



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 412208

Dear Sir

I, CS Trupti Anandrao Chendake, 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 28th Annual General Meeting of the Company to be held on Wednesday the 23rd day of December, 2020, submit my report as under:

1. The e-voting facility to the shareholders was kept open for a period of 3 days from 20th December, 2020 to 22nd December, 2020
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. Suraj Subhash Swami and Mr. Dattatray Bassappa Adimani.
3. The result of the e-voting is as stated under:

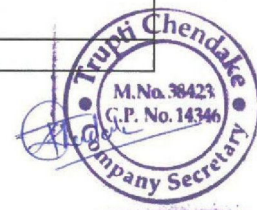
Item No. 1 – Ordinary Resolution – Adoption of the Audited Statement of Profit and Loss for the year ended on 31st March 2020 and the Balance Sheet as on that date together with Report of Auditors and Directors of the Company thereon and annexure thereto.

i. Voted in favour of the resolution (Evoting)

No. of members present and voting (in person or by	No. of votes cast by them	% of total number of valid votes cast
10	29	100%

ii. Voted against the resolution (Evoting)

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. Abstain from voting

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 (Evoting)

No. of members present and voting (in person or by	No. of votes cast by them	% of total number of valid votes cast
10	29	100%

ii. Voted against the resolution (Evoting)

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. Abstain from voting

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

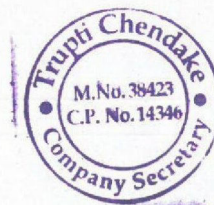
Item No. 3 – Ordinary Resolution – To appoint M/s. BORA N. S. & Co, Chartered Accountant as a Statutory Auditor for a period of one year

i. Voted in favour of the resolution (Evoting)

No. of members present and voting (in person or by	No. of votes cast by them	% of total number of valid votes cast
10	29	100%

ii. Voted against the resolution (Evoting)

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. Abstain from voting

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

Item No. 4 – To fix minimum fee for serving of documents on members

i. Voted in favour of the resolution (Evoting)

No. of members present and voting (in person or by	No. of votes cast by them	% of total number of valid votes cast
10	29	100%

ii. Voted against the resolution (Evoting)

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. Abstain from voting

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

Item No. 5 – Special Resolution – Approval of Cost Audit Fees for financial year 2020-21

i. Voted in favour of the resolution (Evoting)

No. of members present and voting (in person or by	No. of votes cast by them	% of total number of valid votes cast
10	29	100%

ii. Voted against the resolution (Evoting)

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. Abstain from voting

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



Item No. 6 -- Special Resolution – Approval of Related Party Transactions for FY 2020-21.

i. Voted in favour of the resolution (Evoting)

No. of members present and voting (in person or by)	No. of votes cast by them	% of total number of valid votes cast
4	456703	100%

ii. Voted against the resolution (Evoting)

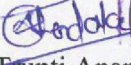
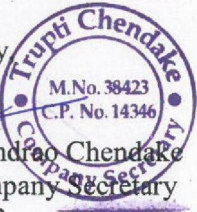
No. of members present and voting (in person or by)	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

iii. Abstain from voting

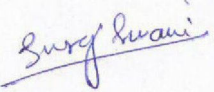
No. of members present and voting	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

- A file containing a list of equity shareholders who voted "FOR", "AGAINST" and those who abstained from voting for each resolution is enclosed.
- 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.

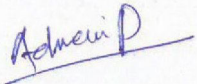
Thanking you,
Yours faithfully,



CS Trupti Anandrao Chendake
Practicing Company Secretary
ACS No. 38423
C. P. No. 14346
UDIN: A038423B001640023

Witness No. 1:



Witness No. 2:



Place : Pune

Date : 24.12.2020



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 412208

Result of voting through poll conducted at the 28th Annual General Meeting of equity shareholders of Poona Dal & Oil Industries Limited held on Wednesday the 23rd December, 2020 at the registered office of the Company.

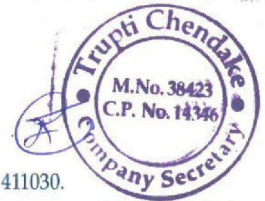
Dear Sir

I, CS Trupti Anandrao Chendake, a Practicing Company Secretary located at Pune, appointed as Scrutinizer for the purpose of poll taken on the below mentioned resolution(s), at the 28th Annual General Meeting of the Company held on Wednesday the 23rd December, 2020 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. Suraj Subhash Swami and Mr. Dattatray Bassappa Adimani and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of 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 2020 and the Balance Sheet as on that date together with Report of Auditors and Directors of the Company thereon and annexures thereto.

i. Voted in favor 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
16	3728459	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
16	3728459	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. 3 – Ordinary Resolution – To appoint M/s. BORA N. S. & Co, Chartered Accountant as a Statutory Auditor for a period of one year

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
16	3728459	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. 4 – Ordinary Resolution – To fix minimum fee for serving of documents on members

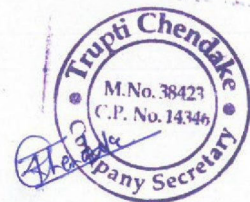
i. Voted in favour of the resolution (Physical)

No. of members present and voting (in person or by	No. of votes cast by them	% of total number of valid votes cast
16	3728459	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. 5 – Special Resolution – Approval of Cost Audit Fees for financial year 2020-21

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
16	3728459	100%

ii. Voted against the resolution (physical)

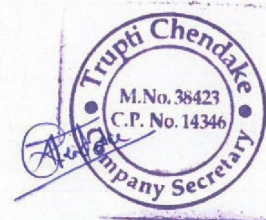
No. of members present and voting (in person or by	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

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. 6 – Special Resolution – Approval of Related Party Transactions for FY 2020-21

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
16	3406349	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)

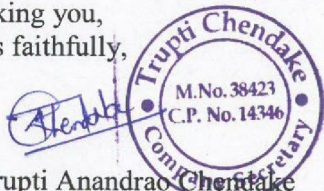
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-----NIL-----	

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. A file containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
5. 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.

Thanking you,
Yours faithfully,



CS Trupti Anandrao Chendake
Practicing Company Secretary
ACS No. 38423
C. P. No. 14346
UDIN: A038423B001640023

Place : Pune
Date : 24.12.2020

Witness No. 1: Suraj Swami

Witness No. 2: Ashimajid