Oswal Agro Mills Limited

NOTICE OF THE MEETING

Notice is hereby given that the 33rd Annual General Meeting of the Company will be held on Saturday, the 28TH September, 2013 at 11.30 A.M. at the Registered Office of the Company at Near Jain Colony, Vijay Inder Nagar, Daba Road, Ludhiana -141003 (Punjab), to transact the following Business:

ORDINARY BUSINESS:

1. To consider and, if thought fit, to pass, with or without modifications, if any, the following as an Ordinary Resolution:

   "Resolved that the Company's audited Balance Sheet as at 31st March, 2013, the Statement of Profit and Loss as at 31st March, 2013 and the audited Cash Flow Statement for the financial year ended on that date together with Directors' and Auditors' Report thereon be and are hereby approved and adopted."

2. To consider and, if thought fit, to pass, with or without modifications, if any, the following as an Ordinary Resolution:

   "Resolved that Mr. Anil Bhalla, who retires from the office of Director by rotation in this Annual General Meeting and being eligible offers himself for re-election, be and is hereby re-elected as a Director of the Company, whose office shall be liable to retirement by rotation."

3. To consider and, if thought fit, to pass, with or without modifications, if any, the following as an Ordinary Resolution:

   "Resolved that M/s T.R. Chadha & Company, Chartered Accountants, retiring auditors of the Company, be and are hereby re-appointed as the Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company on remuneration to be decided by the Board of Directors."

By Order of the Board
For OSWAL AGRO MILLS LIMITED

Place : New Delhi
Date : 12.08.2013

R.P. Jolly
CFO & Company Secretary

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote on behalf of him/her and the proxy need not be a member. The enclosed proxy form should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the AGM.
2. Corporate members intending to send their authorized representative to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. Members/Proxies should bring the attendance slip duly filled in for attending the meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 21ST September 2013 to 28TH September 2013 (both days inclusive).
5. The Members are requested to:
   (a) Take the advantage of dematerialization of shares as Company's scrip has been put under the compulsory dematerialization. Shareholders are requested to get in touch with any Depository Participant for getting the shares dematerialized.
   (b) Bring their copy of Annual Report at the Annual General Meeting.
6. Members who hold shares in physical form in multiple folios in identical names or joint accounts in the same order of names are requested to send share certificates to the Company for consolidation into a single folio.
7. All documents referred to in the accompanying notice are open for inspection at the Registered Office of the Company between 10.00 A.M. to 1.00 P.M. on all working days except Sundays and other holidays up to the date of the Annual General Meeting.
8. In all correspondences with the Company, members are requested to quote their account/folio numbers and in case their shares are held in the dematerialized form, they must quote their client ID Number and their DP ID Number.
9. Members may please note that no gifts/gift coupons shall be distributed at the venue of the Annual General Meeting.

10. **IMPORTANT COMMUNICATION TO MEMBERS:-**

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliance by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measures, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to notify their e-mail id by writing letter and register the same with M/s Skyline Financial Services Pvt. Limited., Share Transfer Agent of the Company at their e-mail id i.e. **admin@skylinerta.com**

INFORMATION REQUIRED TO BE FURNISHED IN PURSUANCE OF CLAUSE 49 OF THE LISTING AGREEMENT WITH STOCK EXCHANGES

Brief Resume of the person to be appointed/re-appointed as Director:

1. Shri Anil Bhalla is director of the company, appointed on the Board of the company w. e. f. 19th May, 2007. He has vast experience in commercial and administrative field and has made valuable contribution in the growth of the company's business. He besides pioneer is innovative, novel & meticulous.

   He is a Managing Director on the Board of Oswal Greentech Limited as well as director on the board of Lucky Star Entertainment Limited. He is also a trustee of Aruna Abhey Oswal Trust. He is a member of Share Transfer Committee and Investor Grievance Committee in your Company. Neither he nor any of his family members hold any shares of this Company.

By Order of the Board
For OSWAL AGRO MILLS LIMITED

Place : New Delhi
Date : 12.08.2013

R.P. Jolly
CFO & Company Secretary