

SWATI PROJECTS LIMITED

CIN: L65993WB1983PLC036332

168-B, JAMUNALAL BAJAJ STREET, KOLKATA-700007

E mail: swatiprojectsltd@gmail.com

Phone: +91 9830077000 / 9988796071

Website: www.swatiprojects.com

To
The Listing Department
The Calcutta Stock Exchange Limited
7 Lyons Range
Kolkata- 700001

12th April, 2023

Dear Sir / Madam,

Sub.: Submission of documents

This is to intimate you that we are submitting documents for M/s. Swati Projects Limited as per SEBI (LODR) Regulations, 2015 as follows:

1. Regulation 27(2) – Corporate Governance
For the quarter and year ended 31.03.2023

This is for your intimation and record.

Thanking You.

Yours faithfully,
For Swati Projects Limited

Ravi Todi

Company Secretary
Name: Ravi Todi



General information about company

Script code	029438
NSE Symbol	
BSE Symbol	SWATI
ISIN	INE210F0D16
Name of the entity	SWATI PROJECTS LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other



Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory		Whether the listed entity has a Regular Chairperson		Whether Chairperson related to Promoter																					
		Yes	No	Disqualification of Directors under section 164 of the Companies Act, 2013																					
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified	San Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? (Refer Reg. 17(A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of Resignation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 28(I) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 28(I) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 28(I) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	SHREEGOPAL DAGA	ADWYD3661H	00397379	Executive Director	Chairperson related to Promoter	MD	12-01-1940	No				Active	NA		01-08-2014	01-08-2019		60	1	0	1	0		
2	Mr	ANURAG DAGA	ADWVDD057D	05239623	Non-Executive - Non Independent Director	Not Applicable		30-04-1972	No				Active	NA		25-06-2012	08/12/2022			1	0	0	0		
3	Mrs	VATSALA DAGA	ADPPM4679G	08820036	Non-Executive - Non Independent Director	Not Applicable		19-08-1976	No				Active	NA		14-09-2022				1	0	0	0		
4	Mr	RISHI KAPOOR	AHGFKC795H	08422684	Non-Executive - Independent Director	Not Applicable		27-08-1974	No				Active	Yes	21-09-2019	07-05-2019			60	0	1	1	1		



I. Composition of Board of Directors

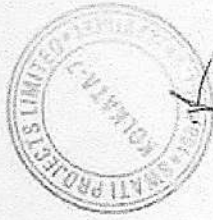
Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sl. No.	Name of the Director	PAN	DIN	Category of Director	Category of Director	Category of Director	Category of Director	Category of Director	Category of Director	Whether the director is disqualified	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed (Refer 171 A and Listing Regulations)	Date of passing special resolution	Date of appointment	Mode of appointment	Days of absence	Tenure of director (in months)	Number of Directorships in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	Number of Directorships in Audit/Shareholder Committee(s) including this listed entity (Refer Regulation 28(1) of Listing Regulations)	No of post of Chairperson in Audit/Shareholder Committee including this listed entity (Refer Regulation 28(1) of Listing Regulations)	Notes for or on providing PAN	Notes for or on providing DIN
1	Mr. LAL	AEEET7019C	00169578	Non-Executive Director	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	No	08.01.1978			Active	Yes	21.08.2023	11.06.2023		06	0	0				
2	Mr. ANAND	AAAP26438E	00230114	Non-Executive Director	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	No	13.06.1972			Active	Yes	06.08.2023	10.04.2023		08	0	1				



Audit Committee Details		Whether the Audit Committee has a Regular Chairperson				Yes	Date of Cessation	Remarks
Sl	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment			
1	08422654	RISHI KAPOOR	Non-Executive - Independent Director	Chairperson	07-05-2019			
2	00397379	SHREEGOPAL DAGA	Executive Director	Member	01-08-2014			
3	09620214	AVINASH JAIN	Non-Executive - Independent Director	Member	30-05-2022			



Nomination and remuneration committee

Sr	DIN Number	Name of Committee members	Category 1 of directors	Whether the Nomination and remuneration committee has a Regular Chairperson		Date of Appointment	Date of Cessation	Remarks
				Category 2 of directors	Yes			
1	08422654	SUSHI KAPOOR	Non-Executive - Independent Director	Chairperson		07-05-2019		
2	08629214	AVINASH JAIN	Non-Executive - Independent Director	Member		30-05-2022		
3	08469579	AMIT LAL	Non-Executive - Independent Director	Member		15-01-2022		



Stakeholders Relationship Committee

Sr	DIN Number	Name of Committee members	Whether the Stakeholders Relationship Committee has a Regular Chairperson		Date of Appointment	Date of Cessation	Remarks
			Category 1 of directors	Category 2 of directors			
1	09629214	AVINASH JAIN	Non-Executive - Independent Director	Chairperson	30-05-2022		
2	00397379	SHREGORAL DAGA	Executive Director	Member	01-08-2014		
3	08422654	RISHI KAPOOR	Non-Executive - Independent Director	Member	07-05-2019		



Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category of directors	Category of directors	Date of Appointment	Date of Cessation	Remarks



Corporate Social Responsibility Committee

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	No	Date of Appointment	Date of Cessation	Remarks



Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks



Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meetings (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	14-11-2022				Yes	6	6	3
2		07-02-2023	84		Yes	6	6	3
3		03-03-2023	23		Yes	6	5	3



Annexure I

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sl. No.	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Res- or Post- providing date	Whether requirement of Chairman met (Yes/No)	Total Number of Directors on date of the meeting	Number of Directors (All Directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
2	Audit Committee	07-02-2023	#4			Yes	3	3	2	2



Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No", details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholders approval obtained for financial RPT	NA	
3	Whether details of RPT covered into memorandum to omnibus approval have been reviewed by Audit Committee	NA	



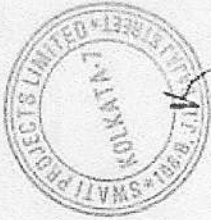
Annexure I

VL Affirmations		Compliance status (Yes/No)
Sr	Subject	
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes



Annexure 1

Sr	Subject	Compliance Status
1	Name of signatory:	SRI RAVI TODI
2	Designation:	Company Secretary and Compliance Officer



Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

F. Disclosure on website in terms of Listing Regulations

Sr. Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1. Details of business	Yes		www.swatiprojects.com
2. Terms and conditions of appointment of independent directors	Yes		www.swatiprojects.com
3. Composition of various committees of board of directors	Yes		www.swatiprojects.com
4. Code of conduct of board of directors and senior management personnel	Yes		www.swatiprojects.com
5. Details of establishment of 'vigil mechanism'/ Whistle Blower policy	Yes		www.swatiprojects.com
6. Criteria of making payments to non-executive directors	Yes		www.swatiprojects.com
7. Policy on dealing with related party transactions	Yes		www.swatiprojects.com
8. Policy for determining 'material' subsidiaries	Yes		www.swatiprojects.com
9. Details of familiarization programmes imparted to independent directors	Yes		www.swatiprojects.com



Annexure II

II. Annual Affirmations				
Sr.	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(G) & 23(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	



Annexure II

II. Annual Affirmations

Sr Particulars	Regulatory Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11 Risk Assessment & Management	17(9)	NA	
12 Performance Evaluation of Independent Directors	17(10)	Yes	
13 Recommendation of Board	15(11)	Yes	
14 Maximum number of Directorships	17A	Yes	
15 Composition of Audit Committee	18(1)	Yes	
16 Meeting of Audit Committee	18(2)	Yes	
17 Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18 Quorum of Nomination and Remuneration Committee meeting	19(3A)	Yes	
19 Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20 Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	



Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1)(A),(5), (6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	



Annexure II

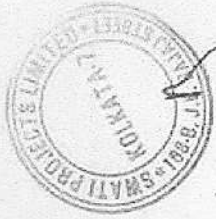
II. Annual Affirmations

Sr. Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31 Annual Secretarial Compliance Report	24(A)	Yes	
32 Alternate Director to Independent Director	25(1)	NA	
33 Maximum tenure	25(4)	NA	
34 Meeting of independent directors	25(3) & (4)	Yes	
35 Familiarization of independent directors	25(7)	Yes	
36 Declaration from Independent Director	25(8) & (9)	Yes	
37 D & O Insurance for Independent Directors	25(10)	NA	
38 Memberships in Committees	26(1)	Yes	
39 Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40 Disclosure of Shareholding by Non-Executive Directors	26(4)	NA	
41 Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided - Add Notes			



Annexure II

1	Name of signatory SRI RAVI TODI
2	Designation Company Secretary and Compliance Officer



Annexure II

III. Affirmations	
Sr Particulars	Compliance status (Yes/No/NA)
1 The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.	Yes
Any other information to be provided	



Annexure II	
1	Name of signatory SRI RAVI TODI
2	Designation Company Secretary and Compliance Officer





Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters/ securities etc. refer note below			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	244147	91087862	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMP's or any other entity controlled by them	0	0	
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMP's or any other entity controlled by them	0	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMP's or any other entity controlled by them	0	0	0
(D) Additional Information			
II. Affirmations			
Affirmations	Compliance Status	Company Remarks	
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company	Yes	Textual Information(3)	

Name	SRI SHASHI KUMAR
Designation	CEO
Place	KOLKATA
Date	31-03-2023



Signatory Details

Name of signatory	SRI RAVI TODI
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	31-03-2023

