

**July 02, 2024**

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

**Sub: Declaration of Voting Results of 32<sup>nd</sup> Annual General Meeting of the Company and Consolidate Scrutinizer's Report.**

**Ref: Scrip Code: 522152 | Scrip Name: SOLIMAC**

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Dear Sir/Madam

With reference to the captioned subject and in accordance with the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of Voting Results of the businesses transacted at the 32<sup>nd</sup> Annual General Meeting of the Company held on Saturday, June 29, 2024.

Further, we have also enclosed herewith Consolidated scrutinizer's report on the remote e-voting and e-voting during the AGM carried out by the Company.

We request you to kindly take the same on record.

Thanking you,  
Yours faithfully,

**For Solitaire Machine Tools limited**

KRISHNA  
TEJASHKUMAR  
NAIK  
Digitally signed by KRISHNA  
TEJASHKUMAR NAIK  
Date: 2024.07.02 09:50:15  
+05'30'

**Krishna Naik**

Company Secretary & Compliance Officer  
ACS - A63875

Encl.: A/a.

Solitaire Machine Tools Limited - Voting Results								
Date of the AGM		29th June, 2024						
Total number of shareholders on record date (22nd June, 2024)		4619						
No. of shareholders present in the meeting either in person or through proxy:		Not Applicable						
Promoters and Promoter Group		10						
Public		17						
<b>Resolution Required : (Ordinary)</b>		<b>1 - Adoption of Financial Statements: To Receive, consider and adopt the Audited Standalone Financial Statements for the year ended March 31, 2024 and Report of the Board of Directors and Auditors thereon.</b>						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	2055281	2043471	99.43	2043471	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2043471</b>	<b>99.43</b>	<b>2043471</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
Public Non Institutions	E-Voting	2486895	7263	0.29	7263	0	100.00	0.00
	Poll		213259	8.58	213259	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>220522</b>	<b>8.87</b>	<b>220522</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total</b>		<b>4542176</b>	<b>2263993</b>	<b>49.84</b>	<b>2263993</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

SOLITAIRE MACHINE TOOLS LIMITED - CIN No. L28932GJ1967PLC143293

Regd. Office & Plant II: A-24/25, Krishna Industrial Estate, Near B.I.D.C., Gorwa, Vadodara – 390 016, Gujarat, India.

Plant I : 292, Dharamsinh Desai Marg, Chhani Road, Vadodara-390 024, Gujarat, India.

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Date of the AGM		29th June, 2024						
Total number of shareholders on record date (22nd June, 2024)		4619						
No. of shareholders present in the meeting either in person or through proxy:		Not Applicable						
Promoters and Promoter Group		10						
Public		17						
<b>Resolution Required : (Ordinary)</b>		<b>2 - Appointment of director in place of those retiring by rotation: To appoint a Director in place of Mr. Harsh Hemandra Badani (DIN - 02282965), who retires by rotation and being eligible, offers himself for re-appointment.</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		<b>No</b>						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	2055281	2043471	99.43	2043471	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2043471</b>	<b>99.43</b>	<b>2043471</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
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	<b>Total</b>		<b>220522</b>	<b>8.87</b>	<b>220522</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>4542176</b>	<b>2263993</b>	<b>49.84</b>	<b>2263993</b>	<b>0</b>	<b>100</b>	<b>0</b>

**SOLITAIRE MACHINE TOOLS LIMITED - CIN No. L28932GJ1967PLC143293**

Regd. Office & Plant II: A-24/25, Krishna Industrial Estate, Near B.I.D.C., Gorwa, Vadodara – 390 016, Gujarat, India.

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Solitaire Machine Tools Limited - Voting Results								
Date of the AGM			29th June, 2024					
Total number of shareholders on record date (22nd June, 2024)			4619					
No. of shareholders present in the meeting either in person or through proxy:			Not Applicable					
Promoters and Promoter Group			10					
Public			17					
<b>Resolution Required : (Ordinary)</b>			<b>3 - Declaration of Dividend: To approve and declare dividend recommended by the Board for the Financial Year ended 31st march, 2024.</b>					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	2055281	2043471	99.43	2043471	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2043471</b>	<b>99.43</b>	<b>2043471</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
Public Non Institutions	E-Voting	2486895	7263	0.29	7263	0	100.00	0.00
	Poll		213259	8.58	213259	0	100.00	0.00
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	<b>Total</b>		<b>220522</b>	<b>8.87</b>	<b>220522</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
<b>Total</b>		<b>4542176</b>	<b>2263993</b>	<b>49.84</b>	<b>2263993</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

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Total number of shareholders on record date (22nd June, 2024)		4619						
No. of shareholders present in the meeting either in person or through proxy:		Not Applicable						
Promoters and Promoter Group		10						
Public		17						
Resolution Required : (Special)		4 - Reappointment of Mr. Bharatbhai Vadilal Shah (DIN - 08392598) as Independent Director						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
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	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>2043471</b>	<b>99.43</b>	<b>2043471</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
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	Poll		213259	8.58	213259	0	100.00	0.00
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	<b>Total</b>		<b>220522</b>	<b>8.87</b>	<b>220522</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
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Promoters and Promoter Group		10						
Public		17						
Resolution Required : (Special)		5 - Reappointment of Ms. Kesha Nimit Tanna (DIN - 08439863) as Independent Director						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	2055281	2043471	99.43	2043471	0	100.00	0.00
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	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
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No. of shareholders present in the meeting either in person or through proxy:			Not Applicable					
Promoters and Promoter Group			10					
Public			17					
Resolution Required : (Special)			6 - Reappointment of Ms. Nishita Gulabsingh Rajput (DIN - 08392556) as Independent Director					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
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Public Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
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<b>Total</b>		<b>4542176</b>	<b>2263993</b>	<b>49.84</b>	<b>2263993</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

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**CONSOLIDATED REPORT OF SCRUTINIZER**  
[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies  
(Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing  
Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Chairman,  
32<sup>nd</sup> Annual General Meeting (AGM) of the Equity Shareholders of  
Solitaire Machine Tools Limited  
(CIN: L28932GJ1967PLC143293)  
A-24/ 25, Krishna Industrial Estate,  
Gorwa, Vadodara – 390016,  
Gujarat, India

Dear Sir,

1. I, Hemang Mehta, Proprietor of H. M. Mehta & Associates, Practicing Company Secretaries, having office at 811-812, Vihav Supremus, Near Iscon Heights, Gotri, Vadodara-390021, Gujarat, India, was appointed as a Scrutinizer by the Board of Directors of Solitaire Machine Tools Limited ("**the Company**") under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) for the purpose of scrutinizing the process of remote e-voting and e-voting during 32<sup>nd</sup> Annual General Meeting of its Equity Shareholders ("**the AGM**") as contained in the notice dated 25<sup>th</sup> May, 2024 ("**Notice**") issued in accordance with the applicable circulars issued by both MCA and SEBI ("**MCA and SEBI Circulars**") calling the AGM through Video Conferencing (VC) / Other Audio Visual Means (OAVM) facility. The AGM was convened on **Saturday, 29<sup>th</sup> June, 2024** at 11:00 A.M. (IST) through VC.
2. The management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and Rules made thereunder; (ii) MCA and SEBI Circulars and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR**") relating to voting through electronic means on the resolutions contained in the Notice of the AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting and e-voting is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions set forth in the Notice of the AGM based on reports generated from the e-voting system provided by InstaVOTE – Link Intime India Private Limited, being the authorized agency engaged in by the Company for the AGM.



**3. Further to above, I submit my report as under:**

3.1 The Company had sent Notice dated 25<sup>th</sup> May, 2024 convening the AGM along with Statement setting out material facts under Section 102 of the Companies Act, 2013 and Annual Report 2023-24 by electronic means i.e., on the registered e-mail IDs of the Shareholders on 07<sup>th</sup> June, 2024, to those members whose names appeared in the Register of Members / List of Beneficiaries as on 04<sup>th</sup> June, 2024 (being cut-off-date for sending annual report to the shareholders).

As per the provisions of the Companies Act, 2013, the numbers of votes cast in respect of each resolution have been counted according to the numbers of shares held by the concerned shareholders. One share held equal to one vote.

3.2 The Company arranged for remote e-voting facility provided by InstaVOTE – Link Intime India Private Limited, for conducting remote e-voting by the Shareholders of the Company on the AGM Resolutions. The Company has also provided e-voting facility as provided by InstaVOTE – Link Intime India Private Limited, to the Shareholders during the AGM to vote on the Resolutions set out in the Notice of the AGM, if they had not cast their vote earlier through remote e-voting.

3.3. The above Notice was also placed on the website of the Company ([www.smtgrinders.com](http://www.smtgrinders.com)) forthwith after it was sent to the members.

3.4. The notice clearly indicated the process and manner for voting by electronic means and the time schedule of voting from Wednesday, 26<sup>th</sup> June, 2024 (09:00 a.m.) to Friday, 28<sup>th</sup> June, 2024 (05:00 p.m.) during which the votes could be cast and also provided the login ID and created facility for generating password and casting of vote in a secured manner.

3.5. As prescribed in the aforesaid Rules and MCA and SEBI Circulars, the Company has also published an advertisement after dispatch of Notice of the AGM and Annual Report 2023-24 in e-mode in nationwide daily newspaper in “Financial Express” (English language) and in “Financial Express” (Gujarati language) newspapers on 07<sup>th</sup> June, 2024 and it carried the required information as specified in the said Rules / MCA and SEBI Circulars.

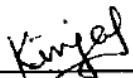
3.6. The remote e-voting remained open for a period of 3 (three) days i.e., from Wednesday, 26<sup>th</sup> June, 2024 (09:00 a.m.) to Friday, 28<sup>th</sup> June, 2024 (05:00 p.m.) and the aforesaid remote e-voting period was completed one day prior to the date of the AGM which was held on Saturday, 29<sup>th</sup> June, 2024.

3.7. The Equity Shareholders holding shares as on the “cut-off-date” i.e., Saturday, 22<sup>nd</sup> June, 2024 were entitled to vote on the proposed resolutions (Item Nos. 01 to 06) as set out in the Notice of the AGM of the Company either through remote e-voting or through e-voting during the AGM.

3.8. The attendance of Twenty-Seven (27) members was registered who attended the AGM through VC/OAVM as per the MCA Circulars.

3.9. After completion of e-voting during the AGM, the data of e-voting was diligently scrutinized. Thereafter, data of e-voting were reconciled with the records maintained by the Link Intime India Private Limited, Mumbai, Registrar and Share Transfer Agent of the Company and the Authorizations lodged with the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting during AGM.

- 3.10. Thereafter, the votes cast through remote e-voting as well as e-voting at AGM were unblocked after completion of e-voting during the AGM in the presence of two witnesses, (1) Mrs. Kinjal Thakur, resident of C-401, Stonegate, Opposite Sangani Skyz, Near Priya Talkies, Vasna Bhayli Road, Vadodara-391410, Gujarat, India and (2) Ms. Harita Patel, resident of B-27, Ohm Housing Society, opposite Gokul Party plot, Gotri-Vasna Road, Vadodara – 390021, Gujarat, India, who are not in the employment of the Company. They have signed below mentioned confirmation of the votes being unblocked in their presence.

  
Kinjal Thakur  
(Witness no. 1)

  
Harita Patel  
(Witness no. 2)

- 3.11. Thereafter, the details containing, inter alia, list of equity shareholders, who voted “for”, “against” each of the resolutions that were put to vote, were generated from the remote e-voting website of InstaVOTE – Link Intime India Private Limited i.e., <https://instavote.linkintime.co.in/>

The remote e-voting data was scrutinized by the undersigned for verification of the votes cast in favour of or against the resolutions.

4. Based on the Reports generated from the e-voting website of Link Intime India Private Limited at the AGM of the Company, I hereby submit my Consolidated Report on the result of the remote e-voting together with that of e-voting during the AGM in respect of the said Resolutions as under:

**ORDINARY BUSINESS:**

**Resolution No. 1 – As an Ordinary Resolution:**

To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2024 together with Board's Report and Auditors' Report thereon.

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Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	20,50,734	20,50,734	100%	NIL	NIL
E-voting during AGM	2,13,259	2,13,259	100%	NIL	NIL
<b>Total voting</b>	<b>22,63,993</b>	<b>22,63,993</b>	<b>100%</b>	<b>NIL</b>	<b>NIL</b>

**Resolution No. 2 – As an Ordinary Resolution:**

To appoint a director in place of Mr. Harsh Hemandra Badani (DIN - 02282965), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	20,50,734	20,50,734	100%	NIL	NIL
E-voting during AGM	2,13,259	2,13,259	100%	NIL	NIL
<b>Total voting</b>	<b>22,63,993</b>	<b>22,63,993</b>	<b>100%</b>	<b>NIL</b>	<b>NIL</b>

**Resolution No. 3 – As an Ordinary Resolution:**

To approve and declare dividend recommended by the Board for the Financial Year ended 31<sup>st</sup> March, 2024.

Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	20,50,734	20,50,734	100%	NIL	NIL
E-voting during AGM	2,13,259	2,13,259	100%	NIL	NIL
<b>Total voting</b>	<b>22,63,993</b>	<b>22,63,993</b>	<b>100%</b>	<b>NIL</b>	<b>NIL</b>

**SPECIAL BUSINESS:**

**Resolution No. 4 – As a Special Resolution:**

Reappointment of Mr. Bharatbhai Vadilal Shah (DIN - 08392598) as Independent Director.

Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	20,50,734	20,50,734	100%	NIL	NIL
E-voting during AGM	2,13,259	2,13,259	100%	NIL	NIL
<b>Total voting</b>	<b>22,63,993</b>	<b>22,63,993</b>	<b>100%</b>	<b>NIL</b>	<b>NIL</b>

**Resolution No. 5 – As a Special Resolution:**

**Reappointment of Ms. Kesha Nimit Tanna (DIN - 08439863) as Independent Director.**

Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	20,50,734	20,50,734	100%	NIL	NIL
E-voting during AGM	2,13,259	2,13,259	100%	NIL	NIL
<b>Total voting</b>	<b>22,63,993</b>	<b>22,63,993</b>	<b>100%</b>	<b>NIL</b>	<b>NIL</b>

**Resolution No. 6 – As a Special Resolution:**

**Reappointment of Ms. Nishita Gulabsingh Rajput (DIN - 08392556) as Independent Director.**

Particulars of mode of voting	Total number of valid votes cast	Votes in favour of the resolution		Votes against the resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	20,50,734	20,50,734	100%	NIL	NIL
E-voting during AGM	2,13,259	2,13,259	100%	NIL	NIL
<b>Total voting</b>	<b>22,63,993</b>	<b>22,63,993</b>	<b>100%</b>	<b>NIL</b>	<b>NIL</b>

- The above-mentioned resolutions are deemed to have been passed with requisite majority.
- The register and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I, shall hand over the register and all other related papers to the Company Secretary.

Thanking you,  
 Yours sincerely,

**For H. M. Mehta & Associates**  
**Company Secretaries**

**HEMANG MEHTA**  
**G**  
**MEHTA**

**Hemang Mehta**  
**Proprietor**  
**C. P. No.: 2554**  
**FCS No.: F4965**  
**UDIN: F004965F000644252**

**Place: Vadodara**  
**Date: 01.07.2024**

**Countersigned by:**  
**For Solitaire Machine Tools Limited**

**Ashok Jivrajbhai Sheth**  
**Ashok J. Sheth**  
**Chairman**

Digitally signed by  
 Ashok Jivrajbhai  
 Sheth  
 Date: 2024.07.02  
 09:43:18 +05'30'