

April 20, 2023

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: Submission of Copy of Minutes of Proceedings of Postal Ballot (Remote E-voting only)

We submit herewith a Certified True copy of the Minutes of Proceedings held on 24th March 2023 at the Registered office of the Company for declaration of Postal Ballot (Remote E-Voting only) results with respect to approval for appointment of Dr. Ravi Muthusamy as an Independent Director of the Company.

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

Thanking you,

Yours faithfully,
For SWELECT ENERGY SYSTEMS LIMITED

R. Sathishkumar
Company Secretary & Compliance Officer

Encl.: as above



Serial No. of the Meeting : SESL/PB/2022-23/01

Minutes of the proceedings held on Friday the 24th March 2023 at 3.00 p.m. at the Registered Office of the Company at "SWELECT House", No. 5, Sir P.S. Sivasamy Salai, Mylapore, Chennai – 600 004 for declaration of Postal Ballot results (only Remote E-voting).

Physically Present:

Mr. S. Ahnadurai Chairman
Mr. R. Sathishkumar Company Secretary

The Chairman ascertained that KRA & Associates, Company Secretaries, Chennai appointed as the Scrutinizers by the Board of Directors of the Company, had carried out the scrutiny of voting exercised by the Shareholders through Remote e-voting in the portal of Central Depository Services (India) Limited (CDSL). He further noted that the remote e-voting process has been conducted in compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and various circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

Thereafter, the Chairman took note of the report submitted by Scrutinizer and declared the results of Remote e-voting as under:

Resolution: 1 – SPECIAL BUSINESS – SPECIAL RESOLUTION:

Approval for appointment of Dr. Ravi Muthusamy (DIN: 08066520) as an Independent Director of the Company for the first term of 5 (five) consecutive years: -

"RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meetings held on 10th February 2023 and 11th February 2023, and pursuant to the provisions of Sections 149, 150, 152, 160, read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), and the Companies (Appointment and Qualification of Directors) Rules, and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded for appointment of Dr. Ravi Muthusamy, (DIN: 08066520) who was appointed as an Additional Director designated as Independent Director of the Company by the Board of Directors with effect from 11th February 2023 pursuant to Section 161 and Article 157 of the Articles of Association of the Company and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Act, read with Regulation 16 (1) (b) of Listing Regulations, as amended from time to time, and who is eligible for appointment under the provisions of the Act and Rules made thereunder and Listing Regulations, for a first term of 5 (five) consecutive years with effect from 11th February, 2023 and whose term of office is not liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and are hereby severally authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to the above resolution."

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Details of Voting Results:

Mode of Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
Remote E-voting	84	9383409	99.98	6	1732	0.02	-	-

Based on the aforesaid results, the above resolution was passed with requisite majority.

The Chairman informed that the above results will be placed on the notice Board of the Company at its registered office and in terms of SEBI (LODR) Regulations, a copy of the above results together with the Scrutinizer's report will also be sent to Stock Exchanges, CDSL and the same will be disseminated on the website of the Company (www.swelectes.com).

Thereafter, the Chairman concluded the proceedings with a vote of thanks.

Date of entry of the proceedings in the minutes Book: 19.4.2023

Recorded by: R. Sathishkumar

Designation: Company Secretary

Signature : 



Chairman

Place : Chennai

Date : 19.4.2023

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