

# SWATI PROJECTS LIMITED

CIN: L65993WB1983PLC036332

168-B, JAMUNALAL BAJAJ STREET, KOLKATA-700007

E mail: [swatiprojectsltd@gmail.com](mailto:swatiprojectsltd@gmail.com)

Phone: +91 9830077000 / 9988796071

Website: [www.swatiprojects.com](http://www.swatiprojects.com)

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

27<sup>th</sup> September, 2024

Dear Sir / Madam,

**Sub.: Regulation 30 and 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations')- Proceedings, Voting Results and Scrutiniser's Report for the 41<sup>st</sup> Annual General Meeting ('AGM') of Swati Projects Limited**

**Ref: Scrip Code: CSE - 029458, BSE- 543914, MSEI Symbol: SWATI, ISIN: INE210F01016**

In continuation to our letter dated 26<sup>th</sup> September, 2024, the 41<sup>st</sup> AGM of the Company was held on Thursday the 26<sup>th</sup> September, 2024 at 1:00 p.m. (IST) through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') in accordance with the applicable provisions of the Companies Act, 2013, Circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India to transact the businesses as stated in the Notice of AGM dated August 27, 2024.

The Board of Directors appointed Shruti Agarwal, Practicing Company Secretaries, as the Scrutiniser for the remote e-voting process and e-voting at the AGM.

As per the consolidated report of the Scrutiniser, out of Four resolutions as set out in the Notice of AGM all Four resolutions were transacted and approved by the shareholders with requisite majority.

In this regard, please find enclosed the following: -

1. Proceedings as required under the Regulation 30, Part A of Schedule – III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Chairman's speech as read out during the AGM as **Annexure-I**.
2. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – II**.
3. Consolidated Report of the Scrutiniser dated 27<sup>th</sup> September, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration), Rules 2014 as **Annexure – III**.

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The above are also being uploaded on the Company's website.

This is for your intimation and record.

Thanking You.

Yours faithfully,

**For Swati Projects Limited**

*Ravi Todi*

**Company Secretary**

**Name: Ravi Todi**

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## Annexure – I

### SUMMARY OF PROCEEDINGS OF 41<sup>ST</sup> ANNUAL GENERAL MEETING ('AGM')

The 41<sup>st</sup> Annual General Meeting of the Members of the Company was held on 26<sup>th</sup> September, 2024 at 1:00 p.m. (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') in compliance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Sri Ravi Todi, Company Secretary & Compliance Officer delivered the opening notes on the conduct of the AGM and Sri Shreegopal Daga, had chaired the Meeting.

Sri Ravi Todi the Company Secretary & Compliance officer hosted the meeting. The requisite quorum being present, the Meeting was called to order. He then addressed the shareholders by giving her introductory speech.

Sri Ravi Todi, Company Secretary & Compliance Officer, informed that the Statutory Registers and other documents referred to in the Notice of AGM were available for electronic inspection.

He further informed that Sri Shashi Kumar, Chief Financial Officer of the Company, the representatives of the Statutory Auditors were also present at the Meeting.

Sri Ravi Todi, Company Secretary & Compliance Officer welcomed all the Members present at the meeting and requested the Directors to introduce themselves. All the Directors were present at the meeting.

The Notice of the 41<sup>st</sup> AGM was taken as read as the same was already circulated to the Members. Thereafter, he stated that the Reports of the Statutory Auditors and Secretarial Auditors did not contain any adverse qualifications, observations or comments on the functioning of the Company and were not read at the meeting.

The Company Secretary informed the Members present that pursuant to the provision of the Companies Act, 2013 read with the Rules framed thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had engaged the services of National Depository Services Limited (NDSL) as the authorized agency to provide remote e-voting facilities & e-voting facilities during the AGM. The remote e-voting facility commenced at Monday, September 23, 2024 (09:00 A.M.) to Wednesday, September 25, 2024 (5:00 P.M.) Thereafter, the following businesses as set out in the AGM Notice dated August 27, 2024 were transacted.

The Company had appointed Shruti Agarwal, Practicing Company Secretary, as the Scrutinizer to scrutinise the remote e-voting process and e-voting at the AGM.

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Thereafter, the following resolutions as set out in the Notice Convening the 41<sup>st</sup> Annual General Meeting were proposed and seconded by the Members:

SR. NO	AGENDA	RESOLUTION REQUIRED (ORDINARY/SPECIAL)	MODE OF VOTING	REMARKS
1	To receive, consider, and adopt the audited financial statements (both consolidated & standalone) of the Company for the financial year ended 31 <sup>st</sup> March, 2024, including the audited Balance Sheet as at 31 <sup>st</sup> March, 2024, the statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.	Ordinary	E-voting	Passed with requisite majority
2	Appointment of M. Modi & Associates, Chartered Accountants (Firm Registration No. 319141E and Membership No. 054366) as Statutory Auditors of the Company and to fix their remuneration.	Ordinary	E-voting	Passed with requisite majority
3	Re-appointment of Sri Rishi Kapoor (DIN:08422654) as an Independent Director.	Special	E-voting	Passed with requisite majority
4	Re-appointment of Sri Shreegopal Daga (DIN:00397379) as Managing Director.	Special	E-voting	Passed with requisite majority

The Company Secretary then announced that the scrutinizer would submit the Consolidated Voting results after taking into account the remote e-voting and e-voting during the AGM and the same would be placed on the Company's website and would be forwarded to the Stock Exchange and to NDSL for displaying on their respective websites within the prescribed time.

The Company Secretary thanked the Shareholders, for attending and participating in the Meeting and also the employees of the Company and other stakeholders for their continued support.

The e-voting facility was kept open for the next 15 (fifteen) minutes to enable the Member to cast their vote.

Since there was no other business to transact, the meeting concluded at 1:38 PM. with a vote of thanks to the Chair.

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## Annexure – II

### Details of Voting Results of the 41<sup>st</sup> AGM pursuant to Regulation 44 (3) of the Listing Regulations

Date of the 41 <sup>st</sup> AGM	Thursday, September 26, 2024
Total number of shareholders on record date (i.e. <b>Thursday, September 19, 2024</b> )	7,424
Number of Shareholders present in the meeting either in person or through proxy:  Promoters and Promoter Group: Public:	Not Applicable
Number of Shareholders attend the meeting through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”): Promoters and Promoter Group: Public:	5 25

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## RESOLUTION WISE DETAILS OF THE VOTING RESULTS

- To receive, consider, and adopt the consolidated & standalone audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, including the consolidated & standalone audited Balance Sheet as at 31<sup>st</sup> March, 2024, the statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

Resolution Required: Ordinary

PROMOTER/ PUBLIC	MODE OF VOTING	TOTAL 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 VOTES POLLED
		1	2	$3=2/1*100$	4	5	$6=4/2*100$	$7=5/2*100$
Promotor & Promotor	E-voting	24,09,320	24,09,320	100%	24,09,320	-	100%	-
	Poll	-	-	-	-	-	-	-
Group	Total	24,09,320	24,09,320	100%	24,09,320	-	100%	-
Public	E-voting	76,90,680	41,52,400	53.99%	41,51,400	1,000	99.98%	0.02%
	Poll	-	-	-	-	-	-	-
	Total	76,90,680	41,52,400	53.99%	41,51,400	1,000	99.98%	0.02%
	<b>Total</b>	<b>1,01,00,000</b>	<b>65,61,720</b>	<b>64.97%</b>	<b>65,60,720</b>	<b>1,000</b>	<b>99.98%</b>	<b>0.02%</b>

- Appointment of M. Modi & Associates, Chartered Accountants (Firm Registration No. 319141E and Membership No. 054366) as Statutory Auditors of the Company and to fix their remuneration.

Resolution Required: Ordinary

PROMOTER / PUBLIC	MODE OF VOTING	TOTAL 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 VOTES POLLED
		1	2	$3=2/1*100$	4	5	$6=4/2*100$	$7=5/2*100$
Promotor & Promotor	E-voting	24,09,320	24,09,320	100%	24,09,320	-	100%	-
	Poll	-	-	-	-	-	-	-
Group	Total	24,09,320	24,09,320	100%	24,09,320	-	100%	-
Public	E-voting	76,90,680	41,52,400	53.99%	41,51,400	1,000	99.98%	0.02%
	Poll	-	-	-	-	-	-	-
	Total	76,90,680	41,52,400	53.99%	41,51,400	1,000	99.98%	0.02%
	<b>Total</b>	<b>1,01,00,000</b>	<b>65,61,720</b>	<b>64.97%</b>	<b>65,60,720</b>	<b>1,000</b>	<b>99.98%</b>	<b>0.02%</b>

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### 3. Re-appointment of Sri Rishi Kapoor (DIN:08422654) as an Independent Director.

Resolution Required: Special

PROMOTER / PUBLIC	MODE OF VOTING	TOTAL 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 VOTES POLLED
		1	2	$3=2/1*100$	4	5	$6=4/2*100$	$7=5/2*100$
Promotor & Promotor	E-voting	24,09,320	24,09,320	100%	24,09,320	-	100%	-
	Poll	-	-	-	-	-	-	-
Group	Total	24,09,320	24,09,320	100%	24,09,320	-	100%	-
Public	E-voting	76,90,680	41,52,400	53.99%	41,51,400	1,000	99.98%	0.02%
	Poll	-	-	-	-	-	-	-
	Total	76,90,680	41,52,400	53.99%	41,51,400	1,000	99.98%	0.02%
	<b>Total</b>	<b>1,01,00,000</b>	<b>65,61,720</b>	<b>64.97%</b>	<b>65,60,720</b>	<b>1,000</b>	<b>99.98%</b>	<b>0.02%</b>

### 4. Re-appointment of Sri Shreegopal Daga (DIN:00397379) as Managing Director.

Resolution Required: Special

PROMOTER / PUBLIC	MODE OF VOTING	TOTAL 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 VOTES POLLED
		1	2	$3=2/1*100$	4	5	$6=4/2*100$	$7=5/2*100$
Promotor & Promotor	E-voting	24,09,320	24,09,320	100%	24,09,320	-	100%	-
	Poll	-	-	-	-	-	-	-
Group	Total	24,09,320	24,09,320	100%	24,09,320	-	100%	-
Public	E-voting	76,90,680	41,52,400	53.99%	41,51,400	1,000	99.98%	0.02%
	Poll	-	-	-	-	-	-	-
	Total	76,90,680	41,52,400	53.99%	41,51,400	1,000	99.98%	0.02%
	<b>Total</b>	<b>1,01,00,000</b>	<b>65,61,720</b>	<b>64.97%</b>	<b>65,60,720</b>	<b>1,000</b>	<b>99.98%</b>	<b>0.02%</b>

This is for your intimation and record.

Thanking You.

Yours faithfully,

For Swati Projects Limited

*Ravi Todi*

Company Secretary

Name: Ravi Todi



**SHRUTI AGARWAL**  
PRACTISING COMPANY SECRETARY  
MOBILE : + 91 – 9330826989  
EMAIL ID : cs.agarwalshruti@gmail.com

**SCRUTINIZER'S REPORT**

TO  
**THE CHAIRMAN**  
**SWATI PROJECTS LIMITED**  
**168 – B, JAMUNALAL BAJAJ STREET**  
**KOLKATA-700013**

Dear Sir,

**Sub: Consolidated Scrutinizer's report on remote e-voting/Physical Ballot forms conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended by Companies (Management and Administration) Amendment Rules, 2015 and Voting at the Annual General Meeting of SWATI PROJECTS LIMITED held on Thursday, 26<sup>th</sup> September, 2024 at 1.00 PM**

I, Shrut Agarwal, Practising Company Secretary, (ACS No 38797, CP No 14602), having office at 33/1 N.S. Road, Marshal House, Room No – 240, 2<sup>nd</sup> Floor, Kolkata – 700001, was duly appointed as Scrutinizer by the Board of Directors of **M/S SWATI PROJECTS LIMITED** (the Company) for the purpose of Scrutinizing the process of (i) remote e-voting (i.e., voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM) and (ii) e-voting during AGM (process of evoting at the AGM through electronic voting system) on the resolutions contained in the office dated **August 27<sup>th</sup>, 2024 ("Notice") convening the 41<sup>st</sup> AGM** issued in accordance with Circular no. 02/2022 dated 5<sup>th</sup> May, 2022, Circular No. 19/2021 dated 8<sup>th</sup> December 2021, Circular No. 21/2021 dated 14<sup>th</sup> December, 2021 read with circular No. 02/20221 dated 13<sup>th</sup> January 2021, Circular No., 14/2020, dated 8<sup>th</sup> April 2020, Circular No., 17/2020 dated 13<sup>th</sup> April, 2020 and Circular No., 20/2020 dated 5<sup>th</sup> May, 2020 issued by Ministry of Corporate Affairs (collectively refer as 'MCA Circulars') which permitted conveying the AGM meeting through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM'), without physical presence of the members at a common venue. The AGM was convened held on **Thursday, 26<sup>th</sup> September, 2024 at 1.00 PM. IST** through VC/OAVM

**The Management of Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic modes on resolutions proposed in the Notice of AGM of the members of the Company dated on 27<sup>th</sup> August, 2024. My responsibility as a scrutinizer for the e-voting process (i.e., remote e-voting and e-voting during AGM) is to ensure that the e-voting process is conducted in a fair and a transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the AGM of the Company, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL) the agency engaged by the Company to provide e-voting facility for voting through electronic means and the documents furnished to me electronically for my verification.**







The shareholders of the Company holding shares as on the "cut off" date of 19<sup>th</sup> September, 2024 at were entitled to Vote on the resolution as contained in the Notice of the Annual General Meeting.

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act), 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended as provision of Regulation 44 of the Securities and Exchange of Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open from Monday 23<sup>rd</sup> Day of September, 2024 at (9.00 a.m. IST) and ended till Wednesday 25<sup>th</sup> Day of September, 2023 at (5.00 p.m IST) and pursuant to MCA Circulars referred above, the Company had also provided remote e-voting facility to the shareholders present the AGM through VC/OAVM and who had not cast their vote earlier and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the Resolution on the e-voting platform provided by NSDL.

The Voting period for remote e-voting commenced on Monday 23<sup>rd</sup> Day of September, 2024 at 9.00 a.m. and ended till Wednesday 25<sup>th</sup> Day of September, 2023 at 5.00 p.m. and the NSDL e-voting platform was blocked thereafter.

The Votes cast under remote e-voting facility were thereafter unblock in the presence of two Witnesses as prescribed under sub-rule 4(xii) of rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

I have scrutinized and reviewed the remote e-voting and voting tendered therein based on the data downloaded from the National Depository Services Limited e-voting System.

## **RESOLUTION NO. 1 ORDINARY RESOLUTION**

**1) To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 including the audited Balance Sheet as at 31<sup>st</sup> March, 2024, 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.**

**i) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING**

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
46	6561720	100%

**ii) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING**

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
0	0	0%





**RESOLUTION NO 2 ORDINARY RESOLUTION**

2. Appointment of M. Modi & Associates, Chartered Accountants (Firm Registration No. 319141E and Membership No. 054366) as Statutory Auditors of the Company and to fix their remuneration.

i) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
45	6560720	99%

ii) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
1	1000	1%

**RESOLUTION NO 3 SPECIAL RESOLUTION**

3. Re-appointment of Sri Rishi Kapoor (DIN:08422654) as an Independent Director.

iii) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
45	6560720	99%

i) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
1	1000	1%

**RESOLUTION NO 4 SPECIAL RESOLUTION**

4. Re-appointment of Sri Shreegopal Daga (DIN:00397379) as Managing Director.

ii) VOTES IN FAVOUR OF THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
45	6560720	99%

i) VOTES AGAINST THE RESOLUTION THROUGH E-VOTING

Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Votes Cast
1	1000	1%





**SHRUTI AGARWAL**  
PRACTISING COMPANY SECRETARY  
MOBILE : + 91 – 9330826989  
EMAIL ID : cs.agarwalshruti@gmail.com

The relevant reports and all other relevant records relating to Remote E-voting are in my safe custody and will be handed over to the Company Secretary after signing the Minutes by the Chairman.

You may accordingly declare the results and display the same on the website of the Company and convey to Stock Exchange and National Depository Services Ltd.

Please acknowledge the receipt.

Thanking You

Yours Faithfully



**For Shrut Agarwal**  
**Practising Company Secretary**  
**Membership No. 38797**  
**COP NO:-14602**

**Place Kolkata**  
**Date: 27/09/2024**

**Peer Review Certificate No.:3206/2023**  
**UDIN: A038797F001342660**