



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 Agro Mills Limited

Held on Thursday, September 28th, 2017 at 12:30 P.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 Wednesday, 09th August, 2017 for the purpose of the E- Voting and poll taken on the resolutions, of Oswal Agro Mills Limited (CIN L15319PB1979PLC012267) set out in the Notice of the Annual General Meeting.

The Shareholders of the Company holding shares as on the "Cut -off" date of 21st September, 2017 were entitled to vote through E-Voting on the proposed resolutions set out in the Notice of the 37th 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, 25th September, 2017 from 9:00 AM and was completed on Wednesday, 27th September, 2017 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 12:30 PM on Thursday, the 28th

day of September, 2017 at the Registered office of the Company 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.

A handwritten signature in black ink, consisting of a stylized 'P' followed by a dot.

RESOLUTION NO. 1

Adoption of Audited Financial Statements (including Consolidated Financial Statements) as at 31st March, 2017 together with Directors' and Auditors' Report thereon.

Total Votes Casted: 7,52,57,409

Votes Casted in Favour: 7,52,55,727

Particulars	Through E Voting	Through Poll	Total
No of Votes	24048 (No. of Members 56)	7,52,31,679 (No. of Members 69)	7,52,55,727
% of Total Votes casted for the resolution	0.032%	99.966%	99.998%

Votes Casted Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	1,682 (No. of Members 4)	NIL	1,682
% of Total Votes casted against the resolution	0.002%	NIL	0.002%

Invalid Votes

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

RESOLUTION NO. 2

To re-appoint a Director Shri Anil Bhalla (DIN 00587533), who retires by rotation and being eligible, offers himself for re-appointment.

Total Votes considered for resolution (excluding votes of the interested parties):
7,52,56,409

Votes Casted in Favour (excluding votes of the interested parties) : 7,52,53,149

Particulars	Through E Voting	Through Poll	Total
No of Votes	22,470 (No. of Members 50)	7,52,30,679 (No. of Members 68)	7,52,53,149
% of Total Votes casted in favour	0.030%	99.966%	99.996%

Votes Casted Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	3,260 (No. of Members 10)	NIL	3,260
% 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
NIL	NIL



RESOLUTION NO. 3

To appoint M/s Agarwal & Dhandhanja, Chartered Accountants (ICAI Firm Registration Number 125756W) as Statutory Auditors of the Company.

Total Votes casted: 7,52,57,409

Votes Casted in Favour : 7,52,55,577

Particulars	Through E Voting	Through Poll	Total
No of Votes	23,898 (No. of Members 55)	7,52,31,679 (No. of Members 69)	7,52,55,577
% of Total Votes casted in favour	0.032%	99.966%	99.998%

Votes Casted Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	1,832 (No. of Members 5)	NIL	1,832
% of Total Votes casted against the resolution	0.002%	NIL	0.002%

Invalid Votes

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

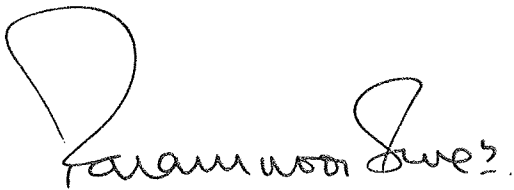


A Compact Disc (CD) containing a list of equity shareholders who Voted "FOR"/"AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

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

A handwritten signature in black ink, appearing to read "Paramnoor Singh". The signature is written in a cursive style with a large, looped initial 'P'.

(Scrutinizer)

Name: Paramnoor Singh

Practicing Chartered Accountant

M. No. 515572

Place: New Delhi

Date: 29.09.2017