

SWARAJ SUITING LIMITED

CIN-L18101RJ2003PLC018359

Email ID – cs@swarajsuiting.com, Phone No.-09414112677

Website- www.swarajsuiting.com

SSL/22-23/CS/022

Date: 26.09.2022

To,

The Manager
Listing & Compliance Department,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex, Bandra,
Mumbai- 400051.

Company Symbol: **SWARAJ**

Series: **SM**

ISIN: **INEOGMR01016**

Sub.: Compliance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") - Summary of Proceedings of the 19th Annual General Meeting

Dear Sir/Madam,

We wish to inform you that the 19th Annual General Meeting ("AGM") of the Company was held on Monday, September 26, 2022 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in terms of the General Circulars No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, and 21/2021 dated December 14, 2021, and subsequent circulars issued in this regard, the latest being 02/2022 dated May 5, 2022, issued by the Ministry of Corporate Affairs ('MCA Circulars') and Circular dated May 13, 2022, issued by the Securities and Exchange Board of India ('SEBI Circular'), and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations"). The proceedings of the 19th AGM were deemed to be conducted at the Registered Office of the Company at F-483 to F-487, RIICO Growth Centre Hamirgarh, Bhilwara- 311025, which was the deemed venue of the AGM.

As per the provisions of the Companies Act and SEBI Listing Regulations read with the aforesaid MCA Circulars, the Company had provided the facility of remote e-voting and e-voting at the 19th AGM to the Shareholders to enable them to cast their vote electronically on the Resolutions proposed in the Notice of the 19th AGM. The remote e-voting was open from Friday, September 23, 2022 (9.00 a.m. IST) to Sunday, September 25, 2022 (05.00 p.m. IST).

The Board of Directors had appointed Mr. Sanjay Somani, proprietor, M/s. Sanjay Somani & Associates, Practicing Company Secretary, as the Scrutinizer for the remote e-voting and e-voting at the 19th AGM. Mr. Sanjay Somani, shall carry the scrutiny of all the electronic votes received upto 5.00 p.m. (IST) on Sunday, September 25, 2022 and e-voting

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at the 19th AGM and shall submit his report within two working days from conclusion of the AGM .

In this regard, please find enclosed the summary of proceedings of the 19th AGM of the Company pursuant to Regulation 30 of the SEBI Listing Regulations given as **Annexure -I**.

Kindly take the same on record and acknowledge the receipt.

Thanking You,

Yours Faithfully,

For Swaraj Suiting Limited



Rahul Kumar Verma
Company Secretary &
Compliance Officer
Mem. No. A46036

Enclosed : a/a

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Annexure- I

Summary of the Proceedings of the 19th Annual General Meeting ("AGM") of Swaraj Suiting Limited held through Video Conferencing and Audio-Visual Means on Monday, September 26, 2022

Meeting Day, Date, and Time: Monday, September 26, 2022, at 01.00 p.m. (IST). The Meeting concluded at 01:22 p.m (IST).

Mode: Through Video Conferencing (VC) and Audio-Visual Means (OVM), which was held in compliance with the General Circulars No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, and 21/2021 dated December 14, 2021, and subsequent circulars issued in this regard, the latest being 02/2022 dated May 5, 2022, issued by the Ministry of Corporate Affairs ('MCA Circulars') and Circular dated May 13, 2022, issued by the Securities and Exchange Board of India ('SEBI Circular'), and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations").

Members attending the Meeting: 10 Members were attended the meeting virtually in person / through authorized representatives. In terms of the MCA circulars and SEBI circular, the requirement of appointing proxies was not applicable.

The 19th Annual General Meeting ('AGM') of Swaraj Suiting Limited (the "Company"), was held on Monday, September 26, 2022 at 01:00 P.M. through Video Conferencing/Other Audio-Visual Means in compliance with the Circulars issued by the Ministry of Corporate Affairs ("MCA"), the Securities and Exchange Board of India ("SEBI").The proceedings of the AGM were deemed to be conducted at F-483 to F-487, RIICO Growth Centre Hamirgarh, Bhilwara- 311025, Rajasthan, which was the deemed venue of the AGM.

Quorum: The requisite quorum as required under Section 103 of the Companies Act, 2013 was present throughout the meeting.

The Company Secretary, Mr. Rahul Kumar Verma informed the Members that, the 19th Annual General Meeting of the Company was convened through Video Conferencing or Other Audio-Visual Means, in accordance with circulars issued by the Ministry of Corporate Affairs (MCA) in this regard, and in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

All the directors and KMPs were present at the meeting through Video Conference and Other Audio Visual Means, Mr. Mohammed Sabir Khan, Executive Chairman of the Company chaired the meeting and after ascertaining the quorum by Company Secretary, he called the meeting to order at 01:00 p.m.

The Chairman welcomed the Shareholders to the 19th AGM of the Company and introduced the members of the Board. The Chairman also informed the shareholders that Mrs. Annie Zuberi, an Independent Director and Chairperson of the Nomination and

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Remuneration Committee and Stakeholders Relationship Committee, Mrs. Amreen Sheikh, an Independent Director and Chairperson of the Audit Committee were present at the meeting through VC.

Then the Chairman introduced and confirmed the presence of Mr. Prakash Chandra Jain, Chief Financial Officer and Mr. Rahul Kumar Verma, Company Secretary & Compliance Officer of the Company and further he also informed to the members that the representatives of Statutory Auditors and Secretarial Auditors of the Company also present at the meeting through VC.

The Company Secretary informed the members that the Notice dated 01st September, 2022 convening the 19th AGM and a copy of the Annual Report for the financial year ended 31st March, 2022, as already circulated to the members, electronically, were taken as read.

Further the Company Secretary informed the members that the Auditors Report on the standalone and consolidated financial statements and the secretarial audit report of the Company for the financial year ended 31st March, 2022 do not contain any qualification, reservation, adverse remarks and disclaimer, accordingly the reports were not required to be read as provided under the Companies, Act, 2013.

Further the Company Secretary informed the Members that, in terms of the MCA circulars and SEBI circular, the requirement of appointing proxies was not applicable, hence the proxy register is not available while other statutory registers, books and records were available for inspection.

The items of business as mentioned in the Notice dated September 01, 2022 convening the 19th AGM, which were put to vote through remote e-voting and e-voting, given as follows:

Sr. No.	Business Conducted at the 19th AGM	Type of Resolution
Ordinary Business		
01	Consideration and adoption of (a) the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Auditors thereon	Ordinary Resolutions
02	Appointment of Mr. Nasir Khan (DIN:07775998) a Director retiring by rotation.	Ordinary Resolution
Special Business		
03	Ratification of remuneration of Cost Auditors for the financial year ending March 31, 2023.	Ordinary Resolution
04	Re-appointment of Mr. Ramesh Agarwal as an Independent Director for a second term of 5 (five) years, from the expiry of his present term of office, i.e. with effect from October 04, 2022 on the terms and conditions set out in the	Special Resolution

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	Statement annexed to the Notice.	
05	Approval of increase in remuneration of Mr. Mohammed Sabir Khan, Managing Director of the Company, as set out in the Statement annexed to the Notice.	Ordinary Resolution
06	Approval of increase in remuneration of Mrs. Samar Khan, Whole Time Director of the Company, as set out in the Statement annexed to the Notice.	Ordinary Resolution
07	Approval of increase in remuneration of Mr. Nasir Khan, Whole Time Director of the Company, as set out in the Statement annexed to the Notice.	Ordinary Resolution
08	Approval of increase the borrowing power under clause (c) of sub-section (1) of Section 180 of the Companies Act, 2013 up to Rs.500/- Crore.	Special Resolution
09	Approval of increase the limit to create charge/ mortgage/ hypothecation on the immovable and movable properties of the Company under clause (a) of sub-section (1) of Section 180 of the Companies Act, 2013 up to Rs.500/- Crore.	Special Resolution

With due consent of the Board and the members, Mr. Mohammed Sabir Khan entrusted the chair to Mrs. Amreen Sheikh, an Independent Director of the Company for the Agenda Item No. 2, 5, 6 and 7 because he was interested in the said items.

Further the Company Secretary informed the members that the Company had provided the remote e-voting facility to the shareholders for casting the vote, from 23rd September, 2022 (starting from 09.00 A.M. IST) to 25th September, 2022 (end on 05.00 P.M. IST) on all resolutions set forth in the Notice. He also informed that, the Company has provided the facility to the members, to vote at the meeting and the said facility also open for 15 minutes, after the conclusion of the AGM, those who did not exercise their vote through remote e-voting.

After that, the Chairman addressed the members to the meeting and Mr. Nasir Khan, Executive Director of the Company deliberated the members about the overall performances and affairs of the company for the financial year ended on March 31, 2022.

The Chairman informed the members about the dependency of the Company on the yarn suppliers and also expressed that, if the circumstances permit, the Company will establish the Spinning Project at Unit -2nd, Neemuch, Madhya Pradesh, to remove the dependency on the yarn suppliers and to reduce the cost of production and be better the supply chain of final product of the Company. The Chairman further conveyed thanks to the shareholders and all for continued trust in the Company. The Chairman then invited the members to ask questions or express their views.

The company secretary informed that no shareholder registered themselves as “Speaker” and also announced about the option to raise query/views by the members, via email facility.

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The Company Secretary stated that the consolidated results of the remote e-voting and e-voting at the AGM venue, would be announced within 2 working days of the conclusion of the meeting and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the website of the Company and National Securities Depository Limited (NSDL).

The Chairman then thanked the Members for their continued support and for attending and participating in the meeting. He also thanked the Directors for joining the meeting virtually.

The Company Secretary informed the members that the e voting process will continue for the next 15 minutes and will be disabled automatically. Thereafter the meeting was concluded with a vote of thanks to the chair by Mr. Rahul Kumar Verma, Company Secretary and declared the meeting as concluded at 01:22 P.M (IST).

For Swaraj Suiting Limited



Rahul Kumar Verma
Company Secretary &
Compliance Officer
Mem. No. A46036