

AARTECH SOLONICS LIMITED

An ISO 9001 : 2015 Certified Company



Date: 20/06/2023

**To,
The Listing Department,
BSE Limited,
PJ Towers, Dalal Street,
Mumbai - 400 001**

Dear Sir/Mam,

Subject: Submission of Proceedings of the Postal Ballot

Ref.: BSE Symbol: AARTECH BSE Script Code: 542580

Pursuant to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we hereby submit the Proceedings of the Postal Ballot.

You are requested to kindly take this information on records.

Thanking You

For Aartech Solonics Limited



**K R Tanuj Reddy
Company Secretary and Compliance Officer**

Encl: as above

REGD. OFFICE : "ASHIRWAD", E-2/57, Arera Colony, Bhopal-462016 Tel. : 91-755-4276335, 2463593 Mob. : 9993091168, 9993091167
e-mail : info@aartechsolonics.com; fa@aartechsolonics.com; compliance@aartechsolonics.com

MANDIDEEP UNIT : 35-A/36, Sector-B, Industrial Area, Mandideep Dist. Raisen-462 046 Tel. : 91-7480-233020 Mob. : 9993091168, 9993091167

All Correspondence should be addressed to Regd. Office at Bhopal

CIN-L31200MP1982PLC002030

PROCEEDINGS OF THE RESOLUTIONS PASSED THROUGH POSTAL BALLOT/ E-VOTING BY THE SHAREHOLDERS OF AARTECH SOLONICS LIMITED ON MONDAY, JUNE 19, 2023

The Company, at the Board Meeting held on Thursday, 11th May, 2023, decided to obtain consent of the members through Postal Ballot under Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following matters:

- Item No. 1 - Continuation of directorship of Mr. Anil Anant Raje (DIN: 01658167), as Non-executive Director of the Company.**
- Item No. 2 - Appointment of Ms. Supriya Sunil Chitre (DIN: 09237218), as Non-executive, Independent Director of the Company.**
- Item No. 3 - Re-appointment of Mr. Pradeep Vasant Narkhede as the Chief Financial Officer (CFO) of the Company for a period of 5 (Five) years.**

In compliance with the requirements of Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**"), and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for inter-alia conducting postal ballot through e-voting vide MCA General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021, the General Circular No. 20/2021 dated December 08, 2021 and Circular No. 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "**MCA Circulars**") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modification or re-enactment thereof for the time being in force and pursuant to provisions laid down in Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**ICDR Regulations**"), that the resolution appended below to be passed by the members of the Company through postal ballot by remote e-voting process ("**E-voting**") only.

The Postal Ballot Notice dated Friday, 19th May, 2023 was sent to Members of the Company, whose names appeared in the Register of Members/ List of Beneficial Owners as received from Depositories i.e., National Securities Depository Limited ("**NSDL**") / Central Depository Services (India) Limited ("**CDSL**") as on Friday, 12th May, 2023 (Cut-off date) through email on May 19, 2023 to those members who have registered their email IDs with the company/ Depository along with the details of Login ID and Password to the members/ shareholders who have registered their email IDs with depositories or with the company. Those shareholders who had not registered their email address were requested to get their email addresses submitted, by sending an email to the Company's Share Transfer Agent at <https://ivote.bigshareonline.com>. Member(s) may also intimate the same to the Company by writing an email at compliance@aartechsolonics.com.

Pursuant to Section 110 of the Companies Act, 2013 and the Rules made thereunder, the Company had provided remote e-voting facility only. The company had engaged the services of Bigshare Services Private Limited to provide remote e-voting facility to the Members of the company through remote e-voting platform.

The e-voting period commenced on Sunday, May 21, 2023 at 09:00 A.M. and ended on Monday, June 19, 2023 at 05:00 P.M. The Members were requested to cast their votes electronically upto 05:00 P.M. on Monday, June 19, 2023.

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The Board of Directors at their meeting held on Thursday, June 11, 2023 appointed CS Avadhesh Parashar, Partner of M/s APVN & Associates, Practicing Company Secretary (FCS: 11543, COP No.: 9067), as a Scrutinizer to scrutinize the votes casted by Members and for conducting Postal Ballot in a fair and transparent manner.

The scrutinizer carried out the scrutiny of votes casted electronically upto 05:00 P.M. on Monday, June 19, 2023 and he submitted his report dated Tuesday, June 20, 2023.

Summary of the Result of Postal Ballot/ E-voting as per Scrutinizer's Report dated June 20, 2023:

| Sr. No. | Resolutions | No. of Votes Polled | No. of Votes in Favour | % of Votes in Favour | No. of Votes Against | % of Votes Against | No. of Invalid Votes |
|---------|---|---------------------|------------------------|----------------------|----------------------|--------------------|----------------------|
| 1. | Continuation of directorship of Mr. Anil Anant Raje (DIN: 01658167), as Non-executive Director of the Company. | 5578833 | 5578833 | 100% | 0 | 0.00% | 0 |
| 2. | Appointment of Ms. Supriya Sunil Chitre (DIN: 09237218), as Non-executive, Independent Director of the Company. | 5578833 | 5578833 | 100% | 0 | 0.00% | 0 |
| 3. | Re-appointment of Mr. Pradeep Vasant Narkhede as the Chief Financial Officer (CFO) of the Company for a period of 5 (Five) years. | 5578833 | 5578833 | 100% | 0 | 0.00% | 0 |

On the basis of Scrutinizer's Report, Mr. Amit Anil Raje (DIN: 00282385), Chairman & Managing Director declared the result of E-voting on June 20, 2023. The resolutions as mentioned on the Postal Ballot Notice dated Friday, May 19, 2023, was duly passed with the requisite majority on June 19, 2023.

The Certified True Copy of the resolution passed is attached.

Place: Bhopal
Date: 20th June, 2023



K R Tanuj Reddy
Company Secretary & Compliance Officer

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CERTIFIED TRUE COPY OF SPECIAL RESOLUTION PASSED THROUGH POSTAL BALLOT ON MONDAY, JUNE 19, 2023 THROUGH REQUISITE MAJORITY BY THE MEMBERS OF AARTECH SOLONICS LIMITED HAVING ITS REGISTERED OFFICE AT E-2/57, ASHIRVAD ARERA COLONY BHOPAL- 462016, MADHYA PRADESH, INDIA

1. To approve continuation of directorship of Mr. Anil Anant Rajee (DIN: 01658167), as Non-Executive Director of the Company.

“RESOLVED THAT pursuant to the provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and other applicable provisions of the Companies Act, 2013, as amended, and relevant rules made there under, including any statutory modification(s) or re-enactment thereof, for the time being in force the consent of the members be and is hereby accorded, for continuation of Mr. Anil Anant Rajee (DIN: 01658167), who has already attained the age of 75 years, to continue as Non-Executive Director on the Board of the Company who is liable to retire by rotation, on the existing terms and conditions.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company be and are hereby authorized jointly and severally to do all such acts, deeds and things as may be necessary and expedient to give effect to the above resolution, on behalf of the Company.”

2. To approve Appointment of Ms. Supriya Sunil Chitre (DIN: 09237218), as Non – Executive, Independent Director of the Company.

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and 161 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and other applicable provisions, if any of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations, 2015'), and on recommendations made by the Nomination and Remuneration Committee and the Board of Directors of the Company, Ms. Supriya Sunil Chitre (DIN: 09237218), who was appointed as an Additional Director (Non-executive, Independent) of the Company on the meeting of the Board of Directors held on 23rd March, 2023 and has submitted a declaration confirming that she meets the criteria of independence as specified in the Act and SEBI (LODR), 2015, be and is hereby appointed as a Non-executive Independent Director of the Company, not liable to retire by rotation and to hold office for a first term of five consecutive years, effective from 23rd March, 2023 upto 22nd March, 2028 (both Inclusive) on the Board of the Company.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company be and are hereby authorized jointly and severally to do all such acts, deeds and things as may be necessary and expedient to give effect to the above resolution, on behalf of the Company.”



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3. To re-appoint Mr. Pradeep Vasant Narkhede as the Chief Financial Officer (CFO) of the Company for a period of 5 (Five) years.

“RESOLVED THAT pursuant to the provisions of Section 2(19) and Section 203 of the Companies Act, 2013, read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable provisions (including any modification or re-enactment thereof) if any, of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 and on the recommendation of Nomination and Remuneration Committee, Mr. Pradeep Vasant Narkhede, who has been appointed as CFO on the meeting of Board of Directors held on 11th May, 2023 be and is hereby appointed as the Chief Financial Officer (CFO) of the Company who shall also be the whole-time Key managerial Personnel for a period of 5 (Five) years with effect from May 12th, 2023 to May 11th, 2028 (both days inclusive).

RESOLVED FURTHER THAT appointment of Mr. Pradeep Vasant Narkhede as the Chief Financial Officer who shall also be the whole-time Key managerial Personnel of the company be and is hereby approved by the members on such terms and conditions and remuneration (and perquisites) as may be fixed, revised, modified, and approved by the Board of directors from time to time.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company be and are hereby authorized jointly and severally to do all such acts, deeds and things as may be necessary and expedient to give effect to the above resolution, on behalf of the Company.”

FOR AARTECH SOLONICS LIMITED



K R Tanuj Reddy

Company Secretary and Compliance Officer

Bhopal, June 19, 2023



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CERTIFIED TRUE COPY OF EXPLANATORY STATEMENT UNDER SECTION 102 OF COMPANIES ACT 2013 PASSED THROUGH POSTAL BALLOT ON MONDAY, JUNE 19, 2023 THROUGH REQUISITE MAJORITY BY THE MEMBERS OF AARTECH SOLONICS LIMITED HAVING ITS REGISTERED OFFICE AT E-2/57, ASHIRVAD ARERA COLONY BHOPAL- 462016, MADHYA PRADESH, INDIA

Item No. 1:

To approve continuation of directorship of Mr. Anil Anant Raje (DIN: 01658167), as Non-Executive Director of the Company.

The Company is under the process of Migration of its Equity Shares from SME Platform of BSE Limited ("BSE SME") to Main Board of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), and therefore the composition and terms of appointment of Directors of the Company need to be compliant with all the applicable regulations as given under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, ("LODR"), the Company is required to obtain approval of shareholders for continuing the directorship of any non-executive director, who has attained the age of 75 years by passing a special resolution in the general meeting. Mr. Anil Anant Raje (DIN: 01658167) is aged 78 years and therefore his continuation as the non-Executive director will require approval of the Members by way of Special Resolution in the general meeting.

Justification for the continuation of Mr. Anil Anant Raje (DIN: 01658167) as Non-Executive Director of the Company.

Mr. Anil Anant Raje (DIN: 01658167), aged 78 years, is a Promoter and was appointed as a Director of the Company since August, 24, 1982.

Mr. Anil Anant Raje holds a bachelor's degree in engineering (Electrical Branch) from MACT (now MANIT) and stood 2nd in the merit list in the University. He possesses more than 40 years of experience in multi- dimensional aspects of business operations in the power sector. He is pioneer in the design, development, and implementation of the first generation import substitute fast bus transfer system for the thermal power stations and process industries in India and is an internationally acknowledged expert in this field with several international conference papers to his credit. He is serving our Board, since the Incorporation of our company.

The Board of Directors at its meeting held on 23rd March, 2023 and on the recommendations made by the Nomination and Remuneration Committee considers that his business knowledge, acumen, experience, and substantial contribution made by him during his tenure, the association of Mr. Anil Anant Raje would be beneficial to the Company and it is desirable to continue the appointment of Mr. Anil Anant Raje as a Non-Executive Director of the Company.

Except Mr. Amit Anil Raje, Mrs. Arati Nath and Mr. Anil Anant Raje, no other Director, Key Managerial Personnel, and their relatives is concerned or interested financially or otherwise in the resolutions at Item no. 1 of this Notice.

The Board of Directors recommends the resolution at Item No. 1 of this Notice for your approval as a Special Resolution.



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Item No. 2:

To approve Appointment of Ms. Supriya Sunil Chitre (DIN: 09237218), as Non – Executive, Independent Director of the Company.

Ms. Supriya Sunil Chitre (DIN: 09237218), was appointed as an Additional Director in the capacity of Non-Executive Independent Director of the Company, by the Board of directors at its meeting held on 23rd March, 2023 under Section 161 of the Companies Act, 2013 and in accordance with the Article of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee.

In terms of Section 161 (1) of the Companies Act 2013, Ms. Supriya Sunil Chitre (DIN: 09237218), holds office as an Additional Director only up to the date of the forthcoming General Meeting and is eligible for appointment as a Director.

DETAILS OF THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT, PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD-2:

| | |
|---|--|
| Name | Supriya Sunil Chitre |
| DIN | 09237218 |
| Date of first appointment at the Board | 23 rd March, 2023 |
| Date of Birth | 09/05/1982 |
| Qualification | Post Graduation in Clinical Psychology and Bachelor of Business Administration |
| Nature of expertise in specific functional areas | <p>Squadron Leader Supriya Chitre (Retd) was commissioned in the education branch of the Indian Airforce on 16 June 2007. Being an educationist and psychologist by profession she has had a fruitful tenure of 10 yrs in the Indian Air force. She has served in the National Defence Academy as a psychologist, counselor, and instructor.</p> <p>After retiring from the forces, she realized the need to pass on the baton to the youngsters by sharing her knowledge, experiences, legacy, and faith she had earned from the Indian Air Force. This thought inspired her to train people into different walks of life; be it students who wish to succeed in a career or corporates who are willing to develop themselves</p> |



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|---|---|
| | as better leaders or aspirants who wish to join defence forces. She firmly believes in the potential the current generation has and assumes it as her responsibility to shape them as better human beings and in turn to contribute towards the cause of Nation Building. |
| Directorship in the Boards of other Indian listed entities | NIL |
| Membership/ Chairmanship in Committees of other Indian listed entities | NIL |

In terms of Section 149 of the Companies Act 2013 and other applicable provisions of the Act and SEBI (LODR) Regulations, 2015, Ms. Supriya Sunil Chitre is eligible to be appointed as an Independent Director of the Company and has given a declaration to the Board that she meets the criteria of independence as provided under Section 149 (6) of the Companies Act, 2013 and Listing Regulations.

In the opinion of the Board, Ms. Supriya Sunil Chitre fulfills the conditions specified in the Act and the Rules made there under and SEBI (LODR) Regulations, 2015 for appointment as Independent Director and she is independent of the management and recommends her appointment for a term of 5 consecutive years effective from 23rd March, 2023 to 22nd March, 2028 (Both days inclusive).

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the approval of the Members is sought for the appointment of Ms. Supriya Sunil Chitre as the Non- Executive Independent Director.

The Board of Directors of the Company ('the Board') on the recommendation of the Nomination & Remuneration Committee ('the Committee'), recommended for the approval of the Members, the appointment of Ms. Supriya Sunil Chitre (DIN: 09237218) as an Independent Director of the Company with effect from 23rd March, 2023 to 22nd March, 2028 (Both days inclusive) in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act'), and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015'), as set out in the Resolutions relating to his appointment.

The Committee and the Board are of the view that, given the knowledge, experience and performance of Ms. Supriya Sunil Chitre, her association would benefit the company. Declarations have been received from Ms. Supriya Sunil Chitre that she meets the criteria of Independence prescribed under Section 149 of the Act read with the Companies (Appointment of Directors and their Qualifications) Rules 2014

Accordingly, the Board recommends the resolution set forth in Item No. 2 to be passed as Ordinary Resolution by the Members of the Company through Postal Ballot.

None of its Directors, Key Managerial Personnel and relatives thereof are interested, financially or otherwise, in the aforesaid resolution except to the extent of their shareholding in the Company.



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Item No. 3:

To re-appoint Mr. Pradeep Vasant Narkhede as the Chief Financial Officer (CFO) of the Company for a period of 5 (Five) years.

The Board of Directors, in its meeting held 11th May, 2023 approved the re-appointment of Mr. Pradeep Vasant Narkhede as the Chief Financial Officer of the Company for a period of 5 (Five) years with effect from May 12, 2023 to May 11, 2028 (both days inclusive) on such terms and conditions as may be decided by the board from time to time, subject to the approval of the shareholders in General Meeting.

Mr. Pradeep Vasant Narkhede is associated with the company since 1989 and had been appointed as the Chief Financial Officer of the Company for a term of 3 (Three) years effective from 12th May, 2020 to 11th May, 2023 (both days inclusive), whose term of appointment has come to an end.

The Board of Directors and on the recommendations made by the Nomination and Remuneration Committee considers that his business knowledge, acumen, experience and substantial contribution made during his tenure, the association of Mr. Pradeep Vasant Narkhede would be beneficial to the Company and it is desirable to continue the appointment of Mr. Pradeep Vasant Narkhede as the Chief Financial Officer and whole-time Key Managerial Personnel of the Company for further term of 5 (Five) years.

Accordingly, the Board recommends the resolution set forth in Item No. 3 to be passed as Special Resolution by the Members of the Company through Postal Ballot.

None of its Directors, Key Managerial Personnel and relatives thereof are interested, financially or otherwise, in the aforesaid resolution except to the extent of their shareholding in the Company.

All documents referred to in the notice will be available for electronic inspection from date of circulation of this Notice up to the conclusion of remote e-voting period i.e., up to 05.00 p.m. on **Monday, 19th day of June, 2023**. Members desirous of inspecting the relevant documents may send an e-mail to compliance@aartechsolonics.com from their registered e-mail addresses mentioning their names, folio numbers/ DP ID and Client ID. The relevant documents are also available on the website of the Company i.e., www.aartechsolonics.com

FOR AARTECH SOLONICS LIMITED

K R Tanuj Reddy

Company Secretary and Compliance Officer

Bhopal, June 19, 2023

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All Correspondence should be addressed to Regd. Office at Bhopal

CIN-L31200MP1982PLC002030

AARTECH SOLONICS LIMITED

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Date: 20/06/2023

To,
The Listing Department,
BSE Limited,
PJ Towers, Dalal Street,
Mumbai - 400 001

Dear Sir/Mam,

Subject: Submission of Voting Results of Postal Ballot

Ref.: BSE Symbol: AARTECH BSE Script Code: 542580

Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, this is to inform that all resolutions as set out in the Notice of Postal Ballot have been passed with requisite majority by the members. Please find enclosed the e-voting results of the Postal Ballot conducted from Sunday, 21st May, 2023 to Monday, 19th June, 2023.

We are also submitting Scrutinizer's Report on the results of Postal Ballot.

You are requested to kindly take this information on records.

Thanking You

For Aartech Solonics Limited



K R Tanuj Reddy
Company Secretary and Compliance Officer

Encl: as above



APVN & ASSOCIATES

PRACTICING COMPANY SECRETARIES

11nd Floor, Bakshi Complex, Plot No. 68, Zone-II, M.P. Nagar, Bhopal - 462011 (M.P.)
E-mail : apvnpcs@yahoo.com, apvnpcs@gmail.com, Mobile : 9300808090, 9993778771

Report of Scrutinizer on Postal Ballot process through remote e-voting

[Pursuant to section 108 and section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014]

June 20, 2023

To,
The Chairman
Aartech Solonics Limited
E-2/57, Ashirvad, Arera Colony,
Bhopal - 462016

Dear Sir/Madam,

Subject- Scrutinizer's Report on Postal Ballot process through remote e-voting, Pursuant to Section 108 and Section 110 of The Companies Act, 2013 (the Act) Read with Companies (Management and Administration) Rules, 2014 of Aartech Solonics Limited.

I, Cs Avadhesh Parashar, Partner at APVN & ASSOCIATES, Practicing Company Secretaries, having office at Plot no. 68, Bakshi Complex, Zone-II, M.P Nagar, Bhopal (M.P.)-462011 have been appointed as a Scrutinizer by the Board of Directors of Aartech Solonics Limited ('the Company') at its meeting held on May 11, 2023 to ensure that the process of Postal ballot (by electronic means) is conducted in compliance with the provisions of Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules'), and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for inter-alia conducting postal ballot through e-voting vide MCA General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021, the General Circular No. 20/2021 dated December 08, 2021 and Circular No. 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modification or re-



enactment thereof for the time being in force and pursuant to provisions laid down in Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations") in respect of the resolution contained in the Notice of the Postal ballot dated 19th May, 2023 as circulated to the members.

The compliance of the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through postal ballot (by electronic means) by the shareholders on the resolutions proposed to be passed as contained in the Notice of the Postal Ballot is the responsibility of the Management of the Company. My responsibility as a scrutinizer is to ensure that the voting process through postal ballot is conducted in a fair and transparent manner and to provide Scrutinizer's Report of the votes cast "In favour" or "Against" the resolutions to the Chairman on the basis of report generated from E-voting system or platform provided by Bigshare Services Private Limited ("Bigshare")

I submit my report as under:

1. As per the provisions of Section 108 and 110 of the Act, read with the relevant Rules framed thereunder, a Notice of the Postal Ballot along with the Explanatory Statement as required under Section 102 of the Act, was sent to all the entitled members of the Company for passing of the proposed resolutions as contained in the notice of postal ballot.
2. The Company completed dispatch of Notice of Postal ballot on Friday, 19th May, 2023 to all its entitled members / beneficiaries whose name appears in the Register of Members as on the cutoff date i.e Friday, 12th day of May, 2023. The postal ballot notices were sent only by emails to all its members who have registered their email addresses with the Company/ Company's Registrar and Share Transfer Agent and the communication of assent/ dissent of the members took place through remote voting system only provided by Bigshare Services Private Limited ("Bigshare"), the agency engaged by the Company to provide the Members with the facility of remote e voting. The above Notice was also placed on the website of the Company (www.aartechsolonies.com) forthwith after it was sent to members.
3. The Notice clearly indicated the process and manner for electronic voting during the remote e-voting period and also provided instructions for the login ID and generating password and casting of vote in a secured manner. The members holding Shares as on cutoff date i.e Friday, 12th day of May, 2023 were only entitled to vote on the resolutions as contained in the Notice of the Postal ballot.

4. As per requirements of the Companies (Management and Administration) Rules, 2014, the Public Advertisement with respect to dispatch and intimating date and time of commencement and closing of remote E-voting have been published in English and in Regional Language newspaper on May 20, 2023.

5. The voting by postal ballot (e-voting) was kept open from the e-voting will commence from 9:00 am on Sunday, 21st day of May, 2023, and ends at 5:00 pm on Monday, 19th day of June, 2023 and thereafter the Bigshare Services Private Limited ("Bigshare") e-voting platform was disabled.

6. The votes cast under remote e-voting facility were unblocked on June 19, 2023 at around 05:30 P.M. in the presence of two witnesses Mr. Vivek Nayak and Ms. Shrasti Dubey who were not in the employment of the Company.

7. The votes tendered through remote E voting were reconciled with the records maintained by the Company or Company's RTA and then were scrutinized by me, based on Bigshare Services Private Limited ("Bigshare") E-voting portal /system.

8. Particulars of voting done through electronic means by the members have been duly entered in the separate register maintained for the purpose.

9. Report on the voting through Postal ballot (by remote E-voting) is as under:

SPECIAL RESOLUTION

ItemNo.1:

To Approve continuation of directorship of Mr. Anil Anant Raje (DIN- 01658167), as Non-Executive Director of the company:

| 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 Polled in favour on votes polled (6) = $[(4)/(2)] * 100$ | % of Votes against on votes polled (7) = $[(5)-(2)] * 100$ |
|---------------------|----------------|-----------------------|------------------------|---|---------------------------|-------------------------|---|--|
| Promoter & Promoter | E-Voting | 5578833 | 5578833 | 100.00 | 5578833 | 0 | 100.00 | 0.00 |

| | | | | | | | | |
|-------------------------|---------------|----------|---------|--------|---------|---|--------|------|
| Group | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 5578833 | 5578833 | 100.00 | 5578833 | 0 | 100.00 | 0.00 |
| Public-Institutions | E-Voting | | 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 |
| | Total | | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| Public-Non Institutions | E-Voting | 5011292 | 844806 | 16.86 | 844806 | 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 |
| | Total | 5011292 | 844806 | 16.86 | 844806 | 0 | 100.00 | 0.00 |
| Total | | 10590125 | 6423639 | 60.66 | 6423639 | 0 | 100.00 | 0.00 |

The aforesaid resolution No. 1 is passed with Requisite Majority.

Details of Invalid Votes

| Category | Number of invalid Votes |
|---------------------------|-------------------------|
| Promoter & Promoter Group | 0 |
| Public Institutions | 0 |
| Public- Non Institutions | 0 |

ORDINARY RESOLUTION

ItemNo.2:

To Approve Appointment of Ms. Supriya Sunil Chitre (DIN- 09237218), as Non- Executive, Independent Director of the company.

| Category | Mode of Voting | No of Shares held (1) | No of Votes polled (2) | % of Votes Polled on outstanding shares (3) = $\frac{(2)}{(1)} \times 100$ | No of Votes in favour (4) | No of Votes against (5) | % of Votes Polled in favour on votes polled (6) = $\frac{(4)}{(2)} \times 100$ | % of Votes against on votes polled (7) = $\frac{(5)}{(2)} \times 100$ |
|---------------------|----------------|-----------------------|------------------------|--|---------------------------|-------------------------|--|---|
| Promoter & Promoter | E-Voting | 5578833 | 5578833 | 100.00 | 5578833 | 0 | 100.00 | 0.00 |

| | | | | | | | | |
|-------------------------|---------------|----------|---------|-------|---------|---|--------|------|
| Group | Poll | | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| | Total | 5578833 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Institutions | E-Voting | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Non Institutions | E-Voting | 5011292 | 844806 | 16.86 | 844806 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0.00 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0.00 |
| | Total | 5011292 | 844806 | 16.86 | 844806 | 0 | 100.00 | 0.00 |
| Total | | 10590125 | 6423639 | 60.66 | 6423639 | 0 | 100.00 | 0.00 |

The aforesaid resolution No. 2 is passed with Requisite Majority.

Details of Invalid Votes

| Category | Number of invalid Votes |
|---------------------------|-------------------------|
| Promoter & Promoter Group | 0 |
| Public Institutions | 0 |
| Public- Non Institutions | 0 |

SPECIAL RESOLUTION

Item No.3:

To re-appoint Mr. Pradeep Vasant Narkhede as the Chief Financial Officer (CFO) of the company for a period of 5 (Five) years.

| 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 Polled in favour on votes polled (6) = [(4)/(2)]*100 | % of Votes against on votes polled (7) = [(5)-(2)]*100 |
|---------------------|----------------|-----------------------|------------------------|---|---------------------------|-------------------------|---|--|
| Promoter & Promoter | E-Voting | 5578833 | 5578833 | 100.00 | 5578833 | 0 | 100.00 | 0.00 |

| | | | | | | | | |
|-------------------------|---------------|----------|---------|-------|---------|---|--------|------|
| Group | Poll | | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| | Postal Ballot | | 0 | 0.00 | 0 | 0 | 0 | 0.00 |
| | Total | 5578833 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Institutions | E-Voting | | 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 |
| | Total | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Non Institutions | E-Voting | 5011292 | 844806 | 16.86 | 844806 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Total | 5011292 | 844806 | 16.86 | 844806 | 0 | 100.00 | 0.00 |
| Total | | 10590125 | 6423639 | 60.66 | 6423639 | 0 | 100.00 | 0.00 |

The aforesaid resolution No. 3 is passed with Requisite Majority.

Details of Invalid Votes

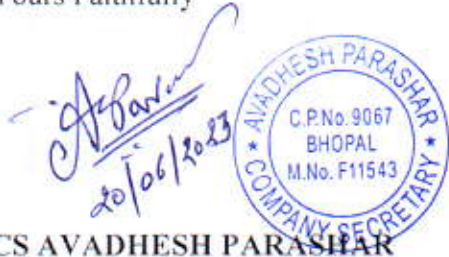
| Category | Number of invalid Votes |
|---------------------------|-------------------------|
| Promoter & Promoter Group | 0 |
| Public Institutions | 0 |
| Public- Non Institutions | 0 |

RESULT:-

Since, the number of votes cast in favour of the resolution is 100%; Based on the aforesaid result, I report that the Special Resolution as set out at item no. 1 and 3 and Ordinary Resolution as set out in item no. 2 in the notice of postal ballot dated Friday, 19th May, 2023 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the last date specified for receipt of remote e-voting i.e. 19th day of June, 2023.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Yours Faithfully



**CS AVADHESH PARASHAR
SCRUTINIZER
PARTNER APVN & ASSOCIATES**

M. NO. -F11543/C.P. NO.-9067

PLACE- BHOPAL

DATE- 20/06/2023

***UDIN-**

***DUE TO ICSI SITE MAINTENANCE WE ARE UNABLE TO GENERATE UDIN. SO WE ARE UPLODING SCRUTINIZER REPORT WITHOUT UDIN. ONCE THE ICSI SITE START WORKING WE WILL GENERATE UDIN AND PROVIDE THE SAME.**