

28.03.2019

BSE Limited
Department of Corporate Services
Floor 25, P. J. Towers,
Dalal Street,
Mumbai-400 001.

National Stock Exchange of India Limited
Listing Department
Registered Office: "Exchange Plaza",
Bandra – Kurla Complex, Bandra (E),
Mumbai – 400 051.

Scrip Code: 532051

Scrip Code: SWELECTES

Dear Sir / Madam,

Sub: Voting Results of Postal Ballot under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Kindly refer our earlier letter dated 25th February 2019 regarding postal ballot process of the Company.

In this connection, we are pleased to inform you that the postal ballot process has been completed and the Scrutinizer has submitted his report on 27.03.2019, to the Chairman of the Company. Based on the Scrutinizer report, the Chairman of the Company has declared the voting results on 28.03.2019 at 17:00 hours IST. Accordingly the resolutions as set out in the notice of postal ballot pertaining to the following subject matter have been passed with the requisite majority.

1. Approval for Appointment of Mr. S. Krishnan, as an Independent Director of the Company for the casual vacancy period – Ordinary Resolution.
2. Re- Appointment of Mr. S. Krishnan, as an Independent Director of the Company for the second term of 5 (Five) consecutive years – Special Resolution.

We enclose herewith the details of voting results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. We also enclose herewith a copy of the Scrutinizer Report dated 27.03.2019, pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

We request you to kindly take on record the above compliance.

Thanking you,

Yours faithfully,
For SWELECT ENERGY SYSTEMS LIMITED


R. Sathishkumar
Company Secretary



SWELECT ENERGY SYSTEMS LIMITED

Reg. office:"SWELECT House", No.5, Sir P.S.Sivasamy Salai, Mylapore, Chennai - 600004 CIN:L93090TN1994PLC028578

Tel:+91 44 24993266, Fax:+91 44 24995179, Email:cg.ird@swelectes.com, Website:swelectes.com

DECLARATION OF POSTAL BALLOT RESULT

Total number of shareholders on record date (cut off dt.15.2.2019) 13651

No. of Shareholders present in the meeting either in person or through proxy :-

Promoters and Promoter Group Not Applicable

Public Not Applicable

No. of Shareholders attended the meeting through Video Conferencing :-

Promoters and Promoter Group Not Applicable

Public Not Applicable

I.ORDINARY RESOLUTION: Approval for Appointment of Mr. S. Krishnan as an Independent Director of the company for the casual vacancy period.

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	5678513	5678513	100	5678513	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	5678513	5678513	100	5678513	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	33357	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	33357	0	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	4393970	369619	8.41	369617	2	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		48710	1.11	48592	118	99.76	0.24
	SUB TOTAL	4393970	418329	9.52	418209	120	99.97	0.03
GRAND TOTAL		10105840	6096842	60.33	6096722	120	100	0

Based on the aforesaid results Ordinary Resolution as contained in item No.1 has been passed with requisite majority.



2.SPECIAL RESOLUTION: Re-appointment of Mr. S. Krishnan, as an Independent Director of the company for the second term of 5 (Five) consecutive years.

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	5678513	5678513	100	5678513	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL		5678513	5678513	100	5678513	0	100
PUBLIC-INSTITUTIONS	E-VOTING	33357	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		0	0	0	0	0	
	SUB TOTAL		33357	0	0	0	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	4393970	369619	8.41	369317	302	99.92	0.08
	POLL		0	0	0	0	0	
	POSTAL_BALLOT		48610	1.11	48467	143	99.71	0.29
	SUB TOTAL		4393970	418229	9.52	417784	445	99.89
GRAND TOTAL		10105840	6096742	60.33	6096297	445	99.99	0.01

Based on the aforesaid results Special Resolution as contained in item No.2 has been passed with requisite majority.



SCRUTINIZER'S REPORT

(Pursuant to section 110 of the companies act, 2013 and rule 22 of companies (Management and Administration) Rules 2014 read with Rule 20 of the companies (management and Administration) Rules, 2014 as amended by companies (Management and Administration) Amendment Rules 2015 to the extent applicable.)

To
The Chairman
SWELECT Energy Systems Limited
"SWELECT" House No.5, Sir P.S. Sivasamy Salai,
Mylapore,
Chennai – 600 004

Dear Sirs,

SUB: Scrutinizer's Report on the postal ballot and e-voting conducted in pursuant to the provisions of section 110 of the companies Act, 2013 ("the act") and Rule 22 of companies (Management and Administration) Rules, 2014 read with rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 to the extent applicable.

I, R. Kannan, Practising Company Secretary, Chennai, appointed as the Scrutinizer of SWELECT Energy Systems Limited ("the company") pursuant to section 110 of Companies Act, 2013 and rule 22 of Companies (Management and Administration) Rules, 2014 read with Rule 20 of the companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 to the extent applicable, for the purpose of scrutinizing the e-voting and postal ballot in a fair and transparent manner ascertaining the requisite majority on e-voting and postal ballot as per the provision of Companies Act, 2013 on the below mentioned resolution(s) :

I submit my report as under:

1. The e-voting period remained open from Tuesday 26th February 2019 (9.00 Hours IST) to Wednesday 27th March 2019 (17.00 Hours).
2. The shareholders holding shares either in physical form or in dematerialized form as on the "cut off" date i.e. Friday 15th February 2019 was entitled to vote electronically or by postal ballot on the proposed resolutions as set out in the notice of postal ballot dated 9th February 2019 of SWELECT Energy Systems Limited.



3. The votes were unblocked on 27th March 2019 after 5.00 PM in the presence of Ms. Aishwarya. N and Mr. K. Sivaprasad, two witnesses, who are not in employment of the company. They have signed in confirmation of the votes being unblocked in their presence.

Signature *Aishwarya. N*

Name: Aishwarya. N

No.6A, New Colony 10th Street,

Adambakkam, Chennai-600088

Signature *K. Sivaprasad*

Name: K. Sivaprasad

No.6A, New Colony 10th Street,

Adambakkam, Chennai-600088

4. The Physical Postal ballots were received up to 17.00 hours on 27th March 2019 through self addressed business reply envelopes.

5. Thereafter, the details, containing, inter-alia of equity shareholders, who voted "for" and "against", were downloaded from the e-voting website of: <https://www.evotingindia.com>.

6. There were 3093 invalid votes for each resolution.

7. There were 200 votes and 300 votes abstained from voting for Resolution 1 and Resolution 2 respectively.

8. The results of the postal ballot and e-voting are as under:

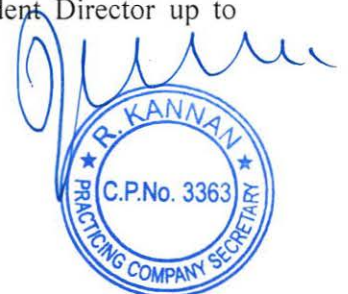
Item No 1.

Special Business:

APPROVAL FOR APPOINTMENT OF MR. S. KRISHNAN, AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR THE CASUAL VACANCY PERIOD

To consider and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 161(4) read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), consent of the members be and is hereby accorded for the appointment of Mr. S. Krishnan (DIN: 07163629), as an Independent Director up to



31.3.2019, who was appointed by the Board on 23.07.2018 to fill the casual vacancy caused due to resignation of Mr. V. M. Sivasubramaniam (DIN: 00017249), Independent Director, before expiry of his term of office.

RESOLVED FURTHER THAT the Managing Director / Company Secretary of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

(i) Voted in favour of the resolution:

Number of Members voted through e-voting	Number of votes (shares)- E-voting	Number of Members Voted-Postal Ballot	Number of (shares)- Postal Ballot	Total number of votes cast through E-Voting and Postal Ballot	% of total number of valid votes cast against total votes
48	60,48,130	84	48,592	60,96,722	99.944

Note:

S. No.	Category of shareholder	No. of Votes casted
1	Promoter and Promoter Group	56,78,513
2	Public Institutions	-
3	Public Non-Institutions	4,18,209
TOTAL		60,96,722

(ii) Voted against the Resolution:

Number of Members voted through e-voting	Number of votes (shares)- E-voting	Number of Members Voted-Postal Ballot	Number of (shares)- Postal Ballot	Total number of votes cast through E-Voting and Postal Ballot	% of total number of valid votes cast against total votes
2	2	3	118	120	0.002

Note:

S. No.	Category of shareholder	No. of Votes casted
1	Promoter and Promoter Group	-
2	Public Institutions	-
3	Public Non-Institutions	120
TOTAL		120



(iii) Invalid Votes:

Number of Members voted through e-voting	Number of votes (shares)- E-voting	Number of Members Voted-Postal Ballot	Number of (shares)- Postal Ballot	Total number of votes cast through E-Voting and Postal Ballot	% of total number of valid votes cast against total votes
-	-	12	3,093	3,093	0.051

(iii) Abstained Votes:

Number of Members voted through e-voting	Number of votes (shares)- E-voting	Number of Members Voted-Postal Ballot	Number of (shares)- Postal Ballot	Total number of votes cast through E-Voting and Postal Ballot	% of total number of valid votes cast against total votes
-	-	1	200	200	0.003

Item No.2

RE-APPOINTMENT OF MR. S. KRISHNAN, AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR THE SECOND TERM OF 5 (FIVE) CONSECUTIVE YEARS

To consider and if thought fit to pass with or without modification the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. S. Krishnan (DIN: 07163629), who holds office as an Independent Director up to 31st March 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for the second term of 5 (five) consecutive years, i.e. from 1st April 2019 to 31st March 2024.



RESOLVED FURTHER THAT the Managing Director / Company Secretary of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

(i) Voted in favour of the resolution:

Number of Members voted through e-voting	Number of votes (shares)- E-voting	Number of Members Voted-Postal Ballot	Number of (shares)- Postal Ballot	Total number of votes cast through E-Voting and Postal Ballot	% of total number of valid votes cast against total votes
46	60,47,830	83	48,467	60,96,297	99.937

Note:

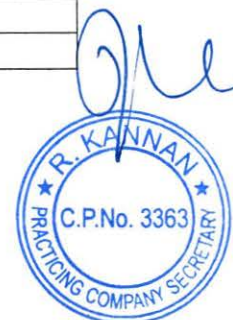
S. No.	Category of shareholder	No. of Votes casted
1	Promoter and Promoter Group	56,78,513
2	Public Institutions	-
3	Public Non-Institutions	4,17,784
TOTAL		60,96,297

(ii) Voted against the Resolution:

Number of Members voted through e-voting	Number of votes (shares)- E-voting	Number of Members Voted-Postal Ballot	Number of (shares)- Postal Ballot	Total number of votes cast through E-Voting and Postal Ballot	% of total number of valid votes cast against total votes
4	302	4	143	445	0.007

Note:

S. No.	Category of shareholder	No. of Votes casted
1	Promoter and Promoter Group	-
2	Public Institutions	-
3	Public Non-Institutions	445
TOTAL		445



(iii) Invalid Votes:

Number of Members voted through e-voting	Number of votes (shares)- E-voting	Number of Members Voted-Postal Ballot	Number of (shares)- Postal Ballot	Total number of votes cast through E-Voting and Postal Ballot	% of total number of valid votes cast against total votes
-	-	12	3,093	3,093	0.051

(iii) Abstained Votes:

Number of Members voted through e-voting	Number of votes (shares)- E-voting	Number of Members Voted-Postal Ballot	Number of (shares)- Postal Ballot	Total number of votes cast through E-Voting and Postal Ballot	% of total number of valid votes cast against total votes
-	-	1	300	300	0.005

7. The details containing the list of equity shareholders who voted "FOR", "AGAINST" and those who votes were declared invalid/abstained from voting for the resolutions set out in the meeting notice along with postal ballot and all relevant records were sealed and handed over to the company secretary/Director authorized by the board for safe keeping.

8. The abovementioned resolutions were passed with requisite majority.

Thank You,
 Yours Faithfully

R.KANNAN
 Practising Company Secretary
 C.P.No. 3363
 M. No 6718
 Place: Chennai
 Date: 27.03.2019



COUNTERSIGNED BY CHAIRMAN OF THE COMPANY