



Swan Energy Limited

(Formerly Swan Mills Limited)

6 FELTHAM HOUSE, 2nd FLOOR, 10, J. N. HEREDIA MARG, BALLRD ESTATE, MUMBAI - 400 001
Tel.: +91 22 4058 7300 • Email: info@swan.co.in / invgrv@swan.co.in • website: swan.co.in
CIN. L17100MH1909PLC000294

June 17, 2025

swan/nse/bse

Dept. of Corporate Compliances,
National Stock Exchange Limited,
Exchange Plaza, Plot No. C/1, G Block,
Bandra –Kurla Complex, Bandra-East,
Mumbai – 400 051
Symbol: **SWANENERGY**

Dept. of Corporate Service
BSE Limited,
P.J. Tower, Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: **503310**

Dear Sir / Madam,

Subject: Intimation/Notice of Postal Ballot

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the copy of Postal Ballot Notice.

In compliance with the relevant circulars issued by Ministry of Corporate Affairs, the said Notice is being sent through electronic mode only to those members whose e-mail IDs are registered with the Company/ Depositories/ Registrar and Share Transfer Agent [“RTA”] as on Friday, June 06, 2025 being the cut-off date.

The Company has engaged National Securities Depository Limited to provide remote e-Voting facility to its members. The remote e-Voting period commences from 9.00 AM. (IST) on Tuesday, June 17, 2025, and ends at 5.00 P.M. (IST) on Wednesday, July 16, 2025. Please note that communication of assent or dissent of the members would only take place through the e-Voting. The instructions for remote e-Voting are provided in the Postal Ballot Notice.

Kindly take note of the above.

Thanking you,

Yours faithfully,

For Swan Energy Limited

(Chetan K. Selarka)
Whole-time Director & CFO
DIN: 03224037



Swan Energy Limited

(Formerly Swan Mills Limited)

6 FELTHAM HOUSE, 2nd FLOOR, 10, J. N. HEREDIA MARG, BALLRD ESTATE, MUMBAI - 400 001
Tel.: +91 22 4058 7300 • Email: info@swan.co.in / invgrv@swan.co.in • website: swan.co.in
CIN. L17100MH1909PLC000294

CALENDAR OF EVENTS FOR POSTAL BALLOT PROCESS

S.N.	Particulars	Date
1	Date on which consent is given by the Scrutinizer	09-06-2025
2	Date of Board Resolution authorizing the Director(s) and the Company Secretary to be responsible for the entire Postal Ballot process.	10-06-2025
3	Date of appointment of the Scrutinizer	10-06-2025
4	Specified Date for determining members to whom Postal Ballot Notice will be sent	06-06-2025
5	Date of completion of dispatch of Notice by electronic means	16-06-2025
6	Date of publishing Advertisement in Newspaper	17-06-2025
7	Date of Commencement of Voting by Electronic Mode	17-06-2025
8	End date of Voting by Electronic Mode	16-07-2025
9	Date on which Resolution will be deemed to be passed.	16-07-2025
10	Date of submission of the Report by the Scrutinizer	18-07-2025
11	Date of declaration of the result by the Chairman	18-07-2025



Swan Energy Limited

(Formerly Swan Mills Limited)

6 FELTHAM HOUSE, 2nd FLOOR, 10, J. N. HEREDIA MARG, BALLARD ESTATE, MUMBAI - 400 001

Tel.: +91 22 4058 7300 • Email: info@swan.co.in / invgrv@swan.co.in

CIN. L17100MH1909PLC000294

NOTICE OF POSTAL BALLOT

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

Dear Members,

NOTICE is hereby given pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Companies Act, 2013 [*"Act"*] including Rules made thereunder [*"Rules"*], Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [*"SEBI Listing Regulations"*], Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India [*"SS-2"*] read with the guidelines prescribed by the Ministry of Corporate Affairs [*"MCA"*] for holding general meetings / conducting postal ballot process through e-voting *vide* various general circulars issued by MCA [*"Circulars"*], including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force and subject to other applicable laws and regulations, the **Resolution**, as appended below, is proposed to be passed by the Members *via* Postal Ballot [*through remote e-voting*] and is followed by its **Explanatory Statement(s)** in terms of the provisions of Section 102[1] and 110 of the Act, setting out details relating to special business to be transacted.

This Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories / Registrar and Share Transfer Agent [*"RTA"*] and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, June 06, 2025. [***Cut-off date***]. Accordingly, hard copy of the notice along with the Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot and Members are required to communicate their assent or dissent through the remote e-voting system only and will also be available on the Company's website www.swan.co.in, websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and website of the NSDL i.e. www.evoting.nsdl.com.

Pursuant to Rule 22[5] of the Rules, the Board of Directors, through resolution passed by circulation on June 10, 2025, has appointed Mr. Jignesh M. Pandya, Proprietor, M/s. Jignesh M. Pandya & Co., Practicing Company Secretary [M. No. 7346 and CP No. 7318], as the Scrutinizer for conducting the postal ballot [remote e-voting process] in a fair and transparent manner.



Swan Energy Limited

(Formerly Swan Mills Limited)

6 FELTHAM HOUSE, 2nd FLOOR, 10, J. N. HEREDIA MARG, BALLARD ESTATE, MUMBAI - 400 001

Tel.: +91 22 4058 7300 • Email: info@swan.co.in / invgrv@swan.co.in

CIN. L17100MH1909PLC000294

Members are requested to carefully read the Notes [including instructions for remote e-Voting] forming part of this Postal Ballot Notice. The Company has engaged the services of National Securities Depository Limited [NSDL] to provide the said remote e-Voting facility which will commence on Tuesday, June 17, 2025 [9:00 A.M. (IST)] and will end on Wednesday, July 16, 2025 [5:00 P.M. (IST)]. Members are requested to cast their votes through the remote e-Voting not later than 5:00 P.M. IST on Wednesday, July 16, 2025 to be eligible for being considered, failing which it will be strictly considered that no vote has been received from the concerned members. The remote e-Voting module shall be disabled by NSDL for voting thereafter.

The Scrutinizer will submit his report, on or before Friday, July 18, 2025, to the Chairman of the Board or in his absence, to such Director/KMP of the Company, duly authorised in this regard. The results of Postal Ballot shall be uploaded on the website of the Company [www.swan.co.in] and on the e-Voting website of NSDL [www.evoting.nsdl.com] and will also be simultaneously forwarded to the Stock Exchanges [National Stock Exchange of India Limited and BSE Limited] where the equity shares of the Company are listed. The resolution as mentioned in this Notice, if passed with requisite majority, shall be deemed to have been passed on Wednesday, July 16, 2025, being the last date specified for remote e-Voting.

SPECIAL BUSINESS:

1. Change in the name of the Company from "Swan Energy Limited" to "Swan Corp Limited"

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

"RESOLVED THAT pursuant to the provisions of Sections 4, 5, 13, 14 and other applicable provisions, if any, of the Companies Act, 2013 and the applicable rules made thereunder [including any statutory modification[s] or re-enactment[s] thereof, for the time being in force], and any other applicable law[s], rule[s], regulation[s], guideline[s], the provisions of the Memorandum and Articles of Association of the Company and Securities and Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015, and subject to approval of the Central Registration Centre, Registrar of Companies and/ or any other statutory authority ["the Authority"] as may be necessary, approval of the members of the Company be and is hereby accorded for change of name of the Company **from "Swan Energy Limited" to "Swan Corp Limited"** or such other name as may be approved by the Authority."



Swan Energy Limited

(Formerly Swan Mills Limited)

6 FELTHAM HOUSE, 2nd FLOOR, 10, J. N. HEREDIA MARG, BALLARD ESTATE, MUMBAI - 400 001

Tel.: +91 22 4058 7300 • Email: info@swan.co.in / invgrv@swan.co.in

CIN. L17100MH1909PLC000294

“RESOLVED FURTHER THAT subject to the approval and upon issuance of fresh certificate of incorporation by the Central Registration Centre, Registrar of Companies and / or any other statutory authority, the name clause being **Clause I in the Memorandum of Association** of the Company be altered accordingly and substituted by the following clause:

The name of the Company is **Swan Corp Limited**.

“RESOLVED FURTHER THAT upon issuance of fresh certificate of incorporation by the Authority consequent upon change of name of the Company, the old name “Swan Energy Limited” wherever appearing in the Memorandum of Association and Articles of Association of the Company and other documents and places be substituted with the new name as **“Swan Corp Limited”** or such other name as may be approved by the Authority.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally and/ or jointly authorised to sign, execute and file necessary applications, forms, deeds, documents and writings as may be necessary for and on behalf of the Company and to settle and finalise all issues that may arise in this regard and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to the foregoing resolutions and to further authorise and delegate all or any of the powers conferred herein in any manner as they may deem fit”.

**By order of the Board
For Swan Energy Limited**

**Chetan Selarka
Executive Director & CFO
DIN: 03224037**

Date: June 10, 2025

Place: Mumbai

Registered Office:

Feltham House,

10, J N Heredia Marg,

Ballard Estate, Mumbai – 400001

Email: invgrv@swan.co.in

Website: www.swan.co.in



Swan Energy Limited

(Formerly Swan Mills Limited)

6 FELTHAM HOUSE, 2nd FLOOR, 10, J. N. HEREDIA MARG, BALLARD ESTATE, MUMBAI - 400 001
Tel.: +91 22 4058 7300 • Email: info@swan.co.in / invgrv@swan.co.in
CIN. L17100MH1909PLC000294

NOTES FOR MEMBERS' ATTENTION:

1. Electronic copy of the Notice of Postal Ballot June 10, 2025

- In compliance with the provisions and Circulars prescribed by MCA and SEBI, the Notice of Postal Ballot is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Purva Shareregistry India Pvt. Ltd ["RTA"] / Depositories.
- Members may note that the Notice will be available on www.swan.co.in, websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and website of National Securities Depository Limited i.e., www.evoting.nsdl.com.

2. Register to receive communications electronically

Members are encouraged to register / update their e-mail address[es] or mobile number[s] with their relevant Depository Participant.

Members who have not registered / updated their e-mail address or mobile number with the Company and wish to receive all communication from the Company electronically may register / update their e-mail address and mobile numbers with RTA or the Company.

We urge Members to support this Green Initiative effort of the Company and get their e-mail ID registered.

3. Scrutinizer

The Company has appointed Mr. Jignesh M. Pandya [M. No. 7346 & CP No. 7318], Proprietor of M/s. Jignesh M. Pandya & Co., Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot only through remote e-voting process, in a fair and transparent manner. The Scrutinizer's decision on the validity of remote e-voting will be final.

The Scrutinizer will submit his report to the Chairman, or any other person authorized by him, after scrutiny of the votes cast, on the results of the Postal Ballot which will be announced on or before Friday, July 18, 2025.

4. Authorised Representative

Institutional / Corporate Shareholders [i.e., other than individuals / HUF, NRI, etc.] are required to send a scanned copy [PDF / JPG Format] of its Board or governing body Resolution/ Authorisation, etc., authorising its representative to vote through remote e-voting on its behalf.

The said Resolution / Authorisation shall be sent to the Scrutinizer by e-mail through its registered e-mail ID to Mr. Jignesh Pandya, at jigneshpandyacs@gmail.com with a copy marked to the Company Secretary at invgrv@swan.co.in, not later than Wednesday, July 16, 2025, 5.00 PM IST.



Swan Energy Limited

(Formerly Swan Mills Limited)

6 FELTHAM HOUSE, 2nd FLOOR, 10, J. N. HEREDIA MARG, BALLARD ESTATE, MUMBAI - 400 001

Tel.: +91 22 4058 7300 • Email: info@swan.co.in / invgrv@swan.co.in

CIN. L17100MH1909PLC000294

5. Register to receive communications electronically

- Shareholders holding shares in Physical Mode: Register / update their email ID, Mobile number and Bank Account details by sending a request letter duly signed by the Shareholder(s) mentioning the Name of the Company, Folio number, Bank Account Details, self-attested copy of PAN card and cancelled cheque leaf. In case the cancelled cheque leaf does not bear the Shareholders name, please attach a copy of the bank passbook statement, duly self-attested to the Company at invgrv@swan.co.in or RTA at support@purvashare.com.
- Shareholders holding shares in Dematerialised Mode: Register / update their email ID, Mobile number and Bank Account details with their respective Depository Participant.

6. Remote e-voting

Pursuant to Section 108 of the Act, Rule 20 of the Rules, as amended, Regulation 44 of the SEBI Listing Regulations and the Circulars, the Company is pleased to provide the facility to the Members to exercise their right to vote on the resolution proposed to be passed by Postal Ballot, by electronic means. As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts

Cut-off date : Friday, June 06, 2025.

[for determining the Members entitled to vote on the resolution set forth in this notice]

Remote e-voting period **Commences from** : 9:00 a.m. IST, Tuesday, June 17, 2025

[During this period, members of the Company as on the cut-off date may cast their vote by remote e-voting] **Ends on** : 5.00 p.m. IST, Wednesday, July 16, 2025, 5.00 PM IST.

[The remote e-voting module shall be disabled for voting thereafter by NSDL]







Swan Energy Limited

(Formerly Swan Mills Limited)

6 FELTHAM HOUSE, 2nd FLOOR, 10, J. N. HEREDIA MARG, BALLARD ESTATE, MUMBAI - 400 001
Tel.: +91 22 4058 7300 • Email: info@swan.co.in / invgrv@swan.co.in
CIN. L17100MH1909PLC000294

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;">   </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access



Swan Energy Limited

(Formerly Swan Mills Limited)

6 FELTHAM HOUSE, 2nd FLOOR, 10, J. N. HEREDIA MARG, BALLARD ESTATE, MUMBAI - 400 001
Tel.: +91 22 4058 7300 • Email: info@swan.co.in / invgrv@swan.co.in
CIN. L17100MH1909PLC000294

	<p>the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.



Swan Energy Limited

(Formerly Swan Mills Limited)

6 FELTHAM HOUSE, 2nd FLOOR, 10, J. N. HEREDIA MARG, BALLARD ESTATE, MUMBAI - 400 001
Tel.: +91 22 4058 7300 • Email: info@swan.co.in / invgrv@swan.co.in
CIN. L17100MH1909PLC000294

Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- Password details for shareholders other than Individual shareholders are given below:
 - If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - To retrieve your 'initial password'
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
- If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- Now, you will have to click on "Login" button.
- After you click on the "Login" button, Home page of e-Voting will open.



Swan Energy Limited

(Formerly Swan Mills Limited)

6 FELTHAM HOUSE, 2nd FLOOR, 10, J. N. HEREDIA MARG, BALLARD ESTATE, MUMBAI - 400 001

Tel.: +91 22 4058 7300 • Email: info@swan.co.in / invgrv@swan.co.in

CIN. L17100MH1909PLC000294

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to **jigneshpandyacs@gmail.com** with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to at evoting@nsdl.com

**By order of the Board
For Swan Energy Limited**

**Chetan Selarka
Executive Director & CFO
DIN: 03224037**

Date: June 10, 2025

Place: Mumbai

Registered Office:

Feltham House,

10, J N Heredia Marg,

Ballard Estate, Mumbai – 400001

Email: invgrv@swan.co.in

Website: www.swan.co.in



Swan Energy Limited

(Formerly Swan Mills Limited)

6 FELTHAM HOUSE, 2nd FLOOR, 10, J. N. HEREDIA MARG, BALLARD ESTATE, MUMBAI - 400 001
Tel.: +91 22 4058 7300 • Email: info@swan.co.in / invgrv@swan.co.in
CIN. L17100MH1909PLC000294

ANNEXURE TO NOTICE

Explanatory Statement under Section 102 of the Companies Act, 2013

In terms of the provisions of Section 102 of the Companies Act, 2013 [**"the Act"**], Secretarial Standard on General Meetings [**"SS-2"**] and the Securities and Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015 [**"SEBI Listing Regulations"**], the following statement sets out the material facts relating to Agenda item as set out in this Notice.

Item No 1:

The Company, with 117 years old legacy, was incorporated as "**Swan Mills Limited**" on February 22, 1909 under the provisions of the erstwhile Companies Act, 1882. In the year 2008, on December 16, 2008, the name was changed to '**Swan Energy Limited**', since the company had ventured into **Energy** business, including set up of LNG Port terminal for re-gasification of LNG through FSRU. Since then, over a period of time in its long-standing history, the Company has undergone significant transformation and has ventured into diversified businesses, operating through various subsidiaries and associate companies, both in India and abroad. The group, today, operates in a wide range of sectors, including but not limited to, Energy, Real estate, Defence shipbuilding, Textiles, Oil & Gas & its trading. As such, the nature of the Company has grown into that of a conglomerate with multiple verticals under its umbrella.

In view of the above diversified lines of businesses, the word '**Energy**' does not appropriately reflect / describe /represent the diversified nature and evolving business activities of the company as a whole and accordingly, it is felt that replacing the word '**Energy**' with the word '**Corp**' [*abbreviation for "Corporation"*] in the name would effectively reflect the conglomerate of businesses and its diversified business structure. The proposed new name "**Swan Corp Limited**" will also better represent the Company's composite business model and strategic outlook, enhancing its brand recognition as a multi-sectoral enterprise / Corporation.

The Management Committee of the Board, at its meeting held on May 23, 2025, subject to the approval of the Board, Central Registration Centre [CRC] at Ministry of Corporate Affairs [MCA], Shareholders, BSE, NSE and/or any other competent authority, accorded its consent to apply for change in the name of the Company from "**Swan Energy Limited**" to "**Swan Corp Limited**" or any other name as may be approved by CRC, MCA. Subsequently, on applying vide form 'RUN', CRC, vide its letter dated May 28, 2025, informed about the availability of the proposed new name '**Swan Corp Limited**' for a period of 60 days. Thereafter, the Board of the company, at its meeting held on May 30, 2025, has approved/ratified the above and have delegated the authority to do all such



Swan Energy Limited

(Formerly Swan Mills Limited)

6 FELTHAM HOUSE, 2nd FLOOR, 10, J. N. HEREDIA MARG, BALLARD ESTATE, MUMBAI - 400 001
Tel.: +91 22 4058 7300 • Email: info@swan.co.in / invgrv@swan.co.in
CIN. L17100MH1909PLC000294

acts, things, and deeds etc., as may be necessary to give effect to resolution of change of the name of the company.

The Board believes that the proposed change in the name of the company, being undertaken as a strategic transition, would make the name of the company focused and relatable to the activities of the Company. It will not affect any of the rights of the Company or of the shareholders/ stakeholders of the Company.

As per the provisions of Section 13 and 14 of the Companies Act, 2013, approval of the shareholders is required for changing the name of the Company and consequent alteration in the Memorandum of Association & Articles of Association, by way of passing a Special Resolution.

Certificate obtained from M/s N N Jambusaria, Statutory Auditors of the Company, [Firm registration number 104030W] dated June 09, 2025 is annexed hereto and forms part of this notice and explanatory statement thereon.

The Board recommends the resolution, as set out at Item No. 1 of this notice, for your approval as a Special Resolution.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in the aforesaid resolution, except to the extent of their shareholding, if any.

**By order of the Board
For Swan Energy Limited**

**Chetan Selarka
Executive Director & CFO
DIN: 03224037**

Date: June 10, 2025

Place: Mumbai

Registered Office:

Feltham House,
10, J N Heredia Marg,
Ballard Estate, Mumbai – 400001
Email: invgrv@swan.co.in
Website: www.swan.co.in

N. N. Jambusaria & Co.

Chartered Accountants

To,
The Board of Directors,
Swan Energy Limited ("The Company")
6, Feltham House, 2nd Floor,
10, J. N. Heredia Marg, Ballard Estate,
Mumbai – 400 001.

Sub: Certificate under Regulation 45 of the SEBI (LODR) Regulations, 2015:

We, N. N. Jambusaria & Co., Chartered Accountants, have examined the relevant records and information as provided by the management of the company in relation to issuance of the certificate for compliance with Regulation 45 (1) of SEBI (LODR) Regulations, 2015 for the proposed change of name of the company from Swan Energy Limited to Swan Corp Limited.

Based on our examination and according to the information and explanation given to us, we do hereby certify that:

- (a) a time period of at least one year has elapsed from the last name change;

The Company has not changed its name since 16th December, 2008.

- (b) at least fifty percent. of the total revenue in the preceding one-year period has been accounted for by the new activity suggested by the new name;

Not Applicable.

OR

- (c) the amount invested in the new activity/project is atleast fifty percent. of the assets of the listed entity:

Not Applicable.

This certificate is issued as per the requirement of Regulation 45 (3) of SEBI (LODR) Regulations, 2015.



For N. N. Jambusaria & Co.
Chartered Accountants
FRN: 104030W

N. N. Jambusaria

(Nimesh Jambusaria)

Membership No: 038979

UDIN: 25038979BMIWSD3023

Mumbai, 9th June, 2025