

Chandni Machines Limited

(FORMERLY KNOWN AS CHANDNI MACHINES PRIVATE LIMITED)

Regd. Office: 110.T.V.Industrial Estate, 52 S. K. Ahire Marg, Worli, Mumbai – 400 030.India

TeleFax No :022-24950328 Email :- jrgroup@jrmehtha.com, sales@cml.net.in

CIN : U74999MH2016PLC279940

28th September, 2019

To,
Corporate Relationship Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Dear Sir/Madam,

SCRIP CODE: BSE – 542627

Sub: Scrutinizer Report and Voting Results of 3rd Annual General Meeting pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015

This is to inform you that the 3rd Annual General Meeting (AGM) of the shareholders of Chandni Machines Limited (“the Company”) was held on Friday, 27th September, 2019 at 02:00 P.M. at The Park Club Ltd, North Keluskar Road, Shivaji Park, Opp. Scout Hall, Dadar (West), Mumbai – 400028 and all items of the business contained in the Notice dated 14th August, 2019 were approved by the Members with requisite majority.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015, please find enclosed herewith the details of the voting results in the prescribed format along with the Scrutinizer’s Report.

Kindly acknowledge the receipt and take the same on your records.

Thanking You,

Yours Faithfully,

For Chandni Machines Limited

(Formerly known as Chandni Machines Private Limited)


Ekta Kheria

(Company Secretary & Compliance Officer)



Encl: As above

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VOTING RESULTS – 3rd AGM CHANDNI MACHINES LIMITED

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

Date of AGM	27 th September, 2019
Total Number of shareholders on record date (cut-off date)	3350
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoters Group	5
Public	12
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoters Group	Not Arranged
Public	

Resolution Required (Ordinary)			1 –Receive, Consider, approve and adopt Standalone Audited Financial Statements of the company for the financial year ended on 31 st March, 2019 together with the Report of the Auditors and Board of Directors thereon					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on Outstanding 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	1500685	1500685	100	10500685	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		1500685	100.00	1500685	0	100.00	0.00
Public Institutions	E-voting	80	0	0	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot		0	0	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-voting	1726668	10467	0.61	10465	2	99.98	0.02
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot		0	0	0	0	0.00	0.00
	Total		10467	0.61	10465	2	99.98	0.02
TOTAL		3227433	1511152	46.82	1511150	2	99.99	0.00



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Resolution Required (Ordinary)			2 – Appoint A Director In Place Of Mrs. Amita Jayesh Mehta (DIN: 00193075) who retires by rotation and being eligible offers herself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on Outstanding 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	1500685	1500685	100	10500685	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		1500685	100.00	1500685	0	100.00	0.00
Public Institutions	E-voting	80	0	0	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot		0	0	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-voting	1726668	10467	0.61	10465	2	99.98	0.02
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot		0	0	0	0	0.00	0.00
	Total		10467	0.61	10465	2	99.98	0.02
TOTAL		3227433	1511152	46.82	1511150	2	99.99	0.00

Resolution Required (Ordinary)			3 –Appointment of Mr. Vasant Gaurishankar Joshi (DIN:00193105) as an Independent Director of the company					
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	1500685	1500685	100	10500685	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		1500685	100.00	1500685	0	100.00	0.00
Public Institutions	E-voting	80	0	0	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot		0	0	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non Institutions	E-voting	1726668	10447	0.60	10445	2	99.98	0.02
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot		0	0	0	0	0.00	0.00
	Total		10447	0.60	10445	2	99.98	0.02
TOTAL		3227433	1511132	46.82	1511130	2	99.99	0.00



**SCRUTINIZER'S REPORT**

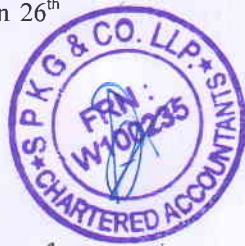
[Pursuant to section 108 and Section 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of 03rd Annual General Meeting of the Equity Shareholders of Chandni Machines Limited held on 27th September, 2019
At The Park Club Ltd – North Keluskar Road, Shivaji Park, Opp. Scout Hall, Dadar West, Mumbai - 400028

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

Dear Sir,

1. I, Ashutosh Somani, Practicing Chartered Accountant, partner of M/s. S P KG & Co. LLP has been appointed as the Scrutinizer by the Board of Director 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,
 - (ii) poll through ballot papers under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Rules, on the Resolutions contained in the notice dated 14th August, 2019 of the 3rd Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Friday, 27th September, 2019.
2. As required under Section 101 and 108 of the Act, Notice dated August 14, 2019 along with Explanatory Statement under Section 102 of the Act was sent to the shareholders in respect of the 3rd Annual General Meeting of the Company. The shareholders holding shares as on cut-off date (record date) i.e. 20th September, 2019 were entitled to vote on the proposed resolutions on item no. 1 to item no. 6 as set out on in the Notice of the 3rd Annual 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 24th September, 2019 at 10:00 A.M. and ended on 26th September, 2019 at 5.00 P.M. and the CDSL e-voting platform was blocked thereafter.



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4. The Company provided the facility for voting by ballot or polling paper to the members attending the 3rd Annual General Meeting, who have not already cast their vote by remote e-voting. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling were locked in my presence with due identification mark placed by me.
5. The remote e-votes were unblocked on 27th September, 2019 and the locked ballot box was opened subsequently in my presence and the poll papers were diligently scrutinized in the presence of two witnesses who are not in the employment of the Company. The poll papers were reconciled with the records maintained by the Registrar and transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
6. I have scrutinized and reviewed the voting through electronic means and vote tendered at the poll at the venue and maintained a Register in which necessary entries have been made in accordance with the above rules.

I now submit my Report as under on the Result of the voting through remote e-voting and poll at the venue of the Annual General Meeting in respect of the said Resolutions:

Resolution 1: Ordinary Resolution: To receive, consider, approve and adopt the standalone audited financial statements of the Company for the financial year ended March 31, 2019 together with the reports of the Auditors and Board of Directors thereon

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-vote	26	1511150	99.99	1	2	0.00	0	0.00
Poll	0	0	0.00	0	0	0.00	0	0.00
Total	26	1511150	99.99	1	2	0.00	0	0.00

Resolution 2: Ordinary Resolution: To appoint a Director in place of Mrs. Amita J Mehta (DIN 00193075), who retires by rotation and being eligible offers herself for re-appointment.

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-vote	26	1511150	99.99	1	2	0.00	0	0.00



Poll	0	0	0.00	0	0	0.00	0	0.00
Total	26	1511150	99.99	1	2	0.00	0	0.00

Resolution 3: Ordinary Resolution: Appointment of Mr. Vasant Gaurishankar Joshi (DIN: 00193105) as an Independent Director of the Company.

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-vote	25	1511130	99.99	1	2	0.00	1	20
Poll	0	0	0.00	0	0	0.00	0	0
Total	25	1511130	99.99	1	2	0.00	1	20

Resolution 4: Ordinary Resolution: Appointment of Mr. Bharat Sugnomal Bhatia (DIN: 00195275) as an Independent Director of the Company.

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-vote	26	1511150	99.99	1	2	0.00	0	0.00
Poll	0	0	0.00	0	0	0.00	0	0.00
Total	26	1511150	99.99	1	2	0.00	0	0.00

Resolution 5: Ordinary Resolution: Appointment of Mr. Rameshchand Garg (DIN: 03346742) as an Independent Director of the Company.

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-vote	25	1511130	99.99	1	2	0.00	1	20
Poll	0	0	0.00	0	0	0.00	0	0
Total	25	1511130	99.99	1	2	0.00	1	20



Resolution 6: Ordinary Resolution: Appointment of Mr. Jayesh Ramniklal Mehta (DIN: 00193029) as a Managing Director of the Company.

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-vote	26	1511150	99.99	1	2	0.00	0	0.00
Poll	0	0	0.00	0	0	0.00	0	0.00
Total	26	1511150	99.99	1	2	0.00	0	0.00

7. All the Resolutions mentioned in the AGM Notice dated August 14, 2019 as per the details given above stand passed under Remote E-voting and poll conducted at the AGM by way of ballots with the requisite majority and deemed to be passed as on the date of AGM.

8. The poll papers and all those relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

For S P KG & Co LLP
Chartered Accountant
ICAI FRN W100235



CA Ashutosh Somani
(Partner)
Membership No. 178942
Place: Mumbai
Date: September 27, 2019
ICAI UDIN: 19178942AAAACL4388



For Chandni Machines Limited





Mr. Bharat Sugnomal Bhatia
(Chairman of the meeting)