



POONA DAL & OIL INDUSTRIES LTD.

Corporate Office : 71/A, Hadapsar Industrial Estate, Hadapsar, Pune 411013
Tel. :- 091-20-26816020, 26816024, CIN : L15313PN1993PLC070263

Dated 29th September,2023

To
The Secretary,
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

BSE scrip code: 519359

Sub: 31st Annual General Meeting ('AGM') of the company

Dear Sir/Madam

Pursuant to applicable regulations of SEBI (Listing obligation and disclosure Requirement) Regulation, 2015, and the provisions of Companies Act,2013 ,rules made there under the following submissions to the exchange is made for the 30th Annual general Meeting of the company:

1. Regulation 30: Proceedings of 31st AGM of the company held on Friday the 29th September,2023 at 11.00 a.m. at e registered office of the company at E-2,Kurkumbh,MIDC,Tal-Daund,Dist-Pune 413802
2. Regulation 44(3): details of Voting results.
3. Section 108 of the Companies Act,2013: Scrutinizer's Report dated 29th September,2023

Kindly take above on the record and acknowledge.

For Poona Dal and Oil Industries Limited


Pradip P. Parakh
Managing Director
(DIN: 00053321)





POONA DAL & OIL INDUSTRIES LTD.

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GIST OF THE PROCEEDINGS OF THE 31ST ANNUAL GENERAL MEETING OF MEMBERS OF POONA DAL AND OIL INDUSTRIES LIMITED HELD ON FRIDAY THE 29TH SEPTEMBER, 2023 AT THE REGISTERED OFFICE OF THE COMPANY AT E-2, KURKUMBH, TAL-DAUND, DIST-PUNE 413802 AT 11.00 A.M.

PRESENT:

Mr. Pradip Poonamchand Parakh	Managing Director
Mr. Ajinkya Ghogardare	Director
Mr. Rakesh Virendra Singh	Director
Mrs. Lizy George	Director
Mr. Kevalchand Muthiyan-	Director

Mr. Sunil M. Sharma	Chief Financial Officer
Ms. Shivali V Agrawal	Company Secretary and Compliance Officer
Mr. Bharat Shah	M/s. Bharat Shah and Associates. (Statutory Auditor)
Ms. Swati Runwal	M/s. Swati Runwal & Associates (Scrutinizer)

Total 31 members attended the 31st Annual General Meeting (the "AGM" or the meeting) Mr. Pradip P. Parakh, Managing Director of the Company, occupied the chair and presided over the meeting. The chairman after ascertaining that requisite quorum was present, called the Meeting to order.

The Chairman welcomed the members to the 31st Annual General Meeting and commenced the proceedings of the Meeting.

The Chairman announced that the statutory registers are available for inspection for members. The Chairman read the speech highlighting the operation and prospects of the company. With the consent of the members present, the notice convening Thirty First Annual General Meeting was taken as read. The Auditors Report was read out to members. The Director's Report already circulated was taken as read. The Chairman requested the members present to raise the queries, several members asked questions and sought clarification and gave their suggestion. The chairman then mentioned that the Companies Act, 2013 provided for Electronic Voting and the Company had provided its members the facility to cast their votes electronically through Central Depository Services Limited ("CDSL") system.

The e-voting commenced on the 26th September, 2023 at 9.00 A.M. and ended on 28th September, 2023 5.00 P.M. Ms. Swati Runwal, Company Secretary in practice (FCS 12377), was



appointed as scrutinizer to scrutinize the e-voting process in fair and transparent manner. Ms. Swati Runwal had submitted her report on e-voting to the Chairman.

The chairman thereafter ordered for voting by poll and requested the members who had not cast their vote on e-voting, to cast their vote on the poll paper, under supervision of Ms. Shivali Agrawal

The members of the Company were briefed about the process of poll. Thereafter, Ms. Shivali Agrawal displayed the empty ballot box to the members and proxies present and sealed the same.

He further explained the objective and implication of all the resolutions before they were put to vote at the Meeting.

Thereafter, the poll process through ballot poll was ordered and the members voted in the Meeting on all 4 resolutions using ballot form.

The following items of business as per 31st AGM notice dated 6th September, 2023, were transacted at the meeting and the members passed the following resolution with requisite majority.

Ordinary Business

1. Adopt the audited financial statements for the financial year ended 31st March, 2023 and the reports of the Directors' the auditors' and thereon.
2. Appointment of Mr. Rakesh Singh (DIN: 06987619), who retires by rotation and being eligible, seeks re-appointment.

Special Business

3. Approval of Cost Audit Fees for Financial Year 2023-24
4. Approval of Related Party Transactions for FY 2023-24 under section 188 of the Companies Act, 2013

A Summary of Consolidated Voting results (e-voting and polling) was as below:





POONA DAL & OIL INDUSTRIES LTD.

Corporate Office : 71/A, Hadapsar Industrial Estate, Hadapsar, Pune 411013
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Poona Dal and Oil Industries Limited 31st Annual General Meeting 29.09.2023

Details regarding the voting results of the Annual General Meeting of Poona Dal and Oil Industries Limited held on 31st September, 2023 pursuant to regulations 44(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.

Date of Annual General Meeting	29.09.2023
Total no. of Shareholders on Record Date	5265
No. of shareholders present in the meeting either in person or through proxy	31
• Promoters and promoter's group	6
• Public	25
No. of Shareholders attended through video conferencing	No Video conferencing
• Promoters and promoter's group	NA
• Public	NA

Item No. 1 – Adoption of the Audited Statement of Profit and Loss for the year ended on 31st March 2023 and the Balance Sheet as on that date together with Report of Auditors and Directors of the Company thereon and annexure thereto.

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter / promoter group are interested in the agenda / resolution?		NO						
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 of 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	4017219	0	0	0	0	100	0
	Poll	4017219	4017219	100	4017219	0	100	0
	Total	4017219	4017219	100	4017219	0	100	0
Public – Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public – Non Institutions	E-Voting	1690781	469	0.008	469	0	100	0
	Poll	1690781	9277	0.16	9277	0	100	0
	Total	1690781	9746	0.17	9746	0	100	0
Total	Total	5708000	4026965	70.54	4026965	0	100	0

Result: Pass



Item No. 2 – Re-appointment of Mr. Rakesh V. Singh (DIN: 06987619) as a Director of the Company who is liable to retire by rotation.

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution?			NO					
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 of votes polled	% of Votes against on votes polled
		1	2	$3 = \frac{(2)}{(1)} * 100$	4	5	$6 = \frac{(4)}{(2)} * 100$	$7 = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting	4017219	0	0	0	0	100	0
	Poll	4017219	4017219	100	4017219	0	100	0
	Total	4017219	4017219	100	4017219	0	100	0
Public – Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public – Non Institutions	E-Voting	1690781	469	0.008	469	0	100	0
	Poll	1690781	9277	0.16	9277	0	100	0
	Total	1690781	9746	0.17	9746	0	100	0
Total	Total	5708000	4026965	70.54	4026965	0	100	0

Result: Pass

Item no.3 Approval of Cost Audit Fees for financial year 2023-24

Resolution required: (Ordinary / Special)			Special					
Whether promoter / promoter group are interested in the agenda / resolution?			NO					
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 of votes polled	% of Votes against on votes polled
		1	2	$3 = \frac{(2)}{(1)} * 100$	4	5	$6 = \frac{(4)}{(2)} * 100$	$7 = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting	4017219	0	0	0	0	100	0
	Poll	4017219	4017219	100	4017219	0	100	0
	Total	4017219	4017219	100	4017219	0	100	0
Public – Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public – Non	E-Voting	1690781	469	0.008	469	0	100	0



Institutions	Poll	1690781	9277	0.16	9277	0	100	00
	Total	1690781	9746	0.17	9746	0	100	0
Total	Total	5708000	4026965	70.54	4026965	0	100	0

Result:Pass

Item no.4 Approval of Related Party Transactions till next Annual general Meeting

Resolution required: (Ordinary / Special)		Special						
Whether promoter / promoter group are interested in the agenda / resolution?		NO						
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 of 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	4017219	0	0	0	0	100	0
	Poll	4017219	4017219	100	4017219	0	100	0
	Total	4017219	4017219	100	4017219	0	100	0
Public - Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting	1690781	469	0.008	469	0	100	0
	Poll	1690781	9277	0.16	9277	0	100	00
	Total	1690781	9746	0.17	9746	0	100	0
Total	Total	5708000	4026965	70.54	4026965	0	100	0

Result:Pass

For Poona Dal and Oil Industries Limited


Pradip P. Parakh
Managing Director
(DIN: 00053321)



Date :29.09.2023

Place: Kurkumbh



Swati Runwal & Associates

FORM NO. MGT-13

Report of Scrutinizer(s)

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014]

To,
Shri. Pradip Poonamchand Parakh,
Managing Director,
Poona Dal & Oil Industries Limited,
E-2, Kurkumbh, MIDC, Tal-Daund, Dist-Pune 413802

Result of voting through poll conducted at the 31st Annual General Meeting of equity shareholders of Poona Dal & Oil Industries Limited held on Friday the 29th September, 2023 at the registered office of the Company.

Dear Sir

I, CS Swati Pritesh Runwal, a Practicing Company Secretary located at Pune, appointed as Scrutinizer for the purpose of poll taken on the below mentioned resolution(s), at the 31st Annual General Meeting of the Company held on Friday the 29th September, 2023 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and in the presence of two witnesses Mr. Gautam Surana and Mr. Prafulla Tari and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
3. The result of the Poll is as under:
Item No. 1 – Ordinary Resolution – Adoption of the Audited Statement of Profit and Loss for the year ended on 31st March 2023 and the Balance Sheet as on that date together with Report of Auditors and Directors of the Company thereon and annexures thereto.

Office: 306, A-Wing, Ultima Business Centre, Gangadham-Shatrunjay Mandir Road,
Kondhwa Bk., Pune-48

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Peer Review Certificate No. 3672/2023





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i. Voted in favour of the resolution (Physical)

No. of members present and voting (in person or by)	No. of votes cast by them	% of total number of valid votes cast
31	4026496	100%

ii. Voted against the resolution (physical)

No. of members present and voting (in person or by)	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

iii. Invalid votes (Physical)

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-----NIL-----	

iv. Abstain from voting (Physical)

No. of members present and voting	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

Item No. 2 – Ordinary Resolution – Re-appointment of Mr. Rakesh Virendra Singh (DIN: 06987619) who retires by rotation and being eligible, seeks re-appointment.

i. Voted in favour of the resolution (Physical)

No. of members present and voting (in person or by)	No. of votes cast by them	% of total number of valid votes cast
31	4026496	100%

ii. Voted against the resolution (physical)

No. of members present and voting (in person or by)	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

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Peer Review Certificate No. 3672/2023





Swati Runwal & Associates

iii. Invalid votes (Physical)

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-----NIL-----	

iv. Abstain from voting (Physical)

No. of members present and voting	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

Item No. 3 – Special Resolution – Approval of Cost Audit Fees for financial year 2023--24

i. Voted in favour of the resolution (Physical)

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
31	4026496	100%

ii. Voted against the resolution (physical)

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

iii. Invalid votes (Physical)

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-----NIL-----	

iv. Abstain from voting (Physical)

No. of members present and voting	No. of votes cast by them	% of total number of valid votes cast
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-----NIL-----

Item No. 4 – Special Resolution – Approval of Related Party Transactions till next Annual General Meeting

i. Voted in favour of the resolution (Physical)

No. of members present and voting (in person or by	No. of votes cast by them	% of total number of valid votes cast
31	4026496	100%

ii. Voted against the resolution (physical)

No. of members present and voting (in person or by	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

iii. Invalid votes (Physical)

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-----NIL-----	

iv. Abstain from voting (Physical)

No. of members present and voting	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

4. The poll papers and all other relevant records were sealed and handed over to the Managing Director of the Company as authorized by the Board for safe keeping.



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Swati Runwal & Associates

5. The electronic data and all other relevant records related to this e-voting were sealed and handed over to the Managing Director of the Company as authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,
Swati Runwal and Associates

Swati Runwal
Practicing Company Secretary
FCS No. 12377
C. P. No. 26433
UDIN: FO12377E001127139



Gauram Surana

Witness No. 1:

Witness No. 2

Prafulla Tari - Bhute

4

Place : Kurkumbh
Date : 29.09.2023

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Swati Runwal & Associates

MGT 13

REPORT OF SCRUTINIZER

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

To,
Shri. Pradip Poonamchand Parakh,
Managing Director,
Poona Dal & Oil Industries Limited,
E-2, Kurkumbh, MIDC, Tal-Daund, Dist-Pune 413802

Dear Sir

I, CS Swati Pritesh Runwal, a Practicing Company Secretary located at Pune, appointed as Scrutinizer for the purpose of the e-voting taken on the below mentioned resolution(s), as mentioned in the Notice for the 31st Annual General Meeting of the Company to be held on Friday the 29th day of September, 2023, submit my report as under:

1. The e-voting facility to the shareholders was kept open for a period of 3 days from 26th September, 2023 to 28th September, 2023
2. After the end of the voting period, I have downloaded the data regarding e-voting from the official website of the Central Depository Services (India) Ltd. (CDSL), in the presence of two witnesses Mr. Gautam Surana and Mr. Prafulla Tari
3. The result of the e-voting is as stated under:

Item No. 1 – Ordinary Resolution – Adoption of the Audited Statement of Profit and Loss for the year ended on 31st March 2023 and the Balance Sheet as on that date together with Report of Auditors and Directors of the Company thereon and annexure thereto.

- i. Voted in favour of the resolution (Evoting)



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Swati Runwal & Associates

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
11	469	100%

ii. Voted against the resolution (Evoting)

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

iii. Abstain from voting

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

Item No. 2 – Ordinary Resolution – Re-appointment of Mr. Rakesh Virendra Singh (DIN: 06987619) who retires by rotation and being eligible, seeks re-appointment.

i. Voted in favour of the resolution (Evoting)

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
11	469	100%

ii. Voted against the resolution (Evoting)

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

iii. Abstain from voting

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

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Item No. 3- Special Resolution – Approval of Cost Audit Fees for financial year 2023-24

i. Voted in favour of the resolution (Evoting)

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
11	469	100%

ii. Voted against the resolution (Evoting)

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

iii. Abstain from voting

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

Item No. 4 – Approval of Related Party Transactions till next Annual General Meeting

i. Voted in favour of the resolution (Evoting)

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
11	469	100%

ii. Voted against the resolution (Evoting)

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

iii. Abstain from voting

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

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Swati Runwal & Associates

Thanking you,
Yours faithfully,
Swati Runwal and Associates

Swati Runwal

Swati Runwal
Practicing Company Secretary



Gautam

Gautam Surana
Witness No. 1:

FCS No. 12377
C. P. No. 26433

Prafulla

Witness No. 2:

Prafulla Taci - Bhute

Place : Kurkumbh
Date : 29.09.2023
UDIN: FO12377E001127139

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