



POONA DAL & OIL INDUSTRIES LTD.

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

Dated 27th September, 2024

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

BSE scrip code: 519359
Sub: 32nd 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 32nd Annual general Meeting of the company:

1. Regulation 30: Proceedings of 32nd AGM of the company held on Friday the 27th September, 2024 at 11.30 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 27th September, 2024

Kindly take above on the record and acknowledge.

For Poona Dal and Oil Industries Limited


Sujit D Parakh
Managing Director
(DIN: 00067011)





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GIST OF THE PROCEEDINGS OF THE 32nd ANNUAL GENERAL MEETING OF MEMBERS OF POONA DAL AND OIL INDUSTRIES LIMITED HELD ON FRIDAY THE 27th SEPTEMBER, 2024 AT THE REGISTERED OFFICE OF THE COMPANY AT E-2, KURKUMBH, TAL-DAUND, DIST-PUNE 413802 AT 11.30 A.M. AND CONCLUDED ON 1:00 P.M.

PRESENT:

Mr. Sujit Deepchand 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
Mr Rajkumar A. Kankariya	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 32 members attended the 32nd Annual General Meeting (the "AGM" or the meeting) Mr. Sujit D 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 32nd 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 Second 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 24th September, 2024 at 9.00 A.M. and ended on 26th September, 2024 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 Mr. Rajkumar Kankariya

The members of the Company were briefed about the process of poll. Thereafter, Mr. Rajkumar Kankariya 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 6 resolutions using ballot form.

The following items of business as per 32nd AGM notice dated 4th September, 2024, 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, 2024 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 2024-25
4. Approval for Regularization of Appointment of Shri Sujit D Parakh as a Managing Director of the Company
5. Approval of Related Party Transactions for FY 2024-25 under section 188 of the Companies Act, 2013
- 6 Approval for Payment of Managerial Remuneration in Excess of Prescribed Limits

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

Poona Dal and Oil Industries Limited
32nd Annual General Meeting
27.09.2024

Details regarding the voting results of the Annual General Meeting of Poona Dal and Oil Industries Limited held on 32nd September, 2023 pursuant to regulations 44(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.

Date of Annual General Meeting	27.09.2024
Total no. of Shareholders on Record Date	5243
No. of shareholders present in the meeting either in person or through proxy	32
• Promoters and promoter's group	6
• Public	26
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 2024 and the Balance Sheet as on that date together with Report of Auditors and Directors of the Company thereon and annexure thereto.

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
. Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the Audited Statement of Profit and Loss for the year ended on 31st March 2024 and the Balance Sheet as on that date together with Report of Auditors and Directors of the Company thereon and annexure thereto				
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		0	0.0000	0	0	0	0
	Poll	4017219	4017219	100.0000	4017219	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4017219	4017219	100.0000	4017219	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		62768	91.2074	62742	26	99.9586	0.0414
	Poll	68819	6051	8.7926	6051	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	68819	68819	100.0000	68793	26	99.9622	0.0378
Total		4086038	4086038	100.0000	4086012	26	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	

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 (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Rakesh Virendra Singh (DIN: 06987619) who retires by rotation and being eligible, seeks re-appointment				
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	4017219	0	0.0000	0	0	0	0
	Poll		4017219	100.0000	4017219	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4017219	4017219	100.0000	4017219	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	68819	62768	91.2074	61447	1321	97.8954	2.1046
	Poll		6051	8.7926	6051	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		68819	68819	100.0000	67498	1321	98.0805
Total		4086038	4086038	100.0000	4084717	1321	99.9677	0.0323
Whether resolution is Pass or Not.							Yes	

Result:Pass

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

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Cost Audit Fees for financial year 2024-25				
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	4017219	0	0.0000	0	0	0	0
	Poll		4017219	100.0000	4017219	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4017219	4017219	100.0000	4017219	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	68819	62768	91.2074	62747	21	99.9665	0.0335
	Poll		6051	8.7926	6051	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		68819	68819	100.0000	68798	21	99.9695
Total		4086038	4086038	100.0000	4086017	21	99.9995	0.0005
Whether resolution is Pass or Not.							Yes	

Result: Pass

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

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for Regularization of Appointment of Shri Sujit D Parakh as a Managing Director of the Company				
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	4017219	0	0.0000	0	0	0	0
	Poll		4017219	100.0000	4017219	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4017219	4017219	100.0000	4017219	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	68819	62768	91.2074	61447	1321	57.8954	2.3046
	Poll		6051	8.7926	6051	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		68819	68819	100.0000	67498	1321	98.0805
Total		4086038	4086038	100.0000	4084717	1321	99.9627	0.0373
Whether resolution is Pass or Not.							Yes	

Result: Pass

Item No. 5: Approval of Related Party Transactions till next Annual General Meeting for FY 24-25

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Related Party Transactions till next Annual General Meeting for FY 24-25				
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	4017219	0	0.0000	0	0	0	0
	Poll		4017219	100.0000	4017219	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4017219	4017219	100.0000	4017219	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	68819	62768	91.2074	58212	4556	92.7415	7.2585
	Poll		6051	8.7926	6051	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		68819	68819	100.0000	64263	4556	99.3797
Total		4086038	4086038	100.0000	4081482	4556	99.8885	0.1115
Whether resolution is Pass or Not.							Yes	

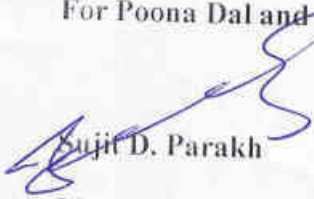
Result : Pass

Item No. 6 Approval for Payment of Managerial Remuneration in Excess of Prescribed Limits under section 197 of the Companies Act 2013 to Mr. Sujit D Parakh

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for Payment of Managerial Remuneration in Excess of Prescribed Limits under section 197 of the Companies Act 2013 to Mr. Sujit D Parakh				
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		0	0.0000	0	0	0	0
	Poll	4017219	4017219	100.0000	4017219	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4017219	4017219	100.0000	4017219	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		62768	91.2074	58162	4606	92.6619	7.3381
	Poll	68819	6051	8.7926	6051	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	68819	68819	100.0000	64213	4606	93.3071	6.8929
Total		4086038	4086038	100.0000	4081432	4606	99.8873	0.1127
Whether resolution is Pass or Not.							Yes	

Result: Pass

For Poona Dal and Oil Industries Limited



Sujit D. Parakh

Managing Director

(DIN: 00067011)

Date : 27.09.2024

Place: Kurkumbh

