

Date: August 19, 2024

BSE Limited

Department of Corporate Services
Pheroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001
SCRIP Code- 544136

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block
Bandra- Kurla Complex, Mumbai-400051
SYMBOL-RKSWAMY

ISIN: INE0NQ801033

Dear Sir/Madam,

Subject: Submission of Voting Results along with Scrutinizers Report and Proceedings of the 51st Annual General Meeting (“AGM”) of R K SWAMY Limited (“the Company”) as per the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”):

This is to inform you that the 51st AGM of the Company was held on Monday, August 19, 2024, at 3.00 P.M (IST) through Video conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) to transact the business as stated in the notice dated May 24, 2024, convening the AGM.

In this regard, please find enclosed the following:

1. Summary Proceedings of the 51st AGM of the Company as required under Regulation 30 read with Part A of Schedule III of the SEBI Listing Regulations as **Annexure - A**.
2. In terms of Regulation 30 and 44(3) of the SEBI Listing Regulations, the voting results of remote e-voting conducted prior to the AGM and during the AGM, and the businesses transacted at the AGM are enclosed in the prescribed format, as **Annexure – B**.
3. The Scrutinizers’ Report dated August 19, 2024, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, on the resolutions passed at the AGM is enclosed as **Annexure -C**.

As per the Scrutinizer’s report, all the resolutions are passed by the members with the requisite majority.

The aforesaid disclosures are available on the website of the Company at www.rkswamy.com

The AGM concluded at 6.02 P.M (IST)

This is for your information and records.

Thanking you

For R K Swamy Limited

Aparna Bhat

Compliance Officer

Membership No.: A19995

Address: Esplanade House, 29, Hazarimal Somani Marg,
Fort, Mumbai 400 001

Place: Mumbai

R K SWAMY LIMITED

Formerly known as “R K Swamy Private Limited”

Esplanade House.

29 Hazarimal Somani Marg,

Fort, Mumbai 400 001.

Phone +9122 4057 6399,22077476

www.rkswamy.com

CIN No. L74300TN1973PLC006304

Regd Office 19 Wheatcrofts Road,
Nungambakkam, Chennai 600 034.

Offices also at Bengaluru, Hyderabad,
Kochi, Kolkata, New Delhi.

Annexure- A- Summary Proceedings of the 51st Annual General Meeting

The 51st Annual General Meeting ('AGM') of the Members of R K SWAMY Limited was held on Monday, August 19, 2024, at 3:00 p.m. (IST) and concluded at 6:02 p.m. (IST)

The Meeting was held via Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in compliance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') in this regard and as per the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Directors and KMP present (all present through VC):

Mr. Srinivasan K Swamy	Group Executive Chairman
Mr. Narasimhan K Swamy (also known as Shekar Swamy)	Managing Director & Group CEO
Mrs. Sangeetha Narasimhan	Whole-time director & CEO
Mrs. Nalini Padmanabhan	Independent Director & Chairperson of the Audit Committee
Mr. T T Srinivasaraghavan	Independent Director, Member of the Audit Committee & Nomination & Remuneration Committee
Mr. Sunil Sethy	Independent Director Chairperson of Risk Management Committee and Stakeholders Relationship Committee and member of the Nomination & Remuneration Committee
Mr. Rajeev Newar	Group CFO
Mr. R Desikan	Company Secretary

Other Invitees in attendance (all present through VC):

Ms. Aparna Bhat	Compliance Officer
Mr. Ketan Vora & Ms. Shreya Sabbarwal	Partner – Deloitte Haskins & Sells, Statutory Auditors for FY 2023-2024
Ms. Smita Chirimar	Partner – S Dhanapal & Associates LLP, Secretarial Auditors
Mr. N Ramanathan	Scrutinizer - S Dhanapal & Associates LLP, Secretarial Auditors

Quorum:

A total of 66 members attended the meeting through VC.

Proceedings

The Moderator gave instructions for the smooth conduct of the Meeting and briefed on certain points relating to the participation at the Meeting through VC. He then handed over the proceedings to the Chairman.

The Chairman welcomed the Members to the Meeting and introduced the Board, Key Managerial Personnel, Compliance officer, Statutory, Secretarial Auditors and Scrutinizer.

The Company Secretary then declared that the requisite quorum was present.

The Chairman thereafter called the Meeting to order.

The Chairman made his opening remarks by providing a brief overview about the Company.

He then requested Mr. Rajeev Newar, Group CFO, to make a presentation on the financials of the Company.

Mr. Rajeev Newar, Group CFO thereafter made a presentation to the members on the financial performance of the Company.

Thereafter Mr. Shekar Swamy, Managing Director & Group CEO addressed the members.

Mrs. Aparna Bhat, Compliance Officer explained the sequence of the meeting, process of voting and participation at the 51st AGM through the video conferencing facility administered by KFin Technologies Limited.

She informed the Members that Mr N. Ramanathan from M/s. Dhanapal & Associates LLP was appointed as the Scrutinizer by the Board to scrutinize the votes cast before and at the meeting through e-voting, in a fair and transparent manner.

With the consent of the Shareholders, the Notice of AGM, the Financial Statements, Board's report including Management Discussion and Analysis and Corporate Governance report was taken as read with the permission of the members.

The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications and the same was taken as read with the permission of the members.

She further informed that the remote e-Voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-Voting.

She then called out the Resolutions which were proposed to be passed as Ordinary Resolutions:

1. To approve the Standalone Financial Statements of the company for the financial year ended March 31, 2024 and report of Auditors and Directors thereon;
2. To approve the consolidated financial statements for the financial year ended March 31, 2024 and report of Auditors thereon
3. To approve declaration of dividend at Rs 2 per equity share of face value Rs 5 each for the financial year ended March 31, 2024;
4. To approve the appointment of Mr. Srinivasan K Swamy who retires by rotation and being eligible, offers himself for re-appointment; and
5. To approve the appointment of M/s. CNK & Associates LLP as statutory auditors of the Company.

The Chairman then invited the Members who had registered as Speaker Shareholders to participate in the discussion of the meeting and to ask queries and express their views.

The Moderator called upon the names of the Speaker Shareholders one after the other.

After all the Speaker Shareholders raised their queries and expressed their views, the Chairman, MD & Group CEO and Group CFO provided responses to the queries raised and clarifications sought by the speaker shareholder.

The Chairman authorized the Company Secretary to accept the Scrutinizer's Report on behalf of the Company.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also expressed his gratitude towards the Directors for participating in the AGM proceedings.

He informed the members that the e-Voting facility was kept open for the next 15 minutes to enable the Members who had not voted to cast their votes.

The Chairman then declared the meeting closed.

Annexure-B - Voting Results of the Businesses transacted at the AGM

Date of the AGM/EGM	Monday, August 19, 2024
Total number of shareholders on record date	29383
No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none">• Promoters and Promoter Group:• Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing <ul style="list-style-type: none">• Promoters and Promoter Group:• Public	9 57

R K SWAMY Limited								
Resolution No.	1							
Resolution required: (Ordinary/Special)	Ordinary - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, along with the Reports of the Board of Directors and Auditors thereon							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	33339634	33339634	100.0000	33339634	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	33339634	33339634	100.0000	33339634	0	0.0000	0.0000
Public - Institutions	E-Voting	6122635	3410410	55.7017	3410410	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	6122635	3410410	55.7017	3410410	0	100.0000	0.0000
Public - Non Institutions	E-Voting	11014972	50743	0.4607	40994	9749	80.7875	19.2125
	Poll		1815707	16.4840	1815707	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	11014972	1866450	16.9447	1856701	9749	99.4777	0.5223
Total		50477241	38616494	76.5028	38606745	9749	99.9748	0.0252

R K SWAMY Limited								
Resolution No.	2							
Resolution required: (Ordinary/ Special)	Ordinary - To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, along with the Reports of the Auditors thereon							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	33339634	33339634	100.0000	33339634	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33339634	33339634	100.0000	33339634	0	0.0000
Public - Institutions	E-Voting	6122635	3410410	55.7017	3410410	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6122635	3410410	55.7017	3410410	0	100.0000
Public - Non Institutions	E-Voting	11014972	50743	0.4607	40991	9752	80.7816	19.2184
	Poll		1815707	16.4840	1815707	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11014972	1866450	16.9447	1856698	9752	99.4775
Total		50477241	50477241	76.5028	38606742	9752	99.9747	0.0253

R K SWAMY LIMITED
Formerly known as "R K Swamy Private Limited"
Esplanade House,
29 Hazarimal Somani Marg,
Fort, Mumbai 400 001.

Phone +9122 4057 6399,2207 7476
www.rkswamy.com
CIN No. L74300TN1973PLC006304

Regd Office 19 Wheatcrofts Road,
Nungambakkam, Chennai 600 034.
Offices also at Bengaluru, Hyderabad,
Kochi, Kolkata, New Delhi.

R K SWAMY Limited								
Resolution No.	3							
Resolution required: (Ordinary/Special)	Ordinary - To declare a dividend of Rs. 2 (40%) per equity share of the face value of Rs. 5 each for the financial year ended March 31, 2024.							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	33339634	33339634	100.0000	33339634	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33339634	33339634	100.0000	33339634	0	0.0000
Public - Institutions	E-Voting	6122635	3410410	55.7017	3410410	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6122635	3410410	55.7017	3410410	0	100.0000
Public - Non Institutions	E-Voting	11014972	50743	0.4607	41673	9070	82.1256	17.874
	Poll		1815707	16.4840	1815707	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11014972	1866450	16.9447	1857380	9070	99.5141
Total		50477241	50477241	76.5028	38607424	9070	99.9765	0.0235

R K SWAMY LIMITED
Formerly known as "R K Swamy Private Limited"
Esplanade House,
29 Hazarimal Somani Marg,
Fort, Mumbai 400 001.

Phone +9122 4057 6399,2207 7476
www.rkswamy.com
CIN No. L74300TN1973PLC006304

Regd Office 19 Wheatcrofts Road,
Nungambakkam, Chennai 600 034.
Offices also at Bengaluru, Hyderabad,
Kochi, Kolkata, New Delhi.

R K SWAMY Limited								
Resolution No.	4							
Resolution required: (Ordinary/Special)	Ordinary - To appoint a director in place of Mr. Srinivasan K Swamy (DIN: 00505093), who retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	33339634	33339634	100.0000	33339634	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33339634	33339634	100.0000	33339634	0	0.0000
Public - Institutions	E-Voting	6122635	3410410	55.7017	3039766	370644	89.1320	10.8680
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6122635	3410410	55.7017	3039766	370644	89.1319
Public - Non Institutions	E-Voting	11014972	50743	0.4607	40959	9784	80.7185	19.2815
	Poll		1815707	16.4840	1815707	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11014972	1866450	16.9447	1856666	9784	99.4758
Total		50477241	50477241	76.5028	38236066	380428	99.0149	0.9851

R K SWAMY LIMITED
Formerly known as "R K Swamy Private Limited"
Esplanade House,
29 Hazarimal Somani Marg,
Fort, Mumbai 400 001.

Phone +9122 4057 6399,2207 7476
www.rkswamy.com
CIN No. L74300TN1973PLC006304

Regd Office 19 Wheatcrofts Road,
Nungambakkam, Chennai 600 034.
Offices also at Bengaluru, Hyderabad,
Kochi, Kolkata, New Delhi.

R K SWAMY Limited								
Resolution No.	5							
Resolution required: (Ordinary/Special)	Ordinary - To approve the appointment of M/s. CNK & Associates LLP (Firm Registration No. 101961W/W100036), Chartered Accountants as the Statutory Auditors of the Company							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	33339634	33339634	100.0000	33339634	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		33339634	33339634	100.0000	33339634	0	0.0000
Public - Institutions	E-Voting	6122635	3410410	55.7017	3039766	370644	89.1320	10.8680
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		6122635	3410410	55.7017	3039766	370644	89.1319
Public - Non Institutions	E-Voting	11014972	50743	0.4607	40956	9774	80.7382	19.2618
	Poll		1815707	16.4840	1815707	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		11014972	1866450	16.9447	1856676	9774	99.4763
Total		50477241	50477241	76.5028	38236076	380418	99.0149	0.9851

R K SWAMY LIMITED
Formerly known as "R K Swamy Private Limited"
Esplanade House,
29 Hazarimal Somani Marg,
Fort, Mumbai 400 001.

Phone +9122 4057 6399,2207 7476
www.rkswamy.com
CIN No. L74300TN1973PLC006304

Regd Office 19 Wheatcrofts Road,
Nungambakkam, Chennai 600 034.
Offices also at Bengaluru, Hyderabad,
Kochi, Kolkata, New Delhi.

S Dhanapal & Associates LLP

Practising Company Secretaries

LLPIN ACB - 0368

(Regd. with Limited Liability Under the LLP Act, 2008)

Designated Partners :

S. Dhanapal, B.Com., B.A.B.L., F.C.S
N. Ramanathan, B.Com., F.C.S
Smita Chirimar, M.Com., F.C.S, DCG(ICSI)

FORM NO. MGT-13 **REPORT OF SCRUTINIZER**

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

To
The Chairman,
51st Annual General Meeting of the Equity Shareholders of
M/s. R K Swamy Limited,
Chennai

Dear Sir,

I, Ramanathan Nachiappan, Partner of M/s. S Dhanapal & Associates LLP, a firm of Practising Company Secretaries, was appointed as Scrutinizer by the Board of Directors of M/s. R K Swamy Limited ("the Company") for the purpose of scrutinizing the e-voting process taken in connection with the 51st Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and Regulation 44 of the SEBI Listing Obligations and Disclosure requirements Regulations in respect of the below mentioned resolutions proposed at the said Annual General Meeting, held on Monday, 19th August, 2024 at 03.00 P.M. by video Conferencing / Other Audio Visual means (VC / OAVM). I submit the results of voting by electronic means as under.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder and SEBI regulations relating to voting through electronic means by the shareholders on the resolutions proposed in the Notice of the 51st Annual General Meeting of the Company is the responsibility of the Company. My responsibility as a Scrutinizer was to ensure that the voting process, through electronic means was conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any to the Chairman, based on the reports generated from the electronic voting system provided by M/s Kfin Technologies Limited.

S. Dhanapal



S Dhanapal & Associates LLP

Practising Company Secretaries

The results of the voting are as under:

Resolution No. 1 – To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, along with the Reports of the Board of Directors and Auditors thereon; (Ordinary Business – Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	38616494	88
Less: Invalid votes	-	-
Net Valid votes cast	38616494	88
Votes cast in favour	38606745	83
Votes Cast against	9749	5

% of total valid votes cast in favour of the resolution: 99.98%

% of total valid votes cast against the resolution: 0.02%

Resolution No. 2 – To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 along with the Reports of the Auditors thereon; (Ordinary Business – Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	38616494	88
Less: Invalid votes	-	-
Net Valid votes cast	38616494	88
Votes cast in favour	38606742	82
Votes Cast against	9752	6

% of total valid votes cast in favour of the resolution: 99.98%

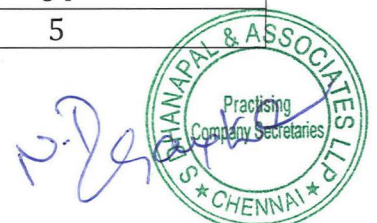
% of total valid votes cast against the resolution: 0.02%

Resolution No. 3 – To declare a dividend of Rs. 2 (40%) per equity share of the face value of Rs. 5 each for the financial year ended March 31, 2024. (Ordinary Business – Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	38616494	89
Less: Invalid votes	-	-
Net Valid votes cast	38616494	89
Votes cast in favour	38607424	84
Votes Cast against	9070	5

% of total valid votes cast in favour of the resolution: 99.98%

% of total valid votes cast against the resolution: 0.02%



S Dhanapal & Associates LLP

Practising Company Secretaries

Resolution No. 4 - To appoint a Director in place of Mr. Srinivasan K Swamy (DIN: 00505093), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Business - Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	38616494	89
Less: Invalid votes	-	-
Net Valid votes cast	38616494	89
Votes cast in favour	38236066	80
Votes Cast against	380428	9

% of total valid votes cast in favour of the resolution: 99%

% of total valid votes cast against the resolution: 1 %

Resolution No. 5 - To approve the appointment of M/s. CNK & Associates LLP (Firm Registration No. 101961W/W100036), Chartered Accountants as the Statutory Auditors of the Company (Ordinary Business - Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	38616494	89
Less: Invalid votes	-	-
Net Valid votes cast	38616494	89
Votes cast in favour	38236076	81
Votes Cast against	380418	8

% of total valid votes cast in favour of the resolution: 99%

% of total valid votes cast against the resolution: 1%

One member holding 50 equity shares had abstained from voting in all the resolutions and few members had voted partially on the shares held by them in the resolutions. In rendering this report, only votes cast by the members have been considered. The votes abstained / which are not cast aggregating to 882,446 equity shares has not been considered in issuing the report.

The Chairman may declare the results as above in accordance with the provisions of Companies Act, 2013.

Date: 19.08.2024
PLACE: CHENNAI

FOR S DHANAPAL & ASSOCIATES LLP
(A FIRM OF PRACTISING COMPANY SECRETARIES)
PEER REVIEW CERTIFICATE NO. 1107/2021

Countersigned by



Person authorized by Chairman
Rajagopalan Desikan
Company Secretary
Membership Number-A28348




RAMANATHAN NACHIAPPAN
PARTNER
M. NO. F6665
C. P. NO. 11084
UDIN: F006665F000999613