



MUKESH H. SHAH & CO.
Company Secretaries

504, Sukh Sagar Complex, Near Hotel Fortune Landmark,
Usmanpura, Ashram Road, Ahmedabad-380 014.
Ph. : (O) 079-40301253, 48901665, Fax : 079-30087370
(M) 98252 45256, Email : mukeshshahcs@gmail.com
Website : www.mukeshshah.in

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 25th Annual General Meeting (AGM) of "SAWACA BUSINESS MACHINES LIMITED" held on Friday, September 27, 2019 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 27, 2019 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 25th Annual General meeting (AGM) of the Equity Share holders of the company held on the Friday, September 27, 2019 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 25th 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 20th , 2019 were entitle to vote on the resolutions as contained in the notice of the AGM. The voting period for remote e-voting commenced on Tuesday 24th September, 2019 at 09:00 a.m. (IST) and ended on Thursday, 26th September, 2019 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.
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 2019, 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	12	3409271	100
Voting at the Meeting through poll paper	20	14050	100
Total	32	3423321	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	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	4600	24.67
Total	3	4600	24.67

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	11	3409231	100
Voting at the Meeting through poll paper	20	14050	100
Total	31	3423281	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	0.00

(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	4600	24.67
Total	3	4600	24.67

SPECIAL BUSINESS:**Resolution 3: 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	18134	100
Voting at the Meeting through poll paper	20	14050	100
Total	26	32184	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	0.00

(3) Invalid votes:

	Number of members voted	Number of votes cast by them	% of total number of votes cast
Remote e-voting	5	3391097	98.93
Voting at the Meeting through poll paper	3	4600	24.67
Total	8	3395697	100

[Note: As Mr. Vishal Shah and Mr. Shetal Shah are a part of promoter and promoter group, votes polled by promoter group shall not be counted for considering requisite majority for passing the resolution. Votes of only public shareholder are considered for passing the resolution]

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 25th 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: 28.09.2019

COUNTERSIGNED BY
FOR, SAWACA BUSINESS MACHINES LIMITED

[SHETAL S. SHAH]
CHAIRMAN




YOURS FAITHFULLY,
FOR, MUKESH H. SHAH & CO.
COMPANY SECRETARIES

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



SAWACA BUSINESS MACHINES LIMITED								
OUTCOME OF VOTING OF ANNUAL GENERAL MEETING (AS PER REGULATION 44 OF THE SEBI (LODR) REGULATIONS 2015								
Date of AGM						27th September, 2019		
Total No. of Shareholders on Record Date (20.09.2019)						5310		
No. of Shareholders present in the meeting either in person or through proxy						31		
No. of Shareholders attended the meeting through Vedio 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								
Resolution required: (ordinary/special) ordinary								
Whether promoter/ promoter group are interested in the agenda/ resolution? No								
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		1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoter and Promoter Group	E-Voting	3391097	3391097	100.00	3391097	0	100.00	0.00
	poll*		0	0	0	0	0.00	0.00
	postal ballot(if applicable)							
Public-institutional holders	E-Voting		0	0	0	0	0.00	0.00
	poll*							
	postal ballot(if applicable)							
public-others	E-Voting	7009803	18174	0.26	18174	0	100.00	0.00
	poll*		14050	0.20	14050	0	100.00	0.00
	postal ballot(if applicable)							
Total	E-Voting	10400900	3409271	32.78	3409271	0	100.00	0.00
	poll*		14050	0.14	14050	0	100.00	0.00
	postal ballot(if applicable)							
	Total		3423321	32.91	3423321	0	100.00	0
Public -Others Poll	Invalid Votes		4600	0.00	0	0	0.00	



Resolution No.2: Ordinary Resolution: To Appoint Mr. Vishal Shah [DIN: 02148899] who retires by rotation and being eligible, offers him-self for reappointment
 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 poll*	1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoter and Promoter Group	3391097	3391097	0	100.00	3391097	0	100.00	0.00
Public-institutional holders	postal ballot(if applicable) E-Voting poll*		0	0	0	0	0.00	0.00
public-others	postal ballot(if applicable) E-Voting poll*	7009803	18174	0.26	18134	40	99.78	0.22
			14050	0.20	14050	0	100.00	0.00
Total	postal ballot(if applicable) poll*	10400900	3409271	32.78	3409231	40	100.00	0.00
			14050	0.14	14050	0	100.00	0.00
Public-Others Poll	Invalid Votes		3423321	32.91	3423281	40	99.9988	0.0012
			4600	0.00	0	0	0.00	0

Resolution No.3: 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 poll*	1	2	3=[2/1]*100	4	5	6=[4/2]*100	7=[5/2]*100
Promoter and Promoter Group	3391097	3391097	0	0.00	0	0	0.00	0.00
Public-institutional holders	postal ballot(if applicable) E-Voting poll*		0	0	0	0	0.00	0.00
public-others	postal ballot(if applicable) E-Voting poll*	7009803	18174	0.26	18134	40	99.78	0.22
			14050	0.20	14050	0	100.00	0.00
Total	postal ballot(if applicable) poll*	10400900	18174	0.17	18134	40	99.78	0.22
			14050	0.14	14050	0	100.00	0.00
Public-Others	Invalid Votes		32224	0.31	32184	40	99.8759	0.1241
			3395697	32.65	0	0	0.00	0

Note: As Mr. Vishal Shah and Mr. Sheel Shah are a part of promoter and promoter group, votes polled by promoter group shall not be counted for considering requisite majority for passing the resolution. Votes of only public shareholder are considered for passing the resolution

