

SWARNA SECURITIES LIMITED

(CIN: L52520AP1990PLC011031)

Ph: 0866-2575928

03/04/2024

To

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400001

BSE Scrip Code: 531003

Dear Sir / Madam,

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) – Notice of Extraordinary General Meeting of Members.

In continuation of our corporate announcement dated 03/04/2024 and Pursuant to Regulation 30 of the SEBI Listing Regulations, we wish to inform you that the Extraordinary General Meeting ('EGM') of the Company schedule to be held on **Tuesday, the 30th day of April, 2024 at 11.00 A.M. (IST) at M Hotel, D. No. 54-15-3, Srinagar Colony, Ring Road, Vijayawada- 520008, Andhra Pradesh, India.** We are submitting herewith Notice of EGM of the Company along with explanatory statement, which is being sent through electronic mode to the Members.

The **Cut-off date** for determining the eligibility of shareholders for e-voting in respect of the Agenda Items as set out in the Notice is **Tuesday, the 23rd day of April, 2024.**

The Company has provided the facility to vote by electronic means (remote e-voting as well as e-voting at the EGM) on the resolutions as set out in the EGM Notice. The **e-voting shall commence on Saturday, 27th April, 2024 at 9:00 A.M. (IST) and ends on Monday, 29th April, 2024 at 5:00 P.M. (IST).**

The copy of the said EGM Notice is also being uploaded on the website of the Company i.e. <https://www.swarnasecurities.com>. Kindly take the same on your record.

Thanking you,

Yours faithfully,

For **Swarna Securities Limited**

ANIL KUMAR

MOOLA

Moola Anil Kumar

Company Secretary & Compliance Officer

Membership No: A27989

Digitally signed by ANIL
KUMAR MOOLA
Date: 2024.04.03 15:46:06
+05'30'

Reg. Office Address: II FLOOR, SWARNALOK COMPLEX, GOVERNORPET, VIJAYAWADA -
520002, AP, INDIA. email: swarnasecurities@rediffmail.com
<https://www.swarnasecurities.com>

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NOTICE OF EXTRA-ORDINARY GENERAL MEETING (“EGM”)

NOTICE is hereby given that an Extra-Ordinary General Meeting (“EGM”) of the Members of **SWARNA SECURITIES LTD** will be held on **Tuesday, the 30th Day of April, 2024, at 11.00 A.M. (IST) at M Hotel, D. No. 54-15-3, Srinagar Colony, Ring Road, Vijayawada- 520008, Andhra Pradesh, India**, to transact the following business:

SPECIAL BUSINESS:

Item No.1: Appointment of Mr. Nandadeep Punukollu ((DIN: 10432006) as an Independent Director.

To consider and, if thought fit, pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** Mr. Nandadeep Punukollu ((DIN: 10432006) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 31/01/2024, in terms of Section 161 of the Companies Act, 2013 (“**the Act**”) read with Articles of Association of the Company and who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and the Articles of Association of the Company and the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the appointment of Mr. Nandadeep Punukollu ((DIN: 10432006), who meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and who has submitted a declaration to that effect, be

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and is hereby approved, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) years from 31/01/2024 to 30/01/2029.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to take such steps and to do all such acts, deeds, things as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board
For Swarna Securities Limited

Moola Anil Kumar
Company Secretary & Compliance Officer
Membership No: A27989

Registered Office:

II Floor, Swarnalok Complex, Governorpet,
Vijayawada - 520002, AP, India.

Email: swarnasecurities@rediffmail.com

Web: <https://www.swarnasecurities.com>

Date: 03/04/2024

Place: Vijayawada

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NOTES:

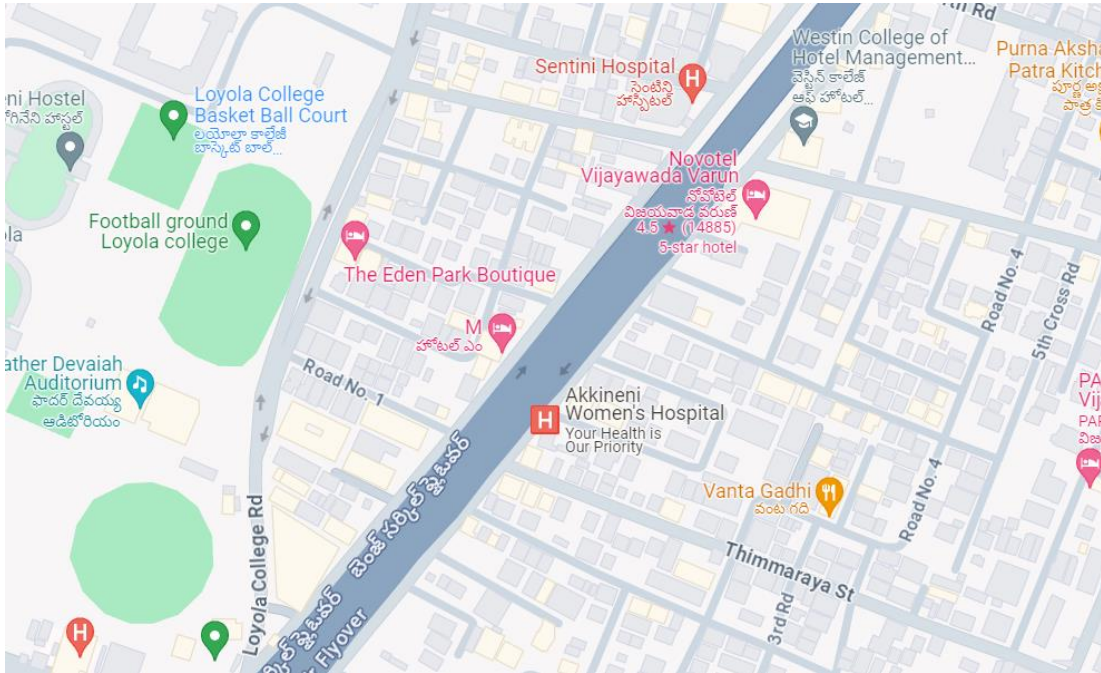
1. Extra-Ordinary General Meeting (EGM) of the Members of the Company is being held in physical mode at **M Hotel, D. No. 54-15-3, Srinagar Colony, Ring Road, Vijayawada- 520008, Andhra Pradesh, India.**
2. In line with the MCA Circulars and SEBI Circulars the Notice calling the EGM is being sent by electronic mode only to those Members whose e-mail addresses are registered with the Company / their Depository Participants (“DPs”), unless any Member has requested for a physical copy of the same.
3. A Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the company. Therefore, the facility for appointment of proxies is made available for those who utilize the same by properly executing and presenting the proxy forms provided hereunder. The Body Corporates are entitled to appoint authorized representatives to attend the EGM and cast their vote through e-voting or otherwise by providing a duly executed Board Resolution.
4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the businesses as set out in the EGM Notice is annexed hereto. All documents referred to in the accompanying Notice and the Explanatory Statement shall be available for inspection electronically. Members seeking to inspect such documents can send an email to swarnasecurities@rediffmail.com
5. Pursuant to the provisions of the Companies Act, the Proxy Form and Attendance Slip are annexed to this EGM Notice.
6. Corporate Members intending to depute their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution together with attested specimen signature of the duly authorized signatory(ies) who are authorized to attend and vote at the Meeting on their behalf.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote.
8. The Board of Directors of the Company has appointed Mr. Ganga Anil Kumar, Proprietor, M/s. Ganga Anil Kumar & Associates., Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting and e-voting during the EGM in a fair and transparent manner.
9. The route map of the venue of the Meeting is annexed hereto.

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10. Members holding shares in single name are advised to avail the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Companies Act, 2013. Members holding shares in physical form desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled-in to the RTA of the Company. Members holding shares in electronic mode may contact their respective DPs for availing this facility.
11. SEBI has mandated submission of Permanent Account Number (“PAN”) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to provide their PAN details to their respective DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the RTA.
12. In accordance with, the MCA Circulars and SEBI Circulars, the Notice of EGM is being sent **only in electronic mode** to Members whose e-mail addresses are registered with the Company or the Depository Participant(s).

As physical copy of the EGM Notice will not be sent by the modes permitted under Companies Act, 2013, the EGM Notice is available on the Company’s website at <https://www.swarnasecurities.com/> and website of the Stock Exchange i.e. BSE Limited at <https://www.bseindia.com/> and on the website of Registrar and Share Transfer Agent at <http://www.aarthiconsultants.com>

13. Members desiring any information with regard to EGM are requested to write to the

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Company at swarnasecurities@rediffmail.com at an early date so as to enable the management to keep the information ready.

14. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Act will be available for inspection by the Members in physical mode and electronic mode during the EGM. Members who wish to seek inspect, may send their request through an email at swarnasecurities@rediffmail.com up to the date of EGM.

15. PROCEDURE FOR REMOTE E-VOTING

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to e Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by Central Depository Services (India) Limited (“CDSL”) by visiting their website at <https://www.evotingindia.com/homepage.jsp> on all the resolution(s) set forth in this Notice. The instructions for e-Voting are given herein below.
- ii. Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on “**e-Voting facility provided by Listed Companies**”, e-Voting process will be enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
- iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- iv. The remote e-Voting period commences on **Saturday, 27th April, 2024 at 9:00 A.M. (IST) and ends on Monday, 29th April, 2024 at 5:00 P.M. (IST)**. The remote e-voting module will be disabled by CDSL thereafter.
- v. The members who have cast their vote by remote-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
- vi. The members are requested to note that -
 - (a) remote e-voting shall not be allowed beyond the said date and time;

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- (b) the members present at the meeting who have not cast their vote by remote-voting prior to the meeting are entitled to cast their vote through by use of polling paper or by using an electronic voting system by availing the remote e-voting facility which will be made available at the EGM venue.
- vii. The company opts to provide the same electronic voting system (i.e. CDSL e-Voting System) as used during remote e-voting during the general meeting, the said facility shall be in operation till all the resolutions are considered and voted upon in the meeting and may be used for voting only by the members attending the meeting and who have not exercised their right to vote through remote e-voting.
- viii. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the **cut-off date, being Tuesday, 23rd April, 2024.**
- ix. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if he / she is already registered with CDSL for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.
- x. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under “Login method for remote e-Voting for Individual shareholders holding securities in demat mode.”
- xi. The details of the process and manner for remote e-Voting are explained herein below:
Step 1: Access to Depository e-Voting system in case of individual shareholders holding shares in demat mode.
Step 2: Access to CDSL e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Details on Step 1 are mentioned below:

- 1) Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with “NSDL”	1. User already registered for IDeAS facility: <ul style="list-style-type: none">i. Visit URL: https://eservices.nsd.com/ii. Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section.iii. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”iv. Click on company name or e-Voting service provider and you will be re- directed to e-Voting service provider website for casting the vote during the remote e-Voting period.
	2. User not registered for IDeAS e-Services <ul style="list-style-type: none">i. To register click on link: https://eservices.nsd.com/ii. Select “Register Online for IDeAS” or click at: https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jspiii. Proceed with completing the required fields.iv. Follow steps given in points 1
	3. Alternatively, by directly accessing the e-Voting website of NSDL <ul style="list-style-type: none">i. Open URL: https://www.evoting.nsd.com/ii. Click on the icon “Login” which is available under Shareholder/Member’ section.iii. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.iv. Post successful authentication, you will be requested to select the name of the company and the eVoting Service Provider name, i.e. CDSL.v. On successful selection, you will be redirected to CDSL e-Voting page for casting your vote during the remote e- Voting period.

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Individual Shareholders holding securities in demat mode with “CDSL”	<ol style="list-style-type: none">1. Existing user who has opted for Easi / Easiest:<ol style="list-style-type: none">i. Visit URL: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration URL: http://www.cdslindia.comii. Click on New System Myeasiiii. Login with your registered user id and password.iv. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. CDSL e-Voting portal.v. Click on e-Voting service provider name to cast your vote.2. User not registered for Easi/Easiest<ol style="list-style-type: none">i. Option to register available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistrationii. Proceed with completing the required fields.iii. Follow the steps given in point 1.3. Alternatively, by directly accessing the e-Voting website of CDSL
	<ol style="list-style-type: none">i. Visit URL: http://www.cdslindia.comii. Provide your demat Account Number and PAN No.iii. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.iv. After successful authentication, user will be provided links for the respective ESP, i.e CDSL e-Voting system where the e- Voting is in progress.
Individual Shareholder login through their demat accounts / Website of Depository Participant	<ol style="list-style-type: none">I. You can also login using the login credentials of your demat accountII. through your DP registered with NSDL /CDSL for e-Voting facility.III. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider – CDSL and you will be redirected to e-Voting website of CDSL for casting your vote during the remote eVoting period without any further authentication.

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Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

Details on Step 2 are mentioned below:

2) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

A. Members whose email IDs are registered with the Company / Depository Participants (s), will receive an email from RTA / CDSL which will include details of E-Voting Event Number, USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL:
<https://www.evotingindia.com/homepage.jsp>
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVSN i.e. 240402004, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with CDSL for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN"
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret

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question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

- v. You need to login again with the new credentials
- vi. On successful login, the system will prompt you to select the “EVSN” i.e. 240402004 ‘**Swarna Securities Limited - EGM**’ and click on “**Submit**”
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on “**Submit**”.
- xi. A confirmation box will be displayed. Click “**OK**” to confirm else “**CANCEL**” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the EGM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at email id anilng@gmail.com with a copy marked to CDSL helpdesk.evoting@cdslindia.com and Company at swarnasecurities@rediffmail.com. The scanned image of the abovementioned documents should be in the naming format “Corporate Name Even No.”

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B. Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Notice of EGM and e-voting instructions cannot be serviced, will have to follow the following process:

- i. Members who have not registered their email address and in consequence the Notice of EGM and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number registered with Depositories and RTA by accessing the respective websites and Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e- voting instructions along with the User ID and Password. In case of any queries, member may write to helpdesk.evoting@cdslindia.com.
- ii. Alternatively, member may send an e-mail request at to the RTA at the email id info@arthiconsultants.com or can contact at Phone(s): 040 27638111, 040-27638111, 040-27638111 and 040-27638111 along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Notice of EGM and the e- voting instructions.
- iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

OTHER INSTRUCTIONS

- I. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the EGM to express their views by sending an email at before the meeting. The Company reserves the right to restrict the speakers at the EGM to only those Members who have registered themselves, depending on the availability of time for the EGM.
- II. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by using the above-mentioned mode.
- III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at Help section of CDSL e-Voting at <https://www.evotingindia.com/Help.jsp> for any further clarifications you can contact e-Voting Helpdesk (Timings Monday - Friday : 10:00 AM to 6.30 PM) Toll Free : 1800225533.

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- IV. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on **Tuesday, 23rd April, 2024, being the cut-off date**, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- V. This EGM Notice is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on Wednesday, the 03rd April, 2024. In case a person has become a Member of the Company after dispatch of EGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:
- i. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399
 1. Example for NSDL: MYEPWD <SPACE> IN12345612345678
 2. Example for CDSL: MYEPWD <SPACE> 1402345612345678
 3. Example for Physical: MYEPWD <SPACE> XXXX1234567890
 - ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://www.evotingindia.com/homepage.jsp> the member may click “**Forgot Password**” and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - iii. Members who may require any technical assistance or support before or during the EGM are requested to contact CDSL e-Voting at <https://www.evotingindia.com/Help.jsp> for any further clarifications you can contact e-Voting Helpdesk (Timings Monday - Friday: 10:00 AM to 6.30 PM) Toll Free: 1800225533.
 - iv. The Scrutinizer shall, immediately after the conclusion of EGM, count the votes cast at the EGM and thereafter, unblock the votes cast through remote e-voting in the presence of at least two witnesses, who are not in the employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer’s Report of the total votes cast in favor of or against, if any, within the prescribed time limit after the conclusion of the EGM to the Chairman or a person authorized by him. The Chairman or any other person authorized by him shall declare the result of the voting forthwith.

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- v. The resolution(s) will be deemed to be passed on the EGM date subject to receipt of the requisite number of votes in favor of the resolution(s). The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company at <https://www.swarnasecurities.com/> and Service Provider's website at <https://www.evotingindia.com/homepage.jsp> and the communication will be sent to the BSE Limited.

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STATEMENT SETTING OUT MATERIAL FACTS UNDER SECTION 102 OF THE COMPANIES ACT, 2013 (“the Act”)

The following Explanatory Statement sets out the relevant information as required by Section 102 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the “SEBI Listing Regulations”) as may be amended, modified, replaced, substituted, re-stated and/or re-issued from time to time:

Item No: 1

The Board at its meeting held on 31st January, 2024, appointed Mr. Nandadeep Pudukollu (DIN: 10432006) as an Additional Director and an Independent Director for a term of 5 (five) years with effect from 31st January, 2024. Further, the NRC and the Board at their respective meeting held on the same date, recommended the confirmation of appointment of Mr. Nandadeep Pudukollu as an Independent Director for a term of 5 (five) years with effect 31st January, 2024, subject to members approval at ensuing general meeting.

Mr. Nandadeep Pudukollu, aged 30 years, is a Bachelor of Technology with specialization in Civil Engineering. He has been associated with the construction industry since 2019 and has experience in handling functions including General Management, Risk Management related to Projects, Real-estate Contracts Management, Infra Projects Monitoring and construction and development. He is not related to any of the Director of the Company.

Further details of Mr. Nandadeep Pudukollu pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**Listing Regulations**”) and Secretarial Standard - 2 on General Meetings is provided in the Annexure to this Notice.

The NRC has identified amongst others, Leadership and General Management, Strategic and Business Planning, Accounting and Finance, Compliance and Risk Management, as the skills required for this role. After reviewing the profile of Mr. Nandadeep Pudukollu, the NRC and the Board are of the view that Mr. Nandadeep Pudukollu possess appropriate skills, experience and knowledge as required for the role of an Independent Director. The skills coupled with his experience will benefit the Company.

The Company has received a declaration from Mr. Nandadeep Pudukollu to the effect that he meets the criteria of independence as provided in Section 149(6) and other applicable provisions of the Act and Rules framed thereunder and Regulation 16(1)(b)

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and other applicable provisions of the Listing Regulations. Mr. Nandadeep Punukollu has also confirmed that he is not debarred from holding the office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any such authority and is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Mr. Nandadeep Punukollu has confirmed that he is in compliance with Rules 6(1), 6(2) and 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration in the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). Further, Mr. Nandadeep Punukollu has confirmed that he is not aware of any circumstance or situation which exists or may reasonably be anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company.

The Board has assessed the veracity of the above declarations and other documents furnished by Mr. Nandadeep Punukollu Basis the confirmations / declarations provided by Mr. Nandadeep Punukollu, the Board is of the opinion that he fulfils the conditions / criteria specified under the Act, the Rules framed under the Act and the Listing Regulations in relation to his appointment as an Independent Director of the Company and is independent of the management of the Company.

Mr. Nandadeep Punukollu would be entitled to sitting fees for attending meetings of the Board / Committees, of which he is a member, subject to the overall limits, as approved by the Members of the Company, from time to time.

The Company has received a notice pursuant to Section 160 of the Act, from a Member signifying the intention to propose the appointment of Mr. Nandadeep Punukollu as a Director of the Company.

In the opinion of the Board, Mr. Nandadeep Punukollu is a person of integrity and considering his experience and expertise, recommends his appointment as set out at Item No. 1 of this Notice, for approval of the Members.

None of the Directors, Key Managerial Personnel or their relatives except Mr. Nandadeep Punukollu and his relatives, are interested, financially or otherwise, in the Resolution as set out at Item No. 1 of this Notice.

Details of Directors seeking appointment / re-appointment pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard - 2 on General Meetings

Name of the Director	Mr. Nandadeep Punukollu
Director Identification Number	10432006

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Date of birth	27/02/1993
Date of appointment	31/01/2024
Qualification	He is a graduate in Bachelor of Technology with specialization in Civil Engineering.
Expertise in specific functional areas Experience	General Management, Risk Management related to Projects, Real-estate Contracts Management, Infra Projects Monitoring and construction and development.
Directorships held in other companies in India (in Listed Company excluding this listed company)	Nil
Chairmanship/Membership of Committees held in other companies in India (in Listed Company excluding this listed company)	Nil
Relationship with other Directors and Key Managerial Personnel	Nil
Number of Equity shares held in the Company, including shareholding as a beneficial owner	Nil
Number of Board Meetings attended during last Financial Year	Attended One meeting on 31 Jan 2024 post his appointment.
Terms and conditions of Appointment	Board appointment Mr. Nandadeep Punukollu as the Chairman of the following mandatarly committees of the Board of Directors of the company with effect from 31/01/2024. 1. Audit Committee; 2. Nomination and Remuneration Committee and; 3. Stakeholders Relationship Committee
Details of Remuneration sought to be paid	Nil
Remuneration last drawn by the Director	Not applicable

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Names of listed entities from which Director has resigned in the past three years	Nil
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By Order of the Board
For **Swarna Securities Limited**

Moola Anil Kumar
Company Secretary & Compliance Officer
Membership No: A27989

Registered Office:

II Floor, Swarnalok Complex, Governorpet,

Vijayawada - 520002, AP, India.

Email: swarnasecurities@rediffmail.com

Web: <https://www.swarnasecurities.com>

Date: 03/04/2024

Place: Vijayawada

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Email: swarnasecurities@rediffmail.com **Web:** <https://www.swarnasecurities.com>

ADMISSION SLIP

Serial No.	
Folio No./Client ID/ DP Id	
Name of the sole/ first member(s)	
Registered Address	
Name(s) of joint member(s), if any	
No. of shares held	

I certify that I am/ we am/ are Member(s) / Proxy for the Member(s) of the Company.

Please (v) in the box

Member Proxy

I/ We hereby record my/ our presence at the Extra-Ordinary General Meeting ("EGM") of the Members of SWARNA SECURITIES LTD held on Tuesday, the 30th Day of April, 2024, at 11.00 A.M. (IST) at M Hotel, D. No. 54-15-3, Srinagar Colony, Ring Road, Vijayawada- 520008, Andhra Pradesh, India.

Name of the Proxy in Block Letters

Signature of Member / Proxy attending

NOTES:

i) Member / Proxy attending the Extraordinary General Meeting (EGM) must bring his / her Admission Slip which should be signed and deposited before entry into the venue.

ii) Duplicate Admission Slip will not be issued at the venue.

ELECTRONIC VOTING

Electronic voting (e-voting) facility is being provided in respect of the Resolutions proposed at the EGM, in accordance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014. Please see Notes in the Notice dated 03rd April, 2024 convening the EGM for the procedure with respect to e-voting.

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Form No.MGT-12 POLLING PAPER

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(Pursuant to Section 109(5) of the Companies Act, 2013 and Rule 21(1)(c) of the Companies
(Management and Administration Rules, 2014)

CIN	L52520AP1990PLC011031		
Name of the Company	SWARNA SECURITIES LIMITED		
Registered Office	II Floor, Swarnalok Complex, Governorpet, Vijayawada - 520002, Andhra Pradesh, India.		
Name of the member(s)			
Registered Address			
E-mail Id			
Folio No./Client ID		DP ID	
Number of Equity shares held			

I hereby exercise my vote in respect of **Special Resolution** enumerated below by recording my assent or dissent to the said Resolution in the following manner:

Number	Description of the Resolution	Optional (v)	
		For	Against
Special Business			
1	Appointment of Mr. Nandadeep Pudukollu ((DIN: 10432006) as an Independent Director.		

Place:

Date:

(Signature of the Shareholder)

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PROXY FORM

I/We of
..... in the District of being a Member(s) of
the above named Company hereby appoint of
..... or failing him of
..... in the district of as my / our proxy to
attend and vote for me/us on my/our behalf at the Extra-Ordinary General Meeting (“EGM”) of
the Members of SWARNA SECURITIES LTD held on Tuesday, the 30th Day of April, 2024, at
11.00 A.M. (IST) at M Hotel, D. No. 54-15-3, Srinagar Colony, Ring Road, Vijayawada- 520008,
Andhra Pradesh, India.

Signed at this day of 2024.

Folio No.

Number of Shares held :

Signature :

- Note :
1. The Proxy need not be a member
 2. The form of proxy, duly signed across Re. 1/- Revenue Stamp should reach the Company, not less than 48 hours before the time fixed for the meeting.

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Notice to Shareholders / Investors and Downloads

Dear Members,

As per SEBI Circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021, as an on-going measure to enhance the ease of doing business for investors in the securities market, the following norms are followed by Listed Companies, Stock exchanges and RTAs.

1. Common and simplified forms for processing any service request from the holder by the RTAs and Listed Companies.
2. **Mandatory** furnishing of PAN, KYC details and Nomination by holders of physical securities.
3. Folios without valid PAN, KYC details and Nomination on or after April 01, 2023, shall be frozen by the RTA.
4. **Compulsory** linking of PAN and Aadhaar by all holders of physical securities.

Shareholders are requested to use the following forms:

1. [Click here for Form ISR-1](#) to update KYC, PAN, Bank Details, Signature, Postal Address, Email and phone number etc.
2. [Click here for Form ISR-2](#) in case Major mismatch in signature or Signature Card is not available with company / RTA
3. **Nomination** (for all eligible folios)
Details of nomination details shall be furnished hard copy or through electronic mode with e-signature, separately for each company, as follows;
 - o Nomination through [Form SH-13 \(Click here\)](#)
 - o 'Declaration to Opt-out' [Form ISR-3\(Click here\)](#)
 - o Cancellation / Change of nomination through [Form SH-14\(Click here\)](#)
4. [Form ISR-4 \(Click here\)](#) for Request for Duplicate Certificates, Split, Consolidation, Transmission, Transposition, Endorsement, Consolidation of Folios, Replacement / Exchange / Renewal of security certificates, Claiming from Unclaimed Suspense Account.

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Transfer of shares only in De-materialized (DEMAT) form

Shareholders holding shares in Physical form may please note that effective December 5, 2018, the shares of the Company can be transferred only in dematerialized form, as per notification issued by SEBI. Please [click here](#) to know the process of de-materialization of physical shares.

Note:

If you are unable to download the forms from the above links, please click here <https://www.swarnasecurities.com/notice-to-investors-and-downloads.php>

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