

OSWAL GREENTECH LIMITED

CIN: L24112PB1981PLC031099

VOTING RESULTS OF THE 34TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 29TH SEPTEMBER, 2016 AT THE REGISTERED OFFICE OF THE COMPANY AT  
NEAR JAIN COLONY, VIJAY INDER NAGAR, DABA ROAD, LUDHIANA, PUNJAB - 141003

Date of the AGM/EGM	29th September, 2016
Total number of shareholders on record date (22nd September, 2016)	208894
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	48
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable



ITEM NO. 1: Adoption of Audited Financial Statements (including Consolidated Financial Statements) as at 31st March, 2016 together with Directors' and Auditors' Report thereon.

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Polled outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	165196835	0	0	0	0	0	0
	Poll		165191835	99.997	165191835	0	100	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
Public-Institution s	Total		165191835	99.997	165191835	0	100	0
	E-Voting		116077	0.417	116077	0	100	0
	Poll	27830704	16514162	59.338	16514162	0	0	0
Public-Non Institution s	Total		NA	0	0	0	0	0
	E-Voting		16630239	59.755	16630239	0	100	1.335
	Poll		122465	0.192	120830	1635	98.665	0
Public-Non Institution s	Total		16282043	25.528	16282043	0	100	0
	E-Voting		16404508	25.720	0	0	0	0.010
	Poll	63781620	16404508	25.720	16402873	1635	99.990	0.001
Total		256809159	198226582	77.188	198224947	1635	99.999	



Note: The Resolution No. 1 is passed with requisite majority. 250 Invalid votes are not considered in above e voting results.

ITEM NO. 2: To re-appoint Shri Anil Bhalla (DIN: 00587533), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Polled outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
	Poll	165196835	165191835	99.997	165191835	0	100	0
	Postal Ballot (if applicable)		NA	0	165191835	0	100	0
	Total		165191835	99.997	116077	0	100	0
Public-Institutions	E-Voting		16514162	0.417	16514162	0	100	0
	Poll	27830704	NA	59.338	0	0	0	0
	Postal Ballot (if applicable)		NA	0	16630239	0	100	0
	Total		16630239	59.755	116081	6384	94.787	5.213
Public-Non Institutions	E-Voting		122465	0.192	16282043	0	100.000	0
	Poll	63781620	16282043	25.528	0	0	0	0
	Postal Ballot (if applicable)		NA	0	16398124	6384	99.961	0.039
	Total		16404508	25.720	198220198	6384	99.997	0.003
Total		256809159	198226582	77.188				

Note: The Resolution No. 2 is passed with requisite majority. 250 Invalid votes are not considered in above e voting results.



ITEM NO. 3: To re-appoint Shri Atul Kulshreshtha (DIN: 00194733), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	(1) No. of shares held	(2) No. of votes polled	(3)=[(2)/(1)]* 100 % of Polled outstanding shares	(4) No. of Votes – in favour	(5) No. of Votes – against	(6)=[(4)/(2)]*100 % of Votes in favour on votes polled	(7)=[(5)/(2)]*100 % of Votes against on votes polled
Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
	Poll	165196835	165191835	99.997	165191835	0	100	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		165191835	99.997	165191835	0	100	0
Public-Institutions	E-Voting		116077	0.417	0	116077	0	100.000
	Poll	27830704	16514162	59.338	16514162	0	100	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		16630239	59.755	16630239	116077	100	0
Public-Non Institutions	E-Voting		122465	0.192	116446	6019	95.085	4.915
	Poll	63781620	16282043	25.528	16282043	0	100.000	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		16404508	25.720	16398489	6019	99.963	0.037
Total		256809159	198226582	77.188	198104486	122096	99.939	0.061

Note: The Resolution No. 3 is passed with requisite majority. 250 Invalid votes are not considered in above e voting results.



**ITEM NO. 4: Re-appointment of M/s T R Chadha & Co LLP Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration**

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 Polled 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	0	0	0	0
	Poll	165196835	165191835	99.997	165191835	0	100	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		165191835	99.997	165191835	0	100	0
Public-Institutions	E-Voting		116077	0.417	116077	0	100	0.000
	Poll		16514162	59.338	16514162	0	100	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		16630239	59.755	16630239	0	100	0
Public-Non Institutions	E-Voting		122465	0.192	118120	4345	96.452	3.548
	Poll		16282043	25.528	16282043	0	100.000	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		16404508	25.720	16400163	4345	99.974	0.026
Total			198226582	77.188	198222237	4345	99.998	0.002

Note: The Resolution No. 4 is passed with requisite majority. 250 Invalid votes are not considered in above e voting results.



ITEM NO. 5: Appointment of Smt. Aruna Oswal (DIN: 00988524) as Whole Time Director and Chairperson of the Company.

Resolution required: (Ordinary/ Special)		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
	Poll	165196835	113647217	68.795	113647217	0	100	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		113647217	68.795	113647217	0	100	0
Public-Institutions	E-Voting		116077	0.417	116077	0	100	0.000
	Poll	27830704	16514162	59.338	16514162	0	100	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		16630239	59.755	16630239	0	100	0
Public-Non Institutions	E-Voting		122370	0.192	116586	5784	95.273	4.727
	Poll	63781620	16282043	25.528	16282043	0	100.000	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		16404413	25.720	16398629	5784	99.965	0.035
Total		256809159	146681869	57.117	146676085	5784	99.996	0.004

Note: The Resolution No. 5 is passed with requisite majority. Votes of Interested parties along with 250 Invalid votes are not considered in above e voting results.



ITEM NO. 6: Re-appointment of Shri Anil Bhalla (DIN: 00587533) As CEO & Managing Director of the Company

Resolution required: (Ordinary/ 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 Polled 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	0	0	0	0
	Poll	165196835	165191835	99.997	165191835	0	100	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		165191835	99.997	165191835	0	100	0
Public-Institutions	E-Voting		116077	0.417	116077	0	100	0.000
	Poll		16514162	59.338	16514162	0	100	0
	Postal Ballot (if applicable)	27830704	NA	0	0	0	0	0
	Total		16630239	59.755	16630239	0	100	0
Public-Non Institutions	E-Voting		122215	0.192	116431	5784	95.267	4.733
	Poll		16282043	25.528	16282043	0	100.000	0
	Postal Ballot (if applicable)	63781620	NA	0	0	0	0	0
	Total		16404258	25.719	16398474	5784	99.965	0.035
Total		256809159	198226332	77.188	198220548	5784	99.997	0.003

Note: The Resolution No. 6 is passed with requisite majority. 250 Invalid votes are not considered in above e voting results.





**FORM No. MGT-13**

**Report of Scrutinizer(s) on E Voting & Poll**

*[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To  
The Chairman  
Annual General Meeting of the Equity Shareholders  
Oswal Greentech Limited

Held on Thursday, September 29<sup>th</sup>, 2016 at 10:30 A.M. at the Registered Office of the Company at Ludhiana.

Dear Sir,

I, CA Paramnoor Singh, Partner at R. Arora & Associates, Chartered Accountants, was appointed as Scrutinizer for Annual General Meeting in the meeting of the Board of Directors held on Saturday, 6<sup>th</sup> August, 2016 for the purpose of the E- Voting and poll taken on the resolutions of Oswal Greentech Limited (CIN No L24112PB1981PLC031099) set out in the Notice of the Annual General Meeting.

The Shareholders of the Company holding shares as on the "Cut -off" date of 22<sup>nd</sup> September, 2016 were entitled to vote through E-Voting on the proposed resolutions set out in the Notice of the 34<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 Monday, 26<sup>th</sup> September, 2016 from 9:00 AM and was completed on Wednesday, 28<sup>th</sup> September, 2016 at 5:00 PM.



The Company has also provided voting by physical Polling Papers to the members who do not have access to e-voting facility. The Poll was taken at the Annual General Meeting of the Company held at 10:30 AM on Thursday, the 29<sup>th</sup> Day of September, 2016 at the Registered Office of the Company at Near Jain Colony, Vijay Inder Nagar, Daba Road, Ludhiana – 141003 (Punjab). The locked ballot boxes were subsequently opened in presence of two (2) witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company. The poll papers, which were incomplete and/or which were otherwise found defective (if any) have been treated as invalid and kept separately, if any.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the National Securities Depository Limited(NSDL) e-voting system and polling papers of the Annual General Meeting of the company.

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

## RESOLUTION No.1

Adoption of Audited Financial Statements (including Consolidated Financial Statements) as at 31<sup>st</sup> March, 2016 together with Directors' and Auditors' Report thereon.

Total Votes Casted: 19,82,26,832

Votes Casted in Favour: 19,82,24,947

<b>Particulars</b>	<b>Through E Voting</b>	<b>Through Poll</b>	<b>Total</b>
No of Votes	236,907 (No. of Members 56)	19,79,88,040 (No. of Members 46)	19,82,24,947
% of Total Votes casted for the resolution	0.119%	99.880%	99.999%

Votes Casted Against

<b>Particulars</b>	<b>Through E Voting</b>	<b>Through Poll</b>	<b>Total</b>
No of Votes	1,635 (No. of Members 7)	NIL	1,635
% of Total Votes casted against the resolution	0.001%	0.000%	0.001%

Invalid Votes

<b>Total No. of members whose votes were declared invalid</b>	<b>Total No. of Votes Cast by them</b>
2	250

## RESOLUTION No.2

To re-appoint Shri Anil Bhalla (DIN: 00587533), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Total Votes Casted: 19,82,26,832

Votes Casted in Favour : 19,82,20,198

<b>Particulars</b>	<b>Through E Voting</b>	<b>Through Poll</b>	<b>Total</b>
No of Votes	232,158 (No. of Members 46)	19,79,88,040 (No. of Members 46)	19,82,20,198
% of Total Votes casted in favour	0.117%	99.880%	99.997%

Votes Casted Against

<b>Particulars</b>	<b>Through E Voting</b>	<b>Through Poll</b>	<b>Total</b>
No of Votes	6,384 (No. of Members 17)	Nil	6,384
% of Total Votes casted against the resolution	0.003%	Nil	0.003%

Invalid Votes

<b>Total No. of members whose votes were declared invalid</b>	<b>Total No. of Votes Cast by them</b>
2	250

### RESOLUTION No.3

To re-appoint Shri Atul Kulshreshtha (DIN: 00194733), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Total Votes casted: 19,82,26,832

Votes Casted in Favour : 19,81,04,486

<b>Particulars</b>	<b>Through E Voting</b>	<b>Through Poll</b>	<b>Total</b>
No of Votes	116,446 (No. of Members 47)	19,79,88,040 (No. of Members 46)	19,81,04,486
% of Total Votes casted in favour	0.059%	99.880%	99.939%

Votes Casted Against

<b>Particulars</b>	<b>Through E Voting</b>	<b>Through Poll</b>	<b>Total</b>
No of Votes	122,096 (No. of Members 16)	Nil	122,096
% of Total Votes casted against the resolution	0.061%	Nil	0.061%

Invalid Votes

<b>Total No. of members whose votes were declared invalid</b>	<b>Total No. of Votes Cast by them</b>
2	250

#### **RESOLUTION No.4**

Re-appointment of M/s T R Chadha & Co LLP Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration

Total Votes casted: 19,82,26,832

Votes Casted in Favour: 19,82,22,237

<b>Particulars</b>	<b>Through E Voting</b>	<b>Through Poll</b>	<b>Total</b>
No of Votes	234,197 (No. of Members 55)	19,79,88,040 (No. of Members 46)	19,82,22,237
% of Total Votes casted in favour of resolution	0.118%	99.880%	99.998%

Votes Casted in Against

<b>Particulars</b>	<b>Through E Voting</b>	<b>Through Poll</b>	<b>Total</b>
No of Votes	4,345 (No. of Members 8)	Nil	4,345
% of Total Votes casted against the resolution	0.002%	Nil	0.002%

Invalid Votes

<b>Total No. of members whose votes were declared invalid</b>	<b>Total No. of Votes Cast by them</b>
2	250

## RESOLUTION No.5

Appointment of Smt. Aruna Oswal (DIN: 00988524) as Whole Time Director and Chairperson of the Company

Total Votes considered for resolution (excluding votes of the interested parties):  
14,66,82,119

Votes Casted in Favour (excluding votes of the interested parties):  
14,66,76,085

Particulars	Through E Voting	Through Poll	Total
No of Votes	232,663 (No. of Members 48)	14,64,43,422 (No. of Members 45)	14,66,76,085
% of Total Votes casted in favour of resolution	0.159%	99.837%	99.996%

Votes Casted in Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	5,784 (No. of Members 14)	Nil	5,784
% of Total Votes casted against the resolution	0.004%	Nil	0.004%

Invalid Votes

Total No. of members whose votes were declared invalid	Total No. of Votes Cast by them
2	250

## RESOLUTION No.6

Re-appointment of Shri Anil Bhalla (DIN: 00587533) As CEO & Managing Director of the Company

Total Votes casted: 19,82,26,582

Votes Casted in Favour: 19,82,20,548

Particulars	Through E Voting	Through Poll	Total
No of Votes	232,508 (No. of Members 48)	19,79,88,040 (No. of Members 46)	19,82,20,548
% of Total Votes casted in favour of resolution	0.117%	99.880%	99.997%

Votes Casted in Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	5,784 (No. of Members 14)	Nil	5,784
% of Total Votes casted against the resolution	0.003%	Nil	0.003%

Invalid Votes

Total No. of members whose votes were declared invalid	Total No. of Votes Cast by them
2	250

A Compact Disc(CD) containing a list of equity shareholders who Voted "FOR"/"AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

The Poll Papers and all other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking You

Yours Faithfully



(Scrutinizer)

Name: Paramnoor Singh

Practicing Chartered Accountant

Mem. No.: 515572

Place: New Delhi

Date: 30.09.2016