POONA DAL AND OIL INDUSTRIES LTD

PDOIL

OFFICE : 71/A, INDUSTRIAL ESTATE, HADAPSAR, PUNE - 411 013 (INDIA).
TEL. : +91 20-26816020, 26816024, FAX: 26816021, Email: pdoil@pdbmgroup.com
CIN No. : L15313PN1993PLC070263

Dated 30th August, 2018

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

BSE scrip code: 519359
Sub: 26th 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 26th Annual general Meeting of the company:

1. Regulation 30: Proceedings of 26th AGM of the company held on Thursday the 30th August, 2018 at 3.00 p.m. at the registered office of the company at 71/A, Industrial Estate,Hadapsar,Pune-411013
2. Regulation 44(3) : details of Voting results.
3. Section 108 of the Companies Act,2013: Scrutinizer's Report dated 30th August,2018

Kindly take above on the record and acknowledge.

For Poona Dal and Oil Industries Limited

Pradip P. Parakh
Managing Director
(DIN: 00053321)

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GIST OF THE PROCEEDINGS OF THE 26TH ANNUAL GENERAL MEETING OF MEMBERS OF POONA DAL AND OIL INDUSTRIES LIMITED HELD ON THURSDAY THE 30TH AUGUST,2018 AT THE REGISTRED OFFICE OF THE COMPANY AT 71/A, INDUSTRIAL ESTATE,HADAPSAR,PUNE-411013 AT 3.00 P.M.

PRESENT:

Mr.Pradip Poonamchand Parakh	**Managing Director**
Mr. Mayur Sopan Ghule	**Director**
Mr. Shankar Jagtap	**Executive Director**
Mr. Rakesh Virendra Singh	**Executive Director**
Ms. Ligy George	**Director**
Mr. Kevalchand Muthiyan-	**Director**

Mr. Sunil M. Sharma	Chief Financial Officer
Ms. Swati P. Runwal	Company Secretary and Compliance Officer
Mr. Aashish Gandhi	M/s. Aashish Gandhi & Associates (Statutory Auditor)
Mr. Rohit Ravikiran Kulkarni	M/s. Rohit Kulkarni & Associates (Secretarial Auditor & Scrutinizer)

Total 20 members attended the 26th 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 26th 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 Twenty Fourth 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 27th August, 2018 at 9.00 A.M. and ended on 5.00 P.M. Mr. Rohit Ravikiran Kulkarni, Company Secretary in practice (M.N. ACS 33568) ,was appointed as scrutinizer to scrutinize the e-voting process in fair and transparent manner. Mr. Rohit Kulkarni had submitted his report on e-voting to the Chairman.

POONA DAL & OIL INDUSTRIES LTD.

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. Swati Runwal

The members of the Company were briefed about the process of poll. Thereafter, Ms. Swati Runwal 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 7 resolutions using ballot form.

The following items of business as per 26th AGM notice date 3rd August, 2018, 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, 2018 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.

3. Appointment of Shrushti Agrawal & Associates, Chartered Accountant (Firm Reg. No. 024461C) as a Statutory Auditor of the Company.

Special Business

4. Approval for Sale of undertaking under section 180 (1) (a) of the Companies Act, 2013

5. Approval of Shifting of Registered Office of the Company from from 71/A, Industrial Estate, Hadapsar, Pune-411013 to E-2 MIDC, Kurkumbh,Tal- Daund,Pune-413801 Maharashtra,India

6. Approval of Cost Audit Fees for Financial Year 2018-19

7. Approval of Related Party Transactions for FY 2018-19 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.

Poona Dal and Oil Industries Limited

26th Annual General Meeting

30.08.2018

Details regarding the voting results of the Annual General Meeting of Poona Dal and Oil Industries Limited held on 30th August,2018 pursuant to regulations 44(3) of SEBI(Listing Obligation and Disclosure Requirement)Regulation,2015.

Date of Annual General Meeting	30.08.2018
Total no. of Shareholders on Record Date	4274
No. of shareholders present in the meeting either in person or through proxy	
• Promoters and promoter's group	6
• Public	14
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 2018 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	2663699	66.30	2663699	0	100	0
	Poll	4017219	1059560	26.37	1059560	0	100	0
	Total	4017219	3723259	92.67	3723259	0	100	0
0Public – Institutions	E-Voting		0	0				
	Poll		0					
	Total		0					
Public – Non Institutions	E-Voting	1690781	01	0.0000	01	0	100	0
	Poll	1690781	4704	0.27	4704	0	100	00
	Total	1690781	4705	0.27	4705	0	100	0
Total	Total	5708000	3727965	65.31	3727965	0	100	0

Result:Pass

POONA DAL & OIL INDUSTRIES LTD.

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=[(2)/(1)]*100	4	5	6=[(4)/(2)*100	7=[(5)/(2)*100
Promoter and Promoter Group	E-Voting	4017219	2663699	66.30	2663699	0	100	0
	Poll	4017219	1059560	26.37	1059560	0	100	0
	Total	4017219	3723259	92.67	3723259	0	100	0
0Public – Institutions	E-Voting		0	0				
	Poll		0					
	Total		0					
Public – Non Institutions	E-Voting	1690781	01	0.0000	01	0	100	0
	Poll	1690781	4704	0.27	4704	0	100	00
	Total	1690781	4705	0.27	4705	0	100	0
Total	Total	5708000	3727965	65.31	3727965	0	100	0

Result:Pass

Item no.3 To appoint M/s. Shrishti Agrawal & Associates, Chartered Accountant as a Statutory Auditor for a period of one year

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	2663699	66.30	2663699	0	100	0
	Poll	4017219	1059560	26.37	1059560	0	100	0
	Total	4017219	3723259	92.67	3723259	0	100	0
0Public – Institutions	E-Voting		0	0				
	Poll		0					
	Total		0					
Public – Non Institutions	E-Voting	1690781	01	0.0000	01	0	100	0
	Poll	1690781	4704	0.27	4704	0	100	00
	Total	1690781	4705	0.27	4705	0	100	0
Total	Total	5708000	3727965	65.31	3727965	0	100	0

POONA DAL & OIL INDUSTRIES LTD.

Result:Pass

Item no.4 Approval of Sale of Undertaking of the company located at Nanekarwadi, Tal- Khed, Dist-Pune under Section 180 (1) (a) of the Companies Act, 2013

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	2663699	66.30	2663699	0	100	0
	Poll	4017219	1059560	26.37	1059560	0	100	0
	Total	4017219	3723259	92.67	3723259	0	100	0
0Public – Institutions	E-Voting		0	0				
	Poll		0					
	Total		0					
Public – Non Institutions	E-Voting	1690781	01	0.0000	01	0	100	0
	Poll	1690781	4704	0.27	4704	0	100	00
	Total	1690781	4705	0.27	4705	0	100	0
Total	Total	5708000	3727965	65.31	3727965	0	100	0

Result:Pass

Item no.5 Approval of Shifting of Registered Office of the Company from 71/A, Industrial Estate, Hadapsar, Pune-411013 to E-2 MIDC, Kurkumbh, Tal- Daund,Pune-413801 Maharashtra, India

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	2663699	66.30	2663699	0	100	0
	Poll	4017219	1059560	26.37	1059560	0	100	0
	Total	4017219	3723259	92.67	3723259	0	100	0
0Public – Institutions	E-Voting		0	0				
	Poll		0					
	Total		0					
Public – Non Institutions	E-Voting	1690781	01	0.0000	01	0	100	0
	Poll	1690781	4704	0.27	4704	0	100	00
	Total	1690781	4705	0.27	4705	0	100	0
Total	Total	5708000	3727965	65.31	3727965	0	100	0

POONA DAL & OIL INDUSTRIES LTD.

Result:Pass

Item no. 6 Approval of Cost Audit Fees for financial year 2018-19

Resolution required: (Ordinary / Special)			~~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	2663699	66.30	2663699	0	100	0
	Poll	4017219	1059560	26.37	1059560	0	100	0
	Total	4017219	3723259	92.67	3723259	0	100	0
0Public – Institutions	E-Voting		0	0				
	Poll		0					
	Total		0					
Public – Non Institutions	E-Voting	1690781	01	0.0000	01	0	100	0
	Poll	1690781	4704	0.27	4704	0	100	00
	Total	1690781	4705	0.27	4705	0	100	0
Total	Total	5708000	3727965	65.31	3727965	0	100	0

Result:Pass

Item no.7 Approval of Related Party Transactions for FY 2018-19.

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	2663699	66.30	2663699	0	100	0
	Poll	4017219	1059560	26.37	1059560	0	100	0
	Total	4017219	3723259	92.67	3723259	0	100	0
0Public – Institutions	E-Voting		0	0				
	Poll		0					
	Total		0					
Public – Non Institutions	E-Voting	1690781	01	0.0000	01	0	100	0
	Poll	1690781	4704	0.27	4704	0	100	00
	Total	1690781	4705	0.27	4705	0	100	0
Total	Total	5708000	3727965	65.31	3727965	0	100	0

Result:Pass

POONA DAL & OIL INDUSTRIES LTD.

For Poona Dal and oil Industries Limited

Pradip P. Parakh

Managing Director

(DIN: 00053321)