

Ref: OAML/STEX/2019/

Dated 27/09/2019

The Manager (Listing Deptt)
National Stock Exchange of India Ltd
Exchange Plaza
Bandra- Kurla Complex,
Bandra (E)
MUMBAI-400005

Re: Scrutinizer(s) Report on E-voting & Poll Results of the 39th ANNUAL
GENERAL MEETING of the Company held on 25th September, 2019

Dear Sir,

Please find enclosed herewith Scrutinizer(s) Report on E-voting & Poll results of the 39th Annual General Meeting of the Company held on 25th September, 2019 at Registered Office of the Company at Ludhiana.

Kindly take the same on your records please.

Thanking You,
Yours faithfully,
For Oswal Agro Mills Limited


Company Secretary
Encl: As Above

CC: The Bombay Stock Exchange , Mumbai
The Ahmedabad Stock Exchange, Ahmedabad
The Calcutta Stock Exchange, Calcutta
The Madras Stock Exchange Ltd, Chennai
The Delhi Stock Exchange Assoc. Ltd.



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19, Kasturba Gandhi Marg
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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
39th Annual General Meeting of the Equity Shareholders
Oswal Agro Mills Limited

Held on Wednesday, September 25th, 2019 at 12:00 P.M. at the registered office of the company at Ludhiana.

Subject: Scrutinizer's Report on remote e-voting & voting through polling paper conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules 2014.

Dear Sir,

I, CA Paramnoor Singh, Partner at R. Arora & Associates, Chartered Accountants having office at 612, Suryakiran Building, 19 Kasturba Gandhi Marg, New Delhi-110001, was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing of voting process i.e. remote e-voting process and voting through polling paper (poll) at Annual General Meeting (AGM) in pursuance of the Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules 2014 as substituted by the Companies (Management & Administration) Rules 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the Agenda items mentioned in the notice dated 9th August 2019 of the 39th AGM of the members of the company.

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act 2013 and rules relating to voting through electronic means and polling paper received on the resolutions contained in the notice of AGM. My responsibility as a scrutinizer is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" the resolutions in



the agenda items as stated above based on the report generated from the e-voting system and polling papers received by the company.

The Shareholders of the Company holding shares as on the "Cut -off" date of 18th September, 2019 were entitled to vote through E-Voting on the proposed resolutions as set out in the Notice of the 39th 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 Sunday, 22nd September, 2019 from 9:00 A.M. and was completed on Tuesday, 24th September, 2019 at 5:00 P.M.

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 12:00 PM on Wednesday, the 25th Day of September, 2019 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.



RESOLUTION No. 1 - Ordinary Resolution

Adoption of the Audited Standalone Financial Statements (including audited consolidated financial statements) for the financial year ended on March 31, 2019, reports of Board of Directors and Auditors thereon.

Votes Casted in Favour (excluding votes of the interested parties)

Particulars	Through E Voting	Through Poll	Total
No of Votes	1,99,213 (No. of Members 27)	7,34,49,982 (No. of Members 76)	7,36,49,195
% of Total Votes casted for the resolution	0.270%	99.729%	99.999%

Votes Casted Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	800 (No. of Members 4)	NIL	800
% of Total Votes casted against the resolution	0.001%	NIL	0.001%

Invalid Votes

Total No. of members whose votes were declared invalid	Total No. of Votes Cast by them
2	90



RESOLUTION No. 2 - Ordinary Resolution

Re-appointment of Shri Bhola Nath Gupta (DIN: 00562338), as a director who retires by rotation.

Votes Casted in Favour (excluding votes of the interested parties)

Particulars	Through E Voting	Through Poll	Total
No of Votes	1,95,191 (No. of Members 21)	7,34,49,982 (No. of Members 76)	7,36,45,173
% of Total Votes casted in favour	0.265%	99.728%	99.993%

Votes Casted Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	4822 (No. of Members 10)	NIL	4822
% of Total Votes casted against the resolution	0.007%	NIL	0.007%

Invalid Votes

Total No. of members whose votes were declared invalid	Total No. of Votes Cast by them
2	90



RESOLUTION No. 3 - Special Resolution

Appointment of Smt. Shikha Jain (DIN: 02615074) as a Non-Executive Independent Director of the Company for 2nd Consecutive term of 5 years.

Votes Casted in Favour (excluding votes of the interested parties)

Particulars	Through E Voting	Through Poll	Total
No of Votes	1,96,791 (No. of Members 22)	7,34,49,982 (No. of Members 76)	7,36,46,773
% of Total Votes casted in favour of resolution	0.267%	99.729%	99.996%

Votes Casted in Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	3,222 (No. of Members 9)	NIL	3,222
% 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	90



RESOLUTION No. 4 - Special Resolution

Appointment of Shri Bhola Nath Gupta (DIN: 00562338) as Chief Executive Officer and Whole Time Director.

Votes Casted in Favour (excluding votes of the interested parties)

Particulars	Through E Voting	Through Poll	Total
No of Votes	1,96,791 (No. of Members 22)	7,34,49,982 (No. of Members 76)	7,36,46,773
% of Total Votes casted in favour of resolution	0.267%	99.729%	99.996%

Votes Casted in Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	3,222 (No. of Members 9)	NIL	3,222
% 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	90



RESOLUTION No. 5 - Special Resolution

Maintenance of the register of members, annual returns and related books at a place other than the registered office of the Company.

Votes Casted in Favour (excluding votes of the interested parties)

Particulars	Through E Voting	Through Poll	Total
No of Votes	1,97,989 (No. of Members 25)	7,34,49,982 (No. of Members 76)	7,36,47,971
% of Total Votes casted in favour of resolution	0.269%	99.728%	99.997%

Votes Casted in Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	2,024 (No. of Members 6)	NIL	2,024
% 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	90



The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at the 39th AGM shall remain in my safe custody until the Chairman considers, approves and sign the minutes of the aforesaid AGM and thereafter the same will be handed over to the Company Secretary for safe keeping.

I would like to inform you that the Resolution(s) as contained in the Notice dated 9th August 2019 have been passed with requisite majority i.e. Resolution No. 1 and 2 as ordinary resolution and Resolution No. 3, 4 and 5 as Special Resolutions. You may accordingly declare the result of the voting through remote e-voting and polling papers at AGM.

Thanking You

Yours Faithfully



Paramnoor Singh
(Scrutinizer)

Membership No.: 515572

Partner, R Arora & Associates
Chartered Accountants

Place: New Delhi

Date: 27.09.2019