Notice.

16. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated 7th May, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed at the Annual General Meeting held on 16th July, 2022.
17. The Company's shares are listed at Bombay Stock Exchange.
18. Instructions for e-voting and joining the AGM are as follows:

A. VOTING THROUGH ELECTRONIC MEANS

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the members to exercise their right to vote at 31st Annual General Meeting of the Company by electronic means through remote e-voting facility provided by Link Intime India Private Limited ('Link Intime'). Members who are holding shares in physical or dematerialized form as on June 26, 2023 shall exercise their vote by electronic means.
2. The voting period begins on Wednesday June 28, 2023 (09:00 a.m.) to Friday, June 30, 2023 (05:00 p.m.). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date June 26, 2023 may cast their vote electronically. The e-voting module shall be disabled by Link Intime for voting thereafter.
3. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e., June 26, 2022 may obtain the login ID and password by sending an email to rnt.helpdesk@linkintime.co.in by mentioning their Folio No./DP ID.
4. The members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.
5. The details of the process and manner for remote e-voting are explained herein below:

Remote e-Voting Instructions for shareholders, pursuant to SEBI circular dated December 9, 2020:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

<u>Type of Shareholders</u>	<u>Login Method</u>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL viz... https://eservices.nsdl.com 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 e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. 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. 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 e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The 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 www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 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 the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are 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. 3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the 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.
<p>Individual Shareholders (holding securities in demat mode) & login through their depository participants</p>	<ul style="list-style-type: none"> • You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Individual Shareholders holding securities in Physical mode & e-voting service Provider is LINKINTIME / Non-Individual Shareholders holding securities in demat mode is given below

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
 - ▶ Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -
 - A. User ID:** Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
 - C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)
 - D. Bank Account Number:** Enter your Bank Account Number (lastfour digits), as recorded with your DP/Company.
 - Shareholders/ members holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above
 - Shareholders holding shares in **NSDL form**, shall provide ‘D’ above
 - ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 - ▶ Click “confirm” (Your password is now generated).
2. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.
4. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.
5. E-voting page will appear.
6. Refer the Resolution description and cast your vote by selecting your desired option ‘**Favour / Against**’ (If you wish to view the entire Resolution details, click on the ‘**View Resolution**’ file link).
7. After selecting the desired option i.e. Favour / Against, click on ‘**Submit**’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘**Yes**’, else to change your vote, click on ‘No’ and accordingly modify your vote.

Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
 - Enter **User ID**, select **Mode** and Enter Image Verification (CAPTCHA) Code and Clickon '**Submit**'.
- In case shareholders/ members is having valid email address, Password will be sent to his / her registered e-mail address.
 - Shareholders/ members can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above.
 - The password should contain minimum 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.
 - User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgottenthe password:

- Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and takeutmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only forvoting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they havevoted on the resolution(s) for a particular "Event".
-

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

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

Process and manner for attending the Annual General Meeting through InstaMeet:

1. Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & Click on “Login”.

► Select the “**Company**” and ‘**Event Date**’ and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No

- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL demat account shall provide 8 Character DP ID followed by 8 digit client ID**
- Shareholders/ members holding shares in **physical form shall provide Folio Number** registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

► Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

Please refer the instructions (annexure) for the software requirements and kindly ensure to install the same on the device which would be used to attend the meeting. Please read the instructions carefully and participate in the meeting. You may also call upon the InstaMeet Support Desk for any support on the dedicated number provided to you in the instruction/ InstaMEET website.

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.

Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request from Saturday, June 24th 2023 to Tuesday, June 27th 2023 with the RTA on the e-mail ID rnt.helpdesk@linkintime.co.in / enotices@linkintime.co.in created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panelist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or

through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

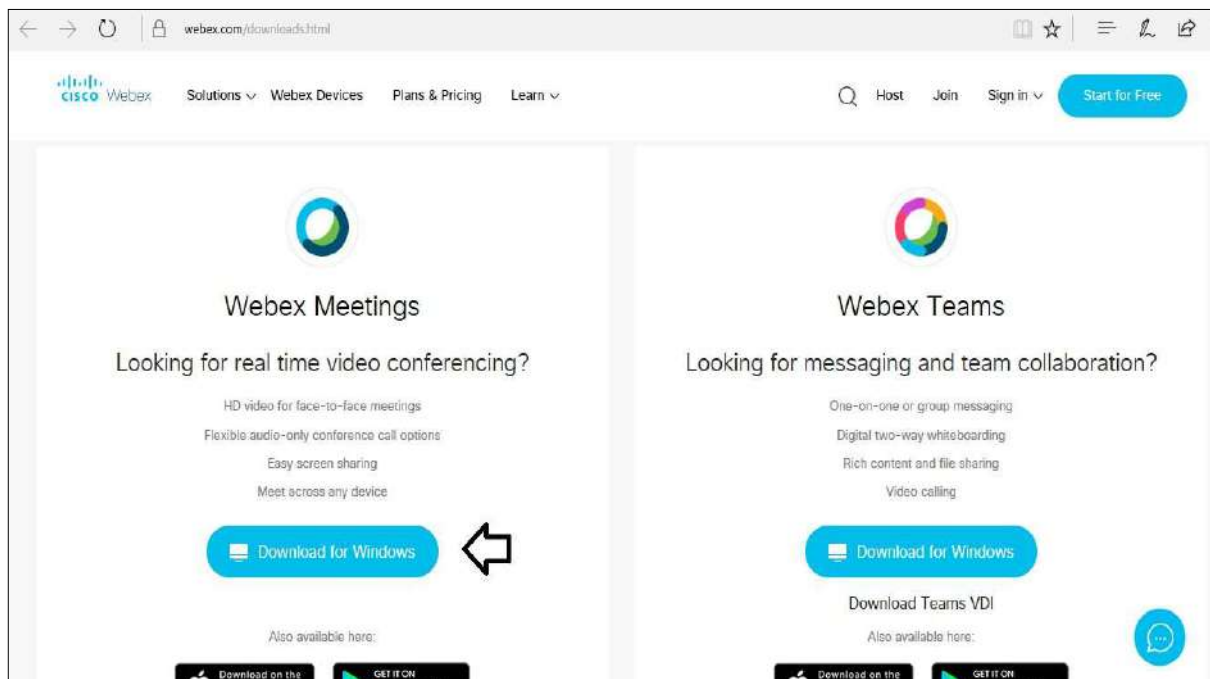
In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

InstaVote Support Desk
Link Intime India Private Limited

Guidelines to attend the AGM proceedings of Link Intime India Pvt. Ltd.: InstaMEET

For a smooth experience of viewing the AGM proceedings of Link Intime India Pvt. Ltd. InstaMEET, shareholders/ members who are registered as speakers for the event are requested to download and install the Webex application in advance by following the instructions as under:

- a) Please download and install the Webex application by clicking on the link <https://www.webex.com/downloads.html/>



Step 1
Double-click the webexapp.msi file you downloaded

Step 2
The Webex Meetings setup wizard will launch. Follow the instructions to set up.

Step 3
Once installed the app will launch automatically.

To open the app double-click the Webex Meetings icon on your desktop.

What do you want to do with webexapp.msi (88.1 MB)?
From: akamaicdn.webex.com

Run Save ^ Cancel X

Step 1
Double-click the webexapp.msi file downloaded

Step 3
Once installed app will launch automatically.

To open the app double-click the Webex Meetings icon on your

Cisco Webex Meetings - InstallShield Wizard

Welcome to the InstallShield Wizard for Cisco Webex Meetings

The InstallShield® Wizard will install Cisco Webex Meetings on your computer. To continue, click Next.

WARNING: This program is protected by copyright law and international treaties.

< Back Next > Cancel

Step 1
Double-click the webexapp.msi file downloaded

Step 3
Once installed app will launch automatically.

Cisco Webex Meetings - InstallShield Wizard

License Agreement

Please read the following license agreement carefully.

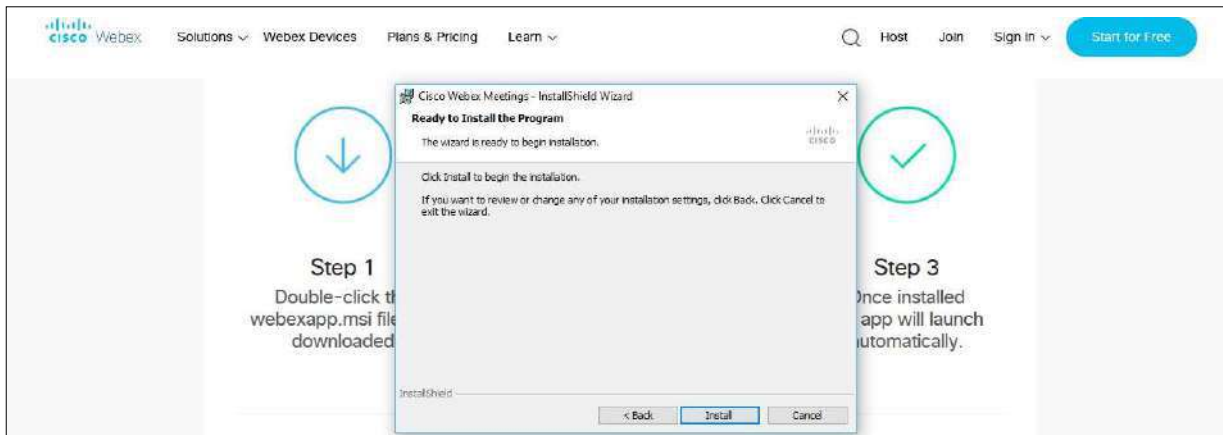
CISCO WEBEX LLC LICENSE AGREEMENT (AS APPLICABLE TO THE PARTICULAR DOWNLOAD)

IMPORTANT NOTICE--PLEASE READ PRIOR TO USING THIS SOFTWARE. This license agreement ("License Agreement") is a legal agreement between you (either an individual or an entity) and Cisco Webex LLC ("Webex") for the use of Webex software you may be required to download and install to use certain Webex services (such software, together with the underlying documentation if made available to you, the "Software"). By clicking on the button containing the "I accept" language, by installing the Software or by otherwise using the Software, you agree to be bound by the terms of this License Agreement. IF YOU DO NOT AGREE TO THE TERMS OF THIS LICENSE AGREEMENT, CLICK ON THE BUTTON

I accept the terms in the license agreement
 I do not accept the terms in the license agreement

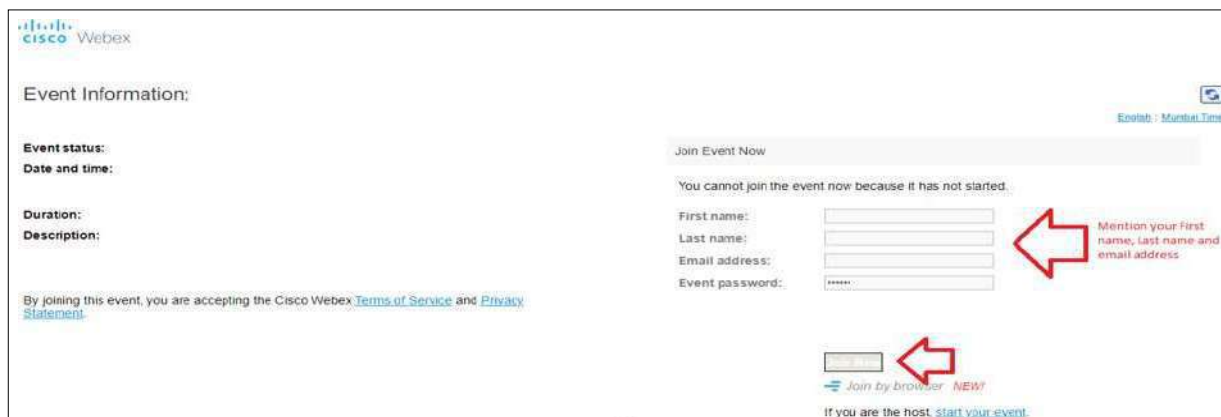
InstallShield

< Back Next > Cancel



b) If you do not want to download and install the Webex application, you may join the meeting by following the process mentioned as under:

Step 1	Enter your First Name, Last Name and Email ID and click on Join Now.
1 (A)	If you have already installed the Webex application on your device, join the meeting by clicking on Join Now
1 (B)	If Webex application is not installed, a new page will appear giving you an option to either Add Webex to chrome or Run a temporary application . Click on Run a temporary application , an exe file will be downloaded. Click on this exe file to run the application and join the meeting by clicking on Join Now



General Instructions:

- a. The voting rights of members shall be in proportion to their shares in the paid-up equity sharecapital of the Company as on the cut-off date i.e. June 26, 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 i.e. June 26, 2023 only shall be entitled to avail the facility of remote e-voting or e-voting at the AGM.
- b. CS Hemang Mehta, Proprietor, H.M. Mehta & Associates, Practicing Company Secretaries (Membership No. FCS 4965) has been appointed as the Scrutinizer to scrutinize the e- voting process in a fair and transparent manner.
- c. The Scrutinizer shall within 48 hours of conclusion of the meeting submit a consolidated

scrutinizer report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing.

- d. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.smtgrinders.com and communicated to the BSE Limited.

INSTRUCTIONS FOR SHAREHOLDERS FOR REGISTRATION OF E-MAIL ADDRESS AND BANK DETAILS ARE AS FOLLOWS:

i. Temporary Registration for Demat shareholders:

The Members of the Company holding Equity Shares of the Company in Demat Form and who have not registered their e-mail addresses may temporarily get their e-mail addresses registered with Link Intime by clicking the link: https://linkintime.co.in/emailreg/email_register.html in their website www.linkintime.co.in at the Investor Services tab by choosing the E mail Registration heading and follow the registration process as guided therein. The Members are requested to provide details such as Name, DP ID, Client ID/ PAN, mobile number and e-mail id. In case of any query, a Member may send an e-mail to Link Intime at rnt.helpdesk@linkintime.co.in.

On submission of the Shareholders details an OTP will be received by the Shareholder which needs to be entered in the link for verification.

ii. Permanent Registration for Demat Shareholders:

It is clarified that for permanent registration of e-mail address, the Members are requested to register their e-mail address, in respect of demat holdings with the respective Depository Participant ("DP") by following the procedure prescribed by the DP.

iii. Registration of email id for Shareholders holding physical shares:

The Members of the Company holding Equity Shares of the Company in physical Form and who Have not registered their e-mail addresses may get their e-mail addresses registered with Link Intime, by clicking the link: https://linkintime.co.in/emailreg/email_register.html in their website www.linkintime.co.in at the Investor Services tab by choosing the E mail / Bank Registration heading and follow the registration process as guided therein. The Members are requested to provide details such as Name, Folio Number, Certificate number, PAN, mobile number and e-mail id and also upload the image of share certificate in PDF or JPEG format. (upto 1 MB). In case of any query, a Member may send an e-mail to Link Intime at rnt.helpdesk@linkintime.co.in.

On submission of the Shareholders details an OTP will be received by the Shareholder which needs to be entered in the link for verification.

iv. Registration of Bank Details for Physical Shareholders:

The Members of the Company holding Equity Shares of the Company in physical Form and who have not registered their bank details can get the same registered with Link Intime, by clicking the link: https://linkintime.co.in/emailreg/email_register.html in their website www.linkintime.co.in at the Investor Services tab by choosing the E mail/Bank Registration heading and follow the registration process as guided therein. The Members are requested to provide details such as Name, Folio Number, Certificate number, PAN, email id along with the copy of the cheque leaf with the first named Shareholders name imprinted in the face of the cheque leaf containing bank name and branch, type of account, bank account number, MICR details and IFSC code in PDF or JPEG format. In case of any query, a Member may send an email to Link Intime at rnt.helpdesk@linkintime.co.in

On submission of the Shareholders details an OTP will be received by the Shareholder which needs to be entered in the link for verification.

EXPLANATORY STATEMENT FOR RESOLUTION NO. 5

Since Mr. Hemandra Jayantilal Badani, was appointed as a Managing Director for a term of 5 years with effect from 08th February, 2020 by the members at the 28th Annual General Meeting held on 07th September, 2020.

Pursuant to Section 196(3)(a) of the Companies Act, 2013, “No company shall appoint or continue the employment of any person as managing director, whole-time director or manager who — is below the age of twenty-one years or has attained the age of seventy years: Provided that appointment of a person who has attained the age of seventy years may be made by passing a special resolution in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such person;”

The Board considers the continuation of Mr. Hemandra Jayantilal Badani on same terms and conditions to be beneficial to the interests of the Company, considering his long experience and the services being rendered by him and commends the Special Resolution set out at Item No. 5 of the Notice for approval by the members.

By the order of Board of Directors

For **SOLITARE MACHINE TOOLS LIMITED**

Sd/-

Raman Prajapat

Company Secretary and Compliance Officer

Date- 20/05/2023

Place- Vadodara

Regd. Office:

A-24/25, Krishna Industrial Estate, Gorwa, Vadodara – 390016, Gujarat, India.

Details of Directors seeking appointment/ re-appointment/ continuation with appointment at the 31st Annual General Meeting pursuant to Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India

Name of Director	Mr. Ashok J Sheth	Ms. Shilpa Taneja	Mr. Hemandra Jayantilal Badani
Age	75	53	70
Date of Appointment	Original Date of Appointment – 10/09/1987	Original Date of Appointment – 10/09/1987	Original Date of Appointment – 31/01/2015 Appointed as MD on 08/02/2020 to 08/02/2025
Expertise in specific functional area/brief resume	Mr. Ashok J. Sheth has completed his B.S. (Mechanical Engineering) from University of Oklahoma, USA. He has an experience of 53 years in the field of machine tools. He took charge as the Chairman and Managing Director of Solitaire Machine Tools Ltd. in the year 2010.	Ms. Shilpa Taneja operates an advertising agency in Mumbai and has an extensive experience in the field of marketing and management.	Mr. Hemandra J. Badani has done his Bachelors in Commerce from St. Xavier's College, Kolkata. He has extensive knowledge in the field of machine automation and computer programming gained through an experience of over 48 years in this field. At Solitaire, he mainly focuses on PLC and CNC related programming and troubleshooting. Besides technical contribution, he is also looking after Administration and Human Resources
Qualification	B.S. (Mechanical Engineering)	Master of Business Administration (MBA)	Bachelors in Commerce (B.com)
No. of Equity shares held in the Company	725314	4903	2100
Directorship in other Listed Entities and Membership of Committees of the Board	NIL	NIL	NIL
Directorship in other Unlisted	NIL	Ellora Design Private Limited	Metal Perforation Private Limited

Entities and Membership/Chairmanship of Committees of the Board		Adventure Advertising Private Limited	
Number of Meetings of the Board Attended during the year	5	5	5
Relationship between Directors inter se, Manager and other Key Managerial Personnel.	NIL	NIL	Mr. Hemandra Badani is father of Mr. Harsh Badani who is a Whole Time Director of Solitaire Machine Tools Limited
Terms and conditions of appointment/re-appointment	Liable to retire by Rotation	Liable to retire by Rotation	Liable to retire by Rotation
Remuneration Last drawn	Rs. 15,31,584/-	NIL	Rs. 14,79,560/-

Directors Report

To the Members,

The Directors have pleasure in presenting before you the 31st (Thirty-First) Annual Report of the Company together with the Audited Financial Statements of Accounts for the year ended 31st March, 2023. The Company operates only in a single business segment viz., Centerless Grinding Machine & Spares parts & Accessories.

FINANCIAL RESULTS:

The Standalone performance during the period ended 31st March, 2023 has been as under:

(Rs. in Lacs)

Particulars	Year	Year	Year	Year	Year
	Ended	Ended	Ended	Ended	Ended
	31 st	31 st	31 st	31 st	31 st
	March,	March,	March,	March,	March,
	2023	2022	2021	2020	2019
Sales (Net)	1867.39	1357.91	1715.93	1226.07	1559.64
Other Income	33.45	29.81	86.38	32.93	29.03
(Increase)/ Decrease in stocks	57.90	(139.51)	463.33	(351.59)	(222.83)
Profit Before Taxation	210.47	122.25	166.88	103.09	207.95
Less:					
Taxation	56.51	35.00	30.00	50.00	73.00
Excess/Short provision of tax relating to earlier years	(1.32)	4.32	-	2.18	7.32
Deferred Tax	(4.26)	(3.72)	(4.94)	(15.16)	(2.16)
Net Profit after Tax	159.54	105.56	141.81	66.07	129.79
Add: Profit brought forward from Previous Year	1136.83	1073.44	968.17	968.66	900.83
Profit available for appropriation	1296.37	1179.00	1109.98	1034.73	1030.62
Proposed Dividend Including Corporate tax	68.13	54.51	45.42	61.52	61.52
Add/Less: Other Comprehensive Income	5.87	3.26	2.48	0.87	0.44
Less: Loss of Shruchi Manufacturing Limited*				4.16	
Balance Carried to Balance Sheet	1247.74	1136.83	1073.43	968.18	968.66

DIVIDEND:

Your Directors recommend dividend of Rs. 68,13,264/- which would be 15% on 4542176 equity shares of Rs. 10/- each for the year ended March 31, 2023 subject to members' approval.

OPERATIONS:

The operation of the year has shown growth in Sales and Net Profit. The year saw the highest Sales ever achieved by the Company. The Sales was **37 % higher** than previous year. The Net Profit also jumped **up by 51 %** over the previous year. The growth was possible by Positive confidence in Indian Economy and Exports. The automotive industry has seen good results with availability of semiconductors as well as good penetration of Electric Vehicles.

The Export market has shown growth with close to 25 % of total sales. We supplied machines, spares and accessories in Australia, New Zealand, USA and UK.

As informed earlier, we have started Construction of our plant in Halol – Masvad GIDC, about 65 km from current location. The 99 year lease hold land from GIDC was paid up during the last year. During the current year, the construction up to plinth level was done. Heavy rain and other hurdles delayed the project. We expect to have building construction completed in current year.

Company had taken Term Loan from Bank, however due to availability of surplus funds, the entire term loan availed by us was paid back to bank. Company has spent close to Rs.2.00 Crore for this expansion from internal accrual. Company also paid back the Covid loan of Rs. 47.40 lacs given by bank with Government backing. The company remains **Debt Free**.

The Company further invested approximately Rs. 40 lacs in other capital expenses during the year.

Government of India initiative to procure machines from India as far as possible has given boost to our sales. We have been prime supplier of machines to Nuclear Fuel Corporation of India meeting the need of highly stringent requirements of the country. In coming years more Defence and Aero Space related projects can be served by us.

We participated in IMTEX 2023 in Bangalore. We had very good reception and had quality crowd. We had exhibited 4 machines and two of them were sold at the show.

We had entered in to an arrangement with a company in UK for supply of ECM (Electro Chemical Machining) in India . Their Director was present at IMTEX in our booth and had contact with potential users of this new technology for our country. The machines will be built by us in India and several critical parts would be imported in the beginning. This is very niche field and mainly used in manufacture of Medical implants, Aircraft engines, Food and Pharmaceutical industry. It may take several years to mature in to regular sales, but we hope to work for it's success.

The Company also started a SPM division to take care of special needs of mass production industry, where a SPM designed only to do one operation with high productivity. The first such machine was delivered for Textile Machinery component manufacturing. Few more projects are in pipe line. The existing plant and machinery is being used for such projects.

The Company continues with our own Social Responsibility Program for our own employees and their families. Employees children are Provided with cash gift and school / college kits for the year through our Chairman Emeritus P. J. Sheth Education Fund. Dusserah, Children's Day Drawing competition, Rangoli competition for employees and Get together evening of all employees are planned to strengthen bonding of SMT family.

The Company continues to train employees for better skill and able to handle work in plant as well as customer site. Company thanks All Employees for their co-operation.

The company thanks all the customers who supported us during the year and put their Faith in us to meet their requirements.

The Company thanks its Bankers, Vendors and various Government Agencies for their continued support.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

As required under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report is enclosed as a part of this report.

CORPORATE GOVERNANCE AND SHAREHOLDERS INFORMATION:

Report on Corporate Governance and Management Discussion and Analysis Reports has been included in the report. Your company has been practicing the principle of good Corporate Governance over the year. The Board of Directors supports the broad principles of Corporate Governance. In addition to the basic governance issues, the Board lays strong emphasis on transparency, accountability and integrity.

LISTING WITH STOCK EXCHANGES:

The Company confirms that it has paid the Annual Listing Fees for the year 2023-24 to BSE where the Company's Shares are listed.

DEMATERIALISATION OF SHARES:

94.26% of the company's paid up Equity Share Capital is in dematerialized form as on 31st March, 2023 and balance 5.74% is in physical form.

NUMBER OF BOARD MEETINGS HELD:

The Board of Directors duly met 5 times from 1st April, 2022 to 31st March, 2023. The dates on which meetings were held are as follows:

S. No.	Date
01	30-05-2022
02	09-08-2022
03	15-09-2022
04	14-11-2022
05	11-02-2023

DIRECTORS:

The Board of Directors are duly constituted. As per provisions of Companies Act, 2013 for retirement by rotation, all executive directors are now liable to retire by rotation.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Clause 49 of the Listing Agreement.

DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, Directors of your Company hereby state

and confirm that:

- a) In the preparation of the annual accounts for the year ended 31st March, 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for the same period;
- c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) They have prepared the annual accounts on a going concern basis;
- e) They have laid down internal financial controls in the company that are adequate and were operating effectively.
- f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

COMMENTS ON AUDIT OBSERVATIONS:

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation and adverse remark. Auditors Disclaimer report has been noted and additional financial control as required are being implemented.

DISCLOSURE ON NON-APPLICABILITY OF MAINTENANCE OF COST RECORDS

The maintenance of Cost records as specified by the Central government under sub section (1) of Section 148 of the Companies Act, 2013 is not applicable on the Company.

COMMENTS ON SECRETARIAL AUDITOR'S OBSERVATIONS:

There is no malafide intention on the part of company and delay if any, in the matter is inadvertent and caused due to oversight. The Company is in process of complying all the requirements of the Companies Act, 2013 and amended listing agreement.

AUDITORS:

Statutory Auditors:

In compliance with the Companies (Audit and Auditors) Rules, 2014, M/s. KC Mehta & Co., Chartered Accountants,(Firm's Registration No.106237W/ W100829), were appointed as Statutory Auditors of the Company by the members at their 30th Annual General Meeting held on 16th July, 2022 to hold office for a term of 5 (Five) years i.e. till the conclusion of 35th Annual General Meeting ('AGM') for the Financial Year 2026-27.

The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated 7th May, 2018 issued by the Ministry of Corporate Affairs. Accordingly, no resolution is proposed for ratification of appointment of Auditors.

Secretarial Audit:

M/s H.M. Mehta & Associates has been appointed as the Secretarial Auditor for the Company with effect from 14th November, 2022 for the FY 2022-23.

According to the provision of section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Secretarial Audit Report submitted by Company Secretary in Practice is enclosed as a part of this report **Annexure-A**.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

a. CONSERVATION OF ENERGY:

The company's operations do not involve substantial consumption of power in comparison to costs of production. However, regulatory measures are there to ensure that the consumption of power is within the norms.

b. TECHNOLOGY ABSORPTION:

The company has fully absorbed the technical know-how received from USA and Italy.

c. FOREIGN EXCHANGE EARNING AND OUTGO:

Foreign exchange earnings of the company during the year 2021-2022 were Rs. 471.50 Lacs (Previous Year Rs. 114.02 Lacs) while outgoings were Rs. 13.96 Lacs (Previous Year Rs. 76.33 Lacs).

VIGIL MECHANISM/ WHISTLE BLOWER:

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at www.smtgrinders.com under link <http://www.smtgrinders.com/policies/>

RELATED PARTY TRANSACTIONS:

Related party transactions that were entered during the financial year were on an arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company. Transactions with related parties entered by the Company in the normal course of business are periodically placed before the Audit Committee for its omnibus approval and the particulars of contracts entered during the year as per Form AOC-2 is enclosed as **Annexure-B**.

The Board of Directors of the Company has, on the recommendation of the Audit Committee, adopted a policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act 2013, the Rules there under and the Listing Agreement. This Policy was considered and approved by the Board has been uploaded on the website of the Company at www.smtgrinders.com under link <http://www.smtgrinders.com/policies/>

EXTRACT OF ANNUAL RETURN:

A copy of the draft Annual Return as required under Section 92(3) and Section 134(3)(a) of the Act has been placed on the Company's website. The web-link as required under the Act is as under: <http://www.smtgrinders.com/investor-relations-n/>

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

There are no Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 during the current Financial Year 2022-2023.

REMUNERATION RATIO OF THE DIRECTORS / KEY MANAGERIAL PERSONNEL (KMP) / EMPLOYEES:

- i. The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors is furnished hereunder:

S. No.	Name	Designation	Remuneration paid FY 21-22	Remuneration paid FY 22-23	Percentage Increase/Decrease in remuneration from previous year	Ratio/Times per Median of employee remuneration
1	Mr. Ashok Sheth	Chairman & Managing Director	Rs 14,29,709/-	Rs 15,31,584/-	7.83%	5.21
2	Mr. Hemandra Badani	Managing Director	Rs 14,60,353/-	Rs 14,79,560/-	1.32%	5.03
3	Mr. Harsh Badani	Whole Time Director	Rs 14,14,887/-	Rs 15,47,207/-	9.35%	5.26

Remuneration includes Incentives and perquisites received by Directors. There has been a salary increase for Mr. Ashok Sheth, Mr. Hemandra Badani and Mr. Harsh Badani in Board Meeting held on 15th September, 2022.

- ii. Percentage Increase in Median Remuneration of Employees in the Previous Year:

Total Employees in FY 2021-22	Median Remuneration of Employees in FY 2021-22	Total Employees in FY 2022-23	Median Remuneration of Employees in FY 2022-23	Percentage Increase
82	290256	84	294073	1.32%

- iii. Average percentage increase in Employee remuneration- 1.32%

- iv. Average percentage increase in Managerial Remuneration- 5.56%

PARTICULARS OF EMPLOYEES

The total number of on roll employees in Company as on 31st March, 2023- 84

Details of employees which are covered under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is as follows:

A. Top ten employees in terms of remuneration:

Name of Employee	Date of Commencement	Date of Resignation	Total remuneration paid	Qualification & Experience	Designation	Age	Last employment	Relation with Director
Ashok Sheth	10/09/1987	-	Rs. 15,31,584	B.S-Mechanical Engineering USA with 53 Years of experience	Chairman & MD	75	N.A	Himself
Hemandra Badani	10/09/1987	-	Rs. 14,79,560	B Com Graduate with 48 years of experience	Vice Chairman and MD	70	N.A	Himself
Harsh Badani	31/01/2006	-	Rs. 15,47,207	B.E-Mechanical and MBA with 16 years of experience	WTD	38	N.A	Himself
N M B Khan	15/06/1992	-	Rs. 8,10,764	Commerce Graduate with 31 years of experience	Dy. General Manager- Finance & Corporate affairs	60	KR Kanakiya & Co.	N.A.
M I Gohil	01/04/2001	-	Rs. 6,87,697	ITI with 33 years of experience	Assembly Manager	59	N.A.	N.A.
M.A Bidiwala	09/11/1991	-	Rs. 6,87,490	DME with 32 years of experience	QC and Development Manager	50	N.A.	N.A.
Vasant S Uttekar	01/06/1991	-	Rs. 5,91,667	ITI with 33 years of experience	Sr. Machinist	53	N.A	N.A.
Atul Modi	01/11/1996	-	Rs.5,75,791	M.Com with 31 years of experience	Purchase Officer	54	Geeta Valves	N.A.
Indravadan A Patel	01/02/1996	-	Rs 5,36,161	ITI with 27 years of experience	Sr. Marking & Scheduler	55	N.A	N.A.

Girish D Goswami	01/10/1995	-	Rs.5,31,611	ITI with 28 years of experience	Supervisor	49	N.A.	N.A.
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B. Employed throughout the year under review & were in receipt of remuneration in aggregate of not less than Rs. 1,02,00,000/- p. a. or Rs. 8,50,000/- per month if employed for part of the year: **N. A.**

C. Person who are getting more remuneration than MD, WTD or manager and hold 2% or more equity shares together with spouse and dependent children: **N. A.**

DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY:

The Company has been addressing various risks impacting the Company and the policy of the Company on risk management is provided elsewhere in this Annual Report in Management Discussion and Analysis and can be accessed on Company's website at: <http://www.smtgrinders.com/policies/>

INTERNAL FINANCIAL CONTROLS

Your Company has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information.

DISCLOSURE REGARDING MSME SUPPLIERS

The Company has as on 31st March, 2023, an amount of Rs. 3,88,053/- pending for more than 45 days towards the payment of Micro and Small enterprise registered under Micro, Small and Medium Enterprise Act, 2006. This delay was due to delay in Bill entry. All these payments have been cleared by the company.

POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE

The Company has zero tolerance for sexual harassment at workplace, and has constituted an Internal Complaints Committee against sexual harassment at the workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under. The Committee aims to provide protection to employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure. The Company has not received any complaint of sexual harassment during the financial year 2022-23.

PERFORMANCE EVALUATION

The Company has devised a Policy for performance evaluation of the Board, Committees and other individual Directors (including Independent Directors) which include criteria for performance evaluation of Non-executive Directors and Executive Directors. The evaluation process inter alia considers attendance of Directors at Board and committee meetings, acquaintance with business, communicating inter se board members, effective participation, domain knowledge, compliance with code of conduct, vision and strategy.

The Board carried out an annual performance evaluation of the Board, Committees, Individual Directors and the Chairperson. The Chairman of the respective Committees shared the report on evaluation with the respective Committee members. The performance of each Committee was

evaluated by the Board, based on report on evaluation received from respective Committees.

The report on performance evaluation of the Individual Directors was reviewed by the Chairman of the Board and feedback was given to Directors.

DETAILS OF FRAUDS REPORTED BY THE AUDITORS

No frauds have been reported by the auditors under sub-section 12 of section 143 of the companies Act, 2013.

ACKNOWLEDGEMENT:


Directors take this opportunity to express thanks to various departments of the Central and State Government, Bankers, Material Suppliers, Customers and Shareholders for their continued support and guidance. The Directors wish to place on record their appreciation for the dedicated efforts put in by Employees of the Company at all levels.

For and on behalf of Board of Directors

Sd/-
Ashok J Sheth
Chairman
DIN: 00174006

Place: Vadodara
Date: 20/05/2023

ANNEXURE 'A' TO BOARD'S REPORT

	
CS Hemang Mehta	H. M. Mehta & Associates
B.Com., LL.B (Special), F.C.S.	Company Secretaries (Peer Reviewed Firm)

Form No. MR-3
SECRETARIAL AUDIT REPORT
For the financial year ended 31st March, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Solitaire Machine Tools Limited
A-24/ 25, Krishna Industrial Estate,
Gorwa,
Vadodara – 390016,
Gujarat, India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Solitaire Machine Tools Limited having Corporate Identification Number (CIN): L28932MH1967PLC013747 (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided me / us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2023, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):

- a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time. As such, paid-up share capital and net worth of the Company are not exceeding the prescribed limits of rupees ten crore and rupees twenty-five crore, respectively, it has been seeking exemption under Regulation 15(2) of the SEBI (LODR) Regulations, 2015 to the extent permitted;
- b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - ***Not Applicable during the audit period***
- c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - ***Not Applicable during the audit period***
- e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - ***Not Applicable during the audit period***
- f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - ***Not Applicable during the audit period***
- g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - ***Not Applicable during the audit period***
- h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; - ***Not Applicable during the audit period***
- i) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- k) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 / 2018;

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards under the provisions of the Companies Act, 2013 and issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with BSE Limited (BSE).

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above, except to the extent as mentioned below:

1. *The Company has not filed e-form DPT-3 for the financial year ended on 31st March, 2022.*
2. *The Company has not filed e-form INC-28 in relation to merger that was carried out in the year 2019 and therefore, the authorized share capital of the Company as available in the master data is still not updated.*

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There has been no change in the composition of the Board of Directors that took place during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

We further report that:

- There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with Labour Laws, Environmental Laws and other applicable laws, rules, regulations and guidelines.
- During the audit period, there were no such specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, acts, rules, regulations, circulars, notifications, directions, guidelines, standards, etc.:

Note: This Report is to be read with our Letter of even date which is annexed and forms an integral part of this report.

Place: Vadodara
Date: 20.05.2023

For H. M. Mehta & Associates
Company Secretaries

s/d
Hemang Mehta
Proprietor
FCS No.: 4965
C. P. No.: 2554
Peer Review No.: 1184/2021
UDIN: F004965E000343083

To,
The Members,
Solitaire Machine Tools Limited
A-24/ 25, Krishna Industrial Estate,
Gorwa,
Vadodara – 390016,
Gujarat, India

Our Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company since the same have been subject to review by the Statutory Auditors and other designated professionals.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Vadodara
Date: 20.05.2023

For H. M. Mehta & Associates
Company Secretaries

s/d
Hemang Mehta
Proprietor
FCS No.: 4965
C. P. No.: 2554
Peer Review No.: 1184/2021
UDIN: F004965E000343083

ANNEXURE 'B' TO BOARD'S REPORT

FORM AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso is given below:

1. Details of contracts or arrangements or transactions not at Arm's length basis :

Sr. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	Nil
2.	Nature of contracts/arrangements/transaction	Nil
3.	Duration of the contracts/arrangements /transaction	Nil
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	Nil
5.	Justification for entering into such contracts or arrangements or transactions	Nil
6.	Date of approval by the Board	Nil
7.	Amount paid as advances, if any	Nil
8.	Date on which the special resolution was passed in General meeting as required	Nil

2. Details of contracts or arrangements or transactions at Arm's length basis:

A.

Sr. No.	Particulars	Details	Details
1.	Name (s) of the related party	Adventure Advertising Private Limited	Metal Perforation Private Limited
2.	Nature of Relationship	Enterprises under significant influence of Key Management Personnel or their relatives	Enterprises under significant influence of Key Management Personnel or their relatives
3.	Nature of contracts /arrangements /transaction	Transaction on Assignment basis	Spares Purchase
4.	Duration of the contracts/arrangements / transaction	N. A.	N. A.
5.	Salient terms of the contracts or arrangements or transaction	Receiving services of advertisement printing work	Purchase of spare parts
6.	Justification for entering into such contracts or arrangements or transactions	Approved by Board of Directors	Approved by Board of Directors
7.	Date of approval by the Board	10 th May, 2014	28 th October, 2017
8.	Amount incurred during the year	Rs. 5,73,665/-	Rs. 0/-

B.

Sr. No.	Particulars	Details		
1.	Name (s) of the related party	Ashok Sheth	Hemandra Badani	Harsh Badani
2.	Nature of Relationship	Managing Director	Managing Director	Whole Time Director
3.	Nature of contracts / arrangements /transaction	Remuneration	Remuneration	Remuneration
4.	Duration of the contracts/ arrangements / transaction	5 years	5 years	5 years
5.	Salient terms of the contracts or arrangements or transaction	Receipt of Remuneration to act as Managing Director	Receipt of Remuneration to act as Managing Director	Receipt of Remuneration to act as Whole Time Director
6.	Justification for entering into such contracts or arrangements or transactions	Approved by Board of Directors	Approved by Board of Directors	Approved by Board of Directors
7.	Date of approval by the Board	07.09.2020 (Special Resolution)	30.01.2020	30.01.2020
8.	Amount incurred during the year	Rs. 15,31,584/-	Rs. 14,79,560/-	Rs. 15,47,207/-

For and on behalf of Board of Directors

Sd/-

Place: Vadodara

Ashok J Sheth

Date: 20/05/2023

Chairman

DIN: 00174006

MANAGEMENT DISCUSSION AND ANALYSIS

1. Industry Structure and Development:

The Company is part of the industry broadly known as Capital Goods. The Capital Goods Industry consists of various products in different segments like Auto Ancillary industry, General Engineering industry, Aerospace and Defence Industry, Steel and Textile Industry. The Company is part of Capital Goods Industry known as Machine Tools Industry catering to various segments as explained above. Being part of Capital Goods Industry, fortunes of company is directly linked to the growth and progress of the industry to which it caters. The other relevant factors having bearing on the industry are government policies, import export policies, and incentive for investment available to the industries.

The Centerless Grinders manufactured by the company are used in the industry like Automobile, Automobile Ancillaries, Textiles Machinery, Steel Industry, Bearing Industry etc.

2. Opportunities and Threats:

The growth opportunity for the machine tools industry is in direct proportion to the industrial growth of other industries like Textile Machinery Industry, Automobile Industry, Steel Industry, Bearing Industry, etc. to which the Machine Tool Industry is supplementary Industry. During the last few years, the phenomenal growth in Automobiles Industry has largely contributed to the growth of machine tools industry and opportunity lies in the further growth anticipated in the Automobiles Industry as several multinational car manufacturer shifts their production base to India. Another potential growth opportunity lies in outsourcing of Automobile ancillary products from India, which has tremendous growth potential in the coming years.

3. Segment wise Performance:

Presently, company is dealing in single segment activity namely Machine Tools – Centerless Grinding Machine.

4. Outlook:

The long-term outlook for the industry is optimistic based upon the product innovation and cutting age technology for sustaining growth. The export market especially to U.S.A., Europe, etc. will sustain and an additional avenue is opened for exports to Australia, South America, Asia & others. The domestic demand will also grow in the current year.

5. Internal Control Systems and Their Adequacy:

Considering the size and nature of the business, presently adequate internal control systems are in place. However, as and when company achieves further growth and higher level of operations, company will review the internal control system to match with changed requirement.

The company has proper and adequate system of internal controls to ensure that all assets are safeguarded and protected against unauthorized use or disposition and that transaction are authorized and recorded correctly.

The company has constituted Audit Committee consisting of non-executive and independent Directors to look into various aspects of Accounts. The company has a clearly defined organization structure in place.

6. The Financial and Operational Performance:

The financial statement is in confirmation with the provisions of the Companies Act, 2013 and applicable accounting standard recommended by the Institute of Chartered Accountants of India. The financial statement reflects the genuine desire for the transparency and best judgment for the estimates made on prudent and reasonable bases to correctly reflect the true and fair affairs of the company.

7. Human Resource Development:

The company believes that the main strength of any organization is its people. It is the people who build the system and create a climate to suit the growth and excellence in the company. The industrial relations, during the year were cordial.

8. Cautionary statement:

Statement in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, economic developments and Industrial growth within India and the countries in which the Company conducts business and other incidental factors.

REPORT ON CORPORATE GOVERNANCE:

Company's Philosophy on Corporate Governance:

Solitaire Machine Tools Limited believes that good Corporate Governance is essential to achieve long-term corporate goals, enhance shareholders' value and attain highest level of transparency. The Company is committed to achieve the highest standard of Corporate Governance, accountability and equity in all facets of its operations and in all interaction with stakeholders. The Company believes that all its operations and actions must serve the underlined goal of enhancing customers' satisfaction and shareholders' value over a sustained period of time.

I. Board of Directors:

- A. The Board of Directors comprises three Executive Directors (two are Executive Directors and Managing Directors and one of the three is Executive Director and Whole Time Director) and Four non-executive directors.

During the year, Five Board Meetings were held on 30/05/2022; 09/08/2022; 15/09/2022, 14/11/2022 and 11/02/2023.

- B. The Composition of the Board of Directors for the year ended 31st March, 2023 their attendance at the board meeting during the year and at the last Annual General Meeting along with number of other directorships, committee chairmanship/ memberships are as follows:

S.No.	Name of Directors	Category of Directorship	No. of Board Meetings Attended	Attendance at last AGM held on 16.07.2022	No. of other Directorship	Committee Membership/ Chairmanship	
						Member	Chairperson
1.	Mr. A. J. Sheth	Promoter, CMD and Executive	5	Yes	--	1	-
2.	Mr. H. J. Badani	Promoter, MD and Executive	5	Yes	1	-	1
3.	Ms. Shilpa Taneja	Promoter and non-Executive	5	No	2	1	1
4.	Mr. Harsh Badani	Promoter, WTD and Executive	5	Yes	2	-	-
6.	Mr. Bharat Shah	Independent	3	Yes	1	2	-
7.	Ms. Nishita Rajput	Independent	5	Yes	--	1	-
8.	Ms. Keshu Tanna	Independent	4	No	--	1	1

Except sitting fees, no other remuneration is paid to Non-Executive Directors. Leave of absence is granted to the directors absent for meetings.

C. Appointment of Directors:

Mr. Ashok J Sheth (DIN:00174006) and Ms. Shilpa Taneja (DIN:00207023), Director of the Company retiring by rotation and proposed to be re-appointed at the ensuing Annual General Meeting.

Mr. Hemandra Badani (DIN: 00143330), Managing Director of the company have attained the age of 70 year during its Tenure as Managing Director, starting from 08-02-2020 to 08-02-2025, approval from shareholders for continuation of his term on same terms and conditions after attaining age of 70 years have been proposed at the ensuing Annual General Meeting.

D. Code of Conduct:

The Company has laid down a code of conduct for all Board Members and senior management personnel of the company. The code of conduct is available on the website of the company at <http://www.smtgrinders.com/policies/>

II. Audit Committee:

Terms of Reference:

The Audit Committee comprises of three Non-Executive Directors under the Chairmanship of Ms. Shilpa Taneja, the other members in the Committee being Mr. Bharat Shah and Ms. Kesha Thakkar. All the members of the Audit Committee are financially literate.

During the year four Audit Committee Meetings were held on 30.05.2022, 09.08.2022, 14.11.2022 and 11.02.2023.

The attendance record of Audit Committee members is given below:

Name of the Directors	No. of Meetings	
	Held	Attended
1. Ms. Shilpa Taneja	4	4
2. Mr. Bharat Shah	4	3
3. Ms. Kesha Thakkar	4	3

This Committee comprises of two independent Directors and one promoter.

The Audit Committee is responsible for:

- a. Overseeing the company's financial reporting process and disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- b. To recommend the appointment of statutory auditors and fixation of their fees.
- c. Review of Accounting and financial policies and practices.
- d. Review of Internal Control Systems.
- e. Reviewing with the Management, the Quarterly and Annual Financial Statements before submission to the Board, to discuss their findings, suggestions and other related matters and to give recommendations on any such matter connected herewith which will be binding on the Board.
- f. To review the Company's financial and risk management policies, particularly relating to foreign exchange exposure.

III. Subsidiary Companies:

Company's wholly owned subsidiary M/s Shruchi Manufacturing Limited stands merged with the Company. The order of NCLT was received as on 29th April, 2020 being effective from 01st April, 2017.

IV. Other Disclosures:

A. Disclosure of Related Party Transactions:

All related party transactions have been entered into in the ordinary course of business and were placed periodically before the Audit Committee and the Board. All transactions with the related parties or others were on an arm's length basis.

B. Disclosure of Accounting Treatment:

All Accounting Standards mandatorily required have been followed in preparation of financial statements and no deviation has been made in following the same.

C. Risk Management Framework:

The company has in place mechanisms to inform the Board Members about the Risk Assessment and Minimization procedures and periodical reviews to ensure that risk is controlled by the Executive Management through the means of a properly defined framework.

D. Proceeds from public issues, right issues, preferential issues, etc.:

No money has been raised from public issues, right issues, preferential issues, etc.

E. Nomination and Remuneration Committee:

During the financial year 2022-23, 2 (Two) meetings of Nomination and Remuneration Committee Meeting was held on 30th May 2022 and 15th September 2022.

The Nomination and Remuneration Committee comprises of three Independent Directors under the Chairmanship of Ms. Kesha Thakkar, the other members in the Committee being Mr. Bharat Shah and Ms. Nishita Rajput.

F. Remuneration paid / payable to Managing Director & WTD for the year ended 31st March, 2023.

Managing /Executive/Whole-time Director	Salary (Rs.)	Annual Exgratia (performance linked incentive)	Bonus (Rs.)	Perquisites (Rs.)	Retirement Benefits (Rs.)	Stock Option
Mr Ashok J Sheth	12,55,000	-	1,25,000/-	1,51,584/-	-	-
Mr Hemendra Badani	12,55,000	-	1,25,000/-	99,560/-	-	-
Harsh Badani	12,20,000	-	1,25,000/-	94,207/-	1,08,000	-

G. Stakeholders Relationship Committee:

The Company has Stakeholders Relationship Committee under the Chairmanship of Mr. Hemandra Badani.

This Committee comprises of:

1. Mr. Hemandra Badani
2. Mr. Ashok J Sheth
3. Ms. Shilpa Taneja

Terms of Reference:

To look into all the complaints received from the shareholders regarding share transfers, non-receipt of Balance Sheet, dividend, etc.

Mr. Raman Prajapat, Company Secretary has been designated as Compliance Officer for the Financial Year ended 31st March 2023.

During the Financial Year ended 31st March, 2023, the committee met once on 30th May 2022.

During the Financial Year ended 31st March, 2023, 1 complaint was received from members. There are no complaints / queries on which replies are pending.

H. General Body Meetings:

Location and time for the last three Annual General Meetings:

Year	Location	Date	Time
2019-20	Through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)	07.09.2020	11.00 a.m.
2020-21	Through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)	15.07.2021	11.00 a.m.
2021-22	Through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)	16.07.2022	11.00 a.m.

I. Means of Communication:

Company is publishing quarterly un-audited financial results with Bombay Stock Exchange every quarter and it is being updated on the Company's website.

J. General Shareholders Information:

i. AGM Date and Time	Saturday, the 01 st July, 2023 at 11.00 a. m. through Video Conferencing
ii. Financial Calendar 2023-24	Probable Dates:
First quarterly results	Before mid of August, 2023
Audited Yearly Results	Before end of May, 2024

iii. Book Closure Date	Friday, 23rd June, 2023 to Saturday, 01st July, 2023 (both days inclusive)		
iv. Dividend payment date	Within 30 days of AGM, if approved by shareholders of the Company		
v. Listing on Stock Exchange.	Bombay Stock Exchange		
vi. Stock Code:	522152		
vii. Dematerialization ISIN No.	INE410A01013		
viii. Market Price Data High/ Low during each month of the Financial Year 2022-23 at BSE.	Months	High (Rs.)	Low (Rs.)
	April, 2022	62.00	42.40
	May, 2022	62.55	51.00
	June, 2022	63.30	51.25
	July, 2022	67.10	52.60
	Aug, 2022	71.00	56.05
	Sept, 2022	64.75	54.40
	Oct, 2022	65.00	53.25
	Nov, 2022	60.70	51.30
	Dec, 2022	56.40	46.00
	Jan, 2023	54.65	46.50
	Feb, 2023	49.50	43.00
	March, 2023	46.63	36.80

K. Share Transfer System:

Board of Directors has delegated the power to approve the share transfers to Registrar and Share transfer agent M/s. Link Intime India Private Limited having its office at C-101, 247 Park, LBS Marg, Vikhroli (West), Mumbai 400 083.

L. Distribution of Shareholding as on 31st March, 2023.

Shareholding of Nominal Value (INR)	No. of Shareholders	Share Amount (INR)	% of Total Share Amount
1 to 5000	3347	5288220.00	11.64
5001 to 10000	316	2595960.00	5.72
10001 to 20000	174	2663680.00	5.86
20001 to 30000	64	1624280.00	3.58
30001 to 40000	29	1044550.00	2.30
40001 to 50000	21	1016210.00	2.24
50001 to 100000	38	2814600.00	6.20
More than 100000	25	28374260.00	62.47
Total	4014	45421760.00	100.00

M. Shareholding Pattern as on 31st March, 2023

Category	No. of Share Held	% of Share Holding
Promoters	2054360	45.23
Banks, Financial Institutions, Insurance Companies, Mutual Funds	0.00	0.00
Foreign Financial Institutions	0.00	0.00
Central Government/ State Government (IEPF)	198380	4.37
Private /Other Corporate Bodies	42564	0.94
Indian Public	2100646	46.25
N. R. I.	13378	0.29
G. D. R. / A. D. R.	0.00	0.00
Others	132848	2.92
Total	4542176	100.00

N. Other Information

Dematerialization of shareholding and equity	Nearly 94.26% of total equity sharecapital (4281406) Shares are held in dematerialized form with NSDL and CDSL as on 31 st March, 2023.
Registrars and Share Transfer Agents	Link Intime India Private Limited C-101, 247 Park, LBS Marg, Vikhroli(West), Mumbai 400 083.
<u>For Dematerialization Shares</u>	Link Intime India Private Limited C-101, 247 Park, LBS Marg, Vikhroli(West), Mumbai 400 083
<u>For Physical Shares:</u> In House arrangement.	Solitaire Machine Tools Ltd A-24/25, Krishna Industrial Estate, Gorwa, Vadodara – 390016, Gujarat.
Plant Locations	1. Solitaire Machine Tools Limited, 292, Dharamsinh Desai Marg, ChhaniRoad, Vadodara – 390 002 2. Solitaire Machine Tools Limited, A-24/ 25, Krishna Industrial Estate, Gorwa, Vadodara – 390 016
Address for correspondence	Solitaire Machine Tools Limited, A-24/ 25, Krishna Industrial Estate, Gorwa, Vadodara – 390 016

Sd/-
Ashok Sheth
Chairman
DIN: 00174006

Sd/-
Hemendra J Badani
Managing Director
DIN: 00143330

Sd/-
Raman Prajapat
Company Secretary

Date: 20/05/2023
Place: Vadodara

V. CEO/ CFO Certificate:

To the Board of Directors of Solitaire Machine Tools Limited

We, Ashok Sheth, Chairman and Hemendra Badani, Chief Financial Officer (CFO) of Solitaire Machine Tools Limited, to the best of our knowledge and belief, hereby certify that:

- A. We have reviewed the Balance sheet as at 31st March, 2023 and Profit & Loss Account for the year ended as on that date along with all its schedules, notes to the accounts and also the Cash Flow statements for the year ended 31st March, 2023 and based on our knowledge and information, confirms that:
- i) these statements do not contain any materially untrue statement or omit any material fact or contain any statement that may be misleading.
 - ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. Based on our knowledge and information, there are no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the company's code of conduct.
- C. We along with Company's other certifying officers, accept responsibility for establishing and maintaining internal controls and that we have:
- i) evaluated the effectiveness of internal control system of the company, and
 - ii) disclosed to the Auditors and the Audit Committee, deficiencies, in the design or operations of internal controls, if any, of which we are aware and steps taken or proposed to be taken for rectifying these deficiencies.
- D. We, along with Company's other certifying officers, have indicated to the Auditors and the Audit Committee:
- i) significant changes in the internal control during the year,
 - ii) significant changes in the accounting policies during the year and that the same have been disclosed in the notes to the financial statements, and
 - iii) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Sd/-
Ashok Sheth
Chairman
DIN: 00174006

Sd/-
Hemendra J Badani
Managing Director
DIN: 00143330

Date: 20/05/2023
Place: Vadodara

DECLARATION ON COMPLIANCE OF THE COMPANY'S CODE OF CONDUCT

To,

M/s Solitaire Machine Tools Limited,

Vadodara.

The Company has framed a specific Code of Conduct for the members of the Board of Directors and the Senior Management Personnel of the Company pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to further strengthen corporate governance practice in the Company.

All the members of the Board and Senior Management Personnel of the Company have affirmed due observance of the said Code of Conduct in so far as it is applicable to them and there is no noncompliance thereof during the year ended 31st March, 2023.

Date: 20/05/2023
Place: Vadodara

Sd/-
Raman Prajapat
Compliance Officer

INDEPENDENT AUDITORS' REPORT

To the Members of
Solitaire Machine Tools Limited

Report on the Audit of the financial statements

Opinion

We have audited the accompanying financial statements of **Solitaire Machine Tools Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss including Other Comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023 and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of these financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

Sr. No.	Key Audit Matter	How our audit addressed the key audit matter
1	Litigations and claims (Refer to note 40 to the financial statements) The cases are pending with tax authorities like Income Tax and Excise.	Our audit procedures, inter alia, included the following: <ul style="list-style-type: none">• Evaluation of management's judgment of tax risks, estimates of tax exposures, other claims and contingencies. Past and current

	<p>In normal course of business, financial exposures may arise from pending proceedings and from litigation and claims. Whether a claim needs to be recognised as liability or disclosed as contingent liability in the financial statements is dependent on number of significant assumptions and judgments. The amounts involved are potentially significant and determining the amount, if any, to be recognised or disclosed in the financial statements, is inherently subjective.</p> <p>We considered the above area as a key audit matter due to associated uncertainty related to the outcome of these matters and application of material judgement in interpretation of law.</p>	<p>experience with the tax authorities and management's response on the subject matter were used to assess the appropriateness of management's best estimate of the most likely outcome of each uncertain contingent liability.</p> <ul style="list-style-type: none"> • Understanding the current status of the tax assessments & other litigations and discussing selected matters with the entity's management. • Assessing the entity's assumptions and estimates in respect of claims, included in the contingent liabilities disclosed in the financial statements. • Assessment of the probability of negative result of litigation and the reliability of estimates of related obligations. <p>Conclusion: Based on procedure described above, we did not identify any material exceptions relating to management's assertions, and treatment, presentation and disclosure of the subject matter in the financial statements.</p>
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Information Other than the Financial Statements and Auditors' Report Thereon

The Company's Board of Directors is responsible for preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Management Discussion and Analysis, Corporate Governance Report and Shareholder's Information but does not include the financial statements and our auditors' report thereon. The above-referred information is expected to be made available to us after the date of this audit report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions necessitated by the circumstances and the applicable laws and regulations.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matters or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

The comparative financial information included in these financial statements, are based on the previously issued financial statements for the year ended March 31, 2022 which were audited by the predecessor auditor who, vide their report dated May 30, 2022, expressed an unmodified opinion. Our Opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

- c. The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
- d. in our opinion, the aforesaid financial statements comply with the Ind AS prescribed under Section 133 of the Act;
- e. on the basis of the written representations received from the directors as on March 31, 2023, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023, from being appointed as a director in terms of Section 164(2) of the Act;
- f. with respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; Our report expresses disclaimer of opinion on the Company's internal financial controls over financial reporting for the reasons stated therein.
- g. with respect to the other matters to be included in the Auditors' Report in accordance with the requirements of section 197(16) of the Act, as amended:

in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and

- h. with respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 40 to the financial statements;
 - ii. the Company did not have any long-term contracts including derivative contracts as at March 31, 2023 for which there were any material foreseeable losses;
 - iii. there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. (a) The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the

company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) as provided under (a) and (b) above, contain any material misstatement.

v. As stated in Note 47 to the financial statements

(a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

(b) The Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company from Financial Year beginning April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year 2022-2023.

For K C Mehta & Co LLP
Chartered Accountants
Firm’s Registration No. 106237W/W100829

Sd/-
Neela R. Shah
Partner
Membership No. 045027
UDIN: 23045027BGTEMQ1116
Place: Vadodara
Date: May 20, 2023

“ANNEXURE A” TO THE INDEPENDENT AUDITORS’ REPORT

The annexure referred to in our Independent Auditors’ Report to the members of **Solitaire Machine Tools Limited** (“the Company”) on the financial statements for the year ended March 31, 2023, we report that:

- i.
 - a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant & Equipment and non current assets held for sale. However, item wise value in respect of asset other than land, building and vehicles acquired prior to year 2015 are not available.

(B) The Company has maintained proper records showing full particulars of Intangible Assets.
 - b) Property Plant & equipment are physically verified by the management according to phase program designed to cover all the items over period of 3 years which, in our opinion is reasonable having regard to the size of company and nature of its assets. The Property Plant & equipment which were to be covered as per the said program have been physically verified by the management during the year. In our opinion and according to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - c) According to the information and explanations given to us and on the basis of our examination of records of the Company, the title/ lease deeds of all the immovable properties disclosed in the financial statements are held in the name of the Company.
 - d) The Company has not revalued its PPE or intangible assets or both during the year, and hence reporting under clause 3(i)(d) of the Order is not applicable to the Company.
 - e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii.
 - a) In our opinion and according to the information and explanations given to us, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion the coverage and procedure of such verification by the management is appropriate and discrepancies noticed were not in excess of 10% or more in aggregate for each class of inventory and same have been properly dealt with in the books of account.
 - b) The Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and therefore, reporting under clause (ii)(b) of the Order is not applicable to the Company.
- iii. The Company has not made any investments, provided any guarantee or security, or granted any loans or advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause 3(iii) of the Order is not applicable to the Company.
- iv. The Company has not granted any loans or provided any guarantees or security to the parties covered under section 185 of the Act. In our opinion and according to the information and explanation given to us, the Company has complied with the provisions of section 186 of the Act in respect of the Investments made.

- v. According to the information and explanations given to us, the Company has not accepted or is not holding any deposit or amounts which are deemed to be deposits during the year. In respect of unclaimed deposits, the Company has complied with the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013. According to the information and explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal against the Company in this regard.
- vi. The maintenance of cost records under sub-section (1) of section 148 of the Companies Act 2013, is not applicable to the company in view of rule 3 of the Companies (Cost Records and Audit) Rules, 2014, as amended.
- vii.
- (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been regular in depositing with appropriate authorities undisputed statutory dues, including Goods and Services Tax, provident fund, employee's state insurance, income-tax, sales tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues applicable to it. Further, no undisputed amounts payable in respect of Goods and Services Tax, provident fund, employee's state insurance, income tax, value added tax, cess and any other statutory dues were in arrears, as at March 31, 2023, for a period of more than six months from the date they become payable.
- (b) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no disputed statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2023 on account of disputes except the following:

Name of the statute (Nature of disputed dues)	Amount (₹ in lakhs)	Period to which the amount relates	Forum where pending
Central Excise Act, 1944	23 lakhs	1999-2000	Delhi High Court

- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix.
- a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans or other borrowing or in the payment of interest to any lender during the year.
- b) According to the information and explanations given to us and on the basis of audit procedures, we report that the company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- c) In our opinion and according to the information and explanations given to us, the company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.
- d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have not been used during the year for long-term purposes by the Company.
- e) According to the information and explanations given to us and on an overall examination of the records of the company, we report that the company has not taken any funds from

any entity or person, and hence reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

- f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in its associate company, and hence reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

x.

- (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year, and hence reporting under clause 3(x)(a) of the Order is not applicable to the Company.

- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally), and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi.

- (a) To the best of our knowledge and according to information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year;

- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report;

- (c) According to the information and explanations given to us, the Company has not received any whistle-blower complaints during the year.

xii. The Company is not a Nidhi company, and hence reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and the details have been disclosed in the financial statements as required by the applicable Ind AS.

xiv.

- (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system, however the company needs to strengthen scope and the coverage of the internal audit;

- (b) We were unable to obtain internal audit report timely hence internal audit reports have not been considered by us during our audit.

xv. According to the information and explanations given to us, in our opinion during the year the company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi.

- (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting

under clause 3(xvi)(d) of the Order is not applicable.

- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- xx. There are no unspent amounts towards Corporate Social Responsibility (CSR) as per section 135 of the Act read with rules made thereunder. Accordingly, reporting under clause 3(xx)(a) and 3(xx)(b) of the Order are not applicable for the year.
- xxi. The Company is not required to prepare consolidated Financial Statements and therefore, reporting under this clause of the Order is not applicable to the Company.

For K C Mehta & Co LLP
Chartered Accountants
Firm's Registration No. 106237W/W100829

Sd/-
Neela R. Shah
Partner
Membership No. 045027
UDIN: 23045027BGTEMQ1116
Place: Vadodara
Date: May 20, 2023

ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in paragraph 2(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of **Solitaire Machine Tools Limited** on the financial statements of even date)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act.

We have audited the internal financial controls with reference to financial statements of **Solitaire Machine Tools Limited** (“the Company”) as of March 31, 2023, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the, “Guidance note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls with reference to Financial Statement and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors’ judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A Company’s internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and

the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Disclaimer of Opinion

According to the information and explanation given to us, the Company has not established its internal financial controls with reference to financial statements and the internal control over financial reporting criteria considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. Because of this reason, we are unable to obtain sufficient appropriate audit evidence to provide basis of our opinion whether the company had adequate internal financial controls with reference to financial statements and whether such financial controls were operating effectively as at March 31 2023.

We have considered the disclaimer report above in determining the nature, timing and extent of audit tests applied in our audit of the financial statements of the company and the disclaimer does not affect our opinion on the financial statements of the company.

For K C Mehta & Co LLP
Chartered Accountants
Firm's Registration No. 106237W/W100829

Sd/-
Neela R. Shah
Partner
Membership No. 045027
UDIN: 23045027BGTEMQ1116
Place: Vadodara
Date: May 20, 2023

SOLITAIRE MACHINE TOOLS LIMITED

Balance Sheet as at 31st March, 2023

(Amount in Lacs)

Particulars	Note No.	As at 31st March, 2023	As at 31st March, 2022
ASSETS			
(1) Non-Current Assets			
(a) Property, Plant and Equipment and Intangible Assets			
(i) Property, Plant and Equipment	4	613.93	640.65
(ii) Intangible assets	5	10.25	-
(iii) Capital work-in-progress	6	172.39	4.13
(b) Other Non-Current Investments	7	0.21	0.21
(c) Other Financial Assets	8	205.66	305.60
(d) Other non-current assets	9	48.63	3.59
Total Non-Current Assets		1,051.06	954.19
(2) Current Assets			
(a) Inventories	10	552.16	665.69
(b) Financial Assets			
(i) Investments	11	59.17	129.89
(ii) Trade receivables	12	400.42	161.45
(iii) Cash and cash equivalents	13	33.64	14.65
(iv) Other bank balances	14	34.28	36.46
(v) Loans	15	1.38	2.20
(vi) Other Financial Assets	16	13.24	6.53
(c) Other current assets	17	11.80	28.92
Total current assets		1,106.10	1,045.79
Asset Held for Sale	18	2.41	-
Total assets		2,159.57	1,999.98
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	19	454.22	454.22
(b) Other Equity	20	1,247.74	1,136.83
Total equity		1,701.96	1,591.05
Liabilities			
(1) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	21	-	47.40
(b) Deferred tax liabilities (net)	22	35.68	37.96
(c) Non Current Provisions	23	-	2.58
Total non-current liabilities		35.68	87.94
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	24	53.12	-
(ii) Trade payables	25		
(A) due to micro enterprises and small enterprises		44.42	24.48
(B) due to other than micro enterprises and small enterprises		107.45	150.62
(iii) Other current Financial liabilities	26	79.19	64.99
(b) Other Current Liabilities	27	120.63	78.57
(c) Provisions	28	12.34	-
(d) Current Tax Liabilities (Net)	29	4.79	2.32
Total current liabilities		421.94	320.99
Total Equity and Liabilities		2,159.57	1,999.98
Significant Accounting Policies and Notes to Financial Statements	1-53		

As per our report of even date attached

For and on behalf of the Board

For, K C MEHTA & CO LLP
Chartered Accountants
Firm's Registration No.106237W/ W100829

Sd/-
Ashok J Sheth
Chairman & Managing Director
DIN: 00174006

Sd/-
Hemandra J Badani
Vice Chairman & Chief Financial Officer
DIN: 00143330

Sd/-
Neela Shah
Partner
Membership No. 045027

Sd/-
Raman Prajapat
Company Secretary
PAN: DCQPP9869H

Place : Vadodara
Date : 20/05/2023

SOLITAIRE MACHINE TOOLS LIMITED

Statement of Profit and Loss for the year ended 31st March, 2023

(Amount in Lacs)

	Particulars	Note No.	For the year ended 31st March, 2023	For the year ended 31st March, 2022
I	Revenue from operations	30	1,867.39	1,357.91
II	Other income	31	33.45	29.81
III	Total income (I+II)		1,900.84	1,387.72
IV	EXPENSES			
	Cost of material consumed	32	881.06	776.73
	Changes in Inventories of finished goods, Stock-in-trade and work-in-progress	33	57.90	(139.51)
	Employee benefits expenses	34	380.33	322.81
	Finance costs	35	7.42	12.07
	Depreciation and amortisation expense	36	56.49	57.23
	Other expenses	37	307.17	236.15
	Total expenses (IV)		1,690.37	1,265.47
V	Profit before tax (III-IV)		210.47	122.25
VI	Exceptional items		-	(18.90)
VII	Profit before tax (V-VI)		210.47	141.15
VI	Tax expense:	38		
	(a) Current tax		56.51	35.00
	(b) (Excess)/Short Provision of Tax relating to Earlier Years		(1.32)	4.32
	(c) Deferred tax		(4.26)	(3.72)
IX	Profit for the period from continuing operations (VII-VIII)		159.54	105.56
VII	Profit for the year/period (V-VI)		159.54	105.56
VIII	Other comprehensive income			
	A (i) Items that will not be reclassified to profit or loss		7.85	4.36
	(ii) Income tax relating to items that will not be reclassified to profit or loss		(1.98)	(1.10)
	B (i) Items that will be reclassified to profit or loss			
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
	Total Other Comprehensive Income		5.87	3.26
VIII	Total Comprehensive Income for the year/period (VII)		165.41	108.82
IX	Earnings per equity share	39	3.51	2.32
	Basic & Diluted			
		1-53		
	Significant Accounting Policies and Notes to Financial Statements			

As per our report of even date attached

For and on behalf of the Board

For, K C MEHTA & CO LLP
Chartered Accountants
Firm's Registration No.106237W/ W100829

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Sd/-
Raman Prajapat
Company Secretary
PAN: DCQPP9869H

Place : Vadodara
Date : 20/05/2023

SOLITAIRE MACHINE TOOLS LIMITED

Cash Flow Statement for the Year Ended 31st March, 2023		(Amount in Lacs)
Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
[A] CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	210.47	141.15
Adjustments for:		
Depreciation/Amortisation/Impairment of Property, Plant and Equipments and Intangible Assets	56.49	57.23
Remeasurement of OCI	7.85	4.36
Interest Income	(19.87)	(18.80)
Interest Expenses	7.42	-
Property, Plant and Equipments written off	0.02	-
Provision for Doubtful Receivables/Advances/Sundry balances written off	32.18	-
Provision/Advances/Sundry Balances written back	(5.51)	-
Gain on Fair Valuation of Investments through Profit and Loss	(3.37)	(5.26)
(Profit)/Loss on sale of Property, Plant and Equipments (Net)	(4.52)	-
(Gain)/Loss on sale of Investments	0.46	(1.92)
Unrealised foreign exchange (gain)/loss (Net)	5.50	-
Operating Profit before changes in working capital	287.12	176.75
Adjustment for (Increase)/Decrease in Operating Assets		
Inventories	113.53	(184.46)
Trade Receivables	(274.40)	140.21
Loans and Advances	0.82	0.07
Other Assets	118.25	(38.11)
Adjustment for Increase/(Decrease) in Operating Liabilities		
Trade Payables	(17.72)	(16.43)
Provisions	24.45	(6.27)
Other Liabilities	42.06	(109.16)
Cash flow from operations after changes in working capital	294.10	(37.41)
Net Direct Taxes (Paid)/Refunded	(53.91)	(33.73)
Net Cash Flow from/(used in) Operating Activities	240.19	(71.14)
[B] CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipments including Capital Advances & CWIP	(256.25)	(31.20)
Sale of Property, Plant and Equipments	5.03	-
Purchase of Investment	(5.00)	(79.46)
Sale of Investment	78.63	174.46
Interest Income	13.15	18.07
Bank Balances not considered as Cash and Cash Equivalents	2.18	(42.75)
Net Cash Flow from/(used in) Investing Activities	(162.26)	39.13
[C] CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Borrowings	111.05	47.40
Repayment of Borrowings	(160.69)	-
Net Increase/(Decrease) in Working Capital Borrowings	53.12	(45.42)
Interest Expenses	(7.42)	-
Dividend Paid including Dividend Distribution tax	(54.99)	-
Net Cash Flow from/(used in) Financing Activities	(58.94)	1.98
Net Increase/ (Decrease) in Cash and Cash Equivalents	18.99	(30.03)
Cash & Cash Equivalents at beginning of period (see Note 1)	14.65	44.68
Cash and Cash Equivalents at end of period (see Note 1)	33.64	14.65

SOLITAIRE MACHINE TOOLS LIMITED**Cash Flow Statement for the Year Ended 31st March, 2023****(Amount in Lacs)**

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
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Notes:**1. Cash and Cash equivalents comprise of:**

Cash on Hands	0.17	0.01
Balance with Banks	33.47	14.64
Cash and Cash equivalents	33.64	14.65
Effect of Unrealised foreign exchange (gain)/loss (Net)		
Cash and Cash equivalents as restated	33.64	14.65

2. Figures of the previous year have been regrouped / reclassified wherever necessary.

3. Significant non cash movements in the financing activities related unrealised foreign exchange loss/(gain) on borrowings amounting to ₹ 2.24 lacs.

As per our report of even date attached

For and on Behalf of the Board**For, K C MEHTA & CO LLP****Chartered Accountants****Firm's Registration No.106237W/ W100829**

Sd/-

Ashok J Sheth
Chairman & Managing Director
DIN: 00174006

Sd/-

Hemandra J Badani
Vice Chairman & Chief Financial Officer
DIN: 00143330

Sd/-

Neela Shah
Partner
Membership No. 045027

Sd/-

Raman Prajapat
Company Secretary
PAN: DCQPP9869H

Place : Vadodara

Date : 20/05/2023

SOLITAIRE MACHINE TOOLS LIMITED

Statement of changes in Equity for the year ended 31st March, 2023

A. Equity Share Capital

(Amount in Lacs)

Particulars	Equity Share Capital
Balance as at 1st April, 2021	454.22
Changes in equity shares capital during the year ended	-
Balance as at 31st March, 2022	454.22
Balance as at 1st April, 2022	454.22
Changes in equity shares capital during the year ended	-
Balance as at 31st March, 2023	454.22

B. Other Equity

For the year ended 31st March, 2023

(Amount in Lacs)

Particulars				TOTAL
	Capital Reserve	General Reserve	Retained Earnings	
Balance at 1st April, 2022	20.78	13.64	1,102.41	1,136.83
Profit for the Year	-	-	159.54	159.54
Remeasurement of the net defined benefit liability/asset, net of tax effect	-	-	5.87	5.87
Dividends Paid	-	-	54.51	54.51
Balance at 31st March 2023	20.78	13.64	1,213.31	1,247.74

For the year ended 31st March, 2022

(Amount in Lacs)

Particulars				TOTAL
	Capital Reserve	General Reserve	Retained Earnings	
Balance at 1st April, 2021	20.78	13.64	1,039.02	1,073.44
Profit for the Year			105.56	105.56
Remeasurement of the net defined benefit liability/asset, net of tax effect			3.26	3.26
Dividends Paid			45.42	45.42
For the year ended 31st March, 2022	20.78	13.64	1,102.41	1,227.68

As per our report of even date attached

For and on behalf of the Board

For, K C MEHTA & CO LLP

Chartered Accountants

Firm's Registration No.106237W/ W100829

Sd/-

Neela Shah

Partner

Membership No. 045027

Place : Vadodara

Date : 20/05/2023

Sd/-

Ashok J Sheth

Chairman & Managing Director

DIN: 00174006

Sd/-

Raman Prajapat

Company Secretary

PAN: DCQPP9869H

Sd/-

Hemandra J Badani

Vice Chairman & Chief Financial Officer

DIN: 00143330

1 Corporate information

The Solitaire Machine tools limited ("the Company) is a public limited company incorporated and domicile in India. Company's shares are listed on the on the Bombay Stock Exchange. The Company is engaged in manufacturing of Precision Centerless Grinders.

2 Accounting Policies

i Statement of Compliance

These Financial Statements have been prepared in accordance with Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 (as amended).

ii Basis of preparation

The financial statements have been prepared under the historical cost convention on accrual basis except for certain financial instruments which are measured at fair value/amortized cost/net present value at the end of each reporting period; as explained in the accounting policies below. These accounting policies have been applied consistently over all periods presented in these financials statements.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and/or services.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

- (i) Level 1 inputs are quoted Prices (unadjusted) in active markets for identical assets or liabilities.
- (ii) Level 2 inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.
- (iii) Level 3 inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Functional and presentation currency

Items included in the Financial Statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('functional currency'). The Financial Statements of the Company are presented in Indian currency (INR), which is also the functional and presentation currency of the Company. All values are rounded off to the nearest two decimal lakhs except otherwise stated.

Current versus non-current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. The Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

iii Property, Plant and Equipment (PPE):

Property, Plant & Equipment (PPE) comprises of Tangible assets and Capital Work in progress. PPE are stated at cost, net of tax/duty credit availed, if any, after reducing accumulated depreciation and accumulated impairment losses, if any; until the date of the Balance Sheet. The cost of PPE comprises of its purchase price or its construction cost (net of applicable tax credit, if any), any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended by the management and decommissioning costs. Direct costs are capitalized until the asset is ready for use and includes borrowing cost capitalised in accordance with the Company's accounting policy.

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from its previously assessed standard of performance. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

An item of PPE is de-recognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of PPE is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

SOLITAIRE MACHINE TOOLS LIMITED

Notes to the financial statements

iv Intangible Assets:

Intangible assets are amortised on Straight Line Method from the date they are available for use, over the useful lives of the assets as estimated by the Management as under:

Asset Description	Asset Useful Life (in Years)
Software License	3

The estimated useful life is reviewed at the end of each reporting period and the effect of any changes in estimate is accounted for prospectively.

Intangible assets are derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset, and recognised in the Statement of Profit and Loss when the asset is derecognised.

v Capital work in progress

Capital work in progress includes the cost of PPE that are not yet ready for the intended use.

vi Depreciation:

Depreciation on PPE other than free hold land and land under perpetual lease have been provided on Straight line method over the useful lives of the assets as per Schedule II to the Companies Act.

Depreciation on additions/deletions to PPE during the year is provided for on a pro-rata basis with reference to the date of additions/deletions.

Depreciation on subsequent expenditure on PPE arising on account of capital improvement or other factors is provided for prospectively over the remaining useful life.

Asset category	Useful Life(in years)
Factory building	30
Building other than factory	60
Plant and machinery	15
Furniture and Fixtures	10
Electrical installations	10
Vehicles	8
office Equipment	5
Computers	3

The estimated useful lives and residual values are reviewed on an annual basis and if necessary, changes in estimates are accounted for prospectively.

vii Impairment of Non-Financial Assets

The Company reviews at each reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit & Loss. If at the reporting period, there is an indication that there is change in the previously assessed impairment loss, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

SOLITAIRE MACHINE TOOLS LIMITED**Notes to the financial statements****viii Inventories:**

The inventories are valued at cost or net realizable value whichever is lower. The basis of determining the value of each class of inventory is as follows:

Inventories	Cost Formula
Raw Material	First in first out basis
Raw Material (Goods in transit) :-	At invoice value
Stores/ Spares/ Packing materials and tools:-	First in first out basis
Work in Process:-	Cost represents raw material, labour and appropriate proportion of manufacturing expenses and overheads as per stage of completion.
Finished Goods (Including in Transit) :-	Cost represents raw material, labour and appropriate proportion of manufacturing expenses and overheads.

ix Borrowing Costs:

Borrowing costs are interest and ancillary costs incurred in connection with the arrangement of borrowings.

General and specific borrowing costs attributable to acquisition and construction of qualifying assets is added to the cost of the assets upto the date the asset is ready for its intended use. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted. All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

x Provisions, Contingent Liabilities and Contingent Assets:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent assets are disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

Contingent liabilities are disclosed in the Financial Statements by way of notes to accounts, unless possibility of an outflow of resources embodying economic benefit is remote.

xi Revenue Recognition:**Sale of Goods/services:**

Revenues are recognised when the Company satisfies the performance obligation by transferring of a promised product or service to a customer in an amount that reflects the consideration which the company expects to receive in exchange for those goods or services and its collectability is probable. A product is transferred when the customer obtains control of that product, which is either at the point in time when the product is delivered to the customer premises or at the point in time when the title is passed to the customer based on the contractual terms. Revenue from services is recognised at a point in time or over the time depending upon the terms of the contract as and when performance obligations are fulfilled. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved.

However, Goods and Services Tax (GST) is not received by the company on its own account. Rather, it is tax collected on value added to the product by the seller on behalf of the government. Accordingly, it is excluded from revenue.

Interest Income:

Interest income is recognised on a time proportion basis taking into account the amounts invested and the rate of interest.

Dividend Income:

Dividend income is recognised when the right to receive payment is established.

Profit on sale of investment:

Profit on sale of investments is recorded upon transfer of title by the company/ firm/ entity. It is determined as the difference between the sales price and carrying amount of the investment

Other Income:

Other income is recognized on accrual basis except when realisation of such income is uncertain.

xii **Employee Benefits:**

Defined Contribution Plan:

Contributions to defined contribution schemes such as provident fund, superannuation scheme, employee pension scheme etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

Defined Benefit Plan:

The liabilities towards defined benefit schemes are determined using the Projected Unit Credit method. Actuarial valuations under the Projected Unit Credit method are carried out at the balance sheet date. Actuarial gains and losses are recognized in the Statement of Profit and Loss in the period of occurrence of such gains and losses. Past service cost is recognized immediately to the extent that the benefits are already vested and otherwise it is amortized on straight-line basis over the remaining average period until the benefits become vested.

The retirement benefit obligation recognised in the balance sheet represents the present value of the defined benefit obligation as reduced by plan assets.

Short term employee benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability. These benefits include salary, wages, bonus, performance incentives etc.

Long term employee benefits:

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognized as an actuarially determined liability at present value of the defined benefit obligation at the balance sheet date.

xiii **Income Tax:**

Income tax expense represents the sum of the current tax and deferred tax.

Current Tax:

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates and laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred Tax:

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax:

Current and deferred tax are recognized in Statement of profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

xiv **Earnings Per Share:**

Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving the basic earnings per share and the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

xv Foreign Currency transactions:

Transactions in currencies other than the Company's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated using closing exchange rate prevailing on the last day of the reporting period.

Exchange differences on monetary items are recognized in the Statement of Profit and Loss in the period in which they arise.

Non-monetary assets and non-monetary liabilities denominated in foreign currency and measured at cost are translated at the exchange rate at the date of the transaction.

xvi Statement of Cash Flow

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows are segregated into operating, investing and financing activities.

xvii Amalgamation of Shruchi Manufacturing Ltd.-Wholly owned subsidiary Company

Pursuant to the Scheme of Amalgamation ("The scheme") of Shruchi Manufacturing Limited (SHRUCHI) (Transferor Company) with Solitaire Machine Tools Limited (SMTL) (Transferee Company) sanctioned by Hon'ble National Company Law tribunal (NCLT) on 29th April 2020, all the assets and liabilities of the Transferor company are transferred, in the books of Transferee company, at the value appearing in the books of account of SHRUCHI as on appointed date i.e. 1st April, 2017

xviii Financial instruments

Financial assets and financial liabilities are recognized when Company becomes a party to the contractual provisions of the instruments.

Initial Recognition:

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the Statement of profit and loss.

Financial assets**Cash and bank balances**

Cash and bank balances consist of:

- Cash and cash equivalents - which includes cash in hand, deposits held at call with banks and other short term deposits which are readily convertible into known amounts of cash, are subject to an insignificant risk of change in value and have maturities of less than one year from the date of such deposits. These balances with banks are unrestricted for withdrawal and usage.
- Other bank balances - which includes balances and deposits with banks that are restricted for withdrawal and usage.

Financial assets at amortized cost

Financial assets are subsequently measured at amortized cost using the effective interest method if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition.

Impairment of Financial assets

The Company assesses at each balance sheet date whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to 12 month expected credit losses or at an amount equal to lifetime expected losses, if the credit risk on the financial asset has increased significantly since initial recognition.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. **If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the assets and an associated liability for amounts it may have to pay.**

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset.

On derecognition of a financial asset in its entirety, (except for equity instruments designated as FVTOCI), the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in statement of profit and loss.

Financial liabilities and equity instruments

Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument. Financial guarantee contracts issued by the Company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

- i. the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
- ii. the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 115.

Financial liabilities and equity instruments

Financial liabilities are measured at amortized cost using the effective interest method.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

Equity instruments

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs, if any.

Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is included in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

xix New Standards/ amendments and other changes

A. New Standards/ amendments and other changes effective April 1,2022 or thereafter

Ministry of Corporate Affairs notifies new standard or amendments to the existing standards. During the year, no new standard or modifications in existing standards have been notified which will be applicable from April 1, 2022, or thereafter.

B. Standards / amendments and other changes issued but not yet effective

Ministry of Corporate Affairs notifies new standard or amendments to the existing standards. On 31st March 2023, vide Notification G.S.R. 242(E) dated 31st March 2023, modifications in existing standards have been notified which will be applicable from April 1, 2023, as below:

Ind AS 1 - Presentation of Financial Statements:

The amendment proposes the company to disclose material accounting policy information rather than significant accounting policy. An accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of those financial statements. The effective date for adoption of this amendment is reporting periods beginning on or after April 1, 2023. The effect of this amendment is expected to be insignificant.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors:

The amendments propose new definition of "Accounting Estimates" which replaces the definition of "Change in Accounting Estimates". As per the new definition, "Accounting estimates are monetary amounts in financial statements that are subject to measurement uncertainty". The effective date of this amendment is reporting periods beginning on or after April 1, 2023. The effect of this amendment is expected to be insignificant.

Ind AS 12 - Income Taxes:

The amendment narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. in context to leases and decommissioning liabilities. Subsequently, post this amendment, the company need to recognize deferred tax asset and liability on lease and decommissioning liability. The effective date of this amendment is reporting periods beginning on or after April 1, 2023. The effect of this amendment is expected to be insignificant

3 Critical accounting judgments and key sources of estimation uncertainty:

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities at the date of the financial statements. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Impairment of Trade receivables:

The expected credit loss is mainly based on the ageing of the receivable balances and historical experience. The receivables are assessed on an individual basis assessed for impairment collectively, depending on their significance. Moreover, trade receivables are written off on a case-to-case basis if deemed not to be collectible on the assessment of the underlying facts and circumstances.

Contingent Liabilities and Assets

In the normal course of business, Contingent Liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the Notes but are not recognised. Potential liabilities that are remote are neither recognised nor disclosed as contingent liability. The management decides whether the matters needs to be classified as 'remote', 'possible' or 'probable' based on expert advice, past judgements, experiences etc.

Defined Benefit Obligation (DBO)

Management's estimate of Defined Benefit Obligation (DBO) is based on number of critical underlying assumptions such as standard rates of inflation, medical cost trends, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the Defined Benefit Obligation amount and the annual defined benefit expenses.

SOLITAIRE MACHINE TOOLS LIMITED
Notes to the financial statements

4 Property, Plant and Equipment

(Amount in Lacs)

Particulars / Assets	Land	Building	Plant and Machinery	Computers	VEHICLES	OFFICE PREMISES	ELECTRICAL INSTALLATIONS	Office Equipment	Furniture & Fixtures	Leasehold Land	Total
GROSS BLOCK											
As at 1st April, 2021	53.02	227.71	535.41	7.32	53.84	8.17	3.42	10.48	22.49	135.74	1,057.60
Additions	-	-	8.36	1.79	-	-	0.98	3.68	12.26	-	27.07
Deduction/Adjustments	-	-	-	-	-	-	-	-	-	-	-
As at 31st March, 2022	53.02	227.71	543.76	9.11	53.84	8.17	4.40	14.16	34.75	135.74	1,084.66
Additions	-	-	2.66	1.24	27.11	-	-	0.25	1.13	-	32.38
Deduction/Adjustments	-	-	-	3.84	25.65	8.17	-	-	-	-	37.66
As at 31st March, 2023	53.02	227.71	546.42	6.50	55.29	-	4.40	14.41	35.87	135.74	1,079.37
ACCUMULATED DEPRECIATION											
As at 1st April, 2021	-	58.93	253.30	3.94	35.53	4.27	3.22	9.15	18.45	-	386.78
Charge for the year	-	11.61	36.46	2.08	4.38	0.85	0.03	0.79	1.03	-	57.23
Deduction/Adjustments	-	-	-	-	-	-	-	-	-	-	-
As at 31st March, 2022	-	70.53	289.76	6.02	39.92	5.12	3.25	9.94	19.48	-	444.01
Charge for the year	-	11.61	33.00	0.60	5.07	0.64	0.10	1.13	1.91	-	54.06
Deduction/Adjustments	-	-	-	1.72	25.15	5.76	-	-	-	-	32.62
As at 31st March, 2023	-	82.14	322.76	4.91	19.84	-	3.35	11.07	21.39	-	465.45
NET BLOCK											
As at 31st March, 2022	53.02	157.18	254.00	3.09	13.92	3.05	1.15	4.22	15.27	135.74	640.65
As at 31st March, 2023	53.02	145.57	223.66	1.60	35.45	-	1.05	3.34	14.49	135.74	613.93

Note:

- 1) The aggregate depreciation charge for the year has been included under depreciation and amortisation expense in the Statement of Profit and Loss.
- 2) Refer to note 21 for information on property plant and equipment hypothecated as security by the Company for Guarantee Facility and Overdraft Facility.
- 3) Contractual obligations: Refer to note 40 for disclosure on contractual commitments for the acquisition of property, plant and equipment
- 4) The title deeds of the immovable properties disclosed in the Note Nos.4 to Financial Statements held by the Company are in the name of the Company

SOLITAIRE MACHINE TOOLS LIMITED
Notes to the financial statements
5 Intangible Assets

(Amount in Lacs)

Particulars /Assets	Computer Software	Total
GROSS BLOCK		
As at 1st April, 2021	-	-
Additions	-	-
Deduction/Adjustments	-	-
As at 31st March, 2022	-	-
Additions	10.58	10.58
Deduction/Adjustments	3.82	3.82
As at 31st March, 2023	14.40	14.40
ACCUMULATED AMORTIZATION		
As at 1st April, 2021	-	-
Charge for the year	-	-
Deduction/Adjustments	-	-
As at 31st March, 2022	-	-
Charge for the year	2.43	2.43
Deduction/Adjustments	1.72	1.72
As at 31st March, 2023	4.15	4.15
NET BLOCK		
As at 31st March, 2022	-	-
As at 31st March, 2023	10.25	10.25

6 Capital Work in Progress (CWIP)

(Amount in Lacs)

Particulars /Assets	CWIP	Total
As at 1st April, 2021	-	-
Additions	4.13	4.13
Deduction/Adjustments	-	-
As at 31st March, 2022	4.13	4.13
Additions	168.26	168.26
Deduction/Adjustments	-	-
As at 31st March, 2023	172.39	172.39

6.1 CWIP Ageing Schedules

(Amount in Lacs)

As at 31 March 2023

CWIP	Amount in CWIP for a period of				Total*
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<u>Projects in progress</u>					
Project at Halol	168.26	4.13	-	-	172.39
Total	168.26	4.13	-	-	172.39

(Amount INR Lacs)

As at 31 March 2022

CWIP	Amount in CWIP for a period of				Total*
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<u>Projects in progress</u>					
Project at Halol	4.13	-	-	-	4.13
Total	4.13	-	-	-	4.13

7 Other Non-Current Investments (Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Quoted Investments:		
NON-TRADE - QUOTED		
100 Equity Shares of Kirloskar Ferrous Ltd of ₹. 10/- each fully paid up.		
Market Value ₹. 21460/-* (Previous Year: ₹.21460 /-) transferred form Shuruchi Mfg Co. Ltd	0.21	0.21
Total	0.21	0.21

*Physical copy of shares or Digital copy of share in DMAT is not traceable, we have not fair value of shares as on 31st March 2023.

8 Other Financial Assets (Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Bank Deposits with more than 12 months maturity	201.06	301.00
Security Deposits	4.60	4.60
Total	205.66	305.60

9 Other Non Current Assets (Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Advances to Gratuity Trust	0.05	0.05
Capital advances	45.03	-
Duty Recoverable under Protest	3.54	3.54
Total	48.63	3.59

10 Inventories* (Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Raw Materials - Components	128.94	182.40
Semi Finished Goods	397.63	455.53
Holding Tools	0.86	1.87
Finished Grinders	22.50	22.50
Cutting Tools	2.23	3.39
Total	552.16	665.69

*The Company has Hypothecated above Inventories with bank for Bank Guarantee & Overdraft facility.

11 Investments (Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Investments in mutual funds at Fair Value through Profit or loss account		
Unquoted		
Axis Liquid Fund - Growth (No. of Units C.Y - NIL P.Y.- 1348.29)	-	31.68
Axis Multicap Fund (No. of Units C.Y - 999950.00 P.Y.- 999950.00)	9.46	9.82
Axis Triple Advantage Fund-Growth (No. of Units C.Y -NIL P.Y.- 81954.39)	-	24.71
HDFC Balanced Advantage Fund-Regular Plan-Growth (No. of Units C.Y -2840.30 P.Y.-2840.30)	9.18	8.11

SOLITAIRE MACHINE TOOLS LIMITED
Notes to the financial statements

ICICI Prudential Balanced Advantage Fund -Regular-Growth (No. of Units C.Y - 23856.93 P.Y.- 23856.93)	12.39	11.69
ICICI Prudential Balanced Advantage Fund-Regular Plan-Growth (No. of Units C.Y - 10662.80 P.Y.-10662.80)	5.60	5.28
ICICI Prudential Housing Opportunities Fund (No. of Units C.Y - 49997.50 P.Y.- NIL)	5.37	-
IDFC Balanced Advantage Fund-Regular Plan-Growth (No. of Units C.Y - NIL P.Y.-123564.91)	-	22.13
Kotak Balanced Advantage Fund Regular Plan-Growth (No. of Units C.Y - 78524.30 P.Y.-78524.30)	11.76	11.31
SBI Balanced Advantage Fund (No. of Units C.Y - 49997.50 P.Y.- 49997.50)	5.41	5.15
Total	59.17	129.89
Aggregate value of unquoted investments	59.17	129.89

Investment in mutual fund have been fair valued at closing Net Asset Value (NAV)

12 Trade Receivables* (Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Unsecured, Considered good		
Due from related Parties	-	-
Others	400.42	161.45
Secured, Considered Good	-	-
Total	400.42	161.45

*The Company has Hypothecated above Trade Receivables with bank for Bank Guarantee & Overdraft facility.

13 Cash and Cash Equivalents (Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Balances with banks		
In current accounts	33.47	14.64
Cash on hand	0.17	0.01
Total	33.64	14.65

14 Other Bank balances (Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Earmarked Deposits*	10.59	11.81
Unclaimed dividend accounts**	23.70	24.65
Total	34.28	36

*The Company has pledged above deposits with bank as margin money for Bank Guarantee

** These balance represents unclaimed dividend amount which is earmarked for payment of dividend and can not be used for any other purpose

15 Loans (Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Loans & Advances to Employees		
- Unsecured, Considered Good	1.38	2.20
Total	1.38	2.20

SOLITAIRE MACHINE TOOLS LIMITED

Notes to the financial statements

16 Other Financial Assets	(Amount in Lacs)	
Particulars	As at 31st March, 2023	As at 31st March, 2022
Interest Accrued on deposits and loans - Considered Good	13.24	6.53
Total	13.24	6.53

17 Other Current Assets	(Amount in Lacs)	
Particulars	As at 31st March, 2023	As at 31st March, 2022
Unsecured, considered good		
Advances to Suppliers	6.76	14.99
Prepaid Expense	0.31	2.27
Gratuity Plan Assets (Net)	1.68	-
Balance with Government Authorities	1.87	11.65
Refund Receivables	1.19	-
Total	11.80	28.92

18 Assets held for sale	(Amount in Lacs)	
Particulars	As at 31st March, 2023	As at 31st March, 2022
Office Building	2.41	-
Total	2.41	-

***The Company has classified a office Premises at Mumbai location as asset held for sale as it intends to dispose off the same within a year and has measured the asset at lower of carrying amount and the fair value less costs to sell.**

SOLITAIRE MACHINE TOOLS LIMITED

Notes to the financial statements

19 Equity Share Capital

(Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Authorised		
57,50,000 (P.Y.57,50,000) Equity Shares of ₹10/- each	575.00	575.00
Total	575.00	575.00
Issued, Subscribed and Fully Paid Up		
45,42,176 (P.Y.45,42,176) Equity Shares of ₹ 10/- each fully paid up	454.22	454.22
Total	454.22	454.22

a) Reconciliation of number of equity shares outstanding at the beginning and at the end of reporting period is as under:

Particulars	No. of Shares	Share Capital (Amount in Lacs)
As at 1st April, 2021	45,42,176	454.22
Additions/(Reductions)		-
As at 31st March,2022	45,42,176	454.22
As at 1st April,2022	45,42,176	454.22
Additions/(Reductions)	-	-
As at 31st March,2023	45,42,176	454.22

b) Details of Shareholder holding more than 5 percent share in Company:

Name of Shareholder	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Harsh Hemendra Badani	778008	17.13	778008	17.13
Ashok J Sheth	725314	15.97	723974	15.94
Bharati Ashok Sheth	403678	8.89	403143	8.88

c) Details of Shares held by Promoters:

Name of Shareholder	As at March 31, 2023		As at March 31, 2022		% of Change in Holding
	No. of Shares	% of Holding	No. of Shares	% of Holding	
Harsh Hemendra Badani	778008	17.13	778008	17.13	0.00%
Ashok J Sheth	725314	15.97	723974	15.94	0.03%
Bharati Ashok Sheth	403678	8.89	403143	8.88	0.01%
Swati Hemendra Badani	56854	1.25	56854	1.25	0.00%
Sunita Kalani	13081	0.29	13081	0.29	0.00%
Shilpa Taneja	4903	0.11	4700	0.10	0.00%
Hemendra Jayant Badani	2100	0.05	2100	0.05	0.00%
Vora Shraddha Suneel	2000	0.04	2000	0.04	0.00%
Asmi S Shah	1000	0.02	1000	0.02	0.00%
Jeni Isak Rangwala	950	0.02	950	0.02	0.00%
Praful Maganlal Vora	800	0.02	800	0.02	0.00%
Gita Amin	500	0.01	500	0.01	0.00%
Sudhir Ramanlal Mehta	500	0.01	500	0.01	0.00%
Sanjay Ashok Sheth	64672	1.42	63851	1.41	0.02%

***There is change in % of holding by Promoter Mr. Ashok J Sheth, Mrs. Bharti Ashok Sheth, Mr. Sanjay Ashok Sheth & Mrs. Shilpa Taneja.**

d) Right, Preferences and restrictions attached to Shares

Equity shares

The Company has only one class of equity shares having a par value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share. Any dividend declared by the company shall be paid to each holder of Equity shares in proportion to the number of shares held to total equity shares outstanding as on that date. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

20 Other Equity**(Amount in Lacs)**

Particulars	As at 31st March, 2023	As at 31st March, 2022
General Reserve		
Balance as per last balance sheet	13.64	13.64
Add: transfer from Statement of Profit and Loss	-	-
Balance at the end of the Year	13.64	13.64
Capital Reserve		
Balance as per last balance sheet	20.78	20.78
Add/ less: Adjustment for the Year	-	-
Balance at the end of the Year	20.78	20.78
Retained Earnings		
Balance as per last balance sheet	1,102.41	1039.02
Add: Profit For the year	159.54	105.56
Add/(less): OCI for the year	5.87	3.26
less: Appropriations: Dividend on equity shares	(54.51)	(45.42)
Balance at the end of the Year	1,213.31	1,102.41
Total	1,247.74	1,136.83

a. The amount that can be distributed by the Company as dividends to its equity shareholders is determined considering the requirements of the Companies Act, 2013 and the dividend distribution policy of the Company. Thus, the amount reported in General Reserve is not entirely distributable.

b. On 16th July, 2022 in AGM a final dividend of ₹ 1.2 per share for 2021-22 was approved to holders of fully paid equity shares. (Refer Note 47)

c. In respect of the year ended March 31, 2023, the Board of Directors has proposed a final dividend of ₹1.5 per share be paid on fully paid equity shares. This equity dividend is subject to approval by shareholders at the Annual General Meeting and has not been included as a liability in these financial statements. The proposed equity dividend is payable to all holders of fully paid equity shares. The total estimated equity dividend to be paid is ₹68.13 lacs.

21 Borrowings (Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Secured		
Term Loans		
From Banks	-	47.40
Total	-	47.40

a) Term Loans from Banks consists of following: (Amount in Lacs)

Term Loans	Year Ended	Current Maturities of each Loan	Amount of Each Loan Outstanding
Yes Bank - Term Loan	31-03-2023	-	-
Repayment is starts from January 2024. as on 31st March, 2023 loan has been prepaid Interest Rate - 8.5%	31-03-2022	-	47.40

b) During the year, Company has taken FCNR Loan from Yes bank, which has been Repaid during the year.

* Exclusive Charge by way of Hypothecation of Current Assets and Movable Fixed Assets both Present and Future.

22 Deferred Tax Liability (Net) (Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
The balances is comprises of temporary differences attributable to:		
Deferred Tax Liability		
Property, Plant and Equipments	37.2	37.76
Fair value of Mutual fund	1.58	-
Provision for Gratuity	-	1.10
Total Deferred Tax Liabilities	38.79	38.86
Deferred Tax Assets		
Provision for Leave encashment	-3.11	-
Fair value of Mutual fund	-	-0.90
Total Deferred Tax Assets	-3.11	-0.90
Total	35.68	37.96

Incompliance of Ind AS 12 on "Income Taxes", the itemwise details of Deferred Tax Liabilities (net) are as under :

Particulars	As on 1-April-2022	Provided during the year in statement of Profit and Loss	Provided during the year in OCI	Balance as on 31-March-2023
Deferred Tax Liability /(Assets)				
Related to Property Plant and Equipments	37.76	(0.56)		37.21
Fair valuation of investments	(0.90)	2.48		1.58
43B Payment	1.10	(6.19)	1.98	(3.11)
Net deferred tax	37.96	(4.26)	1.98	35.68

B) Deferred tax (Amount in Lacs)

Particulars	As on 1-April-2021	Provided during the year in statement of Profit and Loss	Provided during the year in OCI	Balance as on 31-March-2022
Deferred Tax Liability /(Assets)				
Related to Property Plant and Equipments	40.58	(2.82)		37.76
Fair valuation of investments	-	(0.90)		(0.90)
43B Payment	-		1.10	1.10
Net deferred tax	40.58	(3.72)	1.10	37.96

23 Non Current Provisions (Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Provision for Employee benefits		
Gratuity Provision	-	2.58
Total	-	2.58

SOLITAIRE MACHINE TOOLS LIMITED
Notes to the financial statements

24 Current Borrowings		(Amount in Lacs)	
Particulars	As at 31st March, 2023	As at 31st March, 2022	
Secured Loans			
From Banks	-	-	
CC Loan*	53.12	-	
Total	53.12	-	

* Exclusive Charge by way of Hypothecation of Current Assets and Movable Fixed Assets both Present and Future.

25 Trade Payables		(Amount in Lacs)	
Particulars	As at 31st March, 2023	As at 31st March, 2023	
Micro and Small Enterprises	44.42	24.48	
Others	107.45	150.62	
Total	151.87	175.10	

25.1 The amount due to Micro and Small Enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Company. The disclosures relating to Micro and Small Enterprises are as below:

Total outstanding dues of Micro & Small Enterprises		(Amount in Lacs)	
Particulars	As at 31st March, 2023 (See Note 25.2 below)	As at 31st March, 2022 (See Note 25.3 below)	
Principal amount and the interest due thereon remaining unpaid to any supplier at the end of			
- Principal	44.42	24.48	
- Interest	-	-	
Interest paid by the Company in terms of Section 16 of Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-	
Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	-	-	
Interest accrued and remaining unpaid as at of end of each accounting year	-	-	
Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise	-	-	

25.2 Based on the confirmation from Vendors. Disclosure related to trade payables and capital creditors.

25.3 No interest during the year has been paid to Micro and Small Enterprise on delayed payments. Further Interest Accrued during the year and remaining unpaid is not provided in the books as the management is of the opinion that due to contractual terms they will not be required to pay the same.

26 Other Current Financial Liabilities		(Amount in Lacs)	
Particulars	As at 31st March, 2023	As at 31st March, 2022	
Unclaimed Dividend Accounts (See Note 26.1)	23.70	24.18	
Expenses payable	55.50	40.81	
Total	79.19	64.99	

26.1 No amount is due for deposit in Investor Education and Protection Fund.

27 Other Current Liabilities		(Amount in Lacs)	
Particulars	As at 31st March, 2023	As at 31st March, 2022	
Advances from Customers	64.11	78.57	
Statutory Dues Payable	54.48	-	
Advance received for assets held for sale	2.04	-	
Total	120.63	78.57	

28 Provisions		(Amount in Lacs)	
Particulars	As at 31st March, 2023	As at 31st March, 2022	
Provision for Employee benefits			
Leave Encashment Provision	12.34	-	
Total	12.34	-	

29 Current Tax Liabilities (Net)		(Amount in Lacs)	
Particulars	As at 31st March, 2023	As at 31st March, 2022	
Current Tax Liability			
Provision for Tax net of Advance Tax	4.79	2.32	
Total	4.79	2.32	

SOLITAIRE MACHINE TOOLS LIMITED
Notes to the financial statements

30 Revenue from Operations	(Amount in Lacs)	
Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Sale of Products		
Domestic	1,290.91	1,046.24
Export	472.34	115.58
Other Operating Revenues		
Revenue from Sale of Service	99.39	193.77
Scrap Sales	4.75	2.32
Total	1,867	1,357.91

Geographical markets		
Domestic	(1,290.91)	(1,046.24)
Export	472.34	115.58
Total revenue from contracts with customers	(818.57)	(930.66)
Timing of revenue recognition		
Goods transferred at a point in time	1,867.39	(1,357.91)
Total revenue from contracts with customers	1,867.39	(1,357.91)

Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Revenue from contracted price	1,763.25	1,161.82
Less: Discounts	-	-
Revenue from contract with customers	1,763.25	1,161.82

31 Other Income	(Amount in Lacs)	
Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Interest income on financial assets carried at amortised cost		
Interest on deposit with bank	19.87	18.80
Profit on Sale of Assets	4.52	-
Profit on Sale of Investment	-	1.92
Gain on Fair Valuation of Investments through Profit and Loss	3.37	5.26
Interest Income from GEB	0.18	3.83
Sundry balance Written Back	5.51	-
Total	33.45	29.81

32 Cost of materials consumed	(Amount in Lacs)	
Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Opening Stock	182.40	135.77
Add: Purchase	827.61	823.36
Less: Closing	128.94	182.40
Total	881.06	776.73

33 Changes In Inventories (Amount in Lacs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Opening Stock		
Finished Goods	22.50	22.50
Semi-Finished Goods	455.53	295.50
Rebuilding in Process	-	20.51
Opening stock: (A)	478.03	338.51
Less: Closing Stock		
Finished Goods	22.50	22.50
Semi-Finished Goods	397.63	455.53
Closing stock: (B)	420.13	478.03
(Increase) / Decrease in Stocks (A-B)	57.90	(139.51)

34 Employee Benefits Expense (Amount in Lacs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Salaries, Wages and Bonus	342.96	289.98
Contribution to Provident and Other Funds	27.64	27.40
Staff welfare expenses	9.73	5.43
Total	380.33	322.81

35 Finance Costs (Amount in Lacs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Interest on:		
Borrowings from banks	7.42	0.89
Other borrowing costs	-	11.18
Total	7.42	12.07

36 Depreciation and amortisation expense (Amount in Lacs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Depreciation on Property Plant & Equipment	54.06	57.23
Amortisation of Intangible assets	2.43	-
Total	56.49	57.23

37 Other Expenses (Amount in Lacs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Auditor's Remuneration:	-	-
Statutory audit services	1.00	2.00
Tax audit and other taxation services	-	-
Attestation and certification services	0.60	-
Bank Charges	8.06	1.96
C.E.D Written Off	1.41	-
Consumption of Stores and spares	41.78	52.07
Electricity Expenses	21.09	20.55
Exhibition Expenses	19.59	-
Export Expenses	3.79	0.97
Foreign Exchange Fluctuation (Net)	5.50	0.14
Insurance	3.01	1.17
Labour Charges	37.31	45.58
Labour Court Compensation	0.76	-
Legal & Professional Charges	25.60	11.54
Listing Fees	3.00	3.00
Loss on sale of Investments	0.46	-
Miscellaneous Expenses	18.39	16.03
Others Repairs	12.72	15.56
Packing Expenses	7.06	3.79
Penalty	0.81	-

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Rent, Rates and Taxes	7.40	6.66
Repair to Building	-	0.88
Repairs to Machinery	0.31	0.70
Sales Commission	14.85	14.45
Sales Expenses	1.99	4.47
Security Charges	7.62	7.37
Sundry Balance Written Off	32.18	-
Travelling Expenses	25.38	19.61
Vehicle Expenses	5.50	7.67
Total	307.17	236.15

38 Tax Expense

(Amount in Lacs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Current tax in relation to:		
Current years	56.51	35.00
Earlier years	(1.32)	4.32
Deferred Tax		
In respect of current year	(4.26)	(3.72)
Total income tax expense recognised in the current year	50.93	35.59

(i) The income tax expense for the year can be reconciled to the accounting profit as follows:

(Amount in Lacs)

Particulars	For the year ended 31st March, 2023	For the year ended 31st March, 2022
Profit before tax	210.47	141.15
Income tax expense calculated at 25.17% (2022 - 21: 25.17%)	52.97	35.53
Tax effects of amounts which are not deductible/(taxable) in calculating taxable income:		
Adjustment of current tax of prior period	(1.32)	23.59
Permenat Difference	(0.71)	2.2
Tax effects of amounts which are deductible/(taxable) in calculating taxable income:		
-	-	(25.77)
Total income tax expense recognised in the current year	50.93	35.59

39 In accordance with Ind AS - 33, "Earnings Per Share", the Basic and Diluted EPS have been calculated as under:

(Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Profits available to equity shareholders (in ₹)	159.54	105.56
Weighted Average Number of Equity Shares		
- Basic	45,42,176	45,42,176
- Diluted	45,42,176	45,42,176
Earnings Per Share of ₹10 each		
- Basic	3.51	2.32
- Diluted	3.51	2.32

40 Contingent Liabilities and Commitments (to the extent not provided for)

(Amount in Lacs)

(A) Contingent Liabilities:

1. Penalty Levied by DGFT of Rs.23 Lacs (Net of advance) (P.Y.23 Lacs) and contested in appeal.
2. Bank Guarantees Rs. 88.20 Lacs (P.Y Rs. 78.04 Lacs)
3. There is a dispute regarding demand raised by Excise and Custom Department of Rs. 3.54 Lacs (P.Y. 3.54 Lacs)
4. Income Tax Demands for earlier assessment years of Rs. Nil (P. Y. Rs. 6.58 Lacs)

(B) Commitments:	As at 31st March, 2023	As at 31st March, 2022
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of Advances)	771.08	194.60

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41 Related Party Disclosures

a) Disclosure with respect to Indian Accounting Standard (Ind AS 24) on Related Parties:

Name of Related Parties	Nature of Relationship
Metal Perforation Private Limited	Enterprise over which KMP is having Significant Influence
Adventure Advertising Private Limited	Enterprise over which KMP is having Significant Influence
Ashok J Sheth (Managing Director)	Key Management Personnel (KMP) - Managing Director
Hemandra Jayantilal Badani (Chief Financial Officer)	Key Management Personnel (KMP) - Chief Financial Officer
Harsh Hemandra Badani (Whole Time Director)	Key Management Personnel (KMP) - Whole Time Director
Barkha Arora (Company Secretary)	Key Management Personnel (KMP) - Company Secretary up to 15th June 2022
Raman Prajapat (Company Secretary)	Key Management Personnel (KMP) - Company Secretary W.e.f 16th September 2022
Ms. Shilpa Taneja	Non -Executive Director
Mr. Bharat V Shah	Independent Director
Ms. Kesha Tanna	Independent Director
Ms. Nishita Rajput	Independent Director

b) The following transactions were carried out with the related parties in ordinary course of business during the year:

(Amount in Lacs)

Nature of Transaction	Non-Executive Director/Independent Directors	KMP	Enterprise over which KMP/Director is having Significant Influence	Total
Transactions during the year				
Receiving of Services	-	-	5.74 (0.48)	5.74 (0.48)
Adventure Advertising Private Limited	-	-	5.74 (0.48)	5.74 (0.48)
Purchase	- (0.66)			- (0.66)
Metal Perforation Private Limited	- (0.66)			- (0.66)
Remuneration (Including Perquisites)	-	43.50 (64.42)	-	43.50 (64.42)
Ashok J Sheth	-	14.07 (14.30)	-	14.07 (14.30)
Hemandra J Badani	-	13.55 (14.60)	-	13.55 (14.60)
Harsh Badani	-	13.14 (13.07)	-	13.14 (13.07)
Barkha Arora	-	0.48 (22.45)	-	0.48 (22.45)
Raman Prajapat	-	2.27 -	-	2.27 -
Sitting fees paid to directors	0.65 (0.90)	-	-	0.65 (0.90)
Bharat V Shah	0.10	-	-	0.10

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	(0.30)			(0.30)
Shilpa Taneja	0.20	-	-	0.20
	(0.20)			(0.20)
Kesha Tanna	0.15	-	-	0.15
	(0.20)			(0.20)
Nishita Rajput	0.20	-	-	0.20
	(0.20)			(0.20)

Previous Year figures are in brackets

c) Balance as at :

(Amount in Lacs)

Particulars	Relationship	As at 31st March, 2023	As at 31st March, 2022
Trade Payable		-	0.38
Adventure Advertising Private Limited	Enterprise under significant influence of KMP	-	0.17
Metal Perforation Private Limited	Enterprise under significant influence of KMP	-	0.21
Other Liabilities		4.04	6.27
Ashok J Sheth	KMP	1.25	2.16
Hemandra Jayantilal Badani	KMP	1.25	1.71
Harsh Hemandra Badani	KMP	1.25	2.23
Barkha Arora	KMP	-	0.17
Raman Prajapat	KMP	0.29	-

d) Terms and conditions of transactions with related parties

1) Transaction entered into with related party are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash.

2) Based on the recommendation of Nomination, Remuneration and Compensation Committee, all decisions relating to the remuneration of the Directors are taken by the Board of Directors of the Company, in accordance with shareholders approval, wherever necessary.

42 Employee Benefits

(a) Defined Contribution Plans:

Contributions to defined contribution plan are recognised as expenses when contributions become due.

The Company participates in a number of defined contribution plans on behalf of relevant personnel. Any expense recognised in relation to these schemes represents the value of contributions payable during the period by the Company at rates specified by the rules of those plans. The only amounts included in the balance sheet are those relating to the prior months contributions that were not due to be paid until after the end of the reporting period.

The major defined contribution plans operated by the Company are as below:

(i) Provident fund and Pension:

In accordance with the Employee's Provident Fund and Miscellaneous Provisions Act, 1952 eligible employees of the Company are entitled to receive benefits in respect of provident fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary.

The contributions, as specified under the law, are made to the provident fund set up as an irrevocable trust by the Company, post contribution of amount specified under the law to Employee Provident Fund Organisation on account of employee pension scheme.

The total expenses recognised in the Statement of Profit and Loss during the year are as under:

(Amount in Lacs)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Employer's contribution to Provident and other Funds	21.47	20.46
Total	21.47	20.46

(b) Defined Benefit Plan:

(i) Gratuity:

The Company has defined benefit plans that provide gratuity benefit. It is governed by the Payment of Gratuity Act, 1972. Under the Gratuity Act, employees are entitled to specific benefit at the time of retirement or termination of the employment on completion of five years or death while in employment. The level of benefit provided depends on the member's length of service and salary at the time of retirement/termination age. The most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out as at 31st March, 2023 by a member firm of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method. Each year, the Company reviews the level of funding in gratuity fund. The Company decides its contribution based on the results of its annual review.

Following mentioned risks are associated with Company's Current Plan

(I) Actuarial Risk

Adverse Salary Growth Experience: Salary hikes that are higher than the assumed salary escalation will result into an increase in Obligation at a rate that is higher than expected. **Variability in mortality rates:** If actual mortality rates are higher than assumed mortality rate assumption than the Gratuity Benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cashflow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate. **Variability in withdrawal rates:** If actual withdrawal rates are higher than assumed withdrawal rate assumption than the Gratuity Benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

(II) Investment Risk

For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter-valuation period.

(III) Liquidity Risk

Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/retire from the company there can be strain on the cashflows.

(IV) Market Risk

Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the corporate/government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date

(v) Legislative Risk

Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation/regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective

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Amounts recognized in the Statement of Profit and loss account and amount recorded in other comprehensive Income in respect of defined benefit plan are as follows:

Particulars	(Amount in Lacs)	
	As at 31st March, 2023	As at 31st March, 2022
Service Cost:	-	-
Current Service Cost	6.20	6.19
Past service cost and loss/(gain) on curtailments and settlement	-	-
Net interest expense/ (income)	(0.03)	0.75
Components of defined benefit costs recognised in Employee Benefit Expenses / (Income)	6.17	6.94
Re-measurement on the net defined benefit liability:	-	-
Actuarial (gains)/losses arising from changes in demographic assumptions	-	-
Actuarial (gains)/losses arising from changes in financial assumptions	(2.69)	(2.15)
Actuarial (gains)/losses arising from experience adjustments	(5.00)	(1.64)
Return on Plan Assets excluding amount included in net interest cost	(0.16)	(0.56)
Components of Re-measurement recognised in the other comprehensive Income	(7.84)	(4.36)
Total	(1.68)	2.58

The amount included in the balance sheet arising from the entity's obligation in respect of its defined benefit plan is as follows :

Particulars	(Amount in Lacs)	
	As at 31st March, 2023	As at 31st March, 2022
Present Value of funded defined benefit obligation	92.44	91.11
Fair value of plan assets	(94.12)	(88.54)
Net liability / (Assets) arising from defined benefit obligation	(1.68)	2.58

Movements in the present value of the defined benefit obligation are as follows:

Particulars	(Amount in Lacs)	
	As at 31st March, 2023	As at 31st March, 2022
Opening defined obligation	91.11	85.69
Current service cost	6.20	6.19
Interest cost	5.41	4.76
Re-measurement (gains)/losses :		
Actuarial (gains)/ losses arising from changes in financial assumptions	(2.69)	(2.15)
Actuarial (gains)/ losses arising from experience adjustments	(4.99)	(1.64)
Past Service Cost	-	-
Benefits paid	(2.59)	(1.72)
Closing defined benefit obligation	92.44	91.11

Reconciliation of opening and closing balances of fair value of plan assets

Particulars	(Amount in Lacs)	
	As at 31st March, 2023	As at 31st March, 2022
Opening fair value of plan assets	88.54	70.65
Interest on Plan Assets	5.44	4.01
Remeasurement Due To:		
Return on plan assets excluding amounts included in interest income	0.15	0.56
Employer Contribution	2.58	15.05
Benefits paid	(2.59)	(1.72)
Closing Fair value of Plan Assets	94.12	88.54

Classification of Non-Current and Current Liability:

Particulars	(Amount in Lacs)	
	As at 31st March, 2023	As at 31st March, 2022
Non-Current liability	-	-
Current liability	(1.68)	2.58
Total	(1.68)	2.58

The principal assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	(Amount in Lacs)	
	As at 31st March, 2023	As at 31st March, 2022
Mortality	IALM (2012-14) table	IALM (2012-14) table
Discount Rate (%)	7.3% p.a.	6.7% p.a.
Salary escalation rate (%)	5% p.a.	5% p.a.
Rate of Return on Plan Assets (%)	7.30%	6.70%

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Composition of the plan assets at the end of the reporting period for each category are as follows:

Particulars	As at 31st March, 2023	As at 31st March, 2022
Managed by insurer (Life Insurance Corporation of India)	100%	100%
Central Government Securities	-	-
Public Sector/Financial Institutional Bonds	-	-
Portfolio with Mutual Funds	-	-
Others	-	-

Fair value of Investment in Group of Insurance Company is taken as book value on reporting date.

Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and withdrawal rates. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

Significant actuarial assumptions	(Amount in Lacs)	
	As at 31st March, 2023	As at 31st March, 2022
Discount Rate		
- Impact due to increase of 50 basis points	90.33	88.85
- Impact due to decrease of 50 basis points	94.68	93.52
Salary increase		
- Impact due to increase of 50 basis points	94.46	93.38
- Impact due to decrease of 50 basis points	90.51	88.89

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Sensitivity due to mortality are not material & hence impact of change not calculated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

Maturity Profile of Defined Benefit Obligations:

Particulars	(Amount in Lacs)	
	As at 31st March, 2023	As at 31st March, 2022
Less than One Year	21.44	Details not available
One to Three Years	14.23	
Three to Five Years	33.84	
More than Five Years	32.97	

(a) Market risk:

Market risk is the risk that changes in market prices- such as foreign exchange rates, interest rates and equity prices- will affect the Company's income or the value of its holdings of financial instrument. The objective of market risk management is to manage and control market risk exposures within acceptable parameters while optimising the return. The major components of market risk are foreign currency risk, interest rate risk and price risk.

(I) Foreign Currency Risk:

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Company enters into forward contracts to mitigate the foreign currency risk.

The carrying amount of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

Foreign Currency Exposure	(Amount in Lacs)	
	As at 31st March, 2023	As at 31st March, 2022
Assets	5.26	0.54
Liabilities	-	-

Foreign Currency Sensitivity:

The Company is principally exposed to foreign currency risk against USD. Sensitivity of profit or loss arises mainly from USD denominated receivables and payables.

As per management's assessment of reasonable possible changes in the exchange rate of +/- 5% between USD-INR currency pair, sensitivity of profit or loss only on outstanding foreign currency denominated monetary items at the period end is presented below:

USD sensitivity at year end	(Amount in Lacs)	
	As at 31st March, 2023	As at 31st March, 2022
Assets:		
Weakening of INR by 5%	0.26	0.03
Strengthening of INR by 5%	(0.26)	(0.03)

(II) Interest rate risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's main interest rate risk arises from the long term borrowings with fixed rates. The Company's fixed rates borrowings are carried at amortised cost.

(b) Credit risk:

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults. The Company's exposure and wherever appropriate, the credit ratings of its counterparties are continuously monitored and spread amongst various counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved by the management of the Company. Financial instruments that are subject to concentrations of credit risk, principally consist of balance with banks, investments in mutual funds, trade receivables and loans and advances.

None of the financial instruments of the Company result in material concentrations of credit risks.

Balances with banks were not past due or impaired as at the year end. In other financial assets that are not past dues and not impaired, there were no indication of default in repayment as at the year end.

As at 31 March 2023, the Company had 3 customers (31 March 2022: 5 customers) having outstanding more than 5% of total trade receivables that accounted for approximately (31st March 2023: 78.20%, 31st March 2022: 66.48%) of total trade receivables outstanding.

(I) Trade Receivables:

The age analysis of trade receivables as of the balance sheet date have been considered from the due date and disclosed as under:

Particulars	Not Due	(Amount in Lacs)					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
As at 31st March, 2023							
Gross carrying	-	373.99	3.35	7.89	15.19	-	400.42
Loss allowance	-	-	-	-	-	-	-
Net	-	373.99	3.35	7.89	15	-	400.42
As at 31st March, 2022							
Gross carrying	-	67.09	8.11	86.25	-	-	161.45
Loss allowance	-	-	-	-	-	-	-
Net	-	67.09	8.11	86	-	-	161.45

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(c) Liquidity risk:

The Company manages liquidity risk by maintaining sufficient cash and cash equivalents and availability of funding through an adequate amount of committed credit facilities to meet the obligations when due. Management monitors rolling forecasts of liquidity position and cash and cash equivalents on the basis of expected cash flows. In addition, liquidity management also involves projecting cash flows considering level of liquid assets necessary to meet obligations by matching the maturity profiles of financial assets & liabilities and monitoring balance sheet liquidity ratios.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The information included in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Particulars	Less than 1 year	1-3 Years past due	3 Years to 5 Years	5 Years and above
As at 31st March, 2023				
Short term borrowings	53.12	-	-	-
Trade payables	151.87	-	-	-
Other Financial Liabilities	79.19	-	-	-
Total	284.18	-	-	-
As at 31st March, 2022				
Long term borrowings	-	47.40	-	-
Trade payables	175.10	-	-	-
Other Financial Liabilities	64.99	-	-	-
Total	240.09	47.40	-	-

The following table details the Company's expected maturity for its non-derivative financial assets. The information included in the table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets.

Particulars	Less than 1 year	1-3 Years past due	3 Years to 5 Years	5 Years and above	(Amount in Lacs)
					Total
As at 31st March, 2023					
Loans	0.35	1.03	-	-	1.38
Trade and other receivables	377.34	23.08	-	-	400.42
Other bank balances	34.28	-	-	-	34.28
Cash and cash equivalents	33.64	-	-	-	33.64
Other Financials Assets	218.90	-	-	-	218.90
Total	664.51	24.11	-	-	688.62
As at 31st March, 2022					
Loans	-	2.20	-	-	2.20
Trade and other receivables	75.45	86.01	-	-	161.45
Other bank balances	36.46	-	-	-	36.46
Cash and cash equivalents	14.65	-	-	-	14.65
Other Financials Assets	312.13	-	-	-	312.13
Total	438.69	88.21	-	-	527

The Company has access to committed credit facilities as described below, of which were unused at the end of the reporting year. The Company expects to meet its other obligations from operating cash flows and proceeds of maturing financial assets.

Secured bank overdraft facility, reviewed annually and payable at call	(Amount in Lacs)	
	As at 31st March, 2023	As at March 31, 2022
Amount used	53.12	-
Amount unused	171.88	250.00

43 Disclosures on financial instruments

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note no. 2(xviii) to the financial statements.

(a) Financial assets and liabilities:

The following table presents the carrying amounts and fair value of each category of financial assets and liabilities as at March, 2023 and March, 2022.

Particulars	(Amount in Lacs)	
	As at 31st March, 2023	As at 31st March, 2022
I. Financial Assets:		
Measured at fair value through profit or loss (FVTPL)		
Investments in mutual funds	59.17	129.89
Measured at amortised cost		
Trade and other receivables	400.42	161.45
Cash and cash equivalents	33.64	14.65
Other bank balances	34.28	36.46
Loans	1.38	2.20
Other financial assets	218.90	312.13
Total	747.79	656.78

Particulars	(Amount in Lacs)	
	As at 31st March, 2023	As at 31st March, 2022
II. Financial liabilities:		
Measured at amortised cost		
Long term borrowings	-	47.40
Short term borrowings	53.12	-
Trade payables	151.87	175.10
Other financial liabilities	79.19	64.99
Total	284.18	287.49

There has been no transfers between level 1, level 2 and level 3 for the years ended March 31, 2023 and 2022.

The fair value hierarchy of assets as at March 31, 2023 is as follows :

Particulars	FVTPL	Level 1	Level 2	Level 3	(Amount in Lacs)
					Total
As at 31-March-2023					
1. Financial assets measured at fair value					
Unquoted					
Mutual funds	59.17		59.17	-	59.17

Particulars	FVTPL	Level 1	Level 2	Level 3	(Amount in Lacs)
					Total
As at 31-March-2022					
1. Financial assets measured at fair value					
Unquoted					
Mutual funds	129.89		129.89	-	129.89

(b) Financial risk management:

The Company's principal financial liabilities comprises of loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include mutual funds, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The senior management ensures that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Company does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

44 Ageing Schedule

(Amount in Lacs)

A Trade Receivables Ageing

As at 31 March 2023

Particulars	Unbilled receivables	Not due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(2) Trade receivables other than related party								
(i) Considered good – Unsecured								
(a) Undisputed Trade receivables	-	-	373.99	3.35	7.89	15.19	-	400.42
(b) Disputed Trade receivables	-	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts/ Allowance for expected credit loss	-	-	-	-	-	-	-	-
TOTAL	-	-	373.99	3.35	7.89	15.19	-	400.42

(Amount in Lacs)

As at 31 March 2022

Particulars	Unbilled receivables	Not due	Outstanding for following periods from due date of payment					Total
			Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(2) Trade receivables other than Related Party								
(i) Considered good – Unsecured								
(a) Undisputed Trade receivables	-	-	67.09	8.36	60.95	-	25.05	161.45
(b) Disputed Trade receivables	-	-	-	-	-	-	-	-
Less: Allowance for bad and doubtful debts/ Allowance for expected credit loss	-	-	-	-	-	-	-	-
Total	-	-	67.09	8.36	60.95	-	25.05	161.45

B Trade Payables Ageing

(Amount in Lacs)

As at 31 March 2023

Particulars	Unbilled payables	Not due	Outstanding for following periods from due date of payment#				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Dues to Micro and Small							
- Disputed dues	-	-	-	-	-	-	-
- Undisputed dues	-	-	44.42	-	-	-	44.42
	-	-	44.42	-	-	-	44.42
(i) Dues to Others							
- Disputed dues	-	-	-	-	-	-	-
- Undisputed dues	-	-	107.45	-	-	-	107.45
	-	-	107.45	-	-	-	107.45
TOTAL (i + ii)	-	-	151.87	-	-	-	151.87

(Amount in Lacs)

As at 31 March 2022

Particulars	Unbilled payables	Not due	Outstanding for following periods from due date of payment#				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Dues to Micro, Small and Medium Enterprises (MSME)							
- Disputed dues	-	-	-	-	-	-	-
- Undisputed dues	-	-	24.48	-	-	-	24.48
	-	-	24.48	-	-	-	24.48
(i) Dues to Others							
- Disputed dues	-	-	-	-	-	-	-
- Undisputed dues	-	-	149.36	-	-	1.27	150.62
	-	-	149.36	-	-	1.27	150.62
TOTAL (i + ii)	-	-	173.84	-	-	1.27	175.10

SOLITAIRE MACHINE TOOLS LIMITED

Notes to the financial statements

45 Disclosure of Ratios

Particulars	Numerator /Denominator	31-Mar-23	31-Mar-22	%	Reason for variance
		Ratio	Ratio	Variance	
1 Current ratio (Times)	Current assets/Current Liabilities	2.62	3.26	-20%	
2 Debt-equity ratio (Times)	Total Debt */Shareholder's Equity	0.03	0.03	5%	
3 Debt service coverage ratio (Times)	Earnings available for debt service*/Debt Service *	5.17	4.20	23%	
4 Return on equity ratio (%)	Net Profits after taxes / Average Shareholder's Equity	9.69%	6.63%	46%	Business operation during the year led to increase in profit during the year and resulted into higher return on equity ratio
5 Inventory turnover ratio (Times)	Sales / Average Inventory	3.07	2.37	30%	There is Increase in Sales during the period which has led to higher Inventory Turnover Ratio.
6 Trade receivables turnover ratio (Times)	Sales / Average Accounts Receivable	6.65	5.86	13%	
7 Trade payables turnover ratio (Times)	Purchase of Raw Material, Packing Material & Consumables / Average Trade Payables	5.06	5.80	-13%	
8 Net capital turnover ratio (Times)	Sales / Working Capital	2.65	1.34	98%	During the year business have gained higher Sales and have maintained lower average working capital as per business requirements.
9 Net profit ratio (%)	Net Profits after taxes / Revenue	8.54%	7.77%	10%	
10 Return on capital employed (%)	Earning before interest and taxes / Capital Employed *	12.54%	8.46%	48%	Business operation during the year led to Increase in profit during the year and resulted into higher earning before interest and tax against capital employed
11 Return on investment (%)	Net Profit after tax / Total assets	5.05%	5.25%	-4%	

* Total Debts = Long Term Borrowings + Short Term Borrowings

* Earnings available for debt service = Net profit before tax + Depreciation+ Interest Expenses

* Debt Service = Short term borrowing + Current Maturities of Long-Term Debt

* Capital Employed = Total Assets-Current Liabilities

SOLITAIRE MACHINE TOOLS LIMITED

Notes to the financial statements

46 Capital Management

The primary objective of the company's capital management is to maximise the shareholder value. Capital includes issued equity capital and all other equity reserves, attributable to the equity shareholders, for the purpose of the Company's capital management. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and requirements. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares to maintain or adjust the capital structure. The Company monitors capital using debt equity ratio, which is borrowings divided by equity.

(Amount in Lacs)

Particulars	March 31, 2023	March 31, 2022
Borrowings	53.12	47.40
Equity Share Capital	454.22	454.22
Reserves and Surplus	1,247.74	1,136.83
Equity	1,701.96	1,591.05
Debt Equity Ratio	0.03:1	0.03:1

47 Distributions made and Proposed

(Amount in Lacs)

Particulars	March 31, 2023	March 31, 2022
Cash dividend on equity shares declared:		
Final Dividend	54.51	45.42
Final Dividend during the current year for previous financial year: ₹1.2 per share (2022: ₹ 1 per share for earlier financial year)		
Proposed Dividend on Equity Shares	68.13	54.51
Final proposed Dividend for current financial year: ₹ 1.5 per share (2022: ₹ 1.2 per share)		

48 Details of charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period

Charge Holder name- Description of charge	Location of Registration	date of Creation/Modification	satisfaction of charge due date	Reason for delay
UTI Bank (Now merged with AXIS Bank)- Charge Amounting Rs. 1,61,00,000/-	ROC-Ahmedabad	25-08-2004	-	UTI Bank has been converted to Axis Bank. Axis Bank has created charges and same have been satisfied. Axis Bank have given no Due Certificate to Company, but Axis bank has failed to clear the old charges of UTI Bank.

49 Further, some balances of Trade and other receivables, Trade and other payables and Loans are subject to confirmation/reconciliation. Adjustments, if any, will be accounted for on confirmation/reconciliation of the same, which will not have a material impact.

50 The Company's operations falls under single segment namely "Manufacturing of Precision Centerless Grinders", taking into account the risks and returns, the organization structure and the internal reporting systems.

51 The company has not carried out any transactions with the struck off companies during the year.

52 Previous year's figures have been regrouped, wherever necessary, to confirm to current year's classification.

53 Approval of financial statements

The financial statements were approved for issue by the Board of Directors on May 20, 2023.

As per our report of even date attached

For, K C MEHTA & CO LLP
Chartered Accountants

Sd/-

Neela Shah
Partner
Membership No. 045027

Place : Vadodara
Date : 20/05/2023

For and on behalf of the Board

Sd/-
Ashok J Sheth
Chairman & Managing Director
DIN: 00174006

Sd/-

Raman Prajapat
Company Secretary
PAN: DCQPP9869H

Sd/-

Hemandra J Badani
Vice Chairman & Chief Financial Officer
DIN: 00143330

Company Events

Children's Day Celebration & Drawing Competition



Employees Get – together-Dinner



Rangoli Competition



Participation in IMTEX 2023 – SMT Team



SOLITAIRE MACHINE TOOLS LIMITED

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Industrial Estate, Gorwa,
Vadodara – 390016, Gujarat,
India.

Email Id-
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