

OSWAL AGRO MILLS LIMITED
CIN: L15319PB1979PLC012267

VOTING RESULTS OF THE 36TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 29TH SEPTEMBER, 2016 AT THE REGISTERED OFFICE OF THE COMPANY AT
NEAR JAIN COLONY, VIJAY INDER NAGAR, DABA ROAD, LUDHIANA, PUNJAB - 141003

Date of the AGM/EGM	29th September, 2016
Total number of shareholders on record date (22nd September, 2016)	211108
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	44
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable



ITEM NO. 1: Adoption of Audited Financial Statements (including Consolidated Financial Statements) as at 31st March, 2016 together with Directors' and Auditors' Report thereon.

Resolution required: (Ordinary/ Special)			Ordinary												
Whether promoter/ promoter group are interested in the agenda/resolution?			No												
Category	Mode of Voting	No. of shares held	(1)	No. of votes polled	(2)	% of Polled outstanding shares	(3)=[(2)/(1)]* 100	No. of Votes – in favour	(4)	No. of Votes – against	(5)	% of Votes in favour on votes polled	(6)=[(4)/(2)]*100	% of Votes against on votes polled	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting			0		0		0		0		0			
	Poll		56033682	56033682		33.919		56033682		0		100		0	
	Postal Ballot (if applicable)			NA		0		0		0		0		0	
	Total			56033682		33.919		56033682		0		100		0	
Public-Institution s	E-Voting			0		0.000		0		0		0		0	
	Poll			350000		1.258		350000		0		100		0	
	Postal Ballot (if applicable)		4146054	NA		0		0		0		0		0	
	Total			350000		1.258		350000		0		100		0	
Public-Non Institution s	E-Voting			13744		0.022		11852		1892		86.234		13.766	
	Poll			17289100		27.107		17289100		0		100		0	
	Postal Ballot (if applicable)		74055040	NA		0		0		0		0		0	
	Total			17302844		27.128		17300952		1892		99.989		0.011	
Total			134234776	73686526		54.894		73684634		1892		99.997		0.003	

Note: The Resolution No. 1 is passed with requisite majority.



ITEM NO. 2: To re-appoint Mr. Bhola Nath Gupta (DIN 00562338), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Polled outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
	Poll	56033682	56033682	33.919	56033682	0	100	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		56033682	33.919	56033682	0	100	0
Public-Institution s	E-Voting		0	0.000	0	0	0	0
	Poll	4146054	350000	1.258	350000	0	100	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		350000	1.258	350000	0	100	0
Public-Non Institution s	E-Voting		13744	0.022	6948	6796	50.553	49.447
	Poll	74055040	17289100	27.107	17289100	0	100.000	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		17302844	27.128	17296048	6796	99.961	0.039
Total		134234776	73686526	54.894	73679730	6796	99.991	0.009

Note: The Resolution No. 2 is passed with requisite majority.



ITEM NO. 3: Re-appointment of M/s T R Chadha & Co LLP Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration.

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Polled 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		0	0	0	0	0	0
	Poll		56033682	33.919	56033682	0	100	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total	56033682	56033682	33.919	56033682	0	100	0
Public-Institution s	E-Voting		0	0.000	0	0	0	0
	Poll		350000	1.258	350000	0	100	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total	4146054	350000	1.258	350000	0	100	0
Public-Non Institution s	E-Voting		13744	0.022	8094	5650	58.891	41.109
	Poll		17289100	27.107	17289100	0	100.000	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total	74055040	17302844	27.128	17297194	5650	99.967	0.033
Total		134234776	73686526	54.894	73680876	5650	99.992	0.008

Note: The Resolution No. 3 is passed with requisite majority.



ITEM NO. 4: Appointment of Mrs Aruna Oswal (DIN 00988524) as Non-Executive Non-Independent Director and Chairperson of the Company.

Resolution required: (Ordinary/ Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Ordinary									
Yes									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Polled outstanding shares	No. of Votes in favour	No. of Votes – against	% of Votes in favour 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		0	0	0	0	0	0	
	Poll	56033682	7222	0.004	7222	0	100	0	
	Postal Ballot (if applicable)		NA	0	0	0	0	0	
	Total		7222	0.004	7222	0	100	0	
Public-Institution s	E-Voting		0	0.000	0	0	0	0	
	Poll	4146054	350000	1.258	350000	0	100	0	
	Postal Ballot (if applicable)		NA	0	0	0	0	0	
	Total		350000	1.258	350000	0	100	0	
Public-Non Institution s	E-Voting		13744	0.022	7604	6140	55.326	44.674	
	Poll	74055040	17289100	27.107	17289100	0	100.000	0	
	Postal Ballot (if applicable)		NA	0	0	0	0	0	
	Total		17302844	27.128	17296704	6140	99.965	0.035	
Total		134234776	17660066	13.156	17653926	6140	99.965	0.035	

Note: The Resolution No. 4 is passed with requisite majority. Votes of Interested parties are not considered in above e voting results.



ITEM NO. 5: Appointment of Mr. Vikram (DIN 07555192) as a Non-Executive Independent Director of the Company.									
Resolution required: (Ordinary/ Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Ordinary									
No									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Polled 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	0	0	0	0	0	0		
	Poll	56033682	33.919	56033682	0	100	0		
	Postal Ballot (if applicable)	NA	0	0	0	0	0		
	Total	56033682	33.919	56033682	0	100	0		
Public-Institution s	E-Voting	0	0.000	0	0	0	0		
	Poll	350000	1.258	350000	0	100	0		
	Postal Ballot (if applicable)	NA	0	0	0	0	0		
	Total	350000	1.258	350000	0	100	0		
Public-Non Institution s	E-Voting	13744	0.022	7654	6090	55.690	44.310		
	Poll	17289100	27.107	17289100	0	100.000	0		
	Postal Ballot (if applicable)	NA	0	0	0	0	0		
	Total	17302844	27.128	17296754	6090	99.965	0.035		
Total		134234776	54.894	73680436	6090	99.992	0.008		

Note: The Resolution No. 5 is passed with requisite majority.



ITEM NO. 6: Appointment and fixation of Remuneration of Mr. Bhola Nath Gupta (DIN 00562338) as Chief Executive Officer and Whole Time Director.

Resolution required: (Ordinary/ Special)		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Polled 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		0	0	0	0	0	0
	Poll	56033682	56033682	33.919	56033682	0	100	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		56033682	33.919	56033682	0	100	0
Public-Institution s	E-Voting		0	0.000	0	0	0	0
	Poll	4146054	350000	1.258	350000	0	100	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		350000	1.258	350000	0	100	0
Public-Non Institution s	E-Voting		13744	0.022	7504	6240	54.598	45.402
	Poll	74055040	17289100	27.107	17289100	0	100.000	0
	Postal Ballot (if applicable)		NA	0	0	0	0	0
	Total		17302844	27.128	17296604	6240	99.964	0.036
Total		134234776	73686526	54.894	73680286	6240	99.991	0.009

Note: The Resolution No. 6 is passed with requisite majority.





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 29th, 2016 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, 29th June, 2016 for the purpose of the E- Voting and poll taken on the resolutions of Oswal Agro Mills Limited (CIN No 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 22nd September, 2016 were entitled to vote through E-Voting on the proposed resolutions set out in the Notice of the 36th 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, 26th September, 2016 from 9:00 AM and was completed on Wednesday, 28th September, 2016 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 29th Day of September, 2016 at the Registered office of the Company at 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

Adoption of Audited Financial Statements (including Consolidated Financial Statements) as at 31st March, 2016 together with Directors' and Auditors' Report thereon.

Total Votes Casted: 7,36,86,526

Votes Casted in Favour: 7,36,84,634

Particulars	Through E Voting	Through Poll	Total
No of Votes	11,852 (No. of Members 34)	7,36,72,782 (No. of Members 42)	7,36,84,634
% of Total Votes casted for the resolution	0.016%	99.981%	99.997%

Votes Casted Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	1,892 (No. of Members 5)	NIL	1,892
% of Total Votes casted against the resolution	0.003%	0.000%	0.003%

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 Mr. Bhola Nath Gupta (DIN 00562338), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Total Votes casted : 7,36,86,526

Votes Casted in Favour : 7,36,79,730

Particulars	Through E Voting	Through Poll	Total
No of Votes	6,948 (No. of Members 30)	7,36,72,782 (No. of Members 42)	7,36,79,730
% of Total Votes casted in favour	0.010%	99.981%	99.991%

Votes Casted Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	6,796 (No. of Members 9)	Nil	6,796
% of Total Votes casted against the resolution	0.009%	Nil	0.009%

Invalid Votes

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

RESOLUTION No.3

Re-appointment of M/s T R Chadha & Co LLP Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration

Total Votes casted: 7,36,86,526

Votes Casted in Favour : 7,36,80,876

Particulars	Through E Voting	Through Poll	Total
No of Votes	8,094 (No. of Members 35)	7,36,72,782 (No. of Members 42)	7,36,80,876
% of Total Votes casted in favour	0.011%	99.981%	99.992%

Votes Casted Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	5,650 (No. of Members 4)	Nil	5,650
% of Total Votes casted against the resolution	0.008%	Nil	0.008%

Invalid Votes

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

RESOLUTION No. 4

Appointment of Mrs Aruna Oswal (DIN 00988524) as Non-Executive Non-Independent Director and Chairperson of the Company

Total Votes considered for resolution (excluding votes of the interested parties):
1,76,60,066

Votes Casted in Favour (excluding votes of the interested parties) : 1,76,53,926

Particulars	Through E Voting	Through Poll	Total
No of Votes	7,604 (No. of Members 31)	1,76,46,322 (No. of Members 41)	1,76,53,926
% of Total Votes casted in favour of resolution	0.043%	99.922%	99.965%

Votes Casted in Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	6,140 (No. of Members 8)	Nil	6,140
% of Total Votes casted against the resolution	0.035%	Nil	0.035%

Invalid Votes

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

RESOLUTION No.5

Appointment of Mr. Vikram (DIN 07555192) as a Non-Executive Independent Director of the Company.

Total Votes casted: 7,36,86,526

Votes Casted in Favour: 7,36,80,436

Particulars	Through E Voting	Through Poll	Total
No of Votes	7,654 (No. of Members 32)	7,36,72,782 (No. of Members 42)	7,36,80,436
% of Total Votes casted in favour of resolution	0.011%	99.981%	99.992%

Votes Casted in Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	6,090 (No. of Members 7)	Nil	6,090
% of Total Votes casted against the resolution	0.008%	Nil	0.008%

Invalid Votes

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

RESOLUTION No.6

Appointment and fixation of Remuneration of Mr. Bhola Nath Gupta (DIN 00562338) as Chief Executive Officer and Whole Time Director

Total Votes casted: 7,36,86,526

Votes Casted in Favour: 7,36,80,286

Particulars	Through E Voting	Through Poll	Total
No of Votes	7,504 (No. of Members 30)	7,36,72,782 (No. of Members 42)	7,36,80,286
% of Total Votes casted in favour of resolution	0.010%	99.981%	99.991%

Votes Casted in Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	6,240 (No. of Members 9)	Nil	6,240
% of Total Votes casted against the resolution	0.009%	Nil	0.009%

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



(Scrutinizer)

Name: Paramnoor Singh

Practicing Chartered Accountant

Mem No.: 515572

Place New Delhi

Date: 30.09.2016