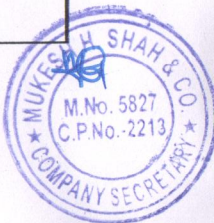


A) DETAILS OF THE PROCEEDING OF THE MEETING				
S.No.	Particulars	Details		
1	Date of AGM/ EGM	AGM- 30th September, 2016		
2	Total Number of Shareholders as on record dated [As of e-Voting cut-off date i.e. 23.09.16]	3975		
3	No. of Shareholders present in the meeting either in person or through proxy - Promoter & Promoter Group - Public	5 20		
	No. of Shareholders attended the meeting through Video Conferencing - Promoter & Promoter Group - Public	Not Applicable		
B) RESULTS OF THE MEETING				
S.No.	Agenda	Resolution Required (Ordinary/ Special)	Mode of Voting	Remarks
1	Adoption of audited Financial Statements of the Company for the financial year ended on March 31, 2016 comprising of the Balance Sheet as at March 31, 2016, Statement of Profit & Loss and Cash Flow Statement as on that date together with the Report of the Board of Directors' and Auditors' thereon.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite majority
2	Appointment of a Director in place of Mr. Shetal Shah [DIN: 02148909] who retires by rotation and being eligible, offers him-self for re- appointment.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite majority
3	Ratification of appointment of Statutory Auditors, M/s. Marmik G. Shah & Associates (Firm registration No.135024W), Chartered Accountants, Ahmedabad and to fix their remuneration.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite majority
4	Appointment of Mr. Vishal Shah (DIN: 02148899) as a Director on the Board of the Company.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite majority
5	Appointment of Mr. Vijay C. Shah (DIN: 07445515) as an Independent Director on the Board of the Company.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite majority
6	Ratification/ approval of the related party transactions of the Company.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite majority
7	Maintaining & keeping the Company's Registers required to be maintained U/s.88 of the Companies Act, 2013 & copies of annual returns filed under Section 92 of the Companies Act, 2013 or any one or more of them, at a place other than the Company's Registered Office	Special	e-voting and ballot paper at the AGM	Passed with requisite majority



**C) RESOLUTION WISE DETAILS OF VOTING RESULTS**

Voting Results pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015

**Item No.1: Adoption of audited Financial Statements of the Company for the financial year ended on March 31, 2016 comprising of the Balance Sheet as at March 31, 2016, Statement of Profit & Loss and Cash Flow Statement as on that date together with the Report of the Board of Directors' and Auditors' thereon:**

Resolution Required (Ordinary/ Special) : Ordinary

Whether promoter/ promoter group are interested in the agenda/ resolution? : No

Category	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	1	2	3=[(2)/(1)]*100	4	5	6=[(4)/(2)]*100	7=[(5)/(2)]*100
1 Promoter & Promoter Group	3391097	3391097	100	3391097	0	100.00	0.00
2 Public- Institutional Holders	0	0	0	0	0	0.00	0.00
3 Public- Others	7009803	3567416	50.89	3566916	500	99.99	0.01
<b>Total</b>	<b>10400900</b>	<b>6958513</b>	<b>66.90</b>	<b>6958013</b>	<b>500</b>	<b>99.99</b>	<b>0.01</b>

**Item No. 2: Appointment of a Director in place of Mr. Shetal Shah [DIN: 02148909] who retires by rotation and being eligible, offers him-self for re- appointment**

Resolution Required (Ordinary/ Special) : Ordinary

Whether promoter/ promoter group are interested in the agenda/ resolution? : No

Category	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	1	2	3=[(2)/(1)]*100	4	5	6=[(4)/(2)]*100	7=[(5)/(2)]*100
1 Promoter & Promoter Group	3391097	3391097	100	3391097	0	100.00	0.00
2 Public- Institutional Holders	0	0	0	0	0	0.00	0.00
3 Public- Others	7009803	3567416	50.89	3567376	40	100.00	0.00
<b>Total</b>	<b>10400900</b>	<b>6958513</b>	<b>66.90</b>	<b>6958473</b>	<b>40</b>	<b>100.00</b>	<b>0.00</b>

*Shetal Shah*



**C) RESOLUTION WISE DETAILS OF VOTING RESULTS**

**Item No. 3: Ratification of appointment of Statutory Auditors, M/s. Marmik G. Shah & Associates (Firm Registration No.135024W), Chartered Accountants, Ahmedabad and to fix their remuneration.**

Resolution Required (Ordinary/ Special)								: Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?								: No
Category	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	1	2	3=[[2]/(1)]*100	4	5	6=[[4]/(2)]*100	7=[[5]/(2)]*100	
1 Promoter & Promoter Group	3391097	3391097	100	3391097	0	100.00	0.00	
2 Public- Institutional Holders	0	0	0	0	0	0.00	0.00	
3 Public- Others	7009803	3567416	50.89	3567376	40	100.00	0.00	
<b>Total</b>	<b>10400900</b>	<b>6958513</b>	<b>66.90</b>	<b>6958473</b>	<b>40</b>	<b>100.00</b>	<b>0.00</b>	

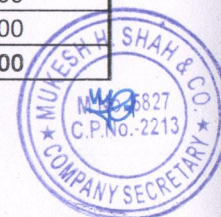
**Item No. 4: Appointment of Mr. Vishal Shah (DIN: 02148899) as a Director on the Board of the Company.**

Resolution Required (Ordinary/ Special)								: Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?								: No
Category	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	1	2	3=[[2]/(1)]*100	4	5	6=[[4]/(2)]*100	7=[[5]/(2)]*100	
1 Promoter & Promoter Group	3391097	3391097	100	3391097	0	100.00	0.00	
2 Public- Institutional Holders	0	0	0	0	0	0.00	0.00	
3 Public- Others	7009803	3567416	50.89	3566844	572	99.98	0.02	
<b>Total</b>	<b>10400900</b>	<b>6958513</b>	<b>66.90</b>	<b>6957941</b>	<b>572</b>	<b>99.99</b>	<b>0.01</b>	

**Item No. 5: Appointment of Mr. Vijay C. Shah (DIN: 07445515) as an Independent Director on the Board of the Company.**

Resolution Required (Ordinary/ Special)								: Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?								: No
Category	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	1	2	3=[[2]/(1)]*100	4	5	6=[[4]/(2)]*100	7=[[5]/(2)]*100	
1 Promoter & Promoter Group	3391097	3391097	100	3391097	0	100.00	0.00	
2 Public- Institutional Holders	0	0	0	0	0	0.00	0.00	
3 Public- Others	7009803	3567416	50.89	3567376	40	100.00	0.00	
<b>Total</b>	<b>10400900</b>	<b>6958513</b>	<b>66.90</b>	<b>6958473</b>	<b>40</b>	<b>100.00</b>	<b>0.00</b>	

*Marmik G. Shah*



**C) RESOLUTION WISE DETAILS OF VOTING RESULTS**

Item No. 6: Ratification/ approval of the related party transactions of the Company.

Resolution Required (Ordinary/ Special)

: Ordinary

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

: No

Category	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	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
1 Promoter & Promoter Group	3391097	3391097	100	3391097	0	100.00	0.00
2 Public- Institutional Holders	0	0	0	0	0	0.00	0.00
3 Public- Others	7009803	3567416	50.89	3566876	540	99.98	0.02
<b>Total</b>	<b>10400900</b>	<b>6958513</b>	<b>66.90</b>	<b>6957973</b>	<b>540</b>	<b>99.99</b>	<b>0.01</b>

Item No. 7: Maintaining & keeping the Company's Registers required to be maintained U/s.88 of the Companies Act, 2013 & copies of annual returns filed under Section 92 of the Companies Act, 2013 or any one or more of them, at a place other than the Company's Registered Office

Resolution Required (Ordinary/ Special)

: Special

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

: No

Category	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	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
1 Promoter & Promoter Group	3391097	3391097	100	3391097	0	100.00	0.00
2 Public- Institutional Holders	0	0	0	0	0	0.00	0.00
3 Public- Others	7009803	3567416	50.89	3566876	540	99.98	0.02
<b>Total</b>	<b>10400900</b>	<b>6958513</b>	<b>66.90</b>	<b>6957973</b>	<b>540</b>	<b>99.99</b>	<b>0.01</b>

*Sd/-*





FORM NO. MGT-13  
REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,  
Shri Shetal S. Shah- 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 e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and voting through ballot paper at the 22nd Annual General Meeting of M/s. Sawaca Business Machines Limited held on Friday, 30th September, 2016 at 12.00 Noon at Shree Balaji Agora Mall, 200 Ft. S.P. Ring Road, Between Tapovan and Bhat Circle, Motera, Ahmedabad-382424, Gujarat.**

I, Mukesh H. Shah Proprietor of M/s. Mukesh H. Shah & Co., Company Secretaries, Ahmedabad having Membership No. F-5827 have been appointed as a Scrutinizer by the Board of Directors of M/s. Sawaca Business Machines Limited, pursuant to Section 108 and 109 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to scrutinize the remote e-voting process and voting through poll process taken on the below mentioned resolutions at the 22nd Annual General Meeting of the Equity Shareholders of M/s. Sawaca Business Machines Limited held on Friday, 30th September, 2016 at 12.00 Noon at Shree Balaji Agora Mall, 200 Ft. S.P. Ring Road, Between Tapovan and Bhat Circle, Motera, Ahmedabad-382424, Gujarat.

1. The management of the Company is responsible to ensure the compliances with the requirements of the provisions of the Companies Act, 2013, and rules relating to voting on the resolutions contained in the Notice to the 22nd AGM of the Equity Shareholders of the Company.

Our responsibility as a scrutinizer for the voting process is restricted to make Scrutinizer's Report of the votes casted "In Favour" or "Against" the resolutions stated below, based on the scrutiny of the polling papers circulated at the Annual General Meeting (AGM) and on the basis of the reports generated from e-voting platform provided by the Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facility.

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2. Further to the above, we submit our consolidated report as under:

**A. Relating to remote e-voting:**

- a) The Notice convening Annual general Meeting dated 12th August, 2016 along with statement setting out material facts under section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions passed at the 22nd AGM of the Company.
- b) The voting period for e-voting was open for 3 (three) days. E-voting commenced from Tuesday, 27th September, 2016 (9.00 a.m.) and ended on Thursday, 29th September, 2016 (05.00 p.m.).
- c) The Shareholders of the Company holding Shares as on the "Cut-off" date i.e. 23rd September, 2016 were entitled to vote on the resolutions as contained in the Notice of the AGM.

d) The votes cast under e-voting facility were thereafter unblocked in the presence of two witnesses, Mr. Bharat Chaudhary and Mr. Vrushang Shah both are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence, thereafter report on e-voting done was generated in my presence and the same was diligently scrutinized.

  
Bharat Chaudhary

  
Vrushang Shah

- e) The electronic ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
- f) Thereafter, the details of members who have voted "For", "Against" each of the resolutions permitted for remote e-voting were prepared based on report generated from the e-voting system provided by CDSL.

**B. Relating to poll voting at the AGM:**

- a) The poll was conducted together on all the Item No.1 to 7 on the agenda at the AGM at the end of discussion on all the resolutions.
- b) The poll was conducted to enable the members of the Company who were present at the Annual General Meeting (AGM) and could not cast their vote through remote e-voting facility provided by the Company through CDSL.

  
Mukesh Shah

Continued...3...





**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 : mukeshshahs@gmail.com  
Website : www.mukeshshah.in

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Sawaca/AGM-2016

- c) After ensuring that all the members who desire to cast their vote through poll have exercised their right to vote on pole and after seeking permission from the Chairman of the 22nd Annual General Meeting (AGM). Ballot box kept for polling was locked in my presence with due identification marks.
- d) The locked ballot box was subsequently opened by me in presence above mentioned two witnesses 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/ proxies lodged with the Company.
- e) I did not find any poll paper invalid.
3. Based on such scrutiny of the remote e-voting and poll voting, the result of the voting is as per Annexure-A attached herewith.
4. A Compact Disc (CD)/ Excel Sheets or other supportive documents data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared "INVALID" for each resolution will be returned for safe keeping by separate letter to the Company.
5. 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 22nd 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.

*Note: All the resolutions having requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.*

Thanking You,

Yours faithfully,

Place: Ahmedabad.  
Date: 01.10.2016

FOR, MUKESH H. SHAH & CO.  
Company Secretaries  
[Signature]  
[MUKESH H. SHAH]  
Proprietor  
M.No.:F5827 & C.P.No.:2213

Countersigned by  
For, SAWACA BUSINESS MACHINES LIMITED

[Signature]  
[SHETAL S. SHAH]  
CHAIRMAN

Encl.: A/a.

## Results of voting through remote e-voting and poll/ ballot at the AGM

Sr. No.	Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid votes/ Abstain	
					Voted in Favour of the Resolution (Assent)			Voted Against the Resolution (Dissent)			No of Members voting	No of votes casted
					No of Members voting	No of votes casted	% of valid votes	No of Members voting	No of votes casted	% of valid votes		
1	1	Adoption of audited Financial Statements of the Company for the financial year ended on March 31, 2016 comprising of the Balance Sheet as at March 31, 2016, Statement of Profit & Loss and Cash Flow Statement as on that date together with the Report of the Board of Directors' and Auditors' thereon.	Ordinary	Remote E-voting	29	6925272	99.99	1	500	0.01	0	0
				Poll at AGM	14	32741	100.00	0	0	0.00	0	0
				<b>Total</b>	<b>43</b>	<b>6958013</b>	<b>99.99</b>	<b>1</b>	<b>500</b>	<b>0.01</b>	<b>0</b>	<b>0</b>
2	2	Appointment of a Director in place of Mr. Shetal Shah [DIN: 02148909] who retires by rotation and being eligible, offers him-self for re-appointment.	Ordinary	Remote E-voting	29	6925732	100.00	1	40	0.00	0	0
				Poll at AGM	14	32741	100.00	0	0	0.00	0	0
				<b>Total</b>	<b>43</b>	<b>6958473</b>	<b>100.00</b>	<b>1</b>	<b>40</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
3	3	Ratification of appointment of Statutory Auditors, M/s. Marmik G. Shah & Associates (Firm Regn. No. 135024W), Chartered Accountants, Ahmedabad and to fix their remuneration.	Ordinary	Remote E-voting	29	6925732	100.00	1	40	0.00	0	0
				Poll at AGM	14	32741	100.00	0	0	0.00	0	0
				<b>Total</b>	<b>43</b>	<b>6958473</b>	<b>100.00</b>	<b>1</b>	<b>40</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
4	4	Appointment of Mr. Vishal Shah (DIN: 02148899) as a Director on the Board of the Company.	Ordinary	Remote E-voting	27	6925200	99.99	3	572	0.01	0	0
				Poll at AGM	14	32741	100.00	0	0	0.00	0	0
				<b>Total</b>	<b>41</b>	<b>6957941</b>	<b>99.99</b>	<b>3</b>	<b>572</b>	<b>0.01</b>	<b>0</b>	<b>0</b>

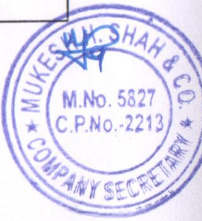




**Results of voting through remote e-voting and poll/ ballot at the AGM**

Sr. No.	Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid votes/ Abstain	
					Voted in Favour of the Resolution (Assent)			Voted Against the Resolution (Dissent)			No of Members voting	No of votes casted
					No of Members voting	No of votes casted	% of valid votes	No of Members voting	No of votes casted	% of valid votes		
5	5	Appointment of Mr. Vijay C. Shah (DIN: 07445515) as an Independent Director on the Board of the Company.	Ordinary	Remote E-voting	29	6925732	100.00	1	40	0.00	0	0
				Poll at AGM	14	32741	100.00	0	0	0.00	0	0
				<b>Total</b>	<b>43</b>	<b>6958473</b>	<b>100.00</b>	<b>1</b>	<b>40</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
6	6	Ratification/ approval of the related party transactions of the Company.	Ordinary	Remote E-voting	28	6925232	99.99	2	540	0.01	0	0
				Poll at AGM	14	32741	100.00	0	0	0.00	0	0
				<b>Total</b>	<b>42</b>	<b>6957973</b>	<b>99.99</b>	<b>2</b>	<b>540</b>	<b>0.01</b>	<b>0</b>	<b>0</b>
7	7	Maintaining & keeping the Company's Registers required to be maintained U/s.88 of the Companies Act, 2013 & copies of annual returns filed under Section 92 of the Companies Act, 2013 or any one or more of them, at a place other than the Company's Registered Office	Special	Remote E-voting	28	6925232	99.99	2	540	0.01	0	0
				Poll at AGM	14	32741	100.00	0	0	0.00	0	0
				<b>Total</b>	<b>42</b>	<b>6957973</b>	<b>99.99</b>	<b>2</b>	<b>540</b>	<b>0.01</b>	<b>0</b>	<b>0</b>

*Shreeshda*

M.No. 5827  
C.P.No.-2213