

SWARAJ ENGINES LIMITED

Works :

Plot No. 2, Indl. Focal Point,
Phase IX, S.A.S. Nagar,
Distt. S.A.S. Nagar (Mohali)
(Near Chandigarh)

SWARAJ

Tel. : 0172-2234941- 47, 2234950

Fax : 91-172-2234955

Email : mail@swarajenterprise.com

02/SP/EXCH
3rd January, 2018

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai- 400051

BSE Limited
Listing Department
P.J. Towers, 1st Floor,
Dalal Street, Fort,
Mumbai – 400 001

Ref: Script Name: SWARAJENG

Script Code: 500407

Dear Sir / Madam,

Sub: Result of postal ballot process pursuant to Section 110 of Companies Act, 2013 and Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to the Buyback of Equity Shares of the Company

Pursuant to Section 110 of Companies Act, 2013 and the rules made thereunder, the Company had conducted the process of postal ballot for seeking the consent of its shareholders for passing of a special resolution for approval for the Buyback of Equity Shares of the Company.

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the result of the voting by postal ballot (including e-voting). We are also enclosing herewith the Scrutinizer's Report dated 3rd January, 2018 for your kind reference.


The special resolution has been passed by the shareholders of the Company with requisite majority and is effective from 2nd January, 2018, being the last date of voting. The said postal ballot result will be displayed at the registered office of the Company and on the website of the Company www.swarajenterprise.com.

You are requested to take note of the same.

Thanking you.

Yours sincerely,

For Swaraj Engines Limited



(M.S.Grewal)
Company Secretary

Enclosures: As above

SWARAJ ENGINES LIMITED

Date of the AGM / EGM	:	Not Applicable (Resolution passed through Postal Ballot on 2 nd January, 2018)
Total Number of Shareholders on Record Date:	:	14351
- Cut-off date for ascertaining the voting rights of Members i.e. 28 th November, 2017		
Number of Shareholders present in the Meeting either in person or through proxy	:	Not Applicable (Resolution passed through Postal Ballot)
- Promoters and Promoter Group		
- Public		
Number of Shareholders attended the Meeting through Video Conferencing	:	Not Applicable (Resolution passed through Postal Ballot)
- Promoters and Promoter Group		
- Public		

Agenda wise:

The voting on the Resolution was conducted by way of Postal Ballot and remote E-voting from Monday, 4th December, 2017, 9.00 A.M. (IST) to Tuesday, 2nd January, 2018, 5.00 P.M. (IST).

Given below are the combined results of the Postal Ballot and remote E-Voting:

Resolution:

Approval for Buyback of its Equity Shares by the Company

Resolution required	Special Resolution
Whether promoter / promoter group are interested in the agenda / resolution?	No, except to the extent of their shareholding in the Company

Category	Mode of Voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6286417	6286417	100.00	6286417	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	6286417	6286417	100.00	6286417	0	100.00	0.00
Public – Institutional Holders	E-Voting	2124909	1061706	49.96	1061706	0	100.00	0.00
	Poll*		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1061706	49.96	1061706	0	100.00	0.00
Public – Non Institutions	E-Voting	4010104	13333	0.33	12485	848	93.64	6.36
	Poll*		0	0.00	0	0	0.00	0.00
	Postal Ballot		48368	1.21	44213	4155	91.41	8.59
	Total		61701	1.54	56698	5003	91.89	8.11
Total		12421430	7409824	59.65	7404821	5003	99.93	0.07

*Not applicable

The above Special Resolution was passed with requisite majority.



AJAY K. ARORA
LL.B., FCS

GST : 04ADSPA8498H1Z3

A. ARORA & CO.

Company Secretaries

S.C.O. 64-65, 1ST FLOOR,
SECTOR 17-A, MADHYA MARG,
CHANDIGARH-160 017

Ph.: (O) 2701906

MOBILE : 98140-06492

E-MAIL : ajaykcs@gmail.com

Consolidated Report of Scrutinizer

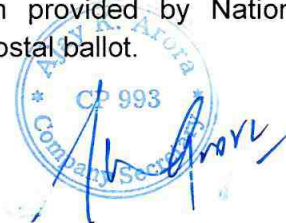
[Pursuant to section 110 of the Companies Act, 2013 and Rule 22 (9) of the Companies (Management and Administration) Rules, 2014 as amended]

To,
Chairman,
Swaraj Engines Limited
Phase IV, SAS Nagar,
Mohali, Punjab.

Result of Postal Ballot

Dear Sir,

1. I, Ajay K Arora, Practicing Company Secretary, at S.C.O. 64-65, 1st Floor, Sector 17 A, Madhya Marg, Chandigarh was appointed as Scrutinizer by the Board of Directors of **Swaraj Engines Limited** (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and voting by postal ballot pursuant to section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of the resolution stated in the Notice of the Postal Ballot dated 28th November, 2017 proposed to be passed by the equity shareholders of the Company.
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by postal ballot by the shareholders on the resolution proposed is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by postal ballot are conducted in a fair and transparent manner and render a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or any other person authorized, on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and the report for voting by postal ballot.




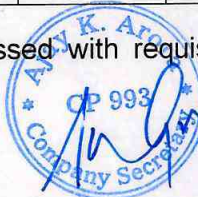
3. In accordance with the Notice of the Postal Ballot dated 28th November, 2017, despatch of which to the shareholders by prescribed modes was completed on 1st December, 2017, and the 'Advertisement' published pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 published on 3rd December, 2017, the voting commenced on 4th December, 2017 at 9.00 A.M. (IST) and ended on 2nd January, 2018 at 5.00 P.M. (IST) for physical ballots and as well as for e-voting. The e-voting facility was provided by National Securities Depository Limited (NSDL). The remote e-voting results were unblocked by me on 2nd January, 2018 after close of voting in the presence of two witnesses.
4. The Equity Shareholders holding shares as on 28th November, 2017, "cut off date", were entitled to vote on the resolution stated in the Notice of the Postal Ballot.
5. All postal ballot forms received upto 5.00 P.M. (IST) on 2nd January, 2018, the last date fixed by the Company for receipt of the forms, were considered for my scrutiny. Envelopes containing postal ballot forms received after 2nd January, 2018 were not considered for my scrutiny.
6. The e-voting cast by institutional shareholders who have not provided the related scanned copy of the relevant Board Resolution / Authority Letter to the Scrutinizer for exercising their votes have been considered as invalid.
7. I have rendered Scrutinizer's Report separately on the remote e-voting and on Postal Ballot and I hereby submit Consolidated Report of Scrutinizer.

The consolidated results of voting are as under:

As a Special Resolution for Approval for Buy Back of its Equity Shares by the Company

Mode of Voting	Consolidated Details of Valid Votes		Votes Cast in Favour		Votes Cast Against		Invalid Votes	
	Total No. of Members	Total No. of shares/ votes held	No. of Members	No. of shares/ Votes	No. of Members	No. of shares / Votes	No. of Members	No. of shares/ Votes
E-voting	146	7361456	137	7360608	9	848	8	915986
Postal Ballot	168	48368	154	44213	14	4155	12	482
Total	314	7409824	291	7404821	23	5003	20	916468
% to total valid votes				99.93		0.07		

Based upon the votes cast in favour / against, the resolution was passed with requisite majority.

8. Register of postal ballot and other relevant records of voting process given/provided/maintained in electronic mode and postal ballot forms (physical) will remain in my custody until the Chairman considers, approves and signs the Minutes of postal ballot and the same shall be handed over to the Chairman/person authorized by him for safe keeping.

Based upon the above details of votes cast, the Chairman may declare the result.

Thanking you,

Yours Sincerely,



Ajay K Arora
Company Secretary in Practice
CP No. 993
FCS No. 2191

Date: 03-01-2018
Place : Chandigarh

Counter Signed by

For Swaraj Engines Ltd.



(M. S. GREWAL)
Company Secretary

