

OAML/ND/2020

September 29, 2020

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Department of Corporate Services/ Listing  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai-400 001  
Email id: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)  
Scrip Code No.: 500317

National Stock Exchange of India Ltd.  
"Exchange Plaza" Bandra-Kurla Complex,  
Bandra (E),  
Mumbai-400 051  
Email id: [cmlist@nse.co.in](mailto:cmlist@nse.co.in)  
Scrip Code: OSWALAGRO

Dear Sir/ Madam,

Sub: Disclosures under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('SEBI Listing Regulations')

Ref: 40<sup>th</sup> Annual General Meeting of Oswal Agro Mills Limited held on Monday, September 28, 2020

This is to inform you that the 40<sup>th</sup> Annual General Meeting (AGM) of Oswal Agro Mills Limited was held on Monday, September 28, 2020 at 12:00 P.M. IST through Video Conferencing (VC).

As per the requirements of the Companies Act, 2013 and the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility at the AGM to its shareholders for voting on the business to be transacted at the AGM of the Company.

The Company has appointed Mr. Paramnoor Singh, Chartered Accountant in Practice as the Scrutinizer for the remote e-voting and e-voting at AGM. As per the Scrutinizer's Report all resolutions contained in the notice of the AGM were approved by the Shareholders with requisite majority.

In this regard please find enclosed the voting results as required under regulation 44 of the SEBI Listing Regulations accompanies with Scrutinizer's report as **Annexure A**.

The voting results along with Scrutinizer's Report are made available on the Company's website at [www.oswalagromills.com](http://www.oswalagromills.com).

This is for your information and records.

Thanking you,

Yours faithfully,  
For Oswal Agro Mills Limited

  
Gopal

Company Secretary & Compliance Officer



Encl: A/a

**OSWAL AGRO MILLS LIMITED**

**Voting Results**

**(Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

<b>Date of the AGM</b>	September 28, 2020
<b>Total number of shareholders on record date</b>	1,96,100
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	Not applicable Not applicable
<b>No. of shareholders attended the meeting through video conferencing</b>  Promoters and Promoter Group: Public:	3 55

<b>Resolution No. 1 (Ordinary Resolution)</b>		Adoption of Audited IND-AS Financial Statements (including audited consolidated IND-AS financial statements) for the financial year ended 31st March 2020 together with the Report of the Board of Directors and the Auditors thereon.						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		No						
<b>Category</b>	<b>Mode of voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of votes polled on outstanding shares</b>	<b>No. of votes – in favour</b>	<b>No. of votes – against</b>	<b>% of votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter	E-voting	56033682	56033682	100.00	56033682	0	100.00	0.00



# Oswal Agro Mills Limited

CIN: L15319PB1979PLC012267

and Promoter Group	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>56033682</b>	<b>56033,682</b>	<b>100.00</b>	<b>56033682</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting	3751438	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>3751438</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public-Non Institutions	E-Voting	74449390	9969011	13.3903	9967220	1791	99.9820	0.0180
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>74449390</b>	<b>9969011</b>	<b>13.3903</b>	<b>9967220</b>	<b>1791</b>	<b>99.9820</b>
<b>Total</b>	<b>134234510</b>	<b>66002693</b>	<b>49.1697</b>	<b>66000902</b>	<b>1791</b>	<b>99.9973</b>	<b>0.0027</b>	

<b>Resolution No. 2 (Ordinary Resolution)</b>		Re-appointment of Shri Anil Bhalla (DIN: 00587533), as a director who retires by rotation.						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		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 on 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	56033682	56033682	100.00	56033682	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>56033682</b>	<b>56033682</b>	<b>100.00</b>	<b>56033682</b>	<b>0</b>	<b>100.00</b>



# Oswal Agro Mills Limited

CIN: L15319PB1979PLC012267

Public- Institutions	E-Voting	3751438	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>3751438</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	74449390	9969011	13.3903	9966290	2721	99.9727	0.0273
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	<b>Total</b>		<b>74449390</b>	<b>9969011</b>	<b>13.3903</b>	<b>9966290</b>	<b>2721</b>	<b>99.9727</b>
		<b>134234510</b>	<b>66002693</b>	<b>49.1697</b>	<b>65999972</b>	<b>2721</b>	<b>99.9959</b>	<b>0.0041</b>

Resolution No. 3 (Special Resolution)			Approval for continuation of holding the office of Chief Executive Officer & Wholetime Director by Shri Bhola Nath Gupta (DIN 00562338) who has attained the age of 70 (seventy) years.					
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 on 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	56033682	56033682	100.00	56033682	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>56033682</b>	<b>56033682</b>	<b>100.00</b>	<b>56033682</b>	<b>0</b>	<b>100.00</b>
Public- Institutions	E-Voting	3751438	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00



# Oswal Agro Mills Limited

CIN: L15319PB1979PLC012267

	<b>Total</b>	<b>3751438</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Public-Non Institutions</b>	<b>E-Voting</b>		9969011	13.3903	9966090	2921	99.9707	0.0293
	<b>Poll</b>	74449390	0	0	0	0	0	0
	<b>Postal Ballot (if applicable)</b>		0	0	0	0	0	0
	<b>Total</b>	<b>74449390</b>	<b>9969011</b>	<b>13.3903</b>	<b>9966090</b>	<b>2921</b>	<b>99.9707</b>	<b>0.0293</b>
<b>Total</b>	<b>134234510</b>	<b>66002693</b>	<b>49.1697</b>	<b>65999772</b>	<b>2921</b>	<b>99.9956</b>	<b>0.0044</b>	

Date: September 29, 2020

Place: New Delhi



For Oswal Agro Mills Limited

*Gopal Kothiyal*

Gopal  
Company Secretary & Compliance Officer



612, Surya Kiran Building  
19, Kasturba Gandhi Marg  
Connaught Place  
New Delhi - 110001

Tel : +91 (11) 43550617  
+91 (11) 23350617  
E-mail : info@r-arora.com

**FORM No. MGT-13**  
**Report of Scrutinizer(s) on Remote e-voting & e-voting at AGM**  
*[Pursuant to Section 108 of the Companies Act, 2013]*

To  
The Chairman  
40<sup>th</sup> Annual General Meeting of the Equity Shareholders  
Oswal Agro Mills Limited

Held on Monday, September 28<sup>th</sup>, 2020 at 12:00 P.M. through video conferencing ("VC") /other Audio - Visual Means ("OAVM")

Subject: Scrutinizer's Report on remote e-voting & e-voting at AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules 2014.

Dear Sir,

I, CA Paramnoor Singh, Partner at R. Arora & Associates, Chartered Accountants having office at 612, Suryakiran Building, 19 Kasturba Gandhi Marg, New Delhi-110001, was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing of voting process i.e. remote e-voting and e-voting at 40<sup>th</sup> Annual General Meeting (AGM) in pursuance of the Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules 2014 as substituted by the Companies (Management & Administration) Rules 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the Agenda items mentioned in the notice dated 28<sup>th</sup> August 2020 of the 40<sup>th</sup> AGM of the members of the company.

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act 2013 and rules relating to voting through remote e-voting and e-voting at AGM on the resolutions contained in the notice of AGM. My responsibility as a scrutinizer is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" the resolutions in the agenda items as stated above based on the report generated from the e-voting platform provided by NSDL.

The Shareholders of the Company holding shares as on the "Cut -off" date of 21<sup>st</sup> September, 2020 was entitled to vote through E-Voting on the proposed resolutions as set out in the Notice of the 40<sup>th</sup> Annual General Meeting.

The Company has availed the e-voting facility offered by National Securities Depository Limited for conducting the e-voting by the Shareholders of the company. The e-Voting process started on Friday, 25<sup>th</sup> September, 2020 from 9:00 A.M. and was completed on Sunday, 27<sup>th</sup> September, 2020 at 5:00 P.M.

As per the information provided by the company, the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC/OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.

After closure of e-voting at the AGM, the votes cast through remote e-voting prior to the date of AGM and through e-voting at the AGM were unblocked and downloaded from the e-voting system of National Securities Depository Limited (NSDL).

I have scrutinized and reviewed the voting through remote e-voting and e-voting at the AGM and votes tendered therein based on the data downloaded from the e-voting system of NSDL.

I now submit my report as under on the result through remote e-voting and e-voting at AGM in respect of the said resolutions.

A handwritten signature in black ink, consisting of a large, stylized loop followed by a few smaller strokes.

## RESOLUTION No. 1 - Ordinary Resolution

Adoption of Audited IND-AS Financial Statements (including audited consolidated IND-AS financial statements) for the financial year ended 31<sup>st</sup> March 2020 together with the Report of the Board of Directors and the Auditors thereon.

Votes Casted in favor of Resolution

Type of Voting	Number of Members Voted	Total number of votes cast by them	% of total number of votes cast
Remote e-voting and e-voting at AGM	83	6,60,00,902	99.997%
Total	83	6,60,00,902	99.997%

Votes Casted Against the Resolution

Type of Voting	Number of Members Voted	Total number of votes cast by them	% of total number of votes cast
Remote e-voting and e-voting at AGM	6	1,791	0.003%
Total	6	1,791	0.003%

Invalid Votes

Total No. of members whose votes were declared invalid	Total No. of Votes Cast by them
0	0





**RESOLUTION No. 2 - Ordinary Resolution**

Re-appointment of Shri Anil Bhalla (DIN: 00587533), as a director who retires by rotation.

Votes Casted in favor of Resolution

<b>Type of Voting</b>	<b>Number of Members Voted</b>	<b>Total number of votes cast by them</b>	<b>% of total number of votes cast</b>
Remote e-voting and e-voting at AGM	81	6,59,99,972	99.996%
Total	81	6,59,99,972	99.996%

Votes Casted Against the Resolution

<b>Type of Voting</b>	<b>Number of Members Voted</b>	<b>Total number of votes cast by them</b>	<b>% of total number of votes cast</b>
Remote e-voting and e-voting at AGM	8	2,721	0.004%
Total	8	2,721	0.004%

Invalid Votes

<b>Total No. of members whose votes were declared invalid</b>	<b>Total No. of Votes Cast by them</b>
0	0



## **SPECIAL BUSINESS**

### **RESOLUTION No. 3 - Special Resolution**

Approval for continuation of holding the office of Chief Executive Officer & Whole-time Director by Shri Bhola Nath Gupta (DIN 00562338) who has attained the age of 70 (seventy) years.

Votes Casted in favor of Resolution

<b>Type of Voting</b>	<b>Number of Members Voted</b>	<b>Total number of votes cast by them</b>	<b>% of total number of votes cast</b>
Remote e-voting and e-voting at AGM	78	6,59,99,772	99.996%
Total	78	6,59,99,772	99.996%

Votes Casted Against the Resolution

<b>Type of Voting</b>	<b>Number of Members Voted</b>	<b>Total number of votes cast by them</b>	<b>% of total number of votes cast</b>
Remote e-voting and e-voting at AGM	11	2,921	0.004%
Total	11	2,921	0.004%

Invalid Votes

<b>Type of Voting</b>	<b>Number of Members Voted</b>	<b>Total number of votes cast by them</b>	<b>% of total number of votes cast</b>
Remote e-voting and e-voting at AGM	0	0	0
Total	0	0	0

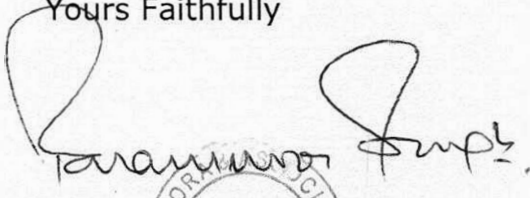


The electronic data containing records of remote e-voting and e-voting at the 40<sup>th</sup> AGM by the members have been handed over to the Company Secretary for safe keeping.

I would like to inform you that the Resolution(s) as contained in the Notice dated 28<sup>th</sup> August 2020 have been passed with requisite majority i.e. Resolution No. 1 and 2 have been passed as ordinary resolution and Resolution No. 3 has been passed as Special Resolution. You may accordingly declare the result of the voting through remote e-voting and e-voting at AGM.

Thanking You

Yours Faithfully



Paramnoor Singh  
(Scrutinizer)



Membership No.: 515572  
Partner, R Arora & Associates  
Chartered Accountants  
UDIN: 20515572AAAABX8387

Place: New Delhi  
Date: 28.09.2020