

SWATI PROJECTS LIMITED

CIN: L65993WB1983PLC036332

168-B, JAMUNALAL BAJAJ STREET, KOLKATA-700007

E mail: swatiprojectsltd@gmail.com

Phone: 033-22385102/+91 983007700

Website: www.swatiprojects.com

NOTICE

Notice is hereby given that the **Thirty sixth (36th)** Annual General Meeting of the members of M/s. Swati Projects Limited will be held on Saturday the **21st day of September, 2019** at 11 A.M. at the registered office of the Company at 168B, Jamunalal Bajaj Street, Kolkata – 700007 to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2019 including the audited Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors (the Board) and Auditors thereon.
2. To appoint a Director in place of Sri Anurag Daga (DIN: 05239623), who retires by rotation and has offered himself for re-appointment.
3. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules made thereunder, M/s. N. K. Jain & Co, Chartered Accountants (Reg. No. 304078E), be and are hereby appointed as Auditors of the Company, to hold office from the conclusion of the next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.”

Special Business:

4. **Re-Appointment of Sri Shiv Mani Ojha and Sri Rishi Kapoor as Independent Director**

To pass with or without modification(s), the following resolution as **Ordinary Resolution:**

“RESOLVED THAT, pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with Schedule IV to the Companies Act, 2013, Sri Shiv Mani Ojha (DIN:08097947) and Sri Rishi Kapoor (DIN: 08422654), who has Submitted a declaration that he

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meets the criteria of Independence as provided in Section 149(6) of the Act and who is eligible for re-appointment, be and is hereby re-appointed as Independent Director of the Company till the conclusion of 41st Annual General Meeting of the Company to be held in the year 2024”.

5. Re-appointment of Sri Shreegopal Daga as Managing Director

To pass with or without modification(s), the following resolution as **Special Resolution**:

“**RESOLVED THAT**, pursuant to the provisions of Section 196 and 197, Schedule V and other applicable provisions of the Companies Act, 2013, approval be and is hereby given to the re-appointment of Sri Shreegopal Daga (DIN: 00397379) as the Managing Director of the Company for a period of 5 (five) years, with effect from 1st August, 2019, on the terms and conditions including remuneration as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be acceptable to Sri Shreegopal Daga, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

RESOLVED FURTHER THAT, the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give to this resolution”.

By Order of the Board of Directors
For Swati Projects Limited

Managing Director
Sh. Shreegopal Daga

DIN: 00397379

August 2, 2019

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- 1. A member entitled to attend and vote at the Annual General Meeting (“the Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of him and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.**

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
3. Brief resume of Directors including those proposed to be appointed/re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.
4. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted as the Meeting is annexed hereto.
6. All documents referred to in the Notice will be available for inspection at the Company’s registered office during normal business hours on working days up to the date of the Annual General Meeting.
7. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.

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8. The Company has notified closure of Register of Members and Share Transfer Books from **16th September, 2019 to 21st September, 2019** (both days Inclusive).
9. Members holding shares in electronic form are requested to intimate immediately any change in their address to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address immediately to the Company/Registrar.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/Registrar.
11. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.
12. The Notice of the AGM along with the Annual Report 2018-19 is being sent by electronic mode to those Members whose E-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their E-mail addresses, physical copy is being sent by the permitted mode.
13. To support the 'Green Initiative', the Members who have not registered their E-mail addresses are requested to register the same with the Registrar/Depositories.

14. VOTING THROUGH ELECTRONIC MEANS

- I. Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote by electronic means. As an alternative to vote physically at the AGM, and the business may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL).

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II. Similarly, Members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for e-voting. However, in case Members cast their vote exercising both the options, i.e. physically and e-voting, then votes casted e-voting shall be only be taken into consideration and treated valid whereas votes casted physically at the meeting shall be treated as invalid. The instructions for e-voting are as under, Members are requested to follow the instruction below to cast their vote through e-voting:

III. **The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on **September 18, 2019 at 11.00 A.M. and ends on September 20, 2019 at 5.00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 14, 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your USER ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

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(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Members who have not updated their PAN with the Company / Depository Participant are requested to enter in capital letters the PAN field of 10 characters as First 2 Characters of the First Holder Name followed by 8 characters consisting of Folio Number prefix by "0" (or 8 characters from right of BO-ID). No special characters or space will be taken from the name and folio number and name shall be excluded of titles like Mr. / Mrs. / Smt. / Miss / Ms. / M/s. etc.</p> <p>Example:</p> <p>(1) Mr. S. K. Sharma and Folio No. is 2270, the PAN will be SK00002270</p> <p>(2) M/s. ABC Limited and Folio No. is 2231, the PAN will be AB00002231</p>
DOB	<p>Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format.</p>
Dividend Bank Details	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <p>⇒ Please Enter the DOB or Bank Account Number in order to Login.</p> <p>⇒ If both the details are not recorded with the depository or company then please enter in the Dividend Bank Details field the Number of Shares held by you as on Cut-off date (record date) of September 22, 2018.</p>

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- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant **“Swati Projects Limited”** on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTION FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

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(xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.

(xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Institutional Shareholders

→ Institutional shareholders (i.e. other than Individuals, HUF, and NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.

→ A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

→ After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

→ The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

→ A Scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

15. Institutional Members / Bodies Corporate (i.e. other than Individual, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at evoting.pdrandar@outlook.com with a copy marked to helpdesk.evoting@cdslindia.com on or before **26th September, 2018 upto 6.00 P.M. without which the vote shall not be treated as valid.**

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16. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 14th September, 2019.
17. The notice of Annual General Meeting will be sent to the Members, whose names appear in the register of members / depositories as at closing hours of business, on 14th September, 2019.
18. The shareholders shall have one vote per equity shares held by them as on the cut-off date (record date) of 14th September, 2019. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
19. Shri Prabhu Dayal Randar, Practicing Chartered Accountant (Membership No. 054778) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblocks the votes in the presence of at least two (2) witness not in the employment and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
20. The results shall be declared on or after the AGM of the Company. The results declared alongwith the Scrutinizers Report shall be placed on the website of Swati Projects Limited within 2 (two) days of passing of the resolution at the AGM of the Company and will be communicated to The UP Stock Exchange Limited and The Calcutta Stock Exchange Limited.

By Order of the Board of Directors
For Swati Projects Limited

Managing Director

Sh. Shreegopal Daga

DIN: 00397379

August 2, 2019

Reg. Office:

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STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Statement sets out all material facts relating to the Special business mentioned in the accompanying Notice:

Item No. 4: Approval to their re-appointment as Independent Director's

The Company has received a notice in writing from member(s) alongwith the deposits of requisite amount under Section 160 of the Act proposing the candidatures of Sri Shiv Mani Ojha and Sri Rishi Kapoor for the office of Director of the Company.

Sri Shiv Mani Oja and Sri Rishi Kapoor, both are not disqualified from being appointed as Directors in terms of Section 164 of the Act and has given their consent to act as a Director.

Section 149 of the Act inter alia stipulates the criteria of independence should a company propose to appoint an independent director on its Board. As per the said Section 149, an independent director can hold office for a term upto 5 (five) consecutive years on the Board of the Company and they shall not be included in the total number of directors for retirement by rotation.

The Company has received declarations from Sri Shiv Mani Ojha and Sri Rishi Kapoor that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement.

Sri Shiv Mani Ojha and Sri Rishi Kapoor both are possess appropriate skills, experience and knowledge.

In the opinion of the Board, Sri Shiv Mani Ojha and Sri Rishi Kapoor both are fulfil the conditions for his appointment as an Independent Directors as specified in the Act and the Listing Agreement. Sri Shiv Mani Ojha and Sri Rishi Kapoor both are independent of the management.

Brief resume of Sri Shiv Mani Ojha and Sri Rishi Kapoor and names of companies in which they hold directorships and memberships/chairmanships of Board Committees and shareholdings as stipulated under Clause 49 of Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.

Keeping in view their expertise and knowledge, it will be in the interest of the Company that Sri Shiv Mani Ojha and Sri Rishi Kapoor is appointed as Independent Directors.

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Copy of the draft letters for appointments of Sri Shiv Mani Ojha and Sri Rishi Kapoor as Independent Directors setting out the terms and conditions are available for inspection by members at the Registered Office of the Company.

This Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchanges.

Save and except Sri Shiv Mani Ojha and Sri Rishi Kapoor and their relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 to 5 of the Notice, which pertain to their respective appointments.

The Board recommends Ordinary Resolutions set out at Item No. 4 of the Notice for approval by the Shareholders.

Item No. 5: Re-appointment of Sri Shreegopal Daga as Managing Director

The Board of Directors of the Company (the 'Board'), at its meeting held on 1st August, 2019 had, subject to the approval of members, re-appointed Sri Shreegopal Daga as Managing Director, for a period of 5 (five) years w.e.f 1st August, 2019, at the remuneration recommended, Nomination and Remuneration Committee of the Board and approved by the Board.

It is proposed to seek approval of the members for the re-appointment of and remuneration payable to Sri Shreegopal Daga as Managing Director, in terms of the applicable provisions of the Act.

Broad particulars of the terms of re-appointment of and remuneration payable to Sri Shreegopal Daga are as under:

SALARY

Rs. 20,000.00 per month

OVERALL REMUNERATION

The aggregate of salary in any Financial Year shall not exceed the limits prescribed from time to time under Section 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V of the said Act as may be in force from time to time.

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MINIMUM REMUNERATION

In the event of loss or inadequacy of profits in any Financial Year during the currency of tenure of service of the Managing Director, the above mentioned remuneration, excluding commission, shall be paid as minimum remuneration to Sri Shreegopal Daga as Managing Director of the Company, subject, however, to the provisions contained and limits prescribed in Schedule V of Companies Act, 2013 including any Statutory modification or re-enactment hereof as may for the time being in force.

FUNCTIONS AND DUTIES

Sri Shreegopal Daga will perform such duties and functions as would commensurate with his position as Managing Director of the Company and as delegated by the Board from time to time.

Sri Shreegopal Daga satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his re-appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The above may be treated as a written memorandum setting out the terms of re-appointment of Sri Shreegopal Daga under Section 190 of the Act.

Brief resume of Sri Shreegopal Daga and names of companies in which he holds directorships and memberships/chairmanships of Board Committees and shareholding as stipulated under Clause 49 of Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.

The agreement entered into with Sri Shreegopal Daga will be available for inspection at the Company's registered office during normal business hours on working days upto the date of the Annual General Meeting.

Shri Shreegopal Daga is interested in the resolution set out respectively at Item No.5 of the Notice.

The relatives of Sri Shreegopal Daga may be deemed to be interested in the resolutions set out respectively at Item No. 5 of the Notice, to the extent of their shareholding interest, if any, in the Company.

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Save and except the above, none of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolutions set out at Item Nos. 5 of the Notice for approval by the Shareholders.

By Order of the Board of Directors
For Swati Projects Limited

Managing Director
Sh. Shreegopal Daga
DIN: 00397379
August 2, 2019
CIN: L65993WB1983PLC036332

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Details of Directors seeking appointment/re-appointment at the Annual General Meeting:

Name	Shri Anurag Daga
Date of Birth	30 th April, 1972
Date of Appointment	25 th June, 2012
Qualifications	MS in MIS
Expertise in specific functional areas	Finance
Directorships held in other companies (excluding foreign companies)	M/s. Vinal Investments Limited
Memberships/Chairmanships of Board Committees of other companies (includes only Audit Committee/Shareholders' Investors' Griavance Committee)	NIL
Number of shares held in the Company	2250 Equity shares

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Details of Directors seeking appointment/re-appointment at the Annual General Meeting:

Name	Shri Shreegopal Daga
Date of Birth	12 th January, 1940
Date of Appointment	1 st August, 2014
Qualifications	M.COM, LLB
Expertise in specific functional areas	Finance
Directorships held in other companies (excluding foreign companies)	M/s. Vinal Investment Limited
Memberships/Chairmanships of Board Committees of other companies (includes only Audit Committee/Shareholders' Investors' Griavance Committee)	NIL
Number of shares held in the Company	40125 Equity shares

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Details of Directors seeking appointment/re-appointment at the Annual General Meeting:

Name	Shri Shiv Mani Ojha
Date of Birth	20 th January, 1965
Date of Appointment	28 th March, 2018
Qualifications	H.S. (10+2)
Expertise in specific functional areas	Finance
Directorships held in other companies (excluding foreign companies)	NO
Memberships/Chairmanships of Board Committees of other companies (includes only Audit Committee/Shareholders' Investors' Griavance Committee)	NIL
Number of shares held in the Company	NIL

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Details of Directors seeking appointment/re-appointment at the Annual General Meeting:

Name	Shri Rishi Kapoor
Date of Birth	27 th August, 1974
Date of Appointment	7 th May, 2019
Qualifications	H.S. (10+2)
Expertise in specific functional areas	Finance
Directorships held in other companies (excluding foreign companies)	NO
Memberships/Chairmanships of Board Committees of other companies (includes only Audit Committee/Shareholders' Griavance Committee)	NIL
Number of shares held in the Company	NIL

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BALLOT FORM

- 1) Name & Registered Address of the Sole/first named member: _____
- 2) Name of the Joint Holder(s), if any: _____
- 3) Registered Folio No. /DP ID No. (Applicable to Investors holding shares in Dematerialized Form): _____
- 4) Number of Ordinary Shares held: _____
- 5) EVEN (e-voting event number): _____
- 6) User-ID: _____
- 7) Password: _____

Notice is hereby given that the Thirty sixth Annual General Meeting of the members of M/s. Swati Projects Limited will be held on Saturday the 21st day of September , 2019 at 11:00AM at the registered office of the company at 168B, Jamunalal Bajaj Street, Kolkata-700007 to transact the following businesses:

Resolution No.	Description of Resolution	FOR	AGAINST
Ordinary Business			
1	Adoption of the financial statements of the Company for the year ended 31 st March, 2019 together with the reports of the Directors' and Auditors' thereon.		
2	Re-appointment of Sri Anurag Daga (DIN:05239623), who retires by rotation.		
3	Appointment of M/s. N. K. Jain & Co., Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.		
Special Business			
4	Re-appointment of Sri Shiv Mani Ojha (DIN: 08097947) and Sri Rishi Kapoor (DIN: 08422654) as an Independent Directors of the Company upto 2024		
5	Re-appointment of Sri Shreegopal Daga (DIN: 00397379) as Managing Director		

Place: Kolkata

Date: 21.09.2019

Signature of the Member

Note: Please read the instructions printed below carefully before exercising your vote.

SWATI PROJECTS LIMITED

CIN: L65993WB1983PLC036332

168-B, JAMUNALAL BAJAJ STREET, KOLKATA-700007

E mail: swatiprojectsltd@gmail.com

Phone: 033-22385102/+91 983007700

Website: www.swatiprojects.com

INSTRUCTIONS:

1. This Ballot Form is provided for the benefit of the Members who do not have access to e-voting facility.
2. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member cast votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
3. For detailed instructions on e-voting, please refer to the notes appended to the Notice of the AGM.
4. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through Post to declare the final result for each of the Resolutions forming part of the Notice of the AGM.

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ATTENDANCE SLIP

(To be handed over at the entrance of the Meeting Hall)

Folio No.: _____ DP-ID No.: _____ Client-ID No. _____

Name of Member(s): _____

Name of the Proxy holder: _____

Registered Address: _____

Number of Shares Held: _____

I hereby record my presence of the **36th Annual General Meeting** of the Company held on Saturday the 21st September, 2019 at 11.00 A.M. at Registered Office of the Company at “168B, Jamunalal Bajaj Street, Kolkata – 700007

Signature of the Member / Representative / Proxy Holder*

*Strike out whichever is not applicable

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(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

FORM OF PROXY

Folio No.: _____ DPID No. : _____ Client ID No.: _____

Name of the Member(s): _____ Email Id: _____

Registered Address: _____

I/We, being the member(s) of _____ shares of the above company hereby appoint:

1. Name: _____ E-mail Id _____
Address: _____ or failing him/her

2. Name: _____ E-mail Id _____
Address: _____ or failing him/her

3. Name: _____ E-mail Id _____
Address: _____

as my / our Proxy to vote for me / us, on my / our behalf at the 36th ANNUAL GENERAL MEETING of the Company held on Saturday The 21st September, 2019 at 11.00 A.M. and at any adjournment thereof in respect of the following resolutions:

Resolution No.	Description of Resolution	FOR	AGAINST
1.	Adoption of the financial statements of the Company for the year ended 31 st March, 2019 together with the reports of the Directors' and Auditors' thereon.		
2.	Re-appointment of Sri Anurag Daga (DIN:05239623), who retires by rotation.		
3.	Appointment of M/s. N. K. Jain & Co., Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.		
4.	Re-appointment of Sri Shiv Mani Ojha (DIN: 08097947) and Sri Rishi Kapoor (DIN: 08422654) as an Independent Directors of the Company upto 2024		
5.	Re-appointment of Sri Shreegopal Daga (DIN: 00397379) as Managing Director		

Signed this _____ day of _____ 2019. Signature of Member _____

Signature of Proxyholder(s): 1. _____ 2. _____ 3. _____

Affix Revenue Stamp

NOTE: The Form of Proxy duly completed must be deposited at the Registered Office of the Company, "168-B, Jamunalal Bajaj Street, Kolkata-700007 not later than 48 hours before the time for holding the meeting.

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ANNEXURE TO THE NOTICE FOR THE 36th ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON 21st SEPTEMBER, 2019

Name & Registered Address
of Sole/First named Member:

Joint Holders Name (If any) :

Folio No. / DP ID & Client ID:

No. of Equity Shares Held :

Dear Shareholder,

Subject: Process and manner for availing E-voting facility:

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Saturday , 21st September,, 2019 at 11.00 AM. at *168-B, Jamunalal Bajaj Street, Kolkata-700007* and at any adjournment thereof. The Company has engaged the services of Central Depository Services Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.helpdesk.evoting@cdslindia.com>.

The Electronic Voting Particulars are set out below:

EVEN (Electronic Voting Event Number)	USER-ID	PASSWORD

The E-voting facility will be available during the following voting period:

Remote e-Voting start on	Remote e-Voting end on
18 th September, 2019 at 9:00 A.M. (IST)	20 th September, 2019 at 5:00 P.M. (IST)

#Please read the instructions mentioned in point no.12 of the Notice before exercising your vote.

By Order of the Board
For Swati Projects Limited

Place: Kolkata

Date:

Encl: AGM Notice/ Attendance Slip / Proxy Form

Managing Director
Sh. Shreegopal Daga