

SW INVESTMENTS LIMITED

5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (East) Mumbai 400057. CIN NO.:L65990MH1980PLC023333
Tel: +22 4287 7800 Fax : +22 4287 7890 Email Id : cosec@swlindia.com. Website :www.swlindia.com

SWIL/BSE/ 53/15-16

Date: 30th September, 2015

To
BSE Limited
Listing Department
P. J. Tower, Dalal Street,
Mumbai – 400 001

Script Code: 503659

Sub: 35th AGM –Compliance of Clause 35A of the Listing Agreement

Sir,

This is to inform you that the 35th Annual General Meeting (AGM) of the Members of SW Investments Limited was held on Tuesday, 29th September, 2015 at 11.00 a.m. at Sunteck Centre, 37-40 Subhash Road, Vileparle (East), Mumbai- 400057. All the items of business as mentioned in the Notice convening the said AGM have been transacted and the Resolutions have been passed by the Members.

In compliance with the requirements under Clause 35A of the Listing Agreement with the Stock Exchanges, we are furnishing relevant details pertaining to the aforesaid AGM in the prescribed format as annexure. The Report of Scrutinizer is annexed.

Please take the same on records and acknowledge the receipt of the same.

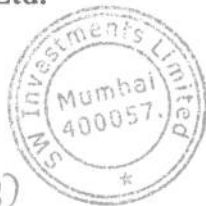
Thanking you.

For SW Investments Ltd.


Director

Encl. As stated above

(DIN: 00008898)



Annexure

1. Date of the Annual General Meeting: 29th September, 2015

2. Total number of shareholders on record date (cut off date for E-voting): 368 (as on cut-off date i.e. 23.09.2015)

3. No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 4

Public: 6

4. No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: NIL

Public: NIL

(Agenda-wise)

The Mode of Voting for all the Resolutions was:

- 1) E-voting conducted between 25th September, 2015 to 28th September, 2015.
- 2) Ballot forms Received by Post between 25th September, 2015 to 28th September, 2015
- 3) Poll conducted (Ballot) at the Meeting.

Given below is the resolution wise combined result of e-voting and poll (Ballot) at the meeting:

Agenda No. 1: Adoption of Audited Accounts & Report for the year 2015

Resolution required: Ordinary

Result: The resolution was passed with requisite majority

| Promoter / Public | 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 | 381000 | 381000 | 100% | 381000 | 0 | 100% | 0 |
| Public-Institutional Holders (FII) | 0 | 0 | 0% | 0 | 0 | 0% | 0 |



| | | | | | | | |
|-------------------|---------------|---------------|------------|---------------|----------|-------------|----------|
| Public- Others | 519000 | 204986 | 39% | 204986 | 0 | 100% | 0 |
| Total | 900000 | 585986 | 65% | 585986 | 0 | 100% | 0 |

Agenda No. 2: Declaration of Dividend

Resolution required: Ordinary

Result: The resolution was passed with requisite majority

| Promoter / Public | 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 | 381000 | 381000 | 100% | 381000 | 0 | 100% | 0 |
| Public-Institutional Holders (FII) | 0 | 0 | 0% | 0 | 0 | 0% | 0 |
| Public- Others | 519000 | 204986 | 39% | 204986 | 0 | 100% | 0 |
| Total | 900000 | 585986 | 65% | 585986 | 0 | 100% | 0 |

Agenda No. 3: Re-appointment of Director retiring by rotation

Resolution required: Ordinary

Result: The resolution was passed with requisite majority

| Promoter / Public | 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 | 381000 | 381000 | 100% | 381000 | 0 | 100% | 0 |



| | | | | | | | |
|------------------------------------|---------------|---------------|------------|---------------|----------|-------------|----------|
| Public-Institutional Holders (FII) | 0 | 0 | 0% | 0 | 0 | 0% | 0 |
| Public-Others | 519000 | 204986 | 39% | 204986 | 0 | 100% | 0 |
| Total | 900000 | 585986 | 65% | 585986 | 0 | 100% | 0 |

Agenda No. 4: Re-appointment of Auditors

Resolution required: Ordinary

Result: The resolution was passed with requisite majority

| Promoter / Public | 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 | 381000 | 381000 | 100% | 381000 | 0 | 100% | 0 |
| Public-Institutional Holders (FII) | 0 | 0 | 0% | 0 | 0 | 0% | 0 |
| Public-Others | 519000 | 204986 | 39% | 204986 | 0 | 100% | 0 |
| Total | 900000 | 585986 | 65% | 585986 | 0 | 100% | 0 |

Agenda No. 5: Appointment of Mrs. Vandana Kacholia (DIN:07195330), as a Director of the Company

Resolution required: Ordinary

Result: The resolution was passed with requisite majority



| Promoter / Public | 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 | 381000 | 381000 | 100% | 381000 | 0 | 100% | 0 |
| Public-Institutional Holders (FII) | 0 | 0 | 0% | 0 | 0 | 0% | 0 |
| Public- Others | 519000 | 204986 | 39% | 204986 | 0 | 100% | 0 |
| Total | 900000 | 585986 | 65% | 585986 | 0 | 65% | 0 |

For SW Investments Ltd.

[Handwritten Signature]

Director
(DIN: 00008898)



Veeraraghavan.N
Practicing Company Secretary

First Maritime Private Limited
201 , Gheewala Building
Opp. New India Co-op Bank Ltd
M P Road, Mulund East,
Mumbai 400081.
Ph:25632653, Mob:9821528844
Email: nvr54@ymail.com

SCRUTINIZER'S REPORT

The Chairman
35th Annual General Meeting of the Equity shareholders of **SW Investments Limited** held on Tuesday, 29th September, 2015 at Sunteck Centre, 37-40, Subhash Road, Vile Parle (East), Mumbai - 400057.

Dear Sir,

I, Veeraraghavan. N, a Company Secretary in practice was appointed as Scrutinizer for the purpose of E-voting Process and Physical Voting by Ballot (Poll) papers at the 35th Annual General Meeting (AGM) as per Clause 35 B of the Listing Agreement, the provisions of Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

I submit my report as under :

1. The Board of Directors of the Company has appointed me as Scrutinizer for the E-voting process and for the postal Ballot (Poll) process. The E Voting facility was commenced from 10.00 a.m. on Friday, 25th September, 2015 to Monday, 28th September, 2015 at 5.00 p.m.
2. The Company has also given the option of voting through Ballot by Post to facilitate the Members who could not participate in the e-voting or who could not present for the Meeting. The Voting through Postal Ballot facility was ended on 28th September, 2015.
3. The Company has completed the dispatch of Notice of AGM along with the Ballot forms on 5th September, 2015 to the members, whose names appeared on the Register of Members as on 28th August, 2015.
4. In addition to the above, Notice of AGM was also sent via electronic mode by NSDL to the shareholders whose email id is registered with the Depository Participants as on September 7, 2015.



5. The Company has not received any Postal Ballot form.
6. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in my presence.
7. The locked ballot box was 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 Agent of the company and the authorizations / proxies lodged with the Company.
8. I did not find any poll papers invalid.
9. The result of the E-Voting/ Ballot (Poll) at Meeting together is as under:

Item No: 1 - Adoption of Audited Accounts & Reports for the year 2015 - Ordinary Resolution

(i) Voted in Favour of the Resolution:

| Voting Process | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|------------------------------|---------------------------------------|
| E Voting | 8 | 3,81,000 | 100 |
| Ballot (Poll) at AGM | 6 | 2,04,986 | 100 |

(ii) Voted Against the Resolution:

| Voting Process | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|------------------------------|---------------------------------------|
| E Voting | 0 | 0 | 0.00 |
| Ballot (Poll) at AGM | 0 | 0 | 0.00 |

(iii) Invalid votes:

| Voting Process | Number of members voted | Number of votes cast by them |
|----------------------|-------------------------|------------------------------|
| E Voting | 0 | 0 |
| Ballot (Poll) at AGM | 0 | 0 |



Item No: 2 – Declaration of Dividend on Equity Shares - Ordinary Resolution

(i) Voted in Favour of the Resolution:

| Voting Process | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|------------------------------|---------------------------------------|
| E Voting | 8 | 3,81,000 | 100 |
| Ballot (Poll) at AGM | 6 | 2,04,986 | 100 |

(ii) Voted Against the Resolution:

| Voting Process | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|------------------------------|---------------------------------------|
| E Voting | 0 | 0 | 0.00 |
| Ballot (Poll) at AGM | 0 | 0 | 0.00 |

(iii) Invalid votes:

| Voting Process | Number of members voted | Number of votes cast by them |
|----------------------|-------------------------|------------------------------|
| E Voting | 0 | 0 |
| Ballot (Poll) at AGM | 0 | 0 |

Item No: 3 - Re-appointment of Mr. Kamalkishor Vyas (DIN-00008898), Director retiring by rotation - Ordinary Resolution

(i) Voted in Favour of the Resolution:

| Voting Process | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|------------------------------|---------------------------------------|
| E Voting | 8 | 3,81,000 | 100 |
| Ballot (Poll) at AGM | 6 | 2,04,986 | 100 |

(ii) Voted Against the Resolution:

| Voting Process | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|------------------------------|---------------------------------------|
| E Voting | 0 | 0 | 0.00 |
| Ballot (Poll) at AGM | 0 | 0 | 0.00 |



(iii) **Invalid votes:**

| Voting Process | Number of members voted | Number of votes cast by them |
|----------------------|-------------------------|------------------------------|
| E Voting | 0 | 0 |
| Ballot (Poll) at AGM | 0 | 0 |

Item No. 4 - Re-appointment of M/s M B A H & Co., Chartered Accountants, Mumbai (Firm Registration No. 121426W) Statutory Auditors of the Company - Ordinary Resolution

(i) **Voted in Favour of the Resolution:**

| Voting Process | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|------------------------------|---------------------------------------|
| E Voting | 8 | 3,81,000 | 100 |
| Ballot (Poll) at AGM | 6 | 2,04,986 | 100 |

(ii) **Voted Against the Resolution:**

| Voting Process | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|------------------------------|---------------------------------------|
| E Voting | 0 | 0 | 0.00 |
| Ballot (Poll) at AGM | 0 | 0 | 0.00 |

(iii) **Invalid votes:**

| Voting Process | Number of members voted | Number of votes cast by them |
|----------------------|-------------------------|------------------------------|
| E Voting | 0 | 0 |
| Ballot (Poll) at AGM | 0 | 0 |

Item No. 5 - Appointment of Mrs. Vandana Kacholia (DIN: 07195330) as a Director of the Company- Ordinary Resolution

(i) **Voted in Favour of the Resolution:**

| Voting Process | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|------------------------------|---------------------------------------|
| E Voting | 8 | 3,81,000 | 100 |
| Ballot (Poll) at AGM | 6 | 2,04,986 | 100 |



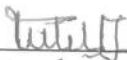
(ii) **Voted Against the Resolution:**

| Voting Process | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------------|-------------------------|------------------------------|---------------------------------------|
| E Voting | 0 | 0 | 0.00 |
| Ballot (Poll) at AGM | 0 | 0 | 0.00 |

(iii) **Invalid votes:**

| Voting Process | Number of members voted | Number of votes cast by them |
|----------------------|-------------------------|------------------------------|
| E Voting | 0 | 0 |
| Ballot (Poll) at AGM | 0 | 0 |

10. The Ballot forms and all other relevant records were sealed and handed over to the Director authorized by the Board for safekeeping.



Veeraraghavan. N
Scrutinizer



Place: Mumbai
Dated: 30th September, 2015

Veeraraghavan.N
Practicing Company Secretary

First Maritime Private Limited
201 , Gheewala Building
Opp. New India Co-op Bank Ltd
M P Road, Mulund East,
Mumbai 400081.
Ph:25632653, Mob:9821528844
Email: nvr54@ymail.com

To,
Chairman
SW Investments Limited
5th Floor, Sunteck Centre,
37-40, Subhash Road,
Vile Parle (East),
Mumbai - 400057.

Sub: Report on the E-Voting on the resolution of the 35th Annual General Meeting (AGM)

Sir,

I, Veeraraghavan. N, a Company Secretary in practice was appointed as Scrutinizer by the Company for conducting the E-Voting Process in connection with Resolutions mentioned the Notice dated 13th August 2015, convening the said AGM:

The summary on the E-voting is as under. The detailed Report is attached.

Item No: 1 - Adoption of Audited Accounts & Report for the year 2015 - Ordinary Resolution

(i) Voted in Favour of the Resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 8 | 381000 | 100 |

(ii) Voted Against the Resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 0 | 0 | 0.00 |



(iii) Invalid votes:

| Number of members voted | Number of votes cast by them |
|-------------------------|------------------------------|
| Nil | Nil |

Item No: 2 – Declaration of Dividend on Equity Shares - Ordinary Resolution

(i) Voted in Favour of the Resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 8 | 381000 | 100 |

(ii) Voted Against the Resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid votes:

| Number of members voted | Number of votes cast by them |
|-------------------------|------------------------------|
| Nil | Nil |

Item No: 3 - Re-appointment of Mr. Kamalkishor Vyas (DIN-00008898), Director retiring by rotation - Ordinary Resolution

(i) Voted in Favour of the Resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 8 | 381000 | 100 |

(ii) Voted Against the Resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 0 | 0 | 0 |



(iii) Invalid votes:

| Number of members voted | Number of votes cast by them |
|-------------------------|------------------------------|
| Nil | Nil |

Item No. 4 - Re-appointment of M/s M B A H & Co., Chartered Accountants, Mumbai (Firm Registration No. 121426W) statutory auditors of the Company - **Ordinary Resolution**

(i) Voted in Favour of the Resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 8 | 381000 | 100 |

(ii) Voted Against the Resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid votes:

| Number of members voted | Number of votes cast by them |
|-------------------------|------------------------------|
| Nil | Nil |

Item No. 5 - Appointment of Mrs. Vandana Kacholia (DIN: 07195330) as a Director of the Company- **Ordinary Resolution**

(i) Voted in Favour of the Resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 8 | 381000 | 100 |

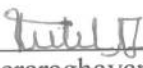
(ii) Voted Against the Resolution:

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------|---------------------------------------|
| 0 | 0 | 0 |



(iii) Invalid votes:

| Number of members voted | Number of votes cast by them |
|-------------------------|------------------------------|
| Nil | Nil |



Veeraraghavan. N
Scrutinizer



Place: Mumbai
Dated: 30th September, 2015