

**Regd. Office :**

45, Chinubhai Towers, Opp. Handloom House,  
Ashram Road, Ahmedabad - 380 009.

**Tel. :** 079 - 2658 7363, 2658 3309 **Fax :** 079-2658 9101

**Email :** sawaca.business@yahoo.com

**CIN :** L65910GJ1994PLC023926

**SAWACA**

**BUSINESS MACHINES LTD.**

Website: www.sawacabusiness.com

To,  
The Manager/Secretary,  
Department of Corporate Services  
**Bombay Stock Exchange Limited**  
P.J. Tower, Dalal Street,  
Mumbai-400 001

01st October, 2015

**Scrip Code:531893**

Dear Sir/ Madam,

**Sub: 21st Annual General Meeting (AGM) held on 30th September, 2015-Declaration of Results of E-voting and Poll Voting at AGM**

Pursuant to the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company has provided remote electronic voting facility (E-voting) to the members entitled to cast their vote at the Annual General Meeting. The E-voting process was carried out by the Company from 27th September, 2015 (9.00 a.m.) to 29th September, 2015 (5.00 p.m.) with the cut-off date for determining members, being 23rd September, 2015. The Company had also provided facility of voting through ballot at the AGM held on Wednesday, 30th September, 2015.

Mr. Mukesh H. Shah, Company Secretary in Practice of Mukesh H. Shah & Co., Company Secretaries was appointed as a scrutinizer to scrutinize the remote E-voting and ballot process at the AGM and has submitted his consolidated Report to the Chairman.

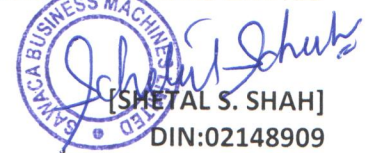
The consolidated voting results in terms of Clause 35A of the Listing Agreement and the Report of the Scrutinizer are enclosed herewith.

Based on the Consolidated Report of the Scrutinizer, all the Resolutions as set out in the Notice of 21st Annual General Meeting of the Company have been approved by the members of the Company with requisite majority.

Kindly take note of the same and update in your record.

*Thanking you,*

Yours faithfully,  
For, SAWACA BUSINESS MACHINES LIMITED

  
[SHETAL S. SHAH]  
DIN:02148909

Managing Director

Encl.: A/a.

- CC to:
1. **Central Depository Services (India) Limited**  
17th Floor, P.J. Tower, Dalal Street, Mumbai-400001
  2. **Sharepro Services (India) Private Limited**  
13AB, 2nd Floor, Samhita Warehousing Complex, Sakinaka Telephone Exchange Lane, Off Andheri Kurla Road, Sakinaka, Andheri (East), Mumbai - 400 072

**INFORMATION AS PER CLAUSE 35A OF THE LISTING AGREEMENT**

Pursuant to Clause 35A of the Listing Agreement, the requisite information relating to the Annual General Meeting (AGM) of the Company held on Wednesday, 30th September, 2015 at 11.00 a.m. at 45, Chinubhai Tower, Ashram Road, Ahmedabad-380009, Gujarat, INDIA is furnished as below:

Date of AGM	30th September, 2015
Total No. of Shareholders on E-voting cut-off date (i.e. 23.09.2015)	550
No. of Shareholders present in the meeting either in person or through proxy	3
- Promoter & Promoter Group	3
- Public	12
No. of Shareholders attended the meeting through Video Conferencing	Not arranged
- Promoter & Promoter Group	
- Public	

**Clause 35A (Physical and E-voting)**

**Resolution No.1: Ordinary Resolution: Adoption of Audited Financial Statement for the financial year ended March 31, 2015 together with Directors' Report and Auditors' Report :**

Particulars	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	$3 = \frac{2}{1} \times 100$	4	5	$6 = \frac{4}{2} \times 100$	$7 = \frac{5}{2} \times 100$
Promoter and Promoter Group	3391097	3387597	99.90	3387597	0	100.00	0.00
Public- Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public- Others	7009803	2966996	42.33	2956596	0	99.65	0.00
<b>Total</b>	<b>10400900</b>	<b>6354593</b>	<b>61.10</b>	<b>6344193</b>	<b>0</b>	<b>99.84</b>	<b>0.00</b>

**Resolution No. 2: Ordinary Resolution: Re-appointment of Mrs. Lilaben Agaja [DIN: 07124191] as a Director of the Company who retires by rotation**

Particulars	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	$3 = \frac{2}{1} \times 100$	4	5	$6 = \frac{4}{2} \times 100$	$7 = \frac{5}{2} \times 100$
Promoter and Promoter Group	3391097	3387597	99.90	3387597	0	100.00	0.00
Public- Institutional Holder	0	0	0.00	0	0	0.00	0.00
Public- Others	7009803	2966996	42.33	2956596	0	99.65	0.00
<b>Total</b>	<b>10400900</b>	<b>6354593</b>	<b>61.10</b>	<b>6344193</b>	<b>0</b>	<b>99.84</b>	<b>0.00</b>



For, Sawaca Business Machines Limited  
*Sachin Sachin*  
 Director

Clause 35A (Physical and E-voting)

Resolution No. 3: Ordinary Resolution: Appointment of M/s. Marmik G. Shah & Associates, Chartered Accountants [FRN No. 135024W] as Statutory Auditors of the Company

Particulars	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	3391097	3387597	99.90	3387597	0	100.00	0.00
Public- Institutional Holder	0	0	0.00	0	0	0.00	0.00
Public- Others	7009803	2966996	42.33	2956596	0	99.65	0.00
<b>Total</b>	<b>10400900</b>	<b>6354593</b>	<b>61.10</b>	<b>6344193</b>	<b>0</b>	<b>99.84</b>	<b>0.00</b>

Resolution No. 4: Special Resolution: Appointment of Mr. Sheetal S. Shah (DIN: 02148909) as Managing Director & CEO of the Company for a period of five years.

Particulars	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	3391097	3387597	99.90	3387597	0	100.00	0.00
Public- Institutional Holder	0	0	0.00	0	0	0.00	0.00
Public- Others	7009803	2966996	42.33	2956596	0	99.65	0.00
<b>Total</b>	<b>10400900</b>	<b>6354593</b>	<b>61.10</b>	<b>6344193</b>	<b>0</b>	<b>99.84</b>	<b>0.00</b>

Resolution No. 5: Ordinary Resolution: Appointment of Mrs. Llaben K. Agreja [DIN: 07124191] as an Independent Director of the Company.

Particulars	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	3391097	3387597	99.90	3387597	0	100.00	0.00
Public- Institutional Holder	0	0	0.00	0	0	0.00	0.00
Public- Others	7009803	2966996	42.33	2956596	0	99.65	0.00
<b>Total</b>	<b>10400900</b>	<b>6354593</b>	<b>61.10</b>	<b>6344193</b>	<b>0</b>	<b>99.84</b>	<b>0.00</b>

Resolution No. 6: Special Resolution: Alteration and adoption of new set of Articles of Association of the Company

Particulars	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	3391097	3387597	99.90	3387597	0	100.00	0.00
Public- Institutional Holder	0	0	0.00	0	0	0.00	0.00
Public- Others	7009803	2966996	42.33	2956596	0	99.65	0.00
<b>Total</b>	<b>10400900</b>	<b>6354593</b>	<b>61.10</b>	<b>6344193</b>	<b>0</b>	<b>99.84</b>	<b>0.00</b>



For, Sawaca Business Machines Limited

*Sheetal S. Shah*  
Director



**FORM NO. MGT-13**  
**REPORT OF SCRUTINIZER**

**[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014]**

To,  
Shri Shetal S. Shah- Chairman of  
21st Annual General Meeting of the Equity Shareholders of  
**Sawaca Business Machines Limited** held on Wednesday,  
30th September, 2015 at 11.00 a.m. at 45, Chinubhai  
Tower, Opp. Handloom House, Ashram Road, Ahmedabad-  
380009, Gujarat, India

Dear Sir,

**Sub.: Consolidated Scrutinizer's Report on Remote E-voting and Poll Voting**

I, Mukesh H. Shah, Company Secretary in practice having Membership No.F-5827 have been appointed as a Scrutinizer by the Board of Directors of Sawaca Business Machines Limited, pursuant to Section 108 and 109 of the Companies Act, 2013 ("the Act") to scrutinize the remote E-voting process and voting through poll process at the 21st Annual General Meeting of the Equity Shareholders of Sawaca Business Machines Limited held on 30th September, 2015 at 11.00 a.m. at 45, Chinubhai Tower, Opp. Handloom House, Ashram Road, Ahmedabad-380009, Gujarat, India, I submit my report as under:

1. The Notice convening Annual general Meeting dated 08th August, 2015 along with statement setting out material facts under section 102 of the Act were sent to the shareholders.
2. The Shareholders of the Company holding Shares as on the "Cut-off" date i.e. 23rd September, 2015 were entitled to vote on the resolutions as contained in the Notice convening the AGM of the Company.
3. The voting period for remote E-voting was open for 3 (three) days. E-voting commenced from 27th September, 2015 (9.00 a.m.) and ended on 29th September, 2015 (05.00 p.m.) and remote e-voting platform provided by Central Depository Services Limited (CDSL) was blocked thereafter.
4. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses Mr. Sunil A. Kalal and Mr. Bharat Chaudhary both are not in employment of the Company) and after conclusion of the voting at the Annual General Meeting the votes cast thereunder were counted.
5. At the Annual General meeting after the time fixed for closing of the poll by the Chairman, 1 (One) ballot box kept for polling was locked in my presence with due identification marks placed by me.





**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, E-mail : mukeshshahcs@gmail.com

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SBML/MGT-13/2015

6. The locked ballot box was subsequently opened in my presence and above 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. The signature of the members were scrutinized and confirmed by the Registrar and Transfer Agent.
7. During the scrutiny 3 poll papers were found invalid as signature found mismatched and not confirmed by the Registrar and 1 Folio (e-voted) found invalid as Board Resolution of body corporate who voted not attached.
8. The result of the Poll (including voting through remote E-voting) is as per Annexure attached herewith.
9. A Compact Disc (CD)/ Excel Sheet 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 is enclosed.
10. The poll/ ballot papers and all other relevant records of E-voting were sealed and will remain in my safe custody until the Chairman consider, approves and sign the Minutes of the 21st 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 resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking You,

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

[MUKESH H. SHAH]

Proprietor

M. No. F5827 & C. P. No.: 2213

Place: Ahmedabad.

Date: 01.10.2015



Witness:1

SUNIL A. KALAL

P/601, Shyam Hills, New Ranip,  
Ahmedabad-382480

Witness:2

BHARAT D. CHAUDHARY

L/901, Shyam Hills, New Ranip,  
Ahmedabad-382480

Countered by  
For, SAWACA BUSINESS MACHINES LIMITED

[SHETAL S. SHAH]

CHAIRMAN

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

Annexure to the Scrutinizer's Report

Sr. No.	Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid votes/ Abstain	
					Voting in Favour (Assent)			Voted Against (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 31st March 2015	Ordinary	Remote E-voting	14	5835114	100.00	0	0	0.00	1	10000
				Poll at AGM	7	509079	100.00	0	0	0.00	3	400
				<b>Total</b>	<b>21</b>	<b>6344193</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>4</b>	<b>10400</b>
2	2	Re-appointment of Mrs.Liabhen Agaja [DIN: 07124191] as a Director of the Company who retires by rotation	Ordinary	Remote E-voting	14	5835114	100.00	0	0	0.00	1	10000
				Poll at AGM	7	509079	100.00	0	0	0.00	3	400
				<b>Total</b>	<b>21</b>	<b>6344193</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>4</b>	<b>10400</b>
3	3	Appointment of M/s. Marnik G. Shah & Associates, Chartered Accountants [FRN No. 135024W] as statutory Auditors of the Company	Ordinary	Remote E-voting	14	5835114	100.00	0	0	0.00	1	10000
				Poll at AGM	7	509079	100.00	0	0	0.00	3	400
				<b>Total</b>	<b>21</b>	<b>6344193</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>4</b>	<b>10400</b>
4	4	Appointment of Mr. Shetal S. Shah (DIN: 02148909) as Managing Director for a period of five years.	Special	Remote E-voting	14	5835114	100.00	0	0	0.00	1	10000
				Poll at AGM	7	509079	100.00	0	0	0.00	3	400
				<b>Total</b>	<b>21</b>	<b>6344193</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>4</b>	<b>10400</b>



*(Handwritten signature)*

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

Sr. No.	Reso. No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes				Invalid votes/ Abstain			
					Voting in Favour (Assent)		Voted Against (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 Mrs. Liaben K. Agaja [DIN: 07124191] as an Independent Director of the Company.	Ordinary	Remote E-voting	14	5835114	100.00	0	0	0.00	1	10000
				Poll at AGM	7	509079	100.00	0	0	0.00	3	400
				<b>Total</b>	<b>21</b>	<b>6344193</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>4</b>	<b>10400</b>
6	6	Alteration and adoption of new set of Articles of Association of the Company	Special	Remote E-voting	14	5835114	100.00	0	0	0.00	1	10000
				Poll at AGM	7	509079	100.00	0	0	0.00	3	400
				<b>Total</b>	<b>21</b>	<b>6344193</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>4</b>	<b>10400</b>

  
**MUKESH H. SHAH & CO.**  
**PROPRIETOR**