

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

Swan/nse/bse

14th September, 2015

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,

Company code 50 3310

Sub: Submission of AGM Results & Scrutinizers Report - 11.09.2015
Ref: Compliance of Clause 31(d) and 35A of the Listing Agreement

With reference to the above, please find enclosed the following:

- i- Disclosure of voting results on the Resolutions proposed at 107th AGM of the Company;
- ii- Scrutinizers Report for E-voting and Ballot conducted.

The above results have already been sent to e-mail id corp.relations@bseindia.com and cmlist@nse.co.in on Friday, 11th September, 2015.

Please find the above in order and acknowledge the receipt.

Thanking You,

Yours faithfully,

For Swan Energy Limited



(Arun S. Agarwal)
Company Secretary

Encl: As above

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Date: 11th September, 2015

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Bandra –Kurla Complex, Bandra-east,
Mumbai – 400 051

Dear Sir/Madam,

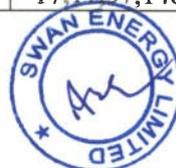
Subject: Disclosure of voting results on the Resolutions proposed at 107th Annual General Meeting of the Company held on Friday, 11th September, 2015

Ref: Clause 35A of the Listing Agreement

1. Date of the AGM : 11th September, 2015
2. Total number of shareholders on record date : 6393
3. No. of shareholders present in the meeting either in person or through proxy:
 - i. Promoters and Promoter Group (in person) : 11
 - ii. Public (in person) : 39
4. No. of Shareholders attended the meeting through Video Conferencing: Nil
5. AGENDA WISE

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

Resolution No. 1 – Ordinary Resolution	Adoption of Annual Accounts (standalone & consolidated)						
Promoter/Public	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	15,85,00,000	15,85,00,000	100.00	15,85,00,000	0	100	0
Public Institutional holders	2,71,13,438	0	0	0	0	0	0
Public-Others	3,55,66,562	1,32,37,252	37.22	1,32,37,146	106	99.99	0.01
Total	22,11,80,000	17,17,37,252	77.65	17,17,37,146	106	99.99	0.01



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Resolution No. 2 – Ordinary Resolution	Declaration of dividend						
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	15,85,00,000	15,85,00,000	100.00	15,85,00,000	0	100	0
Public Institutional holders	2,71,13,438	0	0	0	0	0	0
Public-Others	3,55,66,562	1,32,37,252	37.22	1,32,37,152	100	99.99	0.01
Total	22,11,80,000	17,17,37,252	77.65	17,17,37,152	100	99.99	0.01

Resolution No. 3 – Ordinary Resolution	To appoint a Director in place of Mr. Padmanabhan Sugavanam, who retires by rotation and being eligible, offers himself for re-appointment						
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	15,85,00,000	15,85,00,000	100.00	15,85,00,000	0	100	0
Public Institutional holders	2,71,13,438	0	0	0	0	0	0
Public-Others	3,55,66,562	1,32,37,252	37.22	1,32,37,146	106	99.99	0.01
Total	22,11,80,000	17,17,37,252	77.65	17,17,37,146	106	99.99	0.01



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Resolution No. 4 – Ratification of Statutory Auditor’s appointment							
Resolution No. 4 – Ordinary Resolution							
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	15,85,00,000	15,85,00,000	100.00	15,85,00,000	0	100	0
Public Institutional holders	2,71,13,438	0	0	0	0	0	0
Public-Others	3,55,66,562	1,32,37,252	37.22	1,32,37,152	100	99.99	0.01
Total	22,11,80,000	17,17,37,252	77.65	17,17,37,152	100	99.99	0.01

Resolution No. 5 – Ratification of Cost Auditor’s Remuneration							
Resolution No. 5 – Ordinary Resolution							
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	15,85,00,000	15,85,00,000	100.00	15,85,00,000	0	100	0
Public Institutional holders	2,71,13,438	0	0	0	0	0	0
Public-Others	3,55,66,562	1,32,37,252	37.22	1,32,37,152	100	99.99	0.01
Total	22,11,80,000	17,17,37,252	77.65	17,17,37,152	100	99.99	0.01



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Resolution No. 6 – Appointment of Mrs. Surekha Oak as Independent Director of the Company Ordinary Resolution							
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	15,85,00,000	15,85,00,000	100.00	15,85,00,000	0	100	0
Public Institutional holders	2,71,13,438	0	0	0	0	0	0
Public-Others	3,55,66,562	1,32,37,252	37.22	1,32,37,152	100	99.99	0.01
Total	22,11,80,000	17,17,37,252	77.65	17,17,37,152	100	99.99	0.01

Resolution No. 7 – Re-appointment of Mr. Padmanabhan Sugavanam as Whole Time Director of the Company Ordinary Resolution							
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	15,85,00,000	15,85,00,000	100.00	15,85,00,000	0	100	0
Public Institutional holders	2,71,13,438	0	0	0	0	0	0
Public-Others	3,55,66,562	1,32,37,252	37.22	1,32,37,152	100	99.99	0.01
Total	22,11,80,000	17,17,37,252	77.65	17,17,37,152	100	99.99	0.01



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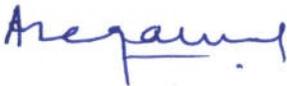
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Resolution No. 8 – Ordinary Resolution	Raising of Capital						
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstan ding shares (3)=[(2)/ (1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	15,85,00,000	15,85,00,000	100.00	15,85,00,000	0	100	0
Public – Institutional holders	2,71,13,438	0	0	0	0	0	0
Public-Others	3,55,66,562	1,32,37,252	37.22	1,32,37,146	106	99.99	0.01
Total	22,11,80,000	17,17,37,252	77.65	17,17,37,146	106	99.99	0.01

Yours faithfully,
For Swan Energy Limited



(Arun S. Agarwal)
Company Secretary



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

11th September, 2015

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 107th Annual General Meeting of the Equity Shareholders of Swan Energy Limited held on 11th September, 2015.

I, Jignesh M. Pandya, Practising Company Secretary, having office at 205, Shashi Co-Op. HSG Soc, Devidas Road, Borivali (west), Mumbai 400 103 being appointed as the Scrutiniser by the Board of Directors of Swan Energy Limited (company) at its meeting held on 14th August, 2015 for scrutinizing e-voting process and appointed by the Chairman of 107th Annual General Meeting of the Equity shareholders of Swan Energy Limited held on 11th September, 2015 at Walchand Hirachand Hall, 4th Floor, Indian Merchant Chamber Building, IMC Marg, Churchgate, Mumbai - 400 020 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 107th Annual General Meeting dated 14th August, 2015 sent to the shareholders and the Advertisement published pursuant to the Rule 20 (3) (v) of the Companies (Management and Administration) Rules, 2014 on 21st August, 2015 in Business Standard in English and Mumbai Lakshadweep in Marathi, the E-voting opened at 9.00 a.m. on Monday, 7th September, 2015 and remained open upto 5.00 p.m. on Thursday, 10th September, 2015.
2. The equity shareholders holding shares as on 4th September, 2015, cut off date, were entitled to vote on the resolutions stated in the Notice of the 107th Annual General Meeting of the Company.
3. The votes were unblocked at 1.30 p.m. on 11th September, 2014 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 107th Annual 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.

Jignesh

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

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 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.	Adoption of Annual Accounts (standalone & consolidated)	E-voting	156201140	6	99.99	0.01
		Poll	15536006	100	99.99	0.01
		Total	171737146	106	-	-
2.	Declare a Dividend for the financial year ended 31 st March, 2015	E-voting	156201146	0	100	0.00
		Poll	15536006	100	99.99	0.01
		Total	171737152	100	-	-
3.	To appoint a Director in place of Mr. Padmanabhan Sugavanam, who retires by rotation and being eligible, offers himself for re-appointment	E-voting	156201140	6	99.99	0.01
		Poll	15536006	100	99.99	0.01
		Total	171737146	106	-	-
4.	Ratification of Statutory Auditor's appointment	E-voting	156201146	0	100	0.00
		Poll	15536006	100	99.99	0.01
		Total	171737152	100	-	-
5.	Ratification of Cost Auditor's Remuneration	E-voting	156201146	0	100	0.00
		Poll	15536006	100	99.99	0.01
		Total	171737152	100	-	-
6.	Appointment of Mrs. Surekha Oak as Independent Women Director of the Company	E-voting	156201146	0	100	0.00
		Poll	15536006	100	99.99	0.01
		Total	171737152	100	-	-
7.	Re-appointment of Mr. Padmanabhan Sugavanam as Whole Time Director of the Company	E-voting	156201146	0	100	0.00
		Poll	15536006	100	99.99	0.01
		Total	171737152	100	-	-

Jignesh

JIGNESH M.PANDYA & CO.

Company Secretaries

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Devidas Road, Borivali (west)
Mumbai 400 103

Mobile:9819065068
Email:jigneshpandyacs@gmail.com

8.	Raising of Capital	E-voting	156201140	6	99.99	0.01
		Poll	15536006	100	99.99	0.01
		Total	171737146	106	-	-

There were 100 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 all the resolutions from Item No. 1 to 8 as set out in the Notice of the 107th Annual 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 27th Annual General Meeting Wand thereafter the said records will be handed over to the Company.

Thanking you,

Yours faithfully,

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



Proprietor

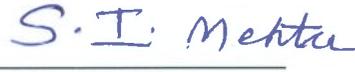
ACS - 7346, CP -7318

Place : Mumbai

Date : 11th September, 2015

Witnesses:

1) Mr. Sachin Mehta :



2) Mr. Krishna Yadav :

