

**Swadha Nature Limited**  
(Formerly Known as "M.S. Securities Ltd.")

11<sup>th</sup> September, 2023

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400001

Scrip Code: 531039

**Sub: Voting Result along with Scrutinizer Report of 31<sup>st</sup> Annual General Meeting of the Company held on Friday, September 08, 2023.**

**Ref: Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform that the 31<sup>st</sup> Annual General Meeting (AGM) of the Members of the Company was held on Friday, September 08, 2023 at 01.00 P.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

The resolutions contained in the Notice convening Annual General Meeting dated Friday, September 08, 2023 have been passed at the 31<sup>st</sup> Annual General Meeting of the Company.

We enclose herewith the results of voting for the resolutions as mentioned in the Notice of the Annual General Meeting in the prescribed format along with the Report of Scrutinizer dated September 11, 2023. The same is also being uploaded on Company's website.

Kindly take the same on record and oblige

Thanking you,

Yours Faithfully

**For Swadha Nature Limited**  
**(Formerly Known as MS Securities Limited)**

**Dipakkumar Shah**  
**Managing Director**  
**DIN: 08234203**

**Encl.: As Above**



**DETAILS OF VOTING RESULTS – ANNUAL GENERAL MEETING HELD ON SEPTEMBER 08, 2023**

1.	Date of AGM	September 08, 2023
2.	Record Date	September 01, 2023
3.	Total number of shareholders on Record Date	887
4.	No. of shareholders present in the meeting either in person or through proxy	
	• Promoters and Promoter Group	2
	• Public	7
5.	Name of Scrutinizer	PCS Rupali Modi
6.	No. of resolution passed in the meeting	06 (Six)

**Agenda-wise**

**Resolution /Agenda wise details of voting (including vote cast by physical ballots and e-voting process) are as under:**

**RESOLUTION NO. 1**

Resolution required: (Ordinary / Special)				<b>Ordinary</b>				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Consideration and Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 and the Reports of the Board of Directors and Auditors thereon				
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
Promoter and Promoter Group	<b>E-Voting</b>	175950	113400	64.4501	113400	0	100.000	0.0000
	<b>Poll</b>	0	0	0.0000	0	0	0	0
Public-Non Institutions	<b>E-Voting</b>	233500	111530	47.7645	111530	0	100.000	0.0000
	<b>Poll</b>	0	0	0.0000	0	0	0	0
	<b>Total</b>	409450	224930	54.9347	224930	0	100.000	0.0000
		0	0		0	0	0	

**RESOLUTION NO. 2**

Resolution required: (Ordinary / Special)	<b>Ordinary</b>
Whether promoter/promoter group are interested in the agenda/resolution?	No



Description of resolution considered				Re-appointment of Mr. Manoj Kumar Saraf (DIN: 00175213) as a Director (Executive), who retires by rotation and being eligible, offers himself for re-appointment.				
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
Promoter and Promoter Group	<b>E-Voting</b>	1759500	1134000	64.4501	1134000	0	100.0000	0.0000
	<b>Poll</b>		0	0.0000	0	0	0	0
Public-Non Institutions	<b>E-Voting</b>	2335000	1115300	47.7645	1115300	0	100.0000	0.0000
	<b>Poll</b>		0	0.0000	0	0	0	0
	<b>Total</b>	4094500	2249300	54.9347	2249300	0	100.0000	0.0000

### **RESOLUTION NO. 3**

Resolution required: (Ordinary / Special)				<b>Ordinary</b>				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve, confirm and ratify the appointment of Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation				
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
Promoter and Promoter Group	<b>E-Voting</b>	1759500	1134000	64.4501	1134000	0	100.0000	0.0000
	<b>Poll</b>		0	0.0000	0	0	0	0
Public-Non Institutions	<b>E-Voting</b>	2335000	1115300	47.7645	1115300	0	100.0000	0.0000
	<b>Poll</b>		0	0.0000	0	0	0	0
	<b>Total</b>	4094500	2249300	54.9347	2249300	0	100.0000	0.0000



**RESOLUTION NO. 4**

Resolution required: (Ordinary / Special)				<b>Ordinary</b>				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint the Statutory Auditors of the Company for the term of 5 consecutive years				
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
Promoter and Promoter Group	E-Voting	175950	113400	64.4501	113400	0	100.000	0.0000
	Poll	0	0	0.0000	0	0	0	0
Public-Non Institutions	E-Voting	233500	111530	47.7645	111530	0	100.000	0.0000
	Poll	0	0	0.0000	0	0	0	0
<b>Total</b>		409450	224930	54.9347	224930	0	100.000	0.0000
		0	0		0	0	0	

**RESOLUTION NO. 5**

Resolution required: (Ordinary / Special)				<b>Ordinary</b>				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of appointment of Additional Director- Mrs. Rima Nanavati (DIN: 08196967) as an Independent Director of the Company.				
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
Promoter and Promoter Group	E-Voting	175950	113400	64.4501	113400	0	100.000	0.0000
	Poll	0	0	0.0000	0	0	0	0
Public-Non Institutions	E-Voting	233500	111530	47.7645	111530	0	100.000	0.0000
	Poll	0	0	0.0000	0	0	0	0
<b>Total</b>		409450	224930	54.9347	224930	0	100.000	0.0000
		0	0		0	0	0	



**RESOLUTION NO. 6**

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-Appointment of Mr. Manoj Saraf (DIN: 00175213) as Managing Director of the Company.				
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
Promoter and Promoter Group	E-Voting	175950	113400	64.4501	113400	0	100.000	0.0000
	Poll	0	0	0.0000	0	0	0	0
Public-Non Institutions	E-Voting	233500	111530	47.7645	111530	0	100.000	0.0000
	Poll	0	0	0.0000	0	0	0	0
<b>Total</b>		409450	224930	54.9347	224930	0	100.000	0.0000

For Swadha Nature Limited  
(Formerly known as MS Securities Limited)

**Dipakkumar Shah**  
Managing Director  
(DIN: 08234203)

**RUPALI MODI**  
Practicing Company Secretary

903 Swayambhu Residency  
Opp BMC Hospital, Borivali (E)  
Mumbai, - 400066  
mail: [rupalimodi@gmail.com](mailto:rupalimodi@gmail.com)

**Consolidated Scrutinizer's Report**

**(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014)**

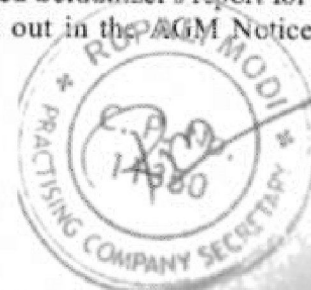
To,  
The Chairman  
**Swadha Nature Limited**  
**(Formerly Known as MS Securities Limited)**  
601B, Ashiana Plaza Budh Margpatna,  
Bihar, Patna-800001

**Sub.: Consolidated Scrutinizer's Report on voting through remote e-voting and e-voting at the 31<sup>st</sup> Annual General Meeting ("AGM") of Swadha Nature Limited (Formerly Known as MS Securities Limited) ("Company"), held on Friday, September 08, 2023 at 01:00 P.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")**

Dear Sir,

We, Rupali Modi, Practicing Company Secretary was appointed as Scrutinizer by the Board of Directors of the Company vide resolution passed at their Board Meeting held on August 10, 2023, for the purpose of scrutinizing the voting process, i.e. remote e-voting and e-voting at AGM of the Company held on Friday, September 08, 2023 at 01:00 P.M. (IST) through VC/ OAVM facility in compliance with the provisions of Section 96, 101, 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in accordance with the terms of circulars issued by Ministry of Corporate Affairs i.e. General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") and in accordance with the terms of circulars issued by Securities and Exchange Board of India i.e. Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 and SEBI/HO/CFD/POD-2/P/CIR/2023/4 dated January 5, 2023 (collectively referred to as "SEBI Circulars"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and to submit a report thereon to the Company on the resolutions forming part of the AGM Notice dated August 16, 2023 ("AGM Notice").

1. Our responsibility as a Scrutinizer was to (i) ensure that the voting process was conducted in a fair and transparent manner and (ii) to submit a Consolidated Scrutinizer's report for remote e-voting and e-voting at the AGM, for the resolutions set out in the AGM Notice to the chairman of the Company or any person authorised by him.
2. We submit our report as under: -



- i. In compliance with the MCA Circulars and SEBI Circulars, the AGM Notice along with Annual Report for the Financial Year ("F.Y.") 2022-23 was dispatched by the Company on August 16, 2023 only by electronic mode to all those members, whose e-mail address were registered with the Company/ Registrar and Share Transfer Agent/ Depositories.
- ii. The Company engaged National Securities Depository Limited ("NSDL") for providing services related to remote e-voting and e-voting at the AGM.
- iii. The AGM Notice was simultaneously (i) submitted to the stock exchange i.e., BSE Ltd. (ii) posted on the website of the Company and NSDL.
- iv. The members of the Company as on the "cut off" date i.e., **Friday, September 01, 2023** were entitled to avail the facility of remote e-voting as well as e- voting at the AGM on the proposed resolutions as set out in the AGM Notice.
- v. The remote e-voting period commenced on Tuesday, September 05, 2023 at 09:00 A.M. and ends on Thursday, September 07, 2023 at 05:00 P.M (IST).
- vi. After completion of e-voting at the AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked in the presence of two witnesses who are not in the employment of the Company.
- vii. The data of remote e-voting and e-voting at AGM was diligently scrutinized and reconciled with the records maintained by the Link Intime and the authorizations lodged. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at the AGM.
- viii. On the day of Annual General Meeting, the Remote E-voting at the time Video Conferencing was not happened due to the technical reason at the NDSL e-voting the website, therefore, upon request of the shareholders, the voting through ballot paper was considered, who have made their request at the time of Video Conferencing.
- ix. For the purpose of preparation of this report, the number of shareholders has been determined by consolidating folios with the same Permanent Account Number (PAN).
- x. The consolidated summary of results of remote e- voting and e-voting at the AGM is annexed herewith.
- xi. Based on the aforesaid results, We report that all the Resolutions as contained in the Item No(s). 1 to 6 of the AGM Notice of the Company, have been passed with requisite votes.

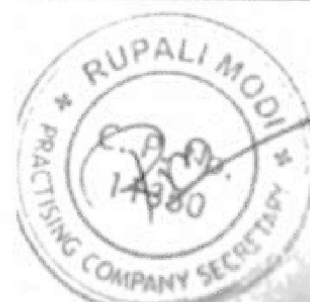
### **RESOLUTION NO. 1:**

**Consideration and Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 and the Reports of the Board of Directors and Auditors thereon**

**(i) Voted in favor of the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	9	2249300	100.00
Voting by Ballot Paper at Meeting	0	0	0.00
<b>Total</b>	<b>9</b>	<b>2249300</b>	<b>100.00</b>

**(ii) Voted against the resolution:**



Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	0	0	0.00
Voting by Ballot Paper at Meeting	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**(iii) Invalid votes:**

Type of Voting	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Remote e-voting	0	0
Physical	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**RESOLUTION NO. 2:**

**Re-appointment of Mr. Manoj Kumar Saraf (DIN: 00175213) as a Director (Executive), who retires by rotation and being eligible, offers himself for re-appointment.**

**(i) Voted in favor of the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	9	2249300	100.00
Voting by Ballot Paper at Meeting	0	0	0.00
<b>Total</b>	<b>9</b>	<b>2249300</b>	<b>100.00</b>

**(ii) Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	0	0	0.00
Voting by Ballot Paper at Meeting	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**(iii) Invalid votes:**

Type of Voting	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Remote e-voting	0	0
Physical	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**RESOLUTION NO. 3:**





To approve, confirm and ratify the appointment of Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation

**(i) Voted in favor of the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	9	2249300	100.00
Voting by Ballot Paper at Meeting	0	0	0.00
<b>Total</b>	<b>9</b>	<b>2249300</b>	<b>100.00</b>

**(ii) Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	0	0	0.00
Voting by Ballot Paper at Meeting	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**(iii) Invalid votes:**

Type of Voting	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Remote e-voting	0	0
Physical	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**RESOLUTION NO. 4:**

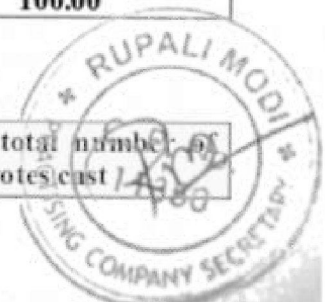
To appoint the Statutory Auditors of the Company for the term of 5 consecutive years

**(i) Voted in favor of the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	9	2249300	100.00
Voting by Ballot Paper at Meeting	0	0	0.00
<b>Total</b>	<b>9</b>	<b>2249300</b>	<b>100.00</b>

**(ii) Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast



Remote e-voting	0	0	0.00
Voting by Ballot Paper at Meeting	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**(iii) Invalid votes:**

Type of Voting	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Remote e-voting	0	0
Physical	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**RESOLUTION NO. 5:**

**Regularization of appointment of Additional Director- Mrs. Rima Nanavati (DIN: 08196967) as an Independent Director of the Company.**

**(i) Voted in favor of the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	9	2249300	100.00
Voting by Ballot Paper at Meeting	0	0	0.00
<b>Total</b>	<b>9</b>	<b>2249300</b>	<b>100.00</b>

**(ii) Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	0	0	0.00
Voting by Ballot Paper at Meeting	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**(iii) Invalid votes:**

Type of Voting	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Remote e-voting	0	0
Physical	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

**RESOLUTION NO. 6:**

**Re-Appointment of Mr. Manoj Saraf (DIN: 00175213) as Managing Director of the Company.**



**(i) Voted in favor of the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	9	2249300	100.00
Voting by Ballot Paper at Meeting	0	0	0.00
<b>Total</b>	<b>9</b>	<b>2249300</b>	<b>100.00</b>

**(ii) Voted against the resolution:**

Type of Voting	Number of members voted	Number of votes cast (Shares)	% of total number of valid votes cast
Remote e-voting	0	0	0.00
Voting by Ballot Paper at Meeting	0	0	0.00
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**(iii) Invalid votes:**

Type of Voting	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Remote e-voting	0	0
Physical	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

*Rupali Modi*

**Rupali Modi**  
Practicing Company Secretary  
M. No. 25467  
C. P. No. 11350



Place: Mumbai  
Date: 11/09/2023  
UDIN: A025467E000988627

**Counter Signed by:**  
**For Swadha Nature Limited**  
**(Formerly Known as MS Securities Limited)**

*Dipakkumar Shah*

**Dipakkumar Shah**  
Managing Director  
DIN: 08234203  
(Chairman of 31<sup>st</sup> AGM)