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SEPARATE ANNEXURE

POSTAL BALLOT NOTICE, POSTAL BALLOT FORM, ETC.

1. **ALTERATION OF OBJECTS CLAUSE OF MEMORANDUM OF ASSOCIATION**
2. **CHANGE IN SITUATION OF REGISTERED OFFICE**

29TH ANNUAL GENERAL MEETING	
Date	17.09.2014
Day	WEDNESDAY
Time	11:00 A.M.
Place	GIRISH CHANDRA BARDALAI PATH, BAMUNIMAIDAN, GUWAHATI, ASSAM - 781021

SWAGTAM TRADING & SERVICES LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS	
Ms. Lalita Mittal	DIN: 06928783
Mr. Deepak Sharma	DIN: 00293945
Mr. Dharendra Singh Bhandari	DIN: 00294082
Mr. Raman Mittal	DIN: 06877244
Mr. Raj Kumar Gupta	DIN: 00074532
AUDITORS M/s GHOSH KHANNA & CO. Chartered Accountants, FRN - 003366N Mr. Ashish Ghosh, Partner Membership No.: 081732 Address: L-2A, Hauz Khas Enclave, New Delhi - 110016 Tel: 011-2696 2981, Email Id: gkc@vsnl.com Website: www.gkcindia.com	ADVISORS Mr. Saurabh Chugh LLB, ACS Membership No. ACS - 31456 Tel: 098144 81815
BANKERS Punjab National Bank Ahimsa Bhawan, New Rajendra Nagar, New Delhi - 110060	REGISTRAR Alankit Assignments Limited R.O: 1E/13, Alankit Heights, Jhandewalan Extension, New Delhi-110055 C.O: 205-208, Anarkali Complex, Jhandewalan Extension, New Delhi-110055 Tel: 011-4254-1234, 4254-1960
OFFICES	
REGISTERED OFFICE Girish Chandra Bardalai Path, Bamuni Maidan Guwahati, Assam - 781021	CORPORATE OFFICE 105 LSC, Pocket K & L Market, Sarita Vihar, New Delhi - 110076
CONTACT DETAILS	
Tel : 011 - 4172 6525 Mob : 9910003638	Email : swagtam1984@gmail.com Website : www.swagtam.com

IMPORTANT COMMUNICATION TO THE MEMBERS

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by E-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their E-mail addresses, so far, are requested to register their e-mail addresses, with the Registrar & Share Transfer Agent of the Company.

NOTICE OF ANNUAL GENERAL MEETING

To the Members,

NOTICE IS HEREBY GIVEN THAT 29TH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY WILL BE HELD ON WEDNESDAY, 17.09.2014 AT 11:00 A.M. AT "GIRISH CHANDRA BARDALAI PATH, BAMUNIMAIDAN, GUWAHATI, ASSAM - 781021" TO CONSIDER AND TRANSACT THE BUSINESS(ES) MENTIONED BELOW:

ORDINARY BUSINESS

ITEM NO. - 1: To receive, consider and adopt the Audited Balance Sheet as at 31st March 2014, and the Profit and Loss Account for the year ended on that date alongwith the Reports of Auditors and Directors thereon.

ITEM NO. - 2: To re-appoint Mr. Deepak Sharma as Director who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

ITEM NO. - 3: To re-appoint M/s GHOSH KHANNA & CO., Chartered Accountants, FRN 003366N, as Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of next annual general meeting of the Company on such remuneration as the Board may decide.

SPECIAL BUSINESS

ITEM NO. - 4: TO APPOINT MS. LALITA MITTAL AS WHOLE TIME DIRECTOR & CHIEF FINANCIAL OFFICER

To consider and if thought fit, to pass with or without modification(s), the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to Section 196, 197 read with Schedule V and provisions of Articles of Association of the Company and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) Ms. Lalita Mittal (DIN: 06928783) who was appointed by the Board as an Additional Director pursuant to the provisions of section 161 w.e.f. 19.07.2014 to hold office up-to the upcoming Annual General Meeting and in respect of whom a notice under section 160 of the Companies Act, 2013 has been received by the Company from a member signifying his intention to propose her as candidate for the office of Whole Time Director and Chief Finance Officer of the Company, be and is hereby appointed as Whole Time Director and Chief Finance Officer for the period of 3 (Three) consecutive years.

RESOLVED FURTHER THAT Mr. Deepak Sharma (DIN: 00293945) or Mr. Raj Kumar Gupta (DIN: 00074532), Director(s) of the Company, be and is hereby authorised to take such steps as may be necessary or desirable to give effect to the aforesaid resolution"

ITEM NO. - 5: TO APPOINT MR. RAJ KUMAR AS INDEPENDENT DIRECTOR

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof, for the time being in force) and Clause 49 of the Listing Agreement, Mr. Raj Kumar Gupta (DIN: 00074532), who was appointed as an additional director in terms of Section 161 of the Companies Act, 2013 and Articles of Association of the Company w.e.f. 30.04.2014 and who holds office upto the date of this Annual General Meeting has submitted a declaration that he meets the criteria for independence as provided in section 149, and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for the period of 5 (five) consecutive years.

RESOLVED FURTHER THAT Mr. Deepak Sharma (DIN: 00293945) or Mr. Raman Mittal (DIN: 06877244), Director(s) of the Company, be and is hereby authorised to take such steps as may be necessary or desirable to give effect to the aforesaid resolution"

ITEM NO. - 6: TO APPOINT MR. RAMAN MITTAL AS INDEPENDENT DIRECTOR

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof, for the time being in force) and Clause 49 of the Listing Agreement, Mr. Raman Mittal (DIN: 06877244) who was appointed as an additional director in terms of Section 161 of the Companies Act, 2013 and Articles of Association of the Company w.e.f. 02.06.2014 and who holds office up to the date of this Annual General Meeting has submitted a declaration that he meets the criteria for independence as provided in section 149, and in respect of whom the Company has received a notice in writing under section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for the period of 5 (five) consecutive years.

RESOLVED FURTHER THAT Mr. Deepak Sharma (DIN: 00293945) or Mr. Raj Kumar Gupta (DIN: 00074532), Director(s) of the Company, be and is hereby authorised to take such steps as may be necessary or desirable to give effect to the aforesaid resolution"

ITEM NO. - 7: INCREASE IN AUTHORISED CAPITAL

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESLOVED THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or any re-enactment thereof), the Authorised Capital of the Company be and is hereby increased from the existing Rs. 1,25,00,000 (Rupees One Crore Twenty Five Lacs Only) divided into 12,50,000 (Twelve Lacs Fifty Thousand Only) Equity Shares of Rs 10/- (Rupees Ten) each to Rs. 4,00,00,000 (Rupees Four Crores Only) divided into 40,00,000 (Forty Lacs) Equity Shares of Rs 10/- (Rupees Ten) each and any further amendment(s), wherever applicable / required, in consequences of this resolution shall be made accordingly.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following:

- V. The Authorised Share Capital of the Company is Rs. 4,00,00,000/- (Rupees Four Crores Only) divided into 40,00,000 (Forty Lacs) Equity Shares having face value of Rs. 10/- (Rupees Ten) each.**

RESOLVED FUTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and are hereby authorised to take all such steps and actions and give such directions and delegate such powers/authorities, as it may in its absolute discretion, deem appropriate, including settling any question that may arise in this regard."

ITEM NO. - 8: TO ADOPT NEW SET OF REGULATIONS / ARTICLES OF ASSOCIATION

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to provisions of section 14 and all other applicable provisions of the Companies Act 2013 read with Companies (Incorporation) Rules, 2014, the draft set of regulations / articles as contained in the Articles of Association as submitted to this meeting, be and are hereby approved and adopted as new set of Article of Association of the company, with amended Authorised Share Capital, in substitution, and to the entire exclusion, of the regulations / articles contained in the existing Articles of Associations of the Company."

"RESOLVED FURTHER THAT Mr. Deepak Sharma (DIN: 00293945) or Mr. Raj Kumar Gupta (DIN: 00074532), Director(s) of the Company, be and is hereby authorised to sign and file all necessary forms, documents, deeds & returns with the concerned Registrar of Companies, Delhi Stock Exchange Limited and all other appropriate authorities and do all such acts & deeds and take all such further steps as may be necessary, proper or expedient to give effect to aforesaid resolution."

ITEM NO. - 9: ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**

"RESLOVED THAT pursuant to the provisions of Section 62 and 42 of the Companies Act, 2013 ("Companies Act") read with Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014 (including any amendment or statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the provisions of Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time ("SEBI (ICDR) Regulations"), as in force and subject to other applicable rules, regulations, clarifications and/or guidelines, if any, issued by concerned Regulatory Authority, including but not limited to Securities and Exchange Board of India ("SEBI"), Delhi Stock Exchange Limited ("DSE"), being the Stock Exchange where the Shares of the Company are listed and enabling provisions of the Memorandum & Articles of Association of the Company and the listing agreement entered into between the Company and DSE and subject to requisite approvals, consents, permissions and/or sanctions, if any, of the Central Government, Delhi Stock Exchange, SEBI, and other appropriate authorities, as may be required and subject to such conditions as may be prescribed by any of them while granting any such approvals, consents, permissions and/or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee(s) constituted by the Board or any Director / person(s) authorised by the Board to exercise the powers conferred on the Board by this Resolution), the Board be and is hereby authorised to create, offer, issue and allot Upto 13,00,000 (Thirteen Lacs only) Equity Shares of the face value of Rs. 10/- (Rupees Ten) each at a premium of Rs. 25/- (Rs. Twenty Five) each amounting in total to Rs. 35/- (Rs. Thirty Five only) per equity shares on Preferential basis to Non-Promoters, as per details mentioned below, which shall rank pari-passu with the existing Equity Shares of the Company, in such form and manner and upon such terms and conditions as the Board may in its absolute discretion deem fit, at a price as will be determined in accordance with SEBI (ICDR) Regulations to the following proposed allottees:-

All the Proposed Allottee(s) belong to NON-PROMOTER Category					
Sr. No.	Name	PAN	No. of Shares	% of Shares	Address
1	Aarti Mittal	APDPM3391Q	10000	0.77	138 Deepali Enclave Pitampura Delhi
2	Aayush Aggarwal	ALAPA1919R	30000	2.31	House No. 87, Sector 16 A, Faridabad
3	Ajay Bindal	AADPB9118R	15000	1.15	140, Deepali Enclave, Pitampura, Delhi.
4	Ajay Bindal HUF	AACHA7658G	15000	1.15	140, Deepali Enclave, Pitampura, Delhi.
5	Amarnath	AAGPN3825Q	30000	2.31	House No 88A, Ward No-10, Budhlada, District - Mansa
6	Amit Gupta	AGOPG3075D	10000	0.77	402, Tower No.3, Uniworld Gardens, Sohna Road, Gurgaon, Haryana-122001
7	Amit Gupta	AATPG1441Q	55000	4.23	J-13/55, First Floor, Rajouri Garden, Delhi
8	Amit Mittal	ADOPM7415Q	10000	0.77	138 Deepali Enclave Pitampura Delhi
9	Anita Aggarwal	AAPNA6586C	30000	2.31	House No. 87, Sector 16 A, Faridabad
10	Asha Sabharwal	BMKPS4892M	7500	0.58	G-26/210, Sector-3, Rohini, Delhi-110085.
11	Charanjit Singh	AVSPS3065J	10000	0.77	140 SF, A-2 Block, Janakpuri, New Delhi-58
12	Deepak Mittal	AGBPM6382Q	10000	0.77	138 Deepali Enclave Pitampura Delhi
13	Deepak Mittal HUF	AAGHD7986J	10000	0.77	138 Deepali Enclave Pitampura Delhi

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Sr. No.	Name	PAN	No. of Shares	% of Shares	Address
14	Gaurav Mohan	ANYPM1623Q	10000	0.77	18A, 2nd Floor, North Avenue Road, West Punjabi Bagh, New Delhi-26
15	Govind Aggarwal	ABVPA5466G	5000	0.38	432 Deepali Enclave Pitampura Delhi
16	Harsh Vardhan Bansal	AAAPB1908Q	15000	1.15	210, Tarun Enclave, Pitampura, Delhi.
17	Jagbir Singh	BLQPS1456L	7500	0.58	3A/305, Rang Rasayan Aptt., Sector-13, Rohini, New Delhi-85.
18	Jyoti Jain	AGXPJ5654L	30000	2.31	House No-20, Near Ashoka Park Main, Tri Nagar, Delhi - 110035
19	Krishan Kumar	AEWPK0416L	5000	0.38	289 Deepali Enclave Pitampura Delhi
20	Krishan Kumar Garg	ACEPK0428Q	30000	2.31	House No - 4707, Ward No-19, Bhatinda , Punjab
21	Lajwanti Devi	AIJPD4264C	7500	0.58	45 Bhera Enclave, Paschim Vihar, New Delhi
22	Manish Aggarwal	AFZPA2150B	25000	1.92	2502, Diamond Plaza, Gurudwara Road, Karol Bagh, New Delhi - 110005
23	Manish Aggarwal HUF	AAIHM6935J	25000	1.92	2502, Diamond Plaza, Gurudwara Road, Karol Bagh, New Delhi - 110005
24	Mayank Aggarwal	AJJPJA8512H	5000	0.38	154 Deepali Enclave Pitampura Delhi
25	Meenu Bansal	AAAPB3590L	15000	1.15	210 Tarun Enclave Pitampura Delhi
26	Mohinder Sabharwal	AYCPS6669K	7500	0.58	G-26/210, Sector-3, Rohini, Delhi-110085.
27	Mukesh Mittal	AJGPM2125D	5000	0.38	432 Deepali Enclave Pitampura Delhi
28	Naresh Kumar	ABJPK5857F	5000	0.38	289 Deepali Enclave Pitampura Delhi
29	Nidhi Gupta	ARCPG7516L	10000	0.77	402, Tower No.3, Uniworld Gardens, Sohna Road, Gurgaon, Haryana-122001
30	Nikita Jain	AGCPJ5236D	10000	0.77	B-5, Civil Lines, Bathinda.
31	Nishant Sabharwal	DIWPS1458H	7500	0.58	G-26/210, Sector-3, Rohini, Delhi-110085.
32	Nitin Aggarwal	AOTPA2202H	5000	0.38	154 Deepali Enclave Pitampura Delhi
33	Paayal	BEGPP3614E	30000	2.31	House No. 87, Sector 16 A, Faridabad
34	Pankaj Aggarwal	ACLPA0528L	17500	1.35	W-8C/10, western Avenue, Sainik Farms, New Delhi
35	Pricep Trade and Finance Pvt. Ltd.	AABCP5338C	25000	1.92	110, First Floor, P-2, New CIT Road, Kolkata, West Bengal - 700001
36	Rajan Mittal	ABNPM8118M	60000	4.62	House No. 811, Sector 16, Panchkula, Haryana
37	Rajesh Gupta	AALPG4303M	40000	3.08	House No. - 8, First Floor, Street No. 18, East Punjabi Bagh, New delhi - 110026
38	Rajni Jain	AANPJ0005H	10000	0.77	B-5, Civil Lines, Bathinda.
39	Rakesh Kumar Garg	AARPG1490P	40000	3.08	House No-267, Phase-1, Model Town, Bhatinda - 151001, Punjab

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Sr. No.	Name	PAN	No. of Shares	% of Shares	Address
40	Richa Aggarwal	ABHPA1347G	60000	4.62	15/16, Inner City, Ring Road, Agra - 282004
41	Rishab Aggarwal	BJZPA4566J	30000	2.31	House No. 87, Sector 16 A, Faridabad
42	Rishav Kumar	BMKPK7216B	30000	2.31	Main Bazar, Talwandi Sabo, Bhatinda-151302,
43	Ritu Gupta	ADUPG8304N	7500	0.58	45 Bhera Enclave, Paschim Vihar, New Delhi
44	Sakshi Mittal	BPMPM0814C	27500	2.12	21180/A, Street No-5, Ajit Road, Bhatinda - 151001
45	Sameer Jain HUF	AAYHS5141J	30000	2.31	House No-20, Near Ashoka Park Main, Tri Nagar, Delhi - 110035
46	Sanjay Jain	ABJPJ5318E	10000	0.77	B-5, Civil Lines, Bathinda.
47	Sanjay Jain & Sons HUF	AALHS3790H	10000	0.77	B-5, Civil Lines, Bathinda.
48	Saroj Rani Aggarwal	ABQPA9078H	30000	2.31	House No. 87, Sector 16 A, Faridabad
49	Satish Gupta	ADUPG8302L	7500	0.58	45 Bhera Enclave, Paschim Vihar, New Delhi
50	Satish Gupta (HUF)	AAHHS3006H	7500	0.58	45 Bhera Enclave, Paschim Vihar, New Delhi
51	Seema Gupta	AFKPG7585D	40000	3.08	House No. - 8, First Floor, Street No. 18, East Punjabi Bagh, New delhi - 110027
52	Shilpi Mittal	AGCPM3531G	5000	0.38	432 Deepali Enclave Pitampura Delhi
53	Shivani Garg	ALTPG9441P	30000	2.31	194, Block - AM, Shalimar Bagh, Delhi - 88
54	Shresth Bansal	BBDPB3444C	15000	1.15	210 Tarun Enclave Pitampura Delhi
55	Shruti Mittal	AIIPG6160B	10000	0.77	138 Deepali Enclave Pitampura Delhi
56	Shweta Gupta	AGPPG9195H	30000	2.31	House No. 87, Sector 16 A, Faridabad
57	Sumit Gupta	AATPG1443N	45000	3.46	2502, Diamond Plaza, Gurudwara Road, Karol Bagh, New Delhi - 110005
58	Sunita Bindal	AHFPB9420M	15000	1.15	140, Deepali Enclave, Pitampura, Delhi.
59	Sunita Rani	ASUPR5199M	30000	2.31	House No-267, Model Town, Phase-1, Bhatinda-151001
60	Swati Sabharwal	DIWPS1626H	7500	0.58	G-26/210, Sector-3, Rohini, Delhi-110085.
61	Tarun Aggarwal	AOQPA9034E	5000	0.38	139 Deepali Enclave Pitampura Delhi
62	Tarun Jain	AHWPJ2158H	10000	0.77	B-5, Civil Lines, Bathinda.
63	Ujjwal	ABAPU1534E	7500	0.58	3A/305, Rang Rasayan Aptt., Sector-13, Rohini, Delhi-85.
64	Veena Gupta	AFRPG8029B	50000	3.85	B-802, Tarun CGHS, Sector-47, Gurgaon
65	Vikas Jindal	AEUPJ8625A	30000	2.31	House No - 4707, Ward No-19, Bhatinda, Punjab
66	Weldon Fincap Pvt. Ltd.	AABCS5281M	25000	1.92	7, East Avenue Road, Punjabi Bagh, New Delhi - 110026
		TOTAL =	1300000	100.00	

The names of proposed allottees / investors and/or number of shares proposed to be subscribed by them as mentioned above are only indicative and actual numbers of shares that may be ultimately subscribed and allotted may interchange among the persons named above but the total number of shares that will be allotted shall be Upto 13,00,000 (Thirteen Lacs Only) Equity Shares only.

RESOLVED FURTHER THAT:

- i. The relevant date for the purpose of determining the issue price of the Equity Shares in accordance with the SEBI (ICDR) Regulations, 2009 (as amended) be fixed as 16th August 2014 being the 30th day prior to 17th SEPTEMBER, 2014, i.e. the date on which the Annual General Meeting of the shareholders is to be convened, in terms of Section 96 of the Companies Act, 2013 as well as of Regulation 71 of the SEBI (ICDR) Regulations to consider the proposed preferential issue.
- ii. The Equity Shares allotted in terms of this resolution shall rank pari passu in all respects with the existing Equity Shares of the Company and shall be entitled to dividend declared, if any, in accordance with the statutory guidelines that are in force at the time of such declaration.
- iii. The Board be and is hereby authorized to decide/finalise and approve the other terms and conditions of the issue of equity shares, and also shall be entitled to vary, amend, add, modify or alter any of the terms and conditions, including the issue price on a higher side, as it may deem expedient, without being required to seek any further consent or sanction or approval of the Company in a General Meeting and it is deemed that the members have given their consent/approval for the purpose of these acts & deeds.

RESOLVED FURTHER THAT the aforesaid equity shares allotted on preferential basis shall be locked-in as per the SEBI Regulations, i.e. from the date of allotment/ trading approval granted by Delhi Stock Exchange for a period of one year as prescribed in Regulation 78 of SEBI (ICDR) Regulations, 2009.

RESOLVED FURTHER THAT the Equity Shares so issued and allotted as above, shall be listed and traded on Delhi Stock Exchange Ltd. on which existing shares of the Company are listed.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modification(s) in the proposal as may be required by the agencies involved in such issues but subject to such conditions as the Securities and Exchange Board of India (SEBI) and Delhi Stock Exchange (DSE) and/or such other appropriate authority may impose at the time of their approval and as agreed to by the Board/authorised Director.

RESOLVED FURTHER THAT for giving effect to the above mentioned resolution, the Board/ the Committee of the Board or any nominated Director, be and is hereby authorised on behalf of the Company to take all such actions and to do all such acts, deeds, things and matters, as it may, in its absolute discretion, consider necessary, desirable, incidental or expedient to the issue and allotment of aforesaid Equity Shares, including without any limitation, appointment of consultants, retainers, professionals or Merchant Bankers, or any other person(s) as may be required, and to enter into arrangements for in-principle approval, listing & trading approvals, entering into arrangement and/or liasoning with the RTA, Depositories, DSE etc and to enter into all such arrangements and agreements as may be necessary, to seek Listing & Trading Approval of the Equity Shares so allotted pursuant to the Preferential Allotment with Delhi Stock Exchange Ltd., to settle any questions, difficulties or doubts that may arise in regard to any such issue, offer or allotment of Equity Shares and in complying with any regulations, as it may, in its absolute discretion, deem fit to do, without being required to seek any further approval/sanctions and/or consent of the Members of the Company and it is deemed that the members have given their consent/approval for the purpose of these acts & deeds.

RESOLVED FURTHER THAT Board of Director of the company, be and is hereby authorized to make the Allotment(s) of all or any of the Equity shares in one or more lots as and when considered necessary, as per the guidelines.

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RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred by this resolution on it, to any Committee(s) of Directors, any other Director(s) or Officer(s) or professionals or consultants, etc to give effect to the aforesaid resolution."

**By Order of Board of Director
Swagtam Trading & Services Limited**

**Date : 08.08.2014
Place: New Delhi**

**LALITA MITTAL
Whole Time Director & CFO
DIN: 06928783
Address: F-22, House No. 148,
Sector - 3, Rohini, Delhi - 110085**

NOTES:

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at this AGM are annexed hereto.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself / herself and such proxy need not be a member of the company.
3. The proxy form must reach at Company's Registered / Corporate Office at least 48 hours before the time of holding the meeting.
4. Register of Members and Share Transfer Books will remain closed from 12.09.2014 to 17.09.2014 (both days inclusive).
5. Members are requested to :
 - i. Quote their folio number (s) / Client ID / DP ID in all correspondence.
 - ii. Please notify change (s), if any, in your Registered Address along with Pin Code Number, and e-mail ID to the Registrar and Share Transfer Agent or to Company.
6. Members desiring any information as regards to Accounts are requested to write to the Company at an early date so as to enable the management to keep the information ready.
7. Members are requested to bring their copy of the Annual Report to the meeting. Members/Proxies should bring the Attendance Sheet duly filled in for attending the meeting.
8. Members holding shares in physical form and desirous of making a Nomination in respect of their shareholding in the company as permitted under Section 72 of the Companies Act, 2013 are requested to send the prescribed Form SH-13 to the Corporate/ Registered Office of the Company. The Form would be made available on demand.
9. The "Ministry of Corporate Affairs" (MCA) has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by Companies and has issued a circular on April 21, 2011 stating that the service of document by a company can be made through electronic mode. In view of the circular issued by M.C.A, the Company proposes to henceforth deliver documents like notice calling the Annual General Meeting/Extra Ordinary General Meeting/Audited Annual Accounts/Report of the Auditors/Report of the Directors, etc, in electronic form to the E-mail address provided by the shareholders.
10. Shareholders are requested to furnish their e-mail ID's to enable the Company to forward all the requisite information in electronic mode. In case of shareholders holding shares in Demat form, the e-mail ID's of the shareholders registered with the DP and made available to the company shall be the registered e-mail ID unless the communication is received to the contrary.

11. The Securities and Exchange Board of India has notified that the shareholders/transferee of shares (including joint holders) holding shares in physical form are required to furnish a certified copy of their PAN card to the Company/ RTA while transacting in the securities market including transfer, transmission or any other corporate action.

Accordingly, all the shareholders/ transferee of shares (including joint holders) are requested to furnish a certified copy of their PAN card to the Company/ RTA while transacting in the securities market including transfer, transmission or any other corporate action.

12. The Company has designated an exclusive e-mail ID called swagtam1984@gmail.com for redressal of shareholder's complaints / grievances, in case you have any queries/complaints or unresolved grievances, then please write to us.
13. In terms of Section 108 of the Companies Act, 2013 Read with the rule 20 of the Companies (Management & Administration) Rules, 2014 it is mandatory on the part of the Company to provide e-Voting facility but MCA Circular dated 17th June, 2014, provides exemption to the Companies from providing E-voting Facility till 31st December, 2014, therefore E-Voting facility is not being provided for this meeting in view of the said circular of MCA.