



OSWAL AGRO MILLS LIMITED

OAML/ND/2023

September 21, 2023

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 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Voting Results of 43rd Annual General Meeting held on September 21, 2023 and Scrutinizer’s Report thereon

Dear Sir/ Ma’am,

This is to inform you that the 43rd Annual General Meeting ('AGM') of Oswal Agro Mills Limited was held on Thursday, September 21, 2023 at 03:00 P.M. (IST) through Video Conferencing ('VC')/ Other Audio-Visual Means ('OAVM') in accordance with the Circulars issued by Ministry of Corporate Affairs ("MCA"), Securities and Exchange Board of India ("SEBI") and applicable provisions of the Companies Act, 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company had provided remote e-voting facility at the AGM to its shareholders for voting on the business to be transacted at the AGM of the Company.

The Company has appointed Mr. Paramnoor Singh, Chartered Accountant in Practice as the Scrutinizer for the remote e-voting and e-voting at AGM. As per the Scrutinizer’s Report all resolutions contained in the notice of the AGM were approved by the Shareholders with requisite majority.

In this regard, please find enclosed herewith the voting results as required under Regulation 44 of the SEBI Listing Regulations accompanied with Scrutinizer’s report as **Annexure A**.

The voting results along with Scrutinizer’s Report will be available on the Company’s website at www.oswalagromills.com.

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

Thanking you,

**Yours sincerely,
For Oswal Agro Mills Limited**

**Govind Surya Singh
Company Secretary & Compliance Officer**

Encl: As Above

OSWAL AGRO MILLS LIMITED

Voting Results

(Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Date of the AGM	September 21, 2023
Total number of shareholders on record date	191464
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not applicable Not applicable
No. of shareholders attended the meeting through video conferencing Promoters and Promoter Group: Public:	2 83

Resolution No. 1 (Ordinary Resolution)		Consideration and Adoption of the Audited standalone and consolidated IND AS financial statements of the Company for the financial year ended on March 31, 2023, reports of Board of Directors and Auditors thereon.						
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 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

Oswal Agro Mills Limited

CIN: L15319PB1979PLC012267

Promoter and Promoter Group	E-voting	56259110	56027460	99.58	56027460	0	100.00	0.00
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		56259110	56027460	100.00	56027460	0	100.00
Public-Institutions	E-Voting	669992	0	0.00	0	0	0	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		669992	0	0.00	0	0	0.00
Public - Non-Institutions	E-Voting	77305674	17451299	22.57	17445525	5774	99.96	0.04
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		77305674	17451299	22.57	17445525	5774	99.96
Total		134234776	73478759	54.73	73472985	5774	99.99	0.01

Resolution No. 2 (Ordinary Resolution)			To appoint Mr. Anil Kumar Bhalla (DIN: 00587533) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.					
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 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	56259110	56027460	99.58	56027460	0	100.00	0.00
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		56259110	56027460	100.00	56027460	0	100.00

Oswal Agro Mills Limited

CIN: L15319PB1979PLC012267

Public- Institutions	E-Voting	669992	0	0.00	0	0	0	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		669992	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	77305674	17451349	22.57	17444409	6940	99.96	0.04
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		77305674	17451349	22.57	17444409	6940	99.96
Total		134234776	73478809	54.73	73471869	6940	99.99	0.01

Resolution No. 3 (Ordinary Resolution)			Omnibus approval of material related party transaction for the financial year 2023-24					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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 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	56259110	0	0.00	0	0	0	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		56259110	0	0.00	0	0	0.00
Public- Institutions	E-Voting	669992	0	0.00	0	0	0	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		669992	0	0.00	0	0	0.00
Public- Non	E-Voting	77305674	17451279	22.57	17444390	6889	99.96	0.04

Oswal Agro Mills Limited**CIN: L15319PB1979PLC012267**

Institutions	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	77305674	17451279	22.57	17444390	6889	99.96	0.04
Total		134234776	73478809	54.73	73444390	6889	99.96	0.04

Date: September 21, 2023**Place: New Delhi****For Oswal Agro Mills Limited****Govind Surya Singh**
Company Secretary & Compliance Officer



FORM No. MGT-13
Report of Scrutinizer(s) on Remote e-voting & e-voting at AGM
[Pursuant to Section 108 of the Companies Act, 2013]

To
The Chairperson
43rd Annual General Meeting of the Equity
Shareholders of Oswal Agro Mills Limited

Held on Thursday, September 21st, 2023 at 03:00 P.M. through video conferencing ("VC") /other Audio - Visual Means ("OAVM")

Subject: Scrutinizer's Report on remote e-voting & e-voting at AGM 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, 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 the voting process i.e. remote e-voting and e-voting at 43rd Annual General Meeting (AGM) in pursuance of Section 108 of the Companies Act, 2013 read with Rule 20 of the 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 August 4, 2023 of the 43rd AGM of the members of the company.

The management of the Company is responsible for ensuring compliance with the requirements of the Companies Act 2013 and rules relating to voting through remote e-voting and e-voting at AGM on the resolutions contained in the notice of the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

My responsibility as Scrutinizer for E-Voting process (i.e., remote E-Voting and E-Voting at AGM) is restricted to ensuring that the e-voting process is conducted in a fair and transparent manner and making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the notice of AGM based on the report generated from the e-voting platform provided by NSDL.

The Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 14/2020 dated April 8, 2020, and Circular No. 17/2020 dated April 13, 2020, followed by General Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022, read with General Circular

No. 10/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") has permitted the holding of the AGM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) without the physical presence of the Members at a common venue. The Securities Exchange Board of India ("SEBI") vide its Circular dated January 05, 2023, read with Circular dated May 13, 2022, Circular dated January 15, 2021 and Circular dated May 12, 2020 ("SEBI Circulars") has granted relaxations in respect of sending physical copies of Annual Reports to shareholders and requirement of proxy for general meetings held through electronic mode. In compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and the above circulars the 43rd Annual General Meeting of the Company was held through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") on Thursday, September 21, 2023 at 03:00 P.M. (IST). Further as confirmed by the Company the Notice of the AGM along with the Annual Report for FY 2022-23 was sent only through electronic mode to those Members whose e-mail addresses were registered with the Company, RTA or CDSL / NSDL ("Depositories") and also been uploaded on the website of the Company.

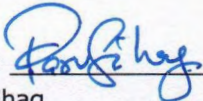
The Shareholders of the Company holding shares as on the "Cut -off" date of 14th September, 2023 was entitled to vote through E-Voting on the proposed resolutions as set out in the Notice of the 43rd Annual General Meeting.

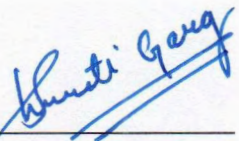
The Company has availed the e-voting facility offered by National Securities Depository Limited for conducting the e-voting by the Shareholders of the company. The e-voting process was started on Monday, September 18, 2023, at 09:00 A.M. (IST) and completed on Wednesday, September 20, 2023, at 05:00 P.M. (IST).

As per the information provided by the company, the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC/OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.

After closure of e-voting at the AGM, the votes cast through remote e-voting prior to the date of AGM and through e-voting at the AGM were unblocked and downloaded from the e-voting system of National Securities Depository Limited (NSDL).

We, the undersigned, have witnessed that the votes cast through remote e-voting were unblocked in our presence on 21st September 2023.

Witness 1: 
Parveen Sihag

Witness 2: 
Shruti Garg

I have scrutinized and reviewed the voting through remote e-voting and e-voting at the AGM and votes tendered therein based on the data downloaded from the e-voting system of NSDL.

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

ORDINARY BUSINESS**RESOLUTION NO. 1 - Ordinary Resolution**

Adoption of Audited IND-AS Financial Statements (including audited consolidated IND-AS financial statements) for the year ended 31st March 2023 together with the Report of the Board of Directors and the Auditors thereon.

Total Votes Casted on the Resolution : 7,34,78,759

Total number of valid votes casted on the resolution : 7,34,78,759

Votes Casted in favor of Resolution

Type of Voting	Number of Members Voted	Total number of votes cast by them	% Of total number of votes cast
Remote e-voting	161	73,472,885	99.9920%
E-voting at AGM	1	100	0.0001%
Total	162	73,472,985	99.9921%

Votes Casted Against the Resolution

Type of Voting	Number of Members Voted	Total number of votes cast by them	% Of total number of votes cast
Remote e-voting	9	5,774	0.0079%
E-voting at AGM	0	0	0%
Total	9	5,774	0.0079%

Invalid Votes

Total No. of members whose votes were declared invalid	Total No. of Votes Cast by them
0	0

RESOLUTION NO. 2 - Ordinary Resolution

Re-appointment of Mr. Anil Kumar Bhalla (DIN: 00587533), as a director who retires by rotation.

Total votes casted on the Resolution : 7,34,78,809

Total number of valid votes casted on the Resolution : 7,34,78,809

Votes Casted in favor of Resolution

Type of Voting	Number of Members Voted	Total number of votes cast by them	% Of total number of votes cast
Remote e-voting	157	7,34,71,769	99.9904%
E-voting at AGM	1	100	0.0001%
Total	158	73,471,869	99.9905%

Votes Casted Against the Resolution

Type of Voting	Number of Members Voted	Total number of votes cast by them	% Of total number of votes cast
Remote e-voting	14	6,940	0.0095%
E-voting at AGM	0	0	0
Total	14	6,940	0.0095%

Invalid Votes

Total No. of members whose votes were declared invalid	Total No. of Votes Cast by them
0	0

SPECIAL BUSINESS**RESOLUTION NO. 3 - Ordinary Resolution****Omnibus approval of material related party transaction for the financial year 2023-24****Total votes casted on the Resolution : 7,34,78,739****Total number of valid votes casted on the Resolution : 1,74,51,279**

Votes Casted in favor of Resolution

Type of Voting	Number of Members Voted	Total number of votes cast by them	% of total number of votes cast
Remote e-voting	153	1,74,44,290	99.9599%
E-voting at AGM	1	100	0.0006%
Total	154	1,74,44,390	99.9605%

Votes Casted Against the Resolution

Type of Voting	Number of Members Voted	Total number of votes cast by them	% of total number of votes cast
Remote e-voting	14	6,889	0.0395%
E-voting at AGM	0	0	0
Total	14	6,889	0.0395%

Invalid Votes

Total No. of members whose votes were declared invalid	Total No. of Votes Cast by them
2	5,60,27,460

The electronic data containing records of remote e-voting and e-voting at the 43rd AGM by the members have been handed over to the Company Secretary for safekeeping.

I would like to inform you that the Resolution(s) as contained in the Notice dated 04th August 2023 have been passed with requisite majority i.e., Resolution No. 1, 2, 3 have been passed as Ordinary Resolution. You may accordingly declare the result of the voting through remote e-voting and e-voting at AGM.

Thanking You

Yours Faithfully



Paramoor Singh
(Scrutinizer)

Membership No.: 515572
Partner, R Arora & Associates
Chartered Accountants
UDIN: 23515572BGWMVV1708

Place: New Delhi
Date: 21.09.2023

COUNTERSIGNED BY:

For Oswal Agro Mills Limited



Govind Surya Singh
(Company Secretary & Compliance Officer
(Authorised by Chairperson)
M.No.: A70808

Place: New Delhi
Date: 21.09.2023