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Website : www.sawacabusiness.com

**SAWACA****BUSINESS MACHINES LTD.**

Details of Voting Results – 24<sup>th</sup> Annual General Meeting held on 28<sup>th</sup> September 2018.

1.	Date of the AGM	28 <sup>th</sup> September 2018
2.	Total No. of share holders on Record date	5314 ( as on cut off date i.e. 21/09/2018)
3.	No. of share holders present in the meeting either in person or through proxy: 1. Promoters and Promoter group 2. Public	05 25
4.	No. of Shareholders attended the meeting through video conferencing: 1. Promoters and Promoter group 2. Public	N.A. N.A.

*Sd/-*  




**FORM NO. MGT-13**  
**CONSOLIDATED SCRUTINIZER'S REPORT**  
**[E-VOTING & POLL VOTING]**  
[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman  
**SAWACA BUSINESS MACHINES LIMITED [CIN: L65910GJ1994PLC023926]**  
45, CHINUBHAI TOWER,  
OPP. HANDLOOM HOUSE,  
ASHRAM ROAD,  
AHMEDABAD-380009, GUJARAT, INDIA

Dear Sir,

SUB:

Consolidated scrutinizer's report on remote E-voting conducted pursuant to the provisions of section 108 of the Companies act, 2013 and rule 20(xi) of the companies (Management and administration) rules, 2014 and voting at the 24<sup>th</sup> Annual General Meeting (AGM) of "SAWACA BUSINESS MACHINES LIMITED" held on Friday, September 28, 2018 at 12:00 noon at Shree Balaji Agora mall, 200 ft S.P. Ring Road, Between Tapovan & Bhat Circle, Motera, Ahmedabad-382424, Gujarat

1. I, Mukesh H. Shah, Practicing Company Secretary of Ahmedabad was appointed as Scrutinizer by the board of Directors of SAWACA BUSINESS MACHINES LIMITED ("the company") pursuant to section 108 of the Companies act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014 to conduct the voting and remote e-voting process at the Annual General Meeting of "SAWACA BUSINESS MACHINES LIMITED" held on Friday, September 28, 2018 on 12:00 noon at Shree Balaji Agora mall, 200 ft S.P. Ring Road, Between Tapovan & Bhat Circle, Motera, Ahmedabad-382424, Gujarat.

I was appointed as the scrutinizer to

- (i) Scrutinizing the E-voting process (Remote E- voting) under the provision of section 108 of the companies act, 2013 Read with Rule 20 of the companies (Management and administration) Rules 2014, as amended (Rules), regulation 44 of Securities and exchange board of INDIA (Listing obligation and Disclosure Requirements) Regulations, 2015

And





- (ii) Conduct the Poll Process through polling papers under the provisions of section 109 of the Companies act, 2013 read with rule 21 of the Companies (Management and Administration) rules 2014 as amended, on the resolutions contained in the notice to the 24th Annual General meeting (AGM) of the Equity Share holders of the company held on the Friday, September 28, 2018 at 12:00 noon.
2. The Management of the company is responsible to ensure the compliance with the requirements of the companies' act 2013 and Rules relating to voting i.e. by Remote E-voting and voting by Poll at the AGM for the resolutions contained in the Notice to the 24th AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the process of voting through electronic means i.e through Remote E-voting and also through Poll at the AGM is restricted to make a consolidated scrutinizer's report of votes cast "in favour" or "against" the resolution stated in the notice, based on the reports generated from the e-voting system provided by M/s Central Depository Services (India) Limited (CDSL), the agency authorized under the Rules and on voting by Poll at the AGM.
3. The company had availed the Remote e-voting facility provided by M/s Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the shareholders of the company. The company had also provided voting through ballot paper to the shareholders present at the AGM and who had not cast their vote earlier through remote evoting facility.
4. The Shareholders holding shares of the company as on the "cut-off" date of Friday, September 21st, 2018 were entitle to vote on the resolutions as contains in the notice of the AGM. The voting period for remote e-voting commenced on Tuesday 25th September, 2018 at 09:00 a.m. (IST) and ended on Thursday, 27th September, 2018 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter. After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.
5. The Votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and the locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company. I did not find any poll papers invalid.





6. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system and voting through ballot paper at the AGM.
7. I submit herewith my consolidated scrutinizer's Report on the Results of voting through electronic mode and voting through poll as under:

### Consolidated Results of E-voting and Poll voting

#### Resolution 1: Ordinary Resolution

To Consider and adopt the Audited Financial Statements of the company for the financial year ended 31st March 2018, together with the Reports of the Board of Directors and the Auditors thereon.

(1) Voted in favour of the resolution:

	Total Number of members exercised their votes	Total Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	7	3391337	100
Voting at the Meeting through poll paper	25	23800	100
Total	32	3415137	

(2) Voted against the resolution

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	Nil	Nil	Nil
Voting at the Meeting through poll paper	Nil	Nil	Nil
Total	Nil	Nil	Nil

(3) Invalid votes:

	Number of members voted	Number of votes cast by them	% of total number of votes cast
Remote e-voting	Nil	Nil	Nil
Voting at the Meeting through poll paper	3	4230	15.09
Total	3	4230	15.09

#### Resolution 2: Ordinary Resolution

To appoint a Director in place of Mr. Vishal Shah [DIN: 02148899] who retires by rotation and being eligible, offers him-self for re-appointment.





(1) Voted in favor of the resolution:

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	6	3391297	100
Voting at the Meeting through poll paper	25	23800	100
Total	31	3415097	100

(2) Voted against the resolution

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	1	40	0.00
Voting at the Meeting through poll paper	Nil	Nil	Nil
Total	1	40	

(3) Invalid votes:

	Number of members voted	Number of votes cast by them	% of total number of votes cast
Remote e-voting	Nil	Nil	Nil
Voting at the Meeting through poll paper	3	4230	15.09
Total	3	4230	15.09

**Resolution 3: Ordinary Resolution**

To ratify the appointment of Statutory Auditors, M/s. M A A K & Associates (Firm registration No.135024W), Chartered Accountants, Ahmedabad and to fix their remuneration.

(1) Voted in favour of the resolution:

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	6	3391297	100
Voting at the Meeting through poll paper	25	23800	100
Total	31	3415097	100





(2) Voted against the resolution

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	1	40	0.00
Voting at the Meeting through poll paper	Nil	Nil	Nil
Total	1	40	

(3) Invalid votes:

	Number of members voted	Number of votes cast by them	% of total number of votes cast
Remote e-voting	Nil	Nil	Nil
Voting at the Meeting through poll paper	3	4230	15.09
Total	3	4230	15.09

**SPECIAL BUSINESS:**

**Resolution 4: Ordinary Resolution**

To ratify / approve the related party transactions of the Company

(1) Voted in favour of the resolution:

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	6	3391297	100
Voting at the Meeting through poll paper	25	23800	100
Total	31	3415097	100

(2) Voted against the resolution

	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote e-voting	1	40	0.00
Voting at the Meeting through poll paper	Nil	Nil	Nil
Total	1	40	





**MUKESH H. SHAH & CO.**  
Company Secretaries

504, Sukh Sagar Complex, Near Hotel Fortune Landmark  
Usmanpura, Ashram Road, Ahmedabad-380 014  
Ph. : (O) 079-30087368, 30087370, Fax 079-30087370  
(M) 98252 45256, Email mukeshshahcs@gmail.com  
Website : www.mukeshshah.in

(3) invalid votes:

	Number of members voted	Number of votes cast by them	% of total number of votes cast
Remote e-voting	Nil	Nil	Nil
Voting at the Meeting through poll paper	3	4230	15.09
Total	3	4230	15.09

8. The electronic data, the poll/ ballot papers and all other relevant records were sealed and will remain in my safe custody until the Chairman consider, approves and sign the Minutes of the 24th Annual General Meeting (AGM) and the same shall be handed over thereafter by me to the Company Secretary/ Director authorized by the Board of Directors for keeping under safe custody.

Thanking you,

Place: Ahmedabad

Date: 29.09.2018

Yours faithfully,  
For, MUKESH H. SHAH & CO.  
Company Secretaries



*[Signature]*  
[MUKESH H. SHAH]  
PROPRIETOR  
FCS: 5827 & COP: 2213

Countersigned by  
For, SAWACA BUSINESS MACHINES LIMITED

*[Signature]*  
[SHETAL S. SHAH]  
CHAIRMAN

We, the undersigned witness that the votes were unblocked from the e-voting website of CDSL in our presence.

*[Signature]*  
Mr. Sandeep Rathod  
Ahmedabad

*[Signature]*  
Mr. Bharat Chaudhary  
Ahmedabad

**SAWACA BUSINESS MACHINES LIMITED**

**OUTCOME OF VOTING OF ANNUAL GENERAL MEETING (AS PER REGULATION 44 OF THE SEBI (LODR) REGULATIONS 2015**

Date of AGM	28th September, 2018
Total No. of Shareholders on Record Date (21.09.2018)	5314
No. of Shareholders present in the meeting either in person or through proxy	30
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
- Promoter & Promoter Group	N.A
- Public	N.A

Given Below is the Resolution-wise combined result of e-Voting and Poll

Resolution No.1: Ordinary Resolution: Adoption of audited Financial Statement together with Directors' Report and Auditors' Report									
Whether promoter/ promoter group are interested in the agenda/ resolution?									
Particulars	Mode of Voting	Total No. of shares Held	No		% 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
			No	ordinary					
Promoter/ Public		1	2	3391097	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoter and Promoter Group	E-Voting		240	3391097	100.00	240	0	100.00	0.00
	poll* postal ballot( if applicable)	3391097	0	0	0	3391097	0	100.00	0.00
Public-institutional holders	E-Voting		0	0	0	0	0	0.00	0.00
	poll* postal ballot( if applicable)								
public-others	E-Voting		240	0	0.00	240	0	100.00	0.00
	poll* postal ballot( if applicable)	7009803	23800	0	0.34	23800	0	100.00	0.00
Total	E-Voting		3391337	0	32.61	3391337	0	100.00	0.00
	poll* postal ballot( if applicable)	10400900	23800	0	0.23	23800	0	100.00	0.00
Public -Others Poll	<b>Total</b>		3415137	3415137	32.84	3415137	0	100.00	0
	<b>Invalid Votes</b>		4230	0	0.00	0	0	0.00	0







Resolution No.2: Ordinary Resolution: Appoint Mr. Vishal Shah [DIN: 02148899] who retires by rotation and being eligible, offers him-self for reappointment  
 Resolution required: (ordinary/special)  
 Whether promoter/ promoter group are interested in the agenda/ resolution?  
 ordinary

Particulars	Mode of Voting	Total No. of shares Held	YES				% of votes against on votes polled
			No. of votes polled	% of votes polled on outstanding Shares	No. of Votes in favour	No. of Votes Against	
Promoter/ Public		1	2	$3=[2/1]*100$	4	5	$7=[5/2]*100$
Promoter and Promoter Group	E-Voting poll* postal ballot( if applicable)	3391097	3391097 0	100.00 0	3391097 0	0	$6=[4/2]*100$ 100.00 0.00
Public-institutional holders	E-Voting poll* postal ballot( if applicable)		0	0	0	0	0.00 0.00
public-others	E-Voting poll* postal ballot( if applicable)	7009803	240 23800	0.00 0.34	200 23800	40 0	83.33 100.00
Total	E-Voting poll* postal ballot( if applicable)	10400900	3391337 23800	32.61 0.23	3391297 23800	0 0	100.00 100.00
Public-Others Poll	Invalid Votes		3415137	32.84	3415097	40	100.00
Resolution No.3: Ordinary Resolution: To ratify the appointment of Statutory Auditors, M/s. M A K & Associates (Firm registration No.135024W),Chartered Accountants, Ahmedabad and to fix their remuneration. Resolution required: (ordinary/special)			ordinary				

Resolution No.3: Ordinary Resolution: To ratify the appointment of Statutory Auditors, M/s. M A K & Associates (Firm registration No.135024W),Chartered Accountants, Ahmedabad and to fix their remuneration.  
 Resolution required: (ordinary/special)  
 Whether promoter/ promoter group are interested in the agenda/ resolution?  
 ordinary

Particulars	Mode of Voting	Total No. of shares Held	No				% of votes against on votes polled
			No. of votes polled	% of votes polled on outstanding Shares	No. of Votes in favour	No. of Votes Against	
Promoter/ Public		1	2	$3=[2/1]*100$	4	5	$7=[5/2]*100$
Promoter and Promoter Group	E-Voting poll* postal ballot( if applicable)	3391097	3391097 0	100.00 0	3391097 0	0	$6=[4/2]*100$ 100.00 0.00
Public-institutional holders	E-Voting poll* postal ballot( if applicable)		0	0	0	0	0.00 0.00
public-others	E-Voting poll* postal ballot( if applicable)	7009803	240 23800	0.00 0.34	200 23800	40 0	83.33 100.00
Total	E-Voting poll* postal ballot( if applicable)	10400900	3391337 23800	32.61 0.23	3391297 23800	0 0	100.00 100.00
Public-Others Poll	Invalid Votes		3415137	32.84	3415097	40	100.00
			4230				

Resolution No.4: Ordinary Resolution: To ratify / approve the related party transactions of the Company.

Resolution required: (ordinary/special)

ordinary

Whether promoter/ promoter group are interested in the agenda/ resolution?

YES

Particulars	Mode of Voting	Total 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
Promoter/ Public	E-Voting	1	2	$3 = [2/1] * 100$	4	5	$6 = [4/2] * 100$	$7 = [5/2] * 100$
Promoter and Promoter Group	poll*	3391097	3391097	100.00	3391097	0	100.00	0.00
	postal ballot( if applicable)		0	0	0	0	0.00	0.00
Public-institutional holders	E-Voting		0	0	0	0	0.00	0.00
	poll*							
	postal ballot( if applicable)							
public-others	E-Voting	7009803	240	0.00	200	40	83.33	16.67
	poll*		23800	0.34	23800	0	100.00	0.00
	postal ballot( if applicable)							
Total	E-Voting	10400900	3391337	32.61	3391297	0	100.00	0.00
	poll*		23800	0.23	23800	0	100.00	0.00
	postal ballot( if applicable)							
Public-Others	<b>Total</b>		3415137	32.84	3415097	40	100.00	0.00
	<b>Invalid Votes</b>		4230					

