

# Swan Energy Limited

(Formerly Swan Mills Limited)

6, Feltham House, 2nd Floor, 10 J. N. Heredia Marg, Ballard Estate, Mumbai 400001.  
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CIN: L17100MH1909PLC000294

Swan/nse/bse

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

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

Dept. of Corporate Service,  
Bombay Stock Exchange Limited  
P.J. Tower, Dalal Street, Fort  
Mumbai – 400 001.

Dear Sir / Madam,

Sub: Submission of voting results of EGM of the Company held on Monday, 27<sup>th</sup> March, 2017

Ref: Regulation 44(3) of the SEBI (LODR) Regulations 2015

We wish to inform that the Special Resolution, as set out in the Notice dated 22<sup>nd</sup> February, 2017, convening EGM, stands passed by the members in view of the Scrutinizer's Report received and result declared by the Chairman of the meeting on Monday, 27<sup>th</sup> March, 2017 at 5.30 P.M. at the registered office of the Company.

In this regard, please find enclosed following.

- i- Voting Result in the prescribed format in terms of Regulation 44 (3) of SEBI (LODR) Regulations, 2015 as Annexure I;
- ii- Scrutinizer's Report.

Please find the above in order and acknowledge the receipt.

Thanking You,

Yours faithfully,

For Swan Energy Limited

*Arun S. Agarwal*

(Arun S. Agarwal)  
Company Secretary



Encl: As above

**ANNEXURE I**

Date of the EGM	27 <sup>th</sup> March, 2017
Total number of shareholders on record date	11,185
No. of shareholders present in the meeting either in person or through proxy::	
i. Promoters and Promoter Group	11
ii. Public	37
No. of Shareholders attended the meeting through Video Conferencing:	NIL
i. Promoters and Promoter Group	
ii. Public	



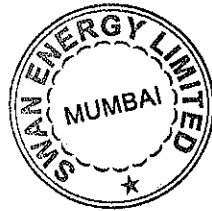
1. AGENDA WISE

Mode of voting: E-voting and Poll through Ballot at EGM

Resolution No. 1 – Special Resolution		Issue of 2,30,77,000 Equity Shares of face value of Rs. 1 each on a Preferential Basis to '2i Capital PCC' at a price of Rs. 195/- each						
Whether promoter/ promoter group are interested in the agenda/resolution		No						
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	15,85,00,000	15,85,00,000	100.00	15,85,00,000	0	100.00	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0
	Total	15,85,00,000	15,85,00,000	100.00	15,85,00,000	0	100.00	0
Public – Institutions	E-voting	18,63,375	18,63,375	100.00	18,63,375	0	100.00	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0
	Total	18,63,375	18,63,375	100.00	18,63,375	0	100.00	0
Public- Non-Institutions	E-voting	2,07,65,059	2,07,65,059	100.00	2,07,65,057	2	99.99	0.01
	Poll	34,091	34,051	99.88	34,051	0	100.00	0
	Postal Ballot(if applicable)	0	0	0	0	0	0	0
	Total	2,07,99,150	2,07,99,110	99.99	2,07,99,108	2	99.99	0.01
Total		18,11,62,525	18,11,62,485	99.99	18,11,62,483	2	99.99	0.01

Yours faithfully,  
For Swan Energy Limited

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



# JIGNESH M. PANDYA & CO.

Company Secretaries

205, Shashi Co-op. Hsg. Soc. Ltd.  
Devidas Road, Borivall (west)  
Mumbai 400 103

Mobile: 9819065060

Email: jigneshpandyacs@gmail.com

27<sup>th</sup> March, 2017

To  
The Chairman  
Swan Energy Limited  
Mumbai

Dear Sir,

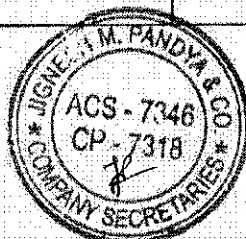
**Report of the Scrutinizer pursuant to the Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014.**

I, Jignesh M. Pandya, Practising Company Secretary, having office at 205, Shashi Co- Op. HSG Soc, Devidas Road, Borivall (west), Mumbai 400 103, being appointed as the Scrutinizer by the Board of Directors of Swan Energy Limited (company) at its meeting held on 22<sup>nd</sup> February, 2017, for the purpose of scrutinizing e-voting process in a fair and transparent manner in respect of the below mentioned resolution proposed at the Extra- Ordinary General Meeting of the Equity shareholders of Swan Energy Limited held on Monday, 27<sup>th</sup> 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, submit my report as under:

1. In accordance with the Notice of the Extra-Ordinary General Meeting dated 22-02-2017 sent to the shareholders and the Advertisement published pursuant to Rule 20 (3) (v) of the Companies (Management and Administration) Rules, 2014 on 3<sup>rd</sup> March, 2017 in Business Standard in English and Mahanayak in Marathi, the E-voting opened at 9.00 a.m. on Thursday, 23<sup>rd</sup> March, 2017 and remained open upto 5.00 p.m. on Saturday, 26<sup>th</sup> March, 2017.
2. The equity shareholders holding shares as on 20<sup>th</sup> March, 2017, the cut off date were entitled to vote on the resolutions stated in the Notice of the Extra-Ordinary General Meeting of the Company.
3. The votes were unblocked at 1.30 p.m. on 27<sup>th</sup> March, 2017 in presence of Mr. Sachin Mehta and Mr. Krishna Yadav who are not employees of the Company and who have signed below as witness to the unblocking of the votes.
4. The e-voting results/list of equity shareholders who have voted "For or Against" were downloaded from the e-voting website of Central Depository Services Limited (<https://www.evotingindia.com/>).

The result of the e-voting are as under:

Item No.	Particulars/ Heading of the resolution	No. of Votes Cast		% of Votes Cast	
		Favour	Against	Favour (%)	Against (%)
1.	ISSUE OF 2,30,77,000 EQUITY SHARES ON A PREFERENTIAL BASIS	181128432	2	99.99	0.01



## **JIGNESH M. PANDYA & CO.**

Company Secretaries

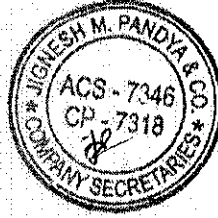
205, Shashi Co-op. Hsg. Soc. Ltd.  
Devidas Road, Borivali (west)  
Mumbai 400 103

Mobile: 9819065068  
Email: jigneshpandyacs@gmail.com

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and whose votes were declared invalid for each resolution is enclosed.
6. All relevant records of electronics voting will remain in my custody until the Chairman considers, approves and signs the minutes of the Extra Ordinary General Meeting and thereafter the said records will be handed over to the Company.

Thanking you,

Yours faithfully,



For **JIGNESH M PANDYA & CO.,**  
Company Secretaries

*Jignesh M. Pandya*

**Proprietor**

ACS - 7346, CP - 7318

Place : Mumbai

Date : 27th March, 2017

Witnesses:

1) Mr. Sachin Mehta :

S. I. Mehta

2) Mr. Krishna Yadav :

Krishna Yadav

# JIGNESH M. PANDYA & CO.

Company Secretaries

205, Shashi Co-op. Hsg. Soc.Ltd.  
Devidas Road, Borivalli (west)  
Mumbai 400 103

Mobile:9819065068  
Email:jigneshpandyaacs@gmail.com

27th March, 2017

To  
The Chairman  
Swan Energy Limited  
Mumbai

Dear Sir,

**Report of the Scrutinizer In respect of the votes cast through e-voting and poll on the resolutions mentioned in the Notice of the Extra-Ordinary General Meeting of the Equity Shareholders of Swan Energy Limited held on 27th March, 2017.**

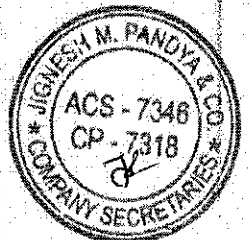
I, Jignesh M. Pandya, Practising Company Secretary, having office at 205, Shashi Co-Op. HSG Soc, Devidas Road, Borivalli (west), Mumbai 400 103 being appointed as the Scrutinizer by the Board of Directors of Swan Energy Limited (company) at its meeting held on 22<sup>nd</sup> February, 2017 for scrutinizing e-voting process and appointed by the Chairman of Extra-Ordinary General Meeting of the Equity shareholders of Swan Energy Limited held on 27th March, 2017 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 for scrutinizing the poll taken on the below mentioned resolutions thereat, submit my report as under:

In respect of votes casted through E-voting facility:

1. In accordance with the Notice of the Extra-Ordinary General Meeting dated 22<sup>nd</sup> February, 2017 sent to the shareholders and the Advertisement published pursuant to the Rule 20 (3) (v) of the Companies (Management and Administration) Rules, 2014 on 3<sup>rd</sup> March, 2017 in Business Standard in English and Mahanayak in Marathi, the E-voting opened at 9.00 a.m. on Thursday, 23<sup>rd</sup> March, 2017 and remained open upto 5.00 p.m. on Saturday, 26<sup>th</sup> March, 2017.
2. The equity shareholders holding shares as on 20<sup>th</sup> March, 2017, cut off date, were entitled to vote on the resolutions stated in the Notice of the Extra-Ordinary General Meeting of the Company.
3. The votes were unblocked at 1.30 p.m. on 27<sup>th</sup> March, 2017 in the presence of Mr. Sachin Mehta and Mr. Krishna Yadav who are not employees of the Company and who have signed below as witness to the unblocking of the votes.
4. The e-voting results/list of equity shareholders who have voted "For or Against" were downloaded from the e-voting website of Central Depository Services Limited (<https://www.evotingindia.com/>).

In respect of votes casted through poll at the Extra Ordinary General Meeting of the Company:

5. After the time fixed for the poll by the Chairman, a ballot box kept for polling was locked in the presence of me and members with due Identification marks placed by me.
6. The locked ballot box was subsequently opened in my presence and in the presence of Mr. Sachin Mehta and Mr. Krishna Yadav and poll papers were diligently scrutinized. The poll papers were reconciled with the records



# JIGNESH M. PANDYA & CO.

Company Secretaries

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Devidas Road, Borivali (west)  
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Email:jigneshpandyacs@gmail.com

maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.

7. I hereby state that I have recorded details of all the votes cast by the shareholders by poll and have also checked and verified the same. I have also carried out full count of the votes.
8. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The combined results of the votes casted through e-voting and poll are as under:

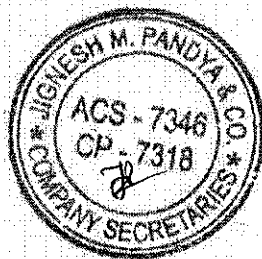
Item No.	Particulars/ Heading of the resolution	Mode	No. of Votes Cast		% of Votes Cast	
			Favour	Against	Favour (%)	Against (%)
1.	ISSUE OF 2,30,77,000 EQUITY SHARES ON A PREFERENTIAL BASIS	E-voting	181128432	2	99.99	0.01
		Poll	34051	0	100.00	0.00
		<b>Total</b>	<b>181162483</b>	<b>0</b>	<b>99.99</b>	<b>0.01</b>

There were 300 invalid votes in the Poll in respects of all the above mentioned resolutions.

9. In view of the aforesaid voting details, I hereby state that the resolution at Item No. 1 as set out in the Notice of the Extra-Ordinary General Meeting have been passed with requisite majority.
10. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and whose votes were declared invalid for each resolution is enclosed.
11. All relevant records of vote casted by poll and through e-voting will remain in my custody until the Chairman considers, approves and signs the minutes of the Extra-Ordinary General Meeting and thereafter the said records will be handed over to the Company.

Thanking you,

Yours faithfully,



For JIGNESH M PANDYA & CO.,  
Company Secretaries

*Jignesh*

Proprietor

ACS - 7346, CP -7318

Place : Mumbai  
Date : 27th March, 2017

Witnesses:

1) Mr. Sachin Mehta :

*S. I. Mehta*

2) Mr. Krishna Yadav :

*Krishna Yadav*