

Chandni Machines Limited

Regd. Office: 108/109.T.V.Industrial Estate, 52 S. K. Ahire Marg, Worli, Mumbai – 400 030.India
Tele : ++91-9820150865 Email :- jrgroup@jrmehta.com, sales@cteil.com
CIN : L74999MH2016PLC279940

Date: 28th June, 2024

**To
The Listing Manager,
Listing Department
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001**

**Scrip Code: 542627
Scrip Id: CHANDNIMACH**

Sub:Disclosure of Voting Results along with Scrutinizer's Report of the Extra Ordinary General Meeting (EOGM) pursuant to Regulation - 44 (3) of SEBI (Listing Obligations and Disclosure Requirement Regulations, 2015.

This to inform you that Extra Ordinary General Meeting of the Members of the Company held on Thursday, 27th June, 2024 through Video Conferencing (VC) or Other Audio Visual Means (OAVM) as per the relaxation given by Ministry of Corporate Affairs vide Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020; 33/2020 dated September 28, 2020; 39/2020 dated December 31, 2020; 10/2021 dated June 23, 2021; 20/2021 dated December 08, 2021; 3/2022 dated May 5, 2022; 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SBEI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/CFD/CMD/PoD2/P/CIR/2023/4 dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 (referred to as the "SEBI Circular")

In this regard please find enclosed the following:

- 1. Voting Results as required under Regulation - 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015;**
- 2. Report of Scrutinizer pursuant to Regulation- 108 of the Companies Act, 2013 and Rule- 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014.**

Kindly take the same on the record.

For Chandni Machines Limited

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**Jayesh R Mehta
Chairman & Managing Director
DIN: 00193029**



Chandni Machines Limited

(FORMERLY KNOWN AS CHANDNI MACHINES PRIVATE LIMITED)

Regd. Office: 108/109, T.V. Industrial Estate, 52 S. K. Ahire Marg, Worli, Mumbai – 400 030, India

TeleFax No : 022-24950328 Email :- jgroup@jmehta.com, sales@cml.net.in

CIN : L74999MH2016PLC279940

VOTING RESULTS- EXTRA ORDINARY GENERAL MEETING OF CHANDNI MACHINES LIMITED

[Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015]

| | |
|--|------------|
| Record date | 20/06/2024 |
| Total number of shareholders on record date 20 th June, 2024 | 4011 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | 0 |
| b) Public | 0 |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | 4 |
| b) Public | 30 |

| Resolution required: (Ordinary/ Special) | | Resolution (1) | | Special Resolution | | | | |
|---|---|------------------------|-------------------------|--|------------------------------|----------------------------|--|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | Description of resolution considered | NO | | | | | | |
| | To give loans, inter corporate deposits, give guarantees in connection with loans made by any person or body corporate and acquire by way of subscription, purchase or otherwise the securities of any other body corporate in excess of the limits prescribed in Section 186 of the Companies Act, 2013. | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100" |
| Promoter and Promoter Group | E-Voting | 150068 | 150068 | 100.00 | 1500685 | 0 | 100.00 | 0.00 |
| | Poll | 5 | 5 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if | | | 0.00 | 0 | 0 | 0.00 | 0.00 |

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| | | | | | | | | |
|---|---------------------------------|---------|---------|--------|---------|---|--------|---------------|
| Promoter and Promoter Group | E-Voting | 1500685 | 1500685 | 100.00 | 1500685 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable e) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1500685 | 1500685 | 100.00 | 1500685 | 0 | 100.00 | 0.00 |
| | E-Voting | 80 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Institutions | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable e) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 80 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | E-Voting | 1726668 | 244182 | 14.14 | 244180 | 2 | 100.00 | 0.00 |
| | Poll | | 4 | 0.00 | 4 | 0 | 0.00 | 0.00 |
| Public-Non Institutions | Postal Ballot (if applicable e) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1726668 | 244186 | 14.14 | 244184 | 2 | 100.00 | 0.00 |
| | Total | 3227433 | 1744871 | 54.06 | 1744869 | 2 | 100.00 | 0.00 |
| Whether resolution is Pass or Not. | | | | | | | | Passed |

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Resolution (2)

| Resolution required: (Ordinary/ Special) | | Special Resolution | | | | | | |
|---|-------------------------------|--|-------------------------|--|------------------------------|----------------------------|--|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | NO | | | | | | |
| Description of resolution considered | | Approval of providing loans, guarantee or securities in connection with any loan taken by any person in whom any Director of the Company is interested pursuant to Section 185 of the Companies Act, 2013. | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100" |
| Promoter and Promoter Group | E-Voting | 1500685 | 110342 | 7.35 | 110342 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 1500685 | 110342 | 7.35 | 110342 | 0 | 100.00 | 0.00 |
| Public- Institutions | E-Voting | 80 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 80 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public- Non Institutions | E-Voting | 1726668 | 244182 | 14.14 | 244179 | 3 | 100.00 | 0.00 |
| | Poll | | 4 | 0.00 | 4 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1726668 | 244186 | 12.75 | 244183 | 3 | 100.00 | 0.00 |
| | Total | 3227433 | 354528 | 10.98 | 354525 | 3 | 100.00 | 0.00 |

Whether resolution is Pass or Not.

Passed

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Resolution (3)

| Resolution required: (Ordinary/ Special) | | Ordinary Resolution | | | | | | |
|---|-------------------------------|--|-------------------------|--|------------------------------|----------------------------|--|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | YES | | | | | | |
| Description of resolution considered | | Approval of Material Related party Transactio. | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100" |
| Promoter and Promoter Group | E-Voting | 1500685 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 1500685 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public- Institutions | E-Voting | 80 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 80 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public- Non Institutions | E-Voting | 1726668 | 153949 | 8.92 | 153947 | 2 | 100.00 | 0.00 |
| | Poll | | 4 | 0.00 | 4 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 1726668 | 153953 | 8.92 | 153951 | 2 | 100.00 | 0.00 |
| | Total | 3227433 | 153953 | 4.77 | 153951 | 2 | 100.00 | 0.00 |
| Whether resolution is Pass or Not. | | Passed | | | | | | |

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SPKG & CO. LLP

Chartered Accountants

LLPIN: AAK-1705



SCRUTINIZER' REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of the Extra Ordinary General Meeting of the Equity Shareholders of Chandni Machines Limited held on Thursday, 27th June 2024 at 03:00 PM held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") as conducted in accordance with Ministry of Corporate Affairs Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, General Circular No.02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022, and 09/2023 dated September 25, 2023 (collectively referred to as "MCA Circulars") and Circular numbers SEBI/HO/CFD/CMDI/CIR/P/2020/79, dated. May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/H-0/CFD/ PoD-2/P /CIR/2023/4 dated January 5, 2023, issued by the Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "the Circulars"), other applicable circulars issued by the Securities and Exchange Board of India (SEBI) permitted to hold the Extra Ordinary General Meeting ("EOGM") through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the "Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Sub: Scrutinizer's report on e-voting conducted pursuant to provisions of Section 108 & Section 109 of the Companies Act, 2013 ("the Act") read with Rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014 as amended.

Dear Sir,

1. I, Ashutosh Somani, Practicing Chartered Accountant, Partner of M/s. S P K G & Co., LLP has been appointed as the Scrutinizer by the Board of Directors of Chandni Machines Limited (the company), for the purpose of:

(i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) and,

2. As required under Sections 101 and 108 of the Act, a Notice dated May 29, 2024, along with an Explanatory Statement under Section 102 of the Act was sent to the shareholders in respect of the Extra Ordinary General Meeting of the Company. The shareholders holding shares as on cut-off (record date) i.e. 20th June 2024 were entitled to vote on the proposed resolutions on Item No. 1 to Item No. 3 as set out in the Notice of the Extra Ordinary General Meeting of The Company.

3. The Company had availed the remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by shareholders of the Company. The remote e-voting period commenced on Monday i.e. 24th June 2024 at 09:00 A.M. and ended on Wednesday, 26th June 2024 at 05:00 P.M.

4. At the EOGM of the Company held on Thursday, 27th June 2024 at 03:00 PM through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), the Company also provided e-voting facility to the

REGISTERED ADDRESS: 205, DRUG HOUSE,
PLOT- 54B, V A PATEL MARG, GRANT ROAD
MUMBAI, MAHARASHTRA - 400 007

BRANCH ADDRESS: OFFICE NO: 317, 3RD
FLOOR, V-MALL, THAKUR COMPLEX,
KANDIVALI EAST, MUMBAI,
MAHARASHTRA, 400011

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Email: ashutosh.somani@spkg.co.in





shareholders present at the EOGM through VC/OAVM and who had not cast their vote earlier through remote e-voting.

5. After the closure of the votes cast under the remote e-voting facility and e-voting during the EOGM, the said e-voting facilities were blocked.

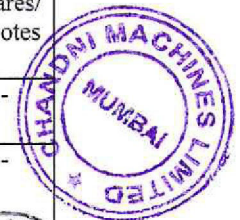
I have scrutinized and reviewed the votes tendered through remote e-voting.

Resolution 1: Special Resolution: To give loans, Inter-corporate deposits, give guarantees in connection with loans made by any person or body corporate and acquire by way of subscription, purchase or otherwise the securities of any other body corporate in excess of the limits prescribed in section 186 of the companies act, 2013.;

| Manner of Voting | In Favour of Resolution | | | Against the Resolution | | | Invalid/ Abstain/ Rejected Votes | |
|----------------------|-------------------------|------------------------|--------------------------------|------------------------|-------------------------|--------------------------------|----------------------------------|------------------------|
| | No. of Shareholders | No. of Shares/ e-votes | % of Shares / e-votes received | No. of Shareholders | No. of Shares / e-votes | % of Shares / e-votes received | No. of Shareholders | No. of Shares/ e-votes |
| Remote e-vote | 43 | 17,44,865 | 99.9997 | 1 | 2 | 0.0001 | - | - |
| E-voting at the EOGM | 4 | 4 | 0.0002 | - | - | - | - | - |
| Total | 47 | 17,44,869 | 99.9999 | 1 | 2 | 0.0001 | - | - |

Resolution 2: Special Resolution: Approval of providing loans, guarantees or securities in connection with any loan taken by any person in whom any director of the company is interested pursuant to section 185 of the Companies Act, 2013.;

| Manner of Voting | In Favour of Resolution | | | Against the Resolution | | | Invalid/ Abstain/ Rejected Votes | |
|----------------------|-------------------------|------------------------|--------------------------------|------------------------|-------------------------|--------------------------------|----------------------------------|------------------------|
| | No. of Shareholders | No. of Shares/ e-votes | % of Shares / e-votes received | No. of Shareholders | No. of Shares / e-votes | % of Shares / e-votes received | No. of Shareholders | No. of Shares/ e-votes |
| Remote e-vote | 39 | 3,54,521 | 99.9980 | 2 | 3 | 0.0008 | - | - |
| E-voting at the EOGM | 4 | 4 | 0.0012 | - | - | - | - | - |
| Total | 43 | 3,54,525 | 99.9992 | 2 | 3 | 0.0008 | - | - |



**Resolution 3: Ordinary Resolution: Approval of Material Related party Transaction*;**

| Manner of Voting | In Favour of Resolution | | | Against the Resolution | | | Invalid/ Abstain/ Rejected Votes | |
|----------------------|-------------------------|------------------------|--------------------------------|------------------------|-------------------------|--------------------------------|----------------------------------|------------------------|
| | No. of Share holders | No. of Shares/ e-votes | % of Shares / e-votes received | No. of Share holders | No. of Shares / e-votes | % of Shares / e-votes received | No. of Share holders | No. of Shares/ e-votes |
| Remote e-voting | 36 | 1,53,947 | 99.9961 | 1 | 2 | 0.0013 | - | - |
| E-voting at the EOGM | 4 | 4 | 0.0026 | - | - | - | - | - |
| Total | 40 | 1,53,951 | 99.9987 | 1 | 2 | 0.0013 | - | - |

*Note: Since the Promoters are interested in the resolution, the votes of the Promoters are not taken into consideration for this resolution.

6. All the Resolutions mentioned in the EOGM Notice as per the details given above stand passed under Remote e-voting with the requisite majority and deemed to be passed as on the date of EOGM.

7. All the relevant records to e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preservation and safety.

For S P K G & Co LLP
Chartered Accountant
ICAI FRN W100235



CA Ashutosh Somani
(Partner)

Membership No. 178942
Place: Mumbai
Date: June 28, 2024
ICAI UDIN: 24178942BKCSHN1016

For Chandni Machines Limited



Mr. Jayesh Ramniklal Mehta
(Chairman of the EOGM)
DIN: 00193029

Place: Mumbai
Date: June 28, 2024