ABHEY OSWAL GROUP

Oswal Agro Mills Limited

Through Courier

OAML/ND//2018

September 29, 2018

The Manager BSE Ltd. Department of Corporate Services Floor 25, P J Towers, Dalal Street, MUMBAI – 400001 Email:corp.relations@bseindia.com Scrip Code:500317	The Manager National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (East) MUMBAI-400051 Email:cmlist@nse.co.in Scrip Code: OSWALAGRO

Re: Report of Scrutinizer (s) on E-Voting & Poll Results of the 38th AGM of the Company held on 27/09/2018

Dear Sir,

Please find enclosed herewith Scrutinizer(s) Report on E-Voting & Poll results of the 38th Annual General Meeting of the Company held on September 27, 2018 at the Registered Office of the Company at Ludhiana.

Kindly take the same on your records please.

Thanking you,

Yours faithfully,
For Oswal Agro Mills Limited

Gopal Kathuria

Gopal
Company Secretary

OSWAL AGRO MILLS LIMITED New Delhi

CC: The Calcutta Stock Exchange, Kolkata
CC: The Ahmedabad Stock Exchange, Ahmedabad.
CC: The Madras Stock Exchange Ltd. Chennai.
CC: The Delhi Stock Exchange Assoc. Limited

Encl: As above

R. ARORA & ASSOCIATES
CHARTERED ACCOUNTANTS

612, Surya Kiran Building
19, Kasturba Gandhi Marg
Connaught Place
New Delhi - 110001

Tel : +91 (11) 43550617
+91 (11) 23350617
E-mail : info@r-arora.com

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 27th, 2018 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 Saturday, 4th August, 2018 for the purpose of the E- Voting and poll taken on the resolutions, of Oswal Agro Mills Limited (CIN 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 20th September, 2018 were entitled to vote through E-Voting on the proposed resolutions set out in the Notice of the 38th 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, 24th September, 2018 from 9:00 A.M. and was completed on Wednesday, 26th September, 2018 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 12:30 PM on Thursday, the 27th Day of September, 2018 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 Audited Financial Statements (including Consolidated Financial Statements) as at 31st March, 2018 together with Directors' and Auditors' Report thereon.

Total Votes Casted: 7,52,06,075

Votes Casted in Favour: 7,51,94,700

Particulars	Through E Voting	Through Poll	Total
No of Votes	4,860 (No. of Members 20)	7,51,89,840 (No. of Members 68)	7,51,94,700
% of Total Votes casted for the resolution	0.006%	99.992%	99.998%

Votes Casted Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	1,477 (No. of Members 4)	NIL	1,477
% of Total Votes casted against the resolution	0.002%	NIL	0.002%

Invalid Votes

Total No. of members whose votes were declared invalid	Total No. of Votes Cast by them
1	9898

RESOLUTION No. 2 - Ordinary Resolution

To re-appoint Dr. Aruna Oswal (DIN: 00988524), who retires by rotation at this Annual General Meeting.

Total Votes considered for resolution (excluding votes of the interested parties): 1,91,79,715

Votes Casted in Favour (excluding votes of the interested parties) : 1,91,65,901

Particulars	Through E Voting	Through Poll	Total
No of Votes	2,521 (No. of Members 17)	1,91,63,380 (No. of Members 68)	1,91,65,901
% of Total Votes casted in favour	0.013%	99.967%	99.980%

Votes Casted Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	3,916 (No. of Members 8)	NIL	3,916
% of Total Votes casted against the resolution	0.020%	NIL	0.020%

Invalid Votes

Total No. of members whose votes were declared invalid	Total No. of Votes Cast by them
1	9898

RESOLUTION No. 3 - Ordinary Resolution

Contribution to Charitable Funds u/s 181 of Companies Act, 2013

Total Votes casted : 7,52,06,175

Votes Casted in Favour : 7,51,91,789

Particulars	Through E Voting	Through Poll	Total
No of Votes	1,949 (No. of Members 14)	7,51,89,840 (No. of Members 68)	7,51,91,789
% of Total Votes casted in favour of resolution	0.003%	99.991%	99.994%

Votes Casted in Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	4,488 (No. of Members 11)	NIL	4,488
% of Total Votes casted against the resolution	0.006%	NIL	0.006%

Invalid Votes

Total No. of members whose votes were declared invalid	Total No. of Votes Cast by them
1	9898

RESOLUTION No. 4 - Ordinary Resolution

Appointment of Shri Ramesh Kumar Khanna (DIN 08166297) as Non-Executive Independent Director of the Company for a term of 5 years.

Total Votes casted : 7,52,06,075

Votes Casted in Favour : 7,51,93,545

Particulars	Through E Voting	Through Poll	Total
No of Votes	3,705 (No. of Members 16)	7,51,89,840 (No. of Members 68)	7,51,93,545
% of Total Votes casted in favour of resolution	0.005%	99.992%	99.997%

Votes Casted in Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	2,632 (No. of Members 7)	NIL	2,632
% 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
1	9898

RESOLUTION No. 5 - Ordinary Resolution

Appointment of Shri Mohinder Pal Singh (DIN 08155393) as a Non-Executive Independent Director of the Company for a term of 5 years.

Total Votes casted : 7,52,06,075

Votes Casted in Favour : 7,51,93,745

Particulars	Through E Voting	Through Poll	Total
No of Votes	3,905 (No. of Members 17)	7,51,89,840 (No. of Members 68)	7,51,93,745
% of Total Votes casted in favour of resolution	0.005%	99.992%	99.997%

Votes Casted in Against

Particulars	Through E Voting	Through Poll	Total
No of Votes	2,432 (No. of Members 6)	NIL	2,432
% 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
1	9898

RESOLUTION No. 6 - Special Resolution

Authority to give loans, guarantees and /or make investments under Section 186 of Companies Act, 2013 read with rules.

Total Votes casted: 7,52,06,275

Votes Casted in Favour: 7,51,92,159

Particulars	**Through E Voting**	**Through Poll**	**Total**
No of Votes	2,319 (No. of Members 16)	7,51,89,840 (No. of Members 68)	7,51,92,159
% of Total Votes casted in favour of resolution	0.003%	99.991%	99.994%

Votes Casted in Against

Particulars	**Through E Voting**	**Through Poll**	**Total**
No of Votes	4,218 (No. of Members 10)	NIL	4,218
% of Total Votes casted against the resolution	0.006%	NIL	0.006%

Invalid Votes

Total No. of members whose votes were declared invalid	**Total No. of Votes Cast by them**
1	9898

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

Membership No.: 515572

Place: New Delhi

Date: 28.09.2018