

# Swan Energy Limited

(Formerly Swan Mills Limited)

6, Feltham House, 2nd Floor, 10 J. N. Heredia Marg, Ballard Estate, Mumbai 400001  
Tel.: 022-4058 7300 • Fax : +91-22-4058 7360 • Email : swan@swan.co.in  
CIN: L17100MH1909PLC000294

28<sup>th</sup> February, 2017

Swan/nse/bse

Dept. of Corporate Compliances,  
National Stock Exchange Limited,  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra –Kurla Complex, Bandra-east,  
Mumbai – 400 051

Listing Department  
Bombay Stock Exchange Limited  
P.J. Tower, Dalal Street, Fort  
Mumbai – 400 001

Scrip Code: 503310 (BSE) & SWANENERGY (NSE)

Dear Sir,

**Sub: Notice of Extra-Ordinary General Meeting (EGM)**

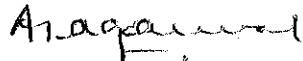
Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015 we are hereby enclosing Notice of EGM issued to the shareholders of the company calling for an EGM to be held on Monday, 27<sup>th</sup> day of March, 2017.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

**For Swan Energy Limited**



**(Arun S. Agarwal)  
Company Secretary**

# SWAN ENERGY LIMITED

(Formerly Swan Mills Limited)

6, Feltham House, 2nd Floor, 10, J. N. Heredia Marg, Ballard Estate, Mumbai – 400 001.  
Tel:022-40587300; Fax: 022-40587360; Email: swan@swan.co.in; website: www.swan.co.in  
CIN: L17100MH1909PLC000294

## Notice of the Extra Ordinary General Meeting

Notice is hereby given that the Extra –Ordinary General Meeting of the Members of Swan Energy Limited (“Company”) will be held on Monday, 27th March 2017 at 11.00 A.M. at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, Industry & Agriculture (MACCIA), Oricon House, 6th Floor, Maharashtra Chamber of Commerce Lane, Kala Ghoda, Fort, Mumbai - 400 001 to transact the following business:

### SPECIAL BUSINESS:

#### Item No.1

**To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION:  
ISSUE OF 2,30,77,000 EQUITY SHARES ON A PREFERENTIAL BASIS:**

“**RESOLVED THAT**, pursuant to Section 42 and Section 62 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof), and in accordance with the provisions of the Memorandum and Articles of Association of the Company read with the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“**SEBI (ICDR) Regulations**”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the provisions of the listing agreement entered into by the Company with the stock exchanges where the Company’s equity shares are listed, and Foreign Exchange Management Act, 1999, the Foreign Exchange (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000 and the rules / regulations / guidelines, notifications, circulars, press notes and clarifications issued from time to time by Government of India, the Reserve Bank of India, to the extent applicable and subject to: (i) execution of investment agreement (draft of which was placed before the Board for consideration) and the performance of the conditions therein specified if any; and (ii) approvals, consents, permissions and sanctions from any authority or person as might be required; and (iii) such conditions as may be prescribed while granting such approvals, consents, permissions and sanctions, the consent of the members be and is hereby accorded to issue, offer and allot 2,30,77,000 Equity Shares of face value of Rs. 1/- each to **2i Capital PCC (“Allottee”)**, at a price of Rs. 195/- each (Face value of Rs. 1/- + Premium of Rs. 194/-) amounting to Rs. 4,50,00,15,000/- (Rupees Four Hundred Fifty Crores and Fifteen Thousand Only) or at such price not being lower than the price determined in accordance with Regulation 76 (1) of the SEBI (ICDR) Regulations, whichever is higher.

**RESOLVED FURTHER THAT** the issue and allotment of the Equity Shares to the Allottee shall be on the following terms and conditions:

- i) The “relevant date” for the preferential issue, as per Regulation 71(a) of the SEBI (ICDR Regulations), as amended from time to time, for the determination of minimum price for the issue of the above mentioned Equity Shares shall be 25th February, 2017, being the date 30 days prior to 27th March, 2017, i.e., the date on which the an Extra-ordinary General Meeting of the shareholders’ is proposed to be held to approve the preferential issue.
- ii) The entire consideration price for subscription to the Equity Shares shall be received from the Allottee’s Bank account;
- iii) The Equity Shares to be issued and allotted shall be listed and traded on BSE Limited and The National Stock of India Limited and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and the SEBI (LODR) Regulations;
- iv) The Equity Shares to be allotted to the Allottee shall rank pari passu with the then existing Equity Shares of the Company, from the date of their allotment. Such new Equity Shares when issued and allotted as aforesaid shall also be entitled for dividend as per the regulations / notifications / clarifications issued by SEBI in this regard;
- v) The Equity Shares allotted shall remain locked in as per the provisions of SEBI (ICDR) Regulations;
- vi) The allotment of equity shares shall be made in dematerialized form, and within a period 15 (fifteen) days from the later of: (a) date of receipt of shareholders’ approval; or (b) if any other approval/ permission is required from a regulatory authority or the central government for the proposed allotment, the date of receipt of such approval/ permission.

“**RESOLVED FURTHER THAT** for the purpose of giving effect to the above, any Director of the Board of Directors of the Company be and is hereby authorized, to do all such acts, matters, deeds and things and to take all such steps and to do all such things and give all such directions, as the Director may consider necessary, expedient or desirable, including without limitation, to prescribe the forms of application, allotment, to enter into the investment agreement or other instruments, and to take such actions or give such directions as may be necessary or desirable and to settle any question or difficulty that may arise with regard to the issue, allotment and listing of Equity Shares, without being required to seek any further approval or consent of the members of the Company.”

**By order of the Board of Directors  
For Swan Energy Limited**

**Date: February 22, 2017  
Place: Mumbai**

**Arun S. Agarwal  
Company Secretary  
M. No. ACS6572**

## NOTES

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out all the material facts relating to item No. 1 of the Notice is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Proxies, in order to be effective, must be received at the Company's Registered Office not less than 48 hours before the meeting. Members are requested to note that a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/ authority, as applicable. Proxy shall not vote except on a poll.
3. Members/Proxies/Authorised Representatives should bring duly filled Attendance Slip sent herewith to attend the meeting.
4. Pursuant to provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 21st March, 2017 to Monday, 27th March, 2017 (both days inclusive). The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the EGM.
5. The corporate members intending to send their authorised representatives to attend the meeting are requested to send to the Company, a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the meeting.
6. Relevant documents referred to in the accompanying notice are open for inspection by the members at the Registered Office of the Company on all working days, during business hours up to the date of the Extra-Ordinary General Meeting
7. Members holding shares in physical form are requested to intimate Registrar and Transfer Agents of the Company viz., Purva Sharegistry (India) Pvt. Ltd., Unit: Swan Energy Limited, 9, Shiv Shakti Ind Estate, J.R. Boricha Marg, Lower Parel, Mumbai – 400 011, their PAN number (if not submitted) and changes, if any, in their Bank details, email-id, registered address, etc. along with their Pin Code. Members holding shares in electronic form are requested to update such details with their respective Depository Participants.
8. Voting through electronic means:

Pursuant to section 108 of the Companies act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer facility of remote e-voting (to cast their vote electronically from a place other than the venue of the EGM), through e-voting services provided by CDSL on all resolutions set forth in this Notice.

The instructions for e-voting are as under:-

### **(A) In case of Shareholders receiving e-mail or physical copy**

- i. The voting period begins on 23rd March, 2017 at 9.00 a.m. and ends on 26th March, 2017 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20th March, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after 26th March, 2017 (05.00 p.m.).
- ii. Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- iii. Now click on "Shareholders" tab.
- iv. Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v. Enter the image verification as displayed and click on login.
- vi. If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- vii. If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- viii. After entering these details appropriately, click on “SUBMIT” tab.
- ix. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- xii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiv. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xvii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii. Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xix. **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xx. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**(B) Other Instructions:**

- i. M/s. Jignesh M. Pandya, Practicing Company Secretary (CP No. 7346) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- ii. The Scrutinizer shall within 3 working days from the conclusion of the e-voting period unblock the votes in the presence of at least 2 witnesses not in the employment of the company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- iii. The members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again at the Meeting.
- iv. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.swan.co.in and CDSL's website www.evotingindia.com immediately after the declaration of the results by the Chairman of EGM or a person authorised by him in writing. The results and the report shall also be immediately forwarded to BSE and NSE, where shares of the Company are listed.

**By order of the Board of Directors  
For Swan Energy Limited**

**Date: February 22, 2017  
Place: Mumbai**

**Arun S. Agarwal  
Company Secretary  
M. No. ACS6572**

**EXPLANATORY STATEMENT TO SPECIAL BUSINESS**  
(As required by Section 102 (1) of the Companies Act, ("ACT"))

**ITEM 1**

The following Explanatory Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice dated 22nd February, 2017 which forms part of the said Notice and shall be taken as disclosure made in accordance with the provisions of Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 as amended thereof (hereinafter referred to as "SEBI (ICDR) Regulations").

**1) OBJECTS OF THE ISSUE**

The Company, through its Special Purpose Vehicle (SPV), 'Swan LNG Private Limited' (SLPL), has ventured into its prestigious FSRU Project at Jafrabad, Gujarat to setup a greenfield LNG Port Terminal for LNG re-gasification using a Floating Storage & Re-gasification Unit ('FSRU') with an operational capacity to process 5 MMTPA LNG ("the Project"). The Project is located at Jafrabad in the state of Gujarat. The Project will have provisions for expansion upto 10 MMTPA in future.

The Company has received all the requisite regulatory approvals and awarded an EPC contract for Marine Dredging, and Shore Protection works including other civil works for carrying out the construction of LNG terminal at Jafrabad, Gujarat.

The FSRU Project, including Port Construction, requires huge capital investments. The company has been exploring various options for availing finance for the said project and in the process, a Fund called '2i Capital PCC' ("Fund") expressed its interest to invest in the equity shares of the Company.

The Fund, registered with SEBI as a Foreign Venture Capital Investor (FVCI) under the SEBI (Foreign Venture Capital Investors), Regulations, 2000, is incorporated in Mauritius under the Companies Act 1984, as a private company with limited liability, and registered with the Financial Services Commission, Mauritius ("FSC") as a Protected Cell Company, under The Protected Cell Companies Act 1999 of Mauritius and also has a Category 1 Global Business License under the Financial Services Act 2007 (earlier under the Financial Services Development Act 2001). The Fund is regulated by the Financial Services Commission, Mauritius, as a Collective Investment Scheme and an Expert Fund.

The Board of Directors of the Company, in its meeting held on 22nd February, 2017, has placed a non-binding term sheet executed between the Fund and the Company, which inter alia documents that the Fund is desirous of investing upto a sum of Rs. 450,00,15,000/- by way of purchase of 2,30,77,000 equity shares of Swan Energy Limited at a price of Rs. 195/- per share by way of a preferential allotment.

The amount received through this preferential issue shall be utilized to invest in the equity of SPV, i.e., Swan LNG Pvt Ltd, for LNG terminal project, arrange for funds for various capital expenditures and meeting working capital requirements for FSRU Project being implemented by subsidiary company, repayment of debt by the company and its subsidiaries and long term working capital. The Board has also approved a draft investment agreement to be entered into inter alia between the Fund and the Company, for the proposed investment by the Fund.



**2) PROPOSAL OF THE PROMOTERS / DIRECTORS / KEY MANAGEMENT PERSONNEL TO SUBSCRIBE TO THE OFFER**

None of the Promoter / Director / Persons in Promoter/ Promoter Group / Key Management Persons are subscribing to the offer.

**3) NO CHANGE IN CONTROL**

The existing promoters of the Company will continue to be in control of the Company and there will not be any changes in the management/control of the company as a result of the proposed preferential allotment.

**4) SHAREHOLDING PATTERN OF THE COMPANY BEFORE AND AFTER THE PROPOSED ISSUE:**

Category	Pre-Issue Equity Holdings(as on 31/12/2016)		Preferential Allotment of equity shares	Post-Issue Equity Holdings *	
	No. of Shares	% of Share Holding		No. of Shares	% of Share Holding
<b>1) Promoter Holdings</b>					
a. Indian Promoters	158500000	71.66	0	158500000	64.89
b. Foreign Promoters	0	0.00	0	0	0.00
<b>Sub-total</b>	<b>158500000</b>	<b>71.66</b>	<b>0</b>	<b>158500000</b>	<b>64.89</b>
<b>2) Non-Promoters Holding</b>					
a. Resident Indians (Individuals)	32741610	14.80	0	32741610	13.41
b. Bodies Corporate/ Insurance Co/ Mutual Funds	6365488	2.88	0	6365488	2.61
c. Foreign Portfolio Investors					
	23572902	10.66	23077000	46649902	19.09
<b>Sub-Total</b>	<b>23750000</b>	<b>28.34</b>	<b>23077000</b>	<b>85757000</b>	<b>35.11</b>
<b>Total</b>	<b>221180000</b>	<b>100.00</b>	<b>23077000</b>	<b>244257000</b>	<b>100.00</b>

\* On assumption that entire 23077000 equity shares may be allotted

**5) LOCK-IN PERIOD**

The equity shares allotted on preferential basis shall be locked in for such periods as prescribed in Regulation 78 of SEBI (ICDR) Regulations.

**6) PROPOSED TIME WITHIN WHICH ALLOTMENT SHALL BE COMPLETED:**

In accordance with Regulation 74(1) of the SEBI (ICDR) Regulations, the Company shall complete the allotment of the Equity Shares pursuant to the Special Resolution at Item No. 1 of the Notice within a period of 15 days from the date of passing this Resolution by the shareholders or where the allotment on preferential basis is pending for any approval or order/permission by any regulatory authority including stock exchanges or the Central Government, the period of fifteen days shall be counted from the date of order on such application or the date of approval or permission, as the case may be.

**7) CERTIFICATE FROM AUDITORS:**

The certificate from the Statutory Auditors of the Company, certifying that the issue of securities on the above terms is in accordance with the SEBI (ICDR) Regulations on Preferential Issues will be available for inspection at the Registered Office of the Company on all working days between 11.00 a.m. to 1.00 p.m. upto the date of Extra-ordinary General Meeting.

A copy of the Memorandum and Articles of Association of the Company, the Term Sheet and Investment Agreement will also be available for inspection at the registered office of the Company on any working day between 11:00 a.m. and 1:00 p.m., and the same will also be available for inspection at the Extra-ordinary General Meeting.

**8) IDENTITY OF ALLOTTEES WITH PERCENTAGE OF EXPANDED CAPITAL THAT MAY BE HELD BY THEM**

The proposed allottee, i.e. 2i Capital PCC, is a Corporate entity incorporated under the Mauritius Companies Act, 1984. The shareholders of the proposed allottee include listed entities and pension funds. No natural person holds more than 25% (twenty five percent) of shares or capital or profits of the proposed allottee.

The proposed allottee of 2,30,77,000 equity shares issued pursuant to the Special Resolution at Item No. 1 of the Notice and the percentage of the expanded capital to be held by such Allottee after the proposed allotment of the said equity shares to them are as under:

Identity of Proposed allottees	Before Preferential Issue		No. of equity shares to be issued	After preferential issue of the Equity Shares*	
	No. of Shares	% of Pre Issue Capital		No. of Equity Shares	% of Post Issue Capital
<i>Non-Promoter</i>					
2i Capital PCC	0	0.00	23077000	23077000	9.45

\* On assumption that entire 2,30,77,000 equity shares may be allotted

Section 62 of the Companies Act, 2013 provides, inter alia, that when it is proposed to increase the issued capital of a Company by allotment of further shares etc., such shares shall be offered to the existing shareholders of the Company in the manner laid down in Section 62 unless the shareholders in the general meeting decide otherwise by passing a Special Resolution.

Hence, consent of the shareholders by way of a Special Resolution is being sought pursuant to Section 62(1)(c) and all other applicable provisions of Companies Act, 2013 and in terms of the provisions of the SEBI (ICDR) Regulations and the SEBI (LODR) Regulations executed by the Company with the Stock Exchange where the Company's shares are listed.

#### 9) PRICING

The issue of equity shares of Rs. 1/- each on preferential basis shall be at a price of Rs. 195/- per share (Face Value of Rs. 1/- + Premium of Rs. 194/-) or at such price being not lower than the minimum price determined in accordance with Regulation 76 of the SEBI (ICDR) Regulations for preferential issue, whichever is higher.

#### 10) RE-COMPUTATION OF ISSUE PRICE

Since the Company's Equity Shares are frequently traded and have been listed on a recognised stock exchange for a period of twenty six weeks or more as on the relevant date, there is no need for the Company to re-compute the price of Equity Shares and therefore, the Company is not required to submit the undertakings specified under Regulations 73(1)(f) and (g) of the SEBI ICDR Regulations.

#### 11) RELEVANT DATE

"Relevant Date" will be 25th February, 2017, i.e., 30 days prior to the date on which the proposed extraordinary general meeting is scheduled to be held.

None of the Directors, Key Managerial Personnel (KMPs) or their relatives are interested or concerned in the said resolution.

The Board recommends the Special Resolution as set out at Item number 1 of the accompanying Notice for approval of the members.

**By order of the Board of Directors  
For Swan Energy Limited**

Date: February 22, 2017  
Place: Mumbai

Arun S. Agarwal  
Company Secretary  
M. No. ACS6572

# Swan Energy Limited

Registered Office: 6, Feltham House, 2nd Floor, 10, J. N. Heredia Marg, Ballard Estate, Mumbai – 400 001.

website: www.swan.co.in ;

CIN No. - L17100MH1909PLC000294

ATTENDANCE SLIP

To be handed over at the entrance of the Meeting venue

Folio No. or DP ID and Client ID No. \_\_\_\_\_ :

Full name of the Shareholder / Proxy: \_\_\_\_\_

I record my presence at the Extra Ordinary General Meeting of the Company at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, Industry & Agriculture (MACCIA), Oricon House, 6th Floor, Maharashtra Chamber of Commerce Lane, Kala Ghoda, Fort, Mumbai - 400 001 on 27th, March, 2017 at 11.00 A.M.

\_\_\_\_\_  
Member's/Proxy's Signature

## Swan Energy Limited

CIN No. - L17100MH1909PLC000294; website: www.swan.co.in

### PROXY FORM

I/We \_\_\_\_\_

of \_\_\_\_\_

being a Member/Members of SWAN ENERGY LTD. hereby appoint \_\_\_\_\_

of \_\_\_\_\_

or failing him \_\_\_\_\_

of \_\_\_\_\_

or failing him \_\_\_\_\_

of \_\_\_\_\_

as my/our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company to be held at Mumbai on Monday, 27th March, 2017 at 11.00 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Special Resolution	For	Against
1.	ISSUE OF 2,30,77,000 EQUITY SHARES ON A PREFERENTIAL BASIS		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2017

Signature of Shareholder .....

Signature of Proxyholder(s) .....

Affix Rs. 1  
Revenue  
Stamp

**Note :** If a Member is unable to attend the Meeting, he may sign this form and send it to the Company's Registered Office so as to reach not less than 48 hours before the Meeting.



