



Ref.: ISL:CH:2024

Date: June 17, 2024

The President,
Corporate Relationship Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai 400 001

The Vice President,
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Plot No. C/2, G-Block,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051

BSE Scrip Code: 524652

NSE Symbol: INDSWFTLTD

Subject: Disclosure of Voting Results of Postal Ballot in accordance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations')

Respected Sir/Ma'am,

In continuation to our letter dated May 15, 2024, for issue of Postal Ballot notice and pursuant to Regulation 44(3) of Listing Regulations and Section 110 and 108 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, we hereby inform that the below-mentioned resolutions have been duly passed by the members of the Company with the requisite majority:-

S No	Type of resolution	Particulars
1	Special	To appoint Sh. Prabhat Khurana (DIN:03289193) as an Independent Director of the company
2	Special	To appoint Sh. Subodh Gupta (DIN:01393423) as an Independent Director of the company
3	Ordinary	To Approve Material Modification to the Approved Related Party Transaction

In this regard, please find enclosed:

1. Voting results in the format prescribed under Regulation 44(3) of the Listing Regulations as **Annexure-I**; and
2. Scrutinizer's Report for Postal Ballot via remote e-voting, pursuant to the provisions of the Companies Act, 2013 read with Rules made thereunder as **Annexure-II**.

The voting results and the report of the scrutinizer are also available on the website of the Company at www.indswiftltd.com.

You are requested to kindly take the same on record.

Thanking you,

For IND SWIFT LIMITED

Ginny
Uppal

GINNY UPPAL
COMPANY SECRETARY

Digitally signed by Ginny Uppal
DN: cn=Ginny Uppal, o=Ind-Swift Limited,
ou=Corporate Relationship Department,
email=ginny@indswift.com, c=IN
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[Home](#)[Validate](#)[Import XML](#)**General information about company**

Scrip code	524652
NSE Symbol	INDSWFTLTD
MSEI Symbol	NOTLISTED
ISIN	INE788B01028
Name of the company	IND SWIFT LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	16-06-2024
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details	
Name of the Scrutinizer	VISHAL ARORA
Firms Name	ARORA, PRACTISING COMPANY SEC
Qualification	CS
Membership Number	4566
Date of Board Meeting in which appointed	14-05-2024
Date of Issuance of Report to the company	17-06-2024



Ginny Uppal

Voting results	
Record date	10-05-2024
Total number of shareholders on record date	18480
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	Add Notes

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* this fields are optional

Digitally signed by Ginny Uppal
DN: cn=Ginny, o=Personal, title=1440,
personalEmail=ginny25q@discovery72pcCW
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, postalCode=134712, st=Maryana,
serialNumber=2605021;19970080353;
#+0204516c37c1c0991218f3834349349
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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Sh. Subodh Gupta (DIN:01393423) as an Independent Director of the company				
Category	Mode of voting	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	E-Voting	30103343	30090404	99.9570	30090404	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	30103343	30090404	99.9570	30090404	0	100.0000	0.0000
Public-Institutions	E-Voting	2509	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2509	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	24058801	4840278	20.1185	4838785	1493	99.9692	0.0308
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	24058801	4840278	20.1185	4838785	1493	99.9692	0.0308
Total		54164653	34930682	64.4898	34929189	1493	99.9957	0.0043
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Ginny Uppal

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To Approve Material Modification to the Approved Related Party Transaction				
Category	Mode of voting	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	E-Voting	30103343	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	30103343	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	2509	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2509	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	24058801	4840278	20.1185	4838769	1509	99.9688	0.0312
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	24058801	4840278	20.1185	4838769	1509	99.9688	0.0312
Total		54164653	4840278	8.9362	4838769	1509	99.9688	0.0312
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

GINNY
Uppal

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VISHAL ARORA
COMPANY SECRETARY**SCRUTINIZER'S REPORT**

[Pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rules 20 and Rule 22 of the Companies (Management and Administration) Amendment Rules, 2014]

THE CHAIRMAN
IND-SWIFT LIMITED
(CIN: L24230CH1986PLC006897)
REGISTERED OFFICE - 781
INDUSTRIAL AREA
PHASE - II
CHANDIGARH
160002

Scrutinizer's Report on Postal Ballot voting by way of remote e-voting by electronic means in respect of passing the resolutions set out in the notice date May 14, 2024.

Dear Sir,

I, Vishal Arora, Company Secretary in Whole Time Practice, have been appointed as the Scrutinizer by the Board of Directors of **IND-SWIFT LIMITED** ("the Company") for purpose of scrutinizing the Postal Ballot voting conducted by way of remote electronic voting process ("e-voting") in a fair and transparent manner on the Resolutions contained in the Postal Ballot notice dated May 14, 2024 ("Notice") issued in accordance with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022, 11/2022 dated 28th December 2022 and 9/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs ('MCA Circulars'), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), that the Resolutions as set out in this Notice is proposed for consideration by the Members of the Company for passing by means of Postal Ballot by voting through electronic means only ('remote e-voting').



H. No 651, Top Floor, Sector 8-B, Chandigarh
Phone No. 0172 4644288, Mob No. 9814296288
Email: csvishalarora@yahoo.in, csteamva@gmail.com

VISHAL ARORA
COMPANY SECRETARY

1. In compliance with the MCA Circulars, the Notice was sent through electronic mode to equity shareholders whose name appear in the Register of Members/ List of Beneficial Owners and whose Email IDs are registered with the Depositories/ Depository Participants as on Friday, May 10, 2024 ("**Cut-off date**").

The said notice was also placed on the website of the Company at www.indswiftltd.com, and on the website of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com.

In compliance with the relevant MCA Circulars, a newspaper Advertisement was published on Thursday, May 16, 2024 in "**Financial Express**" (English Newspaper) and in "**Jansatta**" (Hindi Language Newspaper) respectively specifying the details of dispatch of notices and instructions for e-voting.

2. The said appointment as Scrutinizer is under the provisions of Section 108 & 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize the process of e-voting conducted for the Postal Ballot, using an electronic voting system on the dates referred to in the Notice.

3. **MANAGEMENT'S RESPONSIBILITY**


The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("**LODR**") relating to e-voting in the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

4. **SCRUTINIZER'S RESPONSIBILITY**

My responsibility as a Scrutinizer for e-voting process is restricted to making a Scrutinizer's Report of the votes cast "**in favour**" or "**against**" by the equity shareholders in respect of the resolution contained in the Notice, based on the reports generated from the e-voting system provided by M/s. CDSL.

5. **CUT-OFF DATE**

The Voting rights were reckoned as on Friday, May 10, 2024, being the cut-off date for the purpose of deciding the entitlement of members for remote e-voting.


H. No 651, Top Floor, Sector 8-B, Chandigarh
Phone No. 0172 4644288, Mob No. 9814296288
Email: cvishalarora@yahoo.in, csteamyv@gmail.com



6. REMOTE E-VOTING PROCESS

AGENCY

The Company appointed M/s Central Depository Services (India) Limited ("CDSL") as the agency providing the platform for remote e-voting.

REMOTE E-VOTING PERIOD

Remote e-voting platform was open from Saturday, May 18, 2024 (9:00 A.M. IST) till Sunday, June 16, 2024 (5:00 P.M. IST) and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolution on the remote e-voting platform provided by "CDSL".

7. COUNTING PROCESS

After closure of remote e-voting process, the votes cast through remote e-voting were unblocked and downloaded from the e-voting website of Central Depository Services Limited (<https://www.evotingindia.com>) in the presence of two witnesses, Ms. Anita Bhargav and Mr. Arun Kumar present who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.

They have signed below in confirmation of the same.


(ANITA BHARGAV)


(ARUN KUMAR)

8. Based on the aforesaid results, I submit herewith my Scrutinizer's Report on the results of voting through remote e-voting in **Annexure - 1** as detailed hereunder:





VISHAL ARORA
COMPANY SECRETARY

ANNEXURE-1

SPECIAL BUSINESS:

ITEM NO. 1- SPECIAL RESOLUTION

TO APPOINT SH. PRABHAT KHURANA (DIN:03289193) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

ITEM NO. OF THE NOTICE	REMOTE E-VOTING VOTING RESULTS		
Voted in favour/ against/ Invalid	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	109	34929189	99.996%
Voted against the resolution	14	1493	0.004%
Total	123	34930682	100%
Invalid Votes/Abstain from Voting	-	-	-

ITEM NO. 2- SPECIAL RESOLUTION

TO APPOINT SH. SUBODH GUPTA (DIN:01393423) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

ITEM NO. OF THE NOTICE	REMOTE E-VOTING VOTING RESULTS		
Voted in favour/ against/ Invalid	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	109	34929189	99.996%
Voted against the resolution	14	1493	0.004%
Total	123	34930682	100%
Invalid Votes/Abstain from Voting	-	-	-


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Email: cvishalarora@yahoo.in, csteamya@gmail.com



VISHAL ARORA
COMPANY SECRETARY

ITEM NO. 3- ORDINARY RESOLUTION

TO APPROVE MATERIAL MODIFICATION TO THE APPROVED RELATED PARTY TRANSACTION:

ITEM NO. OF THE NOTICE	REMOTE E-VOTING VOTING RESULTS		
	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour/ against/ Invalid			
Voted in favour of the resolution	82	4838769	99.968%
Voted against the resolution	15	1509	0.032%
Total	97	4840278	100%
Invalid Votes/Abstain from Voting			

The Resolutions stand passed under e-voting with the requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider in respect of the votes cast through e-voting by the shareholders of the Company.

The relevant records were sealed and handed over to Ms. Ginny Uppal, Company Secretary and Compliance Officer of the Company, authorised by the Board for safe keeping.

Thanking you
Yours Sincerely


CS VISHAL ARORA
COMPANY SECRETARY
C. P. NO. 3645
UDIN: F004566F000580482
SCRUTINIZER
CHANDIGARH


Countersigned by
MR. SANJEEV RAI MEHTA
(CHAIRMAN)


DATE: 17/06/2024
PLACE: CHANDIGARH