

OAML/ND/2024

August 08, 2024

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai-400 001

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C/1,
Block G, Bandra-Kurla Complex, Bandra (E)
Mumbai-400 051

Scrip Code: 500317

Trading Symbol: OSWALAGRO

Subject: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') - Summary of Proceedings of 44th Annual General Meeting of Oswal Agro Mills Limited

Dear Sir/ Ma'am,

This is to inform you that the 44th Annual General Meeting ('AGM') of Oswal Agro Mills Limited was held today i.e. Thursday, August 08, 2024 at 03:00 P.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') in accordance with the applicable provisions of the Companies Act, 2013, Circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India to transact the businesses as set forth in the Notice dated July 04, 2024 convening the AGM.

In this regard, please find enclosed herewith the summary proceedings as required under Regulation 30 read with Part A of Schedule III of the SEBI Listing Regulations as **Annexure A**.

You are hereby requested to take the above information on record.

Thanking you,

Yours sincerely,

For Oswal Agro Mills Limited

Payal Goel

Company Secretary & Compliance Officer

Encl: As Above

Oswal Agro Mills Limited

CIN: L15319PB1979PLC012267



Annexure A

Summary of proceedings of 44th Annual General Meeting (“AGM”) of Oswal Agro Mills Limited held on Thursday, August 08, 2024

Dear Sir/ Ma’am,

The 44th AGM of the Members of Oswal Agro Mills Limited (“the Company”) was held today i.e. Thursday, August 08, 2024, at 03:00 P.M. (IST) through Video Conferencing (‘VC’)/ Other Audio-Visual Means (‘OAVM’) in accordance with the applicable provisions of the Companies Act, 2013, Circular(s) issued by the Ministry of Corporate Affairs (‘MCA’) and the Securities and Exchange Board of India (‘SEBI’) from time to time, in this regard.

At the outset, Mrs. Payal Goel, Company Secretary & Compliance Officer of the Company, welcomed all the Members of the Company at the 44th Annual General Meeting and introduced the Directors, KMPs, and Invitees who joined the meeting through Video Conferencing.

Thereafter, the Chairperson, Mrs. Aruna Oswal took the Chair at the 44th Annual General Meeting and welcomed all at the AGM. The requisite quorum being present, the Chairperson called the meeting to order. The Chairperson addressed the Members and shared the business performance of the Company during the financial year 2023-24.

The following businesses as set out in the Notice of 44th AGM dated July 04, 2024, were put up at the AGM and the same has been passed with requisite majority.

| S. No. | Particulars | Type of Resolution |
|--------------------------|--|---------------------------|
| Ordinary Business | | |
| 1. | Consideration & Adoption of the audited standalone and consolidated IND AS financial statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon. | Ordinary |
| 2. | Appointment of Mrs. Aruna Oswal (DIN: 00988524) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment. | Ordinary* |
| Special Business | | |
| 3. | Omnibus approval of material related party transaction for the financial year 2024-25. | Ordinary |

Oswal Agro Mills Limited

CIN: L15319PB1979PLC012267



| | | |
|----|---|----------|
| 4. | Continuation of directorship of Mr. Anil Kumar Bhalla (DIN 00587533), Director in terms of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. | Special |
| 5. | To sell, lease or otherwise dispose of the whole or substantially the whole of movable or immovable property of the Company. | Special |
| 6. | Appointment of Mr. Narinder Kumar (DIN:01936066) as Whole-time director and CEO of the Company. | Special* |

* Pursuant to the BSE Circular with reference no. LIST/COMP/14/2018-19 dated June 20, 2018 and the circular issued by the National Stock Exchange of India Limited with reference no. NSE/CML/2018/24 dated June 20, 2018, Mrs. Aruna Oswal and Mr. Narinder Kumar are not debarred from holding the office of Director by virtue of SEBI Order or any other such Authority.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and applicable provisions of SEBI Listing Regulations, all the shareholders of the Company were allowed to exercise their right to vote on the resolutions set out in the Notice of the AGM through remote e-voting during the period commencing from Monday, August 05 2024 at 09:00 A.M. (IST) to Wednesday, August 07 2024 at 05:00 P.M. (IST). A facility for voting through electronic means was also provided during the Meeting to such shareholders who had joined the meeting through VC to enable them to vote, in case they could not cast their vote during the remote e-voting period. The said facility was made available to the shareholders till 15 minutes from the conclusion of the Meeting.

The notice of the 44th Annual General Meeting and the Annual Report, containing Audited Financial Statements for the year ended March 31, 2024, and the Board's and Auditor's Reports, as circulated through email, was taken as read. The Chairperson asked Mrs. Payal Goel Company Secretary to read the arrangements made for the Members at the 44th Annual General Meeting.

Thereafter, the Company Secretary read and informed the shareholders about all the arrangements made for the remote e-voting process and voting through e-voting at the AGM. It was informed that Mr. Paramnoor Singh, Chartered Accountant was appointed as Scrutinizer to scrutinize the remote e-voting process & voting through e-voting at the AGM.

The Company Secretary read out the norms that all the participants should follow during the question & answer session and thereafter, the question and answer session was commenced. The queries raised by the Shareholders at the AGM were suitably answered/ clarified by the Chairperson/ KMP. Further, certain specific queries of Shareholders would be addressed through e-mail.

Oswal Agro Mills Limited

CIN: L15319PB1979PLC012267



The AGM commenced at 03:00 P.M. (IST) and concluded at 03:26 P.M. (IST).

The e-voting facility was kept open for the next 15 minutes till 03:41 P.M. (IST) to enable the Members to cast their votes. Upon completion of the e-voting process, the meeting was closed.

We hereby request you to take the above information on record.

Notes:

- (i) The Company will separately intimate the voting results (remote e-voting and voting at the meeting through an electronic system) to the stock exchanges.
- (ii) This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

Thanking You

Yours sincerely,

For Oswal Agro Mills Limited

Payal Goel

Company Secretary & Compliance Officer