

# SWARAJ ENGINES LIMITED

**Works :**  
Plot No. 2, Indl. Focal Point,  
Phase-IX, S.A.S. Nagar  
Distt. S.A.S. Nagar (Mohali)  
(Near Chandigarh)  
Tel. : 0172-2234941-47, 2234950



02/SP/EXCH  
22<sup>nd</sup> July, 2020

**BSE Limited**  
Listing Department  
P.J. Towers, 1<sup>st</sup> Floor,  
Dalal Street, Fort,  
Mumbai – 400 001  
Email: corp.relations@bseindia.com

**National Stock Exchange of India Limited**  
Capital Market-Listing, Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E),  
Mumbai- 400051  
Email: cmlist@nse.co.in

**Ref: Scrip Code: 500407**

**Scrip Name: SWARAJENG**

**SUB: Outcome of 34<sup>th</sup> Annual General Meeting along with Voting Results and Scrutinizer Report**

Dear Sir,

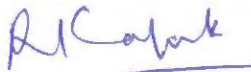
With regard to the Company's 34<sup>th</sup> Annual General Meeting (AGM) held on 20<sup>th</sup> July, 2020, we are pleased to submit herewith the following:

- a) Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- b) Scrutinizer's consolidated report dated 22<sup>nd</sup> July, 2020 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

With regards

**For Swaraj Engines Limited**



**(Rajesh K. Kapila)**  
**Company Secretary**

Regd. Office : Industrial Area, Phase IV, S.A.S. Nagar, Mohali, Near Chandigarh-160 055  
Tel. : 91-172-2271620-27, Fax : 91-172-2271307 & 2272731

**Website : [www.swarajenterprise.com](http://www.swarajenterprise.com)**  
**CIN - L50210PB1985PLC006473**

Swaraj Engines Limited – 34<sup>th</sup> Annual General Meeting Voting Results

Date of the AGM	20 <sup>th</sup> July, 2020
Total Number of Shareholders on record date (cut-off date for voting purpose)	20689
No. of Shareholders present in the meeting either in person or through proxy Promoters and Promoter Group Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public	2 69

Agenda wise disclosure

Agenda Item 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2020 and the Reports of the Board of Directors and Auditors thereon.

Resolution required	Ordinary Resolution
Whether promoter / promoter group are interested in the agenda / resolution?	No

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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	6331141	6331141	100.00	6331141	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>6331141</b>	<b>6331141</b>	<b>100.00</b>	<b>6331141</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public – Institutional Holders	E-Voting	1421117	1131414	79.61	1131414	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1421117</b>	<b>1131414</b>	<b>79.61</b>	<b>1131414</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public – Non Institutions	E-Voting	4379923	216029	4.93	215842	187	99.91	0.09
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>4379923</b>	<b>216029</b>	<b>4.93</b>	<b>215842</b>	<b>187</b>	<b>99.91</b>	<b>0.09</b>
<b>Total</b>		<b>12132181</b>	<b>7678584</b>	<b>63.29</b>	<b>7678397</b>	<b>187</b>	<b>99.998</b>	<b>0.002</b>

The above resolution was passed with requisite majority.





**Agenda Item 2: Declaration of Dividend on Equity Shares.**

Resolution required		Ordinary Resolution						
Whether promoter / promoter group are interested in the agenda / resolution?		No						
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	6331141	6331141	100.00	6331141	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>6331141</b>	<b>6331141</b>	<b>100.00</b>	<b>6331141</b>	<b>0</b>	<b>100.00</b>
Public – Institutional Holders	E-Voting	1421117	1131414	79.61	1131414	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1421117</b>	<b>1131414</b>	<b>79.61</b>	<b>1131414</b>	<b>0</b>	<b>100.00</b>
Public – Non Institutions	E-Voting	4379923	216027	4.93	215947	80	99.96	0.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>4379923</b>	<b>216027</b>	<b>4.93</b>	<b>215947</b>	<b>80</b>	<b>99.96</b>
<b>Total</b>		<b>12132181</b>	<b>7678582</b>	<b>63.29</b>	<b>7678502</b>	<b>80</b>	<b>99.999</b>	<b>0.001</b>

The above resolution was passed with requisite majority.

**Agenda Item 3: Re-appointment of Mr. Rajesh Jejurikar (DIN: 00046823) as a Director, who retires by rotation and, being eligible, offers himself for re-appointment.**

Resolution required		Ordinary Resolution						
Whether promoter / promoter group are interested in the agenda / resolution?		No						
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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	6331141	6331141	100.00	6331141	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>6331141</b>	<b>6331141</b>	<b>100.00</b>	<b>6331141</b>	<b>0</b>	<b>100.00</b>





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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)] *100
Public – Institutional Holders	E-Voting	1421117	1131414	79.61	1131414	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1421117</b>	<b>1131414</b>	<b>79.61</b>	<b>1131414</b>	<b>0</b>	<b>100.00</b>
Public – Non Institutions	E-Voting	4379923	216029	4.93	215805	224	99.90	0.10
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>4379923</b>	<b>216029</b>	<b>4.93</b>	<b>215805</b>	<b>224</b>	<b>99.90</b>
<b>Total</b>		<b>12132181</b>	<b>7678584</b>	<b>63.29</b>	<b>7678360</b>	<b>224</b>	<b>99.997</b>	<b>0.003</b>

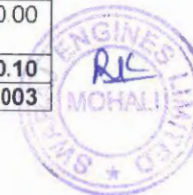
The above resolution was passed with requisite majority.

**Agenda Item 4: Re-appointment of Mr. R.R.Deshpande (DIN: 00007439) as a Director, who retires by rotation and, being eligible, offers himself for re-appointment.**

Resolution required	Ordinary Resolution
Whether promoter / promoter group are interested in the agenda / resolution?	No

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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	6331141	6331141	100.00	6331141	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>6331141</b>	<b>6331141</b>	<b>100.00</b>	<b>6331141</b>	<b>0</b>	<b>100.00</b>
Public – Institutional Holders	E-Voting	1421117	1131414	79.61	1131414	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1421117</b>	<b>1131414</b>	<b>79.61</b>	<b>1131414</b>	<b>0</b>	<b>100.00</b>
Public – Non Institutions	E-Voting	4379923	215729	4.93	215505	224	99.90	0.10
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>4379923</b>	<b>215729</b>	<b>4.93</b>	<b>215505</b>	<b>224</b>	<b>99.90</b>
<b>Total</b>		<b>12132181</b>	<b>7678284</b>	<b>63.29</b>	<b>7678060</b>	<b>224</b>	<b>99.997</b>	<b>0.003</b>

The above resolution was passed with requisite majority.





**Agenda Item 5: Appointment of Mr. Harish Chavan (DIN: 06890989) as Director of the Company.**

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

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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	6331141	6331141	100.00	6331141	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>6331141</b>	<b>6331141</b>	<b>100.00</b>	<b>6331141</b>	<b>0</b>	<b>100.00</b>
Public – Institutional Holders	E-Voting	1421117	1131414	79.61	1131414	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1421117</b>	<b>1131414</b>	<b>79.61</b>	<b>1131414</b>	<b>0</b>	<b>100.00</b>
Public – Non Institutions	E-Voting	4379923	216029	4.93	215832	197	99.91	0.09
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>4379923</b>	<b>216029</b>	<b>4.93</b>	<b>215832</b>	<b>197</b>	<b>99.91</b>
<b>Total</b>		<b>12132181</b>	<b>7678584</b>	<b>63.29</b>	<b>7678387</b>	<b>197</b>	<b>99.997</b>	<b>0.003</b>

The above resolution was passed with requisite majority.

**Agenda Item 6: – Ratification of the remuneration payable to Messrs V. Kumar & Associates, Cost Accountants (Firm Registration Number 100137), appointed as the Cost Auditors of the Company for the Financial Year ending 31<sup>st</sup> March, 2021.**

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

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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	6331141	6331141	100.00	6331141	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>6331141</b>	<b>6331141</b>	<b>100.00</b>	<b>6331141</b>	<b>0</b>	<b>100.00</b>



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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)] *100
Public – Institutional Holders	E-Voting	1421117	1131414	79.61	1131414	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1421117</b>	<b>1131414</b>	<b>79.61</b>	<b>1131414</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public – Non Institutions	E-Voting	4379923	216029	4.93	215842	187	99.91	0.09
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>4379923</b>	<b>216029</b>	<b>4.93</b>	<b>215842</b>	<b>187</b>	<b>99.91</b>	<b>0.09</b>
<b>Total</b>		<b>12132181</b>	<b>7678584</b>	<b>63.29</b>	<b>7678397</b>	<b>187</b>	<b>99.998</b>	<b>0.002</b>

The above resolution was passed with requisite majority.





**AJAY K. ARORA**  
LL.B., FCS, IP

GST : 04ADSPA8498H1Z3

**A. ARORA & CO.**

*Company Secretaries*  
&  
*Insolvency Professional*

S.C.O. 64-65, 1ST FLOOR,  
SECTOR 17-A, MADHYA MARG,  
CHANDIGARH-160 017  
Ph.: (O) 2701906  
MOBILE : 98140-06492  
E-MAIL : ajaykcs@gmail.com

**Consolidated Report of Scrutinizer**

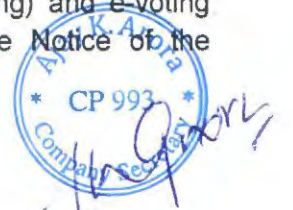
[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,  
The Chairman,  
Swaraj Engines Limited  
S.A.S. Nagar (Mohali), Punjab

**34<sup>th</sup> Annual General Meeting of the Equity Shareholders of Swaraj Engines Limited held on Monday, the 20<sup>th</sup> July, 2020 at 2.30 P.M. conducted through Video Conferencing / Other Audio Visual Means.**

Dear Sir,

1. I, Ajay Kumar Arora, Practicing Company Secretary, at S.C.O. 64-65, 1<sup>st</sup> Floor, Sector 17-A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of **Swaraj Engines Limited** (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and e-voting during meeting pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of the below mentioned resolutions proposed at the 34<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Swaraj Engines Limited held on 20<sup>th</sup> July, 2020 at 2.30 P.M. conducted through Video Conferencing / Other Audio Visual Means ("VC").
2. The notice dated 8<sup>th</sup> May, 2020, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed at the 34<sup>th</sup> AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA Circular dated 5<sup>th</sup> May, 2020 read with circulars dated 8<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020 (collectively referred to as "MCA Circulars").
3. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and e-voting during the Annual general Meeting on the resolutions proposed in the Notice of the



34<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the meeting are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL).

4. The Company had arranged the services of NSDL from 16th July, 2020 (from 9.00 A.M.) to 19th July, 2020 (upto 5.00 P.M.). The voting rights were reckoned as on 13<sup>th</sup> July, 2020 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
5. During the 34<sup>th</sup> AGM of the Company held on 20<sup>th</sup> July 2020, the Chairman announced the facility of E-voting during the meeting for the members who have not cast their vote previously through remote e-voting and are attending the Meeting through video conferencing.
6. The results of remote e-voting and e-voting during the AGM were unblocked by me on 20<sup>th</sup> July 2020 in the presence of two witnesses who are not in the employment of the Company.
7. The e-voting cast by institutional shareholders who have not provided the related scanned copy of the relevant Board Resolution / Authority Letter to the Scrutinizer for exercising their votes have been considered as invalid.

The consolidated results of voting are as under:

**ORDINARY BUSINESS:**

**(1) As an Ordinary Resolution-Item no. 1**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	114	7678584	109	7678397	5	187	5	153724
% to total valid votes				99.998%		0.002%		





**(2) As an Ordinary Resolution-Item no. 2**

Declaration of Dividend on Equity Shares.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	112	7678582	111	7678502	1	80	5	153724
% to total valid votes				99.999%		0.001%		

**(3) As an Ordinary Resolution-Item no. 3**

Re-appointment of Mr. Rajesh Jejurikar (DIN 00046823) as a Director, who retires by rotation and, being, eligible, offers himself for re-appointment.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes
Detail of voting	114	7678584	107	7678360	7	224	5	153724
% to total valid votes				99.997%		0.003%		

**4) As an Ordinary Resolution-Item no. 4**

Re-appointment of Mr. R. R. Deshpande (DIN 00007439) as a Director, who retires by rotation and, being, eligible, offers himself for re-appointment.

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/Votes	No. of Members	No. of shares/Votes
Detail of voting	113	7678284	106	7678060	7	224	5	153724
% to total valid votes				99.997%		0.003%		

Ajay K. Arora  
CP 993  
Company Secretary

**SPECIAL BUSINESS:**

**(5) As an Ordinary Resolution-Item no. 5**

Appointment of Mr. Harish Chavan (DIN: 06890989) as Director of the Company

Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/V otes	No. of Members	No. of shares/Vo tes
Detail of voting	114	7678584	108	7678387	6	197	5	153724
% to total valid votes				99.997%		0.003%		

**(6) As an Ordinary Resolution-Item no. 6**

Ratification of the remuneration payable to Messrs V. Kumar & Associates, Cost Accountants (Firm Registration Number 100137), appointed as the Cost Auditors of the Company for the Financial Year ending 31st March, 2021.

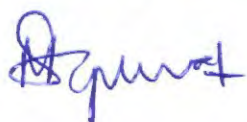
Particulars	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares/V otes	No. of Members	No. of shares/Vo tes
Detail of voting	114	7678584	109	7678397	5	187	5	153724
% to total valid votes				99.998%		0.002%		

8. Based on the votes cast in favour / against on the aforesaid resolutions by remote e-voting and e-voting during the AGM, all 6 (Six) resolutions were passed with requisite majority.

9. I hereby confirm that the electronic data, registers and all other relevant records related to remote e-voting and e-voting during the AGM is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman consider, approves and signs the minutes of the AGM.

Thanking you,  
Yours Sincerely,

  
Ajay K Arora  
Company Secretary in Practice  
CP No. 993  
FCS No. 2191  
Date: 22.07.2020  
Place: Chandigarh  
UDIN: F002191B000485982

Counter Signed by  
For Swaray Engines Ltd.  
  
(M.S. Grewal)  
Chief Executive Officer