

SWATI PROJECTS LIMITED

CIN: L65993WB1983PLC036332

168-B, JAMUNALAL BAJAJ STREET, KOLKATA-700007

E mail: swatiprojectsltd@gmail.com

Phone: +91 9830077000 / 9988796071

Website: www.swatiprojects.com

To
The Listing Department
BSE Limited
25th Floor, P. J. Tower,
Dalal Street,
Mumbai- 400001

29th September, 2023

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 40th 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 27th September, 2023, the 40th AGM of the Company was held on Wednesday the 27th September, 2023 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 19, 2023.

The Board of Directors appointed Roshni K Gupta & Associates, 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 Three resolutions as set out in the Notice of AGM Two resolutions were transacted and approved by the shareholders with requisite majority.

And for the third resolution i.e for appointment of Auditor and to fix their remuneration:-
The Resolution cannot be put to vote due to non posting of resolution on NSDL E voting site by error.

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 29th September, 2023, 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 40TH ANNUAL GENERAL MEETING ('AGM')

The 40th Annual General Meeting of the Members of the Company was held on 27th September, 2023 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 informed the members that Sri Shreegopal Daga, Chairman of the Board, unable to attend to meeting due to medical condition. So, leave of absence granted by Board and new Chairman appointed to proceeding the meeting.

Sri Anurag 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 40th 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 09:00 A.M. on Monday, September 24, 2023 (09:00 A.M.) to



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Tuesday, September 26, 2023 (5:00 P.M.) Thereafter, the following businesses as set out in the AGM Notice dated August 19, 2023 were transacted.

The Company had appointed Roshni K Gupta & Associates, Practicing Company Secretary, as the Scrutinizer to scrutinise the remote e-voting process and e-voting at the AGM.

Thereafter, the following resolutions as set out in the Notice Convening the 40th 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 st March, 2023, including the audited Balance Sheet as at 31 st March, 2023, 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	To appoint a director in place of Sri Anurag Daga (DIN: 05239623) who retires by rotation and has offered himself for re-appointment.	Ordinary	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 1:20 PM. with a vote of thanks to the Chair.



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Annexure – II

Details of Voting Results of the 40th AGM pursuant to Regulation 44 (3) of the Listing Regulations

Date of the 40 th AGM	Wednesday, September 27, 2023
Total number of shareholders on record date (i.e. Wednesday, September 20, 2023)	1,121
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:	4 13



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RESOLUTION WISE DETAILS OF THE VOTING RESULTS

1. To receive, consider, and adopt the consolidated & standalone audited financial statements of the Company for the financial year ended 31st March, 2023, including the consolidated & standalone audited Balance Sheet as at 31st March, 2023, 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 Group	E-voting	24,09,320	12,32,000	51.1348	12,32,000	-	100%	-
	Poll		-	-	-	-	-	-
	Total	24,09,320	12,32,000	51.1348	12,32,000	-	100%	-
Public	E-voting	76,90,680	35,71,200	46.4354	35,71,200	-	100%	-
	Poll		-	-	-	-	-	-
	Total	76,90,680	35,71,200	46.4354	35,71,200	-	100%	-
	Total	1,01,00,000	48,03,200	47.5564	48,03,200	-	100%	-

2. To appoint a director in place of Sri Anurag Daga (DIN: 05239623) who retires by rotation and has offered himself for re-appointment.

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 Group	E-voting	24,09,320	12,32,000	51.1348	12,32,000	-	100%	-
	Poll		-	-	-	-	-	-
	Total	24,09,320	12,32,000	51.1348	12,32,000	-	100%	-
Public	E-voting	76,90,680	35,71,200	46.4354	35,71,200	-	100%	-
	Poll		-	-	-	-	-	-
	Total	76,90,680	35,71,200	46.4354	35,71,200	-	100%	-
	Total	1,01,00,000	48,03,200	47.5564	48,03,200	-	100%	-



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This is for your intimation and record.

Thanking You.

Yours faithfully,

For Swati Projects Limited

Ravi Todi

Company Secretary

Name: Ravi Todi



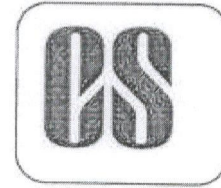
ROSHNI K GUPTA & ASSOCIATES

Practicing Company Secretary

Address: 85, G T Road, 3rd Floor, Howrah - 711101

Ph: +91- 7003981646, +91-9681377731

E-mail: Roshni.gupta0088@gmail.com



SCRUTINIZER'S REPORT

TO
THE CHAIRMAN
SWATI PROJECTS LTD.
168-B, JAMUNALAL BAJAJ STREET
KOLKATA-700007

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 Wednesday, 27TH September, 2023 at 01.00 PM

1. I, Roshni Kumari Gupta, Company Secretary in Practice (ACS No. 51189, CP No. 26202), Proprietor of **ROSHNI K GUPTA & ASSOCIATES**, having office at 85, G T Road, 3rd Floor, Howrah - 711101, was duly appointed as Scrutinizer by the Board of Directors of **SWATI PROJECTS LTD** (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 e-voting at the AGM through electronic voting system) on the resolutions contained in the notice dated **August 19th, 2023 ("Notice") convening the 40th AGM** issued in accordance with Circular No. 02/2022 dated 5th May, 2022, Circular No. 19/2021 dated 8th December, 2021, Circular No. 21/2021 dated 14th December, 2021 read with Circular No. 02/2021 dated 13th January, 2021, Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020 and Circular No. 20/2020 dated 5th May, 2020 issued by Ministry of Corporate Affairs (collectively refer to as 'MCA Circulars') which permitted convening the Annual General Meeting ("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 on **Wednesday, 27TH September, 2023 at 01.00 PM**. IST through VC / OAVM.

2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic modes on the resolutions proposed in the Notice of Annual General Meeting of the Members of the Company dated **August 19th, 2023**. My responsibility as a Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting during AGM) is to ensure that the voting process is conducted in a fair and 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.



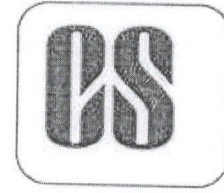
ROSHNI K GUPTA & ASSOCIATES

Practicing Company Secretary

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Ph: +91- 7003981646, +91-9681377731

E-mail: Roshni.gupta0088@gmail.com



3. The Members holding ordinary shares as on the "cut-off date" i.e. Wednesday, **September 20, 2023** were entitled to vote on the resolutions proposed in the Notice calling the Annual General Meeting.

4. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open from Sunday, September 24, 2023 (09:00 a.m. IST) till Tuesday, September 26, 2023 (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 at 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.

5. The Voting period for remote e-voting commenced on 24th September 2023, at 9.00 A.M. and ends on 26th September, 2023 at 5.00 P.M. and the NDSL e-voting platform was blocked thereafter.

6. The votes cast through remote e-voting were unblocked 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 31st March, 2023 including the audited Balance Sheet as at 31st March, 2023, 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
11	4803200	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%



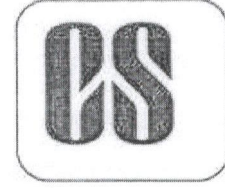
ROSHNI K GUPTA & ASSOCIATES

Practicing Company Secretary

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Ph: +91- 7003981646, +91-9681377731

E-mail: Roshni.gupta0088@gmail.com



RESOLUTION NO 2 ORDINARY RESOLUTION

2. To Re-appointment of Sri Anurag Daga (DIN: 05239623), who retires by rotation.

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

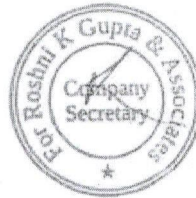
Numbers of Members Voted	Number of Votes cast by them	% of total Number of Valid Vote Cast
11	4803200	100%

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%

All the relevant records / electronic data relating to the e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

Place: Howrah
Date : 29.09.2023



For ROSHNI K GUPTA & ASSOCIATES
Company Secretaries
A Peer Reviewed Firm
Peer Review Certificate No.: 2946/2023

Roshni Gupta

Roshni Kumari Gupta
Proprietor
ICSI Membership No.: 51189
C.P. No.: 26202
UDIN No.: A051189E001128584

Countersigned by:-



Ravi Todi