

SESL/BM-05/OUTCOME/2025-26

September 27, 2025

**BSE Limited**  
**Department of Corporate Services**  
**Floor 25, P. J. Towers,**  
**Dalal Street,**  
**Mumbai-400 001.**

**National Stock Exchange of India Limited**  
**Listing Department**  
**Registered Office: "Exchange Plaza",**  
**C-1, Block G, Bandra – Kurla Complex,**  
**Bandra (E), Mumbai – 400 051.**

**Scrip Code: 532051**

**Symbol: SWELECTES**

Dear Sir/Madam,

**Sub: Outcome of the Board Meeting held on September 27, 2025 – pursuant to Schedule III of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The Board of Directors at their meeting held today (27<sup>th</sup> September 2025), have inter-alia considered and approved the Postal Ballot Notice for seeking the approval of the members of the Company for appointment and change in designation of Directors as intimated to the stock exchanges on 04<sup>th</sup> September 2025 and for undertaking the related party transaction with the subsidiary of the Company as detailed below:

1. Approval of material related party transaction with the subsidiary of the Company viz., ESG Green Energy Private Limited

ESG Green Energy Private Limited (EGEPL) having its Registered Office at "SWELECT House", 2<sup>nd</sup> Floor, A Wing, No.5, Sir P.S. Sivasamy Salai, Mylapore, Chennai - 600004, is presently a wholly owned subsidiary (WOS) of SWELECT Energy Systems Limited and thus EGEPL is a related party within the meaning of Section 2(76) of the Companies Act 2013 ("Act"), and Regulation 2(1)(zb) of the SEBI (LODR) Regulations, 2015.

The above said Company was incorporated on 11<sup>th</sup> June 2024 with the main objects including business of manufacturing, generating, supplying, distributing, transmitting and dealing in electricity and all forms of energy including Solar and Wind Energy and power sales from the Green energy sources. Now, EGEPL has proposed to set up the Solar Power Plant under the Group Captive Generation Scheme and the construction of solar power plant by the said subsidiary is under process. On receipt of the necessary investment from the captive consumers the status of the Company would change from 'wholly owned subsidiary' to 'subsidiary'. SWELECT Energy Systems Limited has entered / proposed to enter into certain transactions with EGEPL for Sale and Purchase of goods /materials and services; investments, providing inter corporate loan, Corporate Guarantee, leasing of properties, Receipt of Management Fees and Commission (Service Income) for Corporate Guarantee extended to the above company to aid the construction/operations of solar plants. The aggregate value of the aforementioned said transactions are-considered to be 'Material' as per Regulation 23 of the SEBI LODR Regulations and also exceeds the limits stated in the provisions of section 188 of the Companies Act, 2013, hence the Board has decided to get approval of the shareholders through Postal Ballot.

*Stay powerful when sun shines. And thereafter...*

The Company would make the necessary disclosures for the Postal Ballot (through remote e-voting facility) upon despatch of the same to the members of the Company, as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023 and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

The meeting commenced at 12.45 P.M. and ended at 04:15 P.M.

We request you to kindly take on record the above intimation as due compliance of Regulation 30 of SEBI LODR Regulations, 2015.

Thanking you,  
Yours faithfully,  
**For SWELECT Energy Systems Limited**

**R. Chellappan**  
**Whole Time Director & Vice Chairman**  
**DIN: 00016958**