



# POONA DAL & OIL INDUSTRIES LTD.

Corporate Office : 71/A, Hadapsar Industrial Estate, Hadapsar, Pune 411013  
Tel. :- 091-20-26816020, 26816024, CIN : L15313PN1993PLC070263

Dated 30<sup>th</sup> September, 2021

To  
The Secretary,  
Bombay Stock Exchange Ltd.  
PhirozeJeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001

**BSE scrip code: 519359**

**Sub: 28<sup>th</sup> Annual General Meeting ('AGM') of the company**

Dear Sir/Madam

Pursuant to applicable regulations of SEBI (Listing obligation and disclosure Requirement) Regulation, 2015, and the provisions of Companies Act, 2013, rules made there under the following submissions to the exchange is made for the 29<sup>th</sup> Annual general Meeting of the company:

1. Regulation 30: Proceedings of 29<sup>th</sup> AGM of the company held on Thursday the 30<sup>th</sup> September, 2021 at 11.00 a.m. at the registered office of the company at E-2, Kurkumbh, MIDC, Tal-Daund, Dist-Pune 413802
2. Regulation 44(3): details of Voting results.
3. Section 108 of the Companies Act, 2013: Scrutinizer's Report dated 30<sup>th</sup> September, 2021

Kindly take above on the record and acknowledge.

**For Poona Dal and Oil Industries Limited**


**Pradip P. Parakh**  
**Managing Director**  
**(DIN:00053321)**



**GIST OF THE PROCEEDINGS OF THE 29<sup>TH</sup> ANNUAL GENERAL MEETING OF MEMBERS OF POONA DAL AND OIL INDUSTRIES LIMITED HELD ON THURSDAY THE 30<sup>TH</sup> SEPTEMBER, 2021 AT THE REGISTERED OFFICE OF THE COMPANY AT E-2, KURKUMBH, TAL-DAUND, DIST-PUNE 412208 AT 11.00 A.M.**

**PRESENT:**

**Mr. Pradip Poonamchand Parakh** Managing Director

**Mr. Ajinkya Ajay Ghogardare** Director

**Mr. Rakesh Virendra Singh** Director

**Mrs. Lizy George** Director

**Mr. Kevalchand Muthiyar** Director

Mr. Sunil M. Sharma Chief Financial Officer

Ms. Swati P. Runwal Company Secretary and Compliance Officer

Mr. Nikhilesh Bora M/s. Bora N S & Co. (Statutory Auditor)

Ms. Trupti A. Chendake M/s. Trupti Chendake & Associates (Secretarial Auditor & Scrutinizer)

Total 20 members attended the 29<sup>th</sup> Annual General Meeting (the "AGM" or the meeting)

Mr. Pradip P. Parakh, Managing Director of the Company, occupied the chair and presided over the meeting. The chairman after ascertaining that requisite quorum was present, called the Meeting to order.

The Chairman welcomed the members to the 29<sup>th</sup> Annual General Meeting and commenced the proceedings of the Meeting.

The Chairman announced that the statutory registers are available for inspection for members.

The Chairman read the speech highlighting the operation and prospects of the company.

With the consent of the members present, the notice convening Twenty Ninth Annual General Meeting was taken as read. The Auditors Report was read out to members. The Director's Report already circulated was taken as read. The Chairman requested the members present to raise the queries, several members asked questions and sought clarification and gave their suggestion.

The chairman then mentioned that the Companies Act, 2013 provided for Electronic Voting and the Company had provided its members the facility to cast their votes electronically through Central Depository Services Limited ("CDSL") system.



The e-voting commenced on the 27<sup>th</sup> September, 2021 at 9.00 A.M. and ended on 29<sup>th</sup> September, 2021 5.00 P.M. Ms. Trupti Anandrao Chendake, Company Secretary in practice (ACS 38423), was appointed as scrutiner to scrutinize the e-voting process in fair and transparent manner. Ms. Trupti Chendake had submitted her report on e-voting to the Chairman.

The chairman thereafter ordered for voting by poll and requested the members who had not cast their vote on e-voting, to cast their vote on the poll paper, under supervision of Ms. Swati Runwal.

The members of the Company were briefed about the process of poll. Thereafter, Ms. Swati Runwal displayed the empty ballot box to the members and proxies present and sealed the same.

He further explained the objective and implication of all the resolutions before they were put to vote at the Meeting.

Thereafter, the poll process through ballot poll was ordered and the members voted in the Meeting on all 10 resolutions using ballot form.

The following items of business as per 29<sup>th</sup> AGM notice dated 3<sup>rd</sup> September, 2021, were transacted at the meeting and the members passed the following resolution with requisite majority.

#### **Ordinary Business**

1. Adopt the audited financial statements for the financial year ended 31st March, 2021 and the reports of the Directors' the auditors' and thereon.
2. Appointment of Mr. Rakesh Singh (DIN:06987619), who retires by rotation and being eligible, seeks re-appointment.
3. Appointment of Bora N S & Co., Chartered Accountant (Firm Reg.No. I48087W/168182) as a Statutory Auditor of the Company.

#### **Special Business**

4. To Re-appoint Mr. Pradip Parakhas Managing Director
5. Approval for Re-appointment of Mr. Rakesh Singh as a Whole Time Director
6. Ratification of Appointment of Mr. Ajinkya Ghogardare as a Non-Executive Independent Director
7. Ratification of Appointment of Mrs. Lizy George as a Non-Executive Independent Director



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8. Approval of Cost Audit Fees for financial year 2021-22

9. Approval of Related Party Transactions for FY 2021-22 under section 188 of the Companies Act, 2013

10. Approval for re-appointment of Mr. Kevalchand Muthiyar as a Non Executive Independent Director for second term of five years.

A Summary of Consolidated Voting results (e-voting and polling) was as below:

**Poona Dal and Oil Industries Limited**  
**29<sup>th</sup> Annual General Meeting**  
**30.09.2021**

Details regarding the voting results of the Annual General Meeting of Poona Dal and Oil Industries Limited held on 30<sup>th</sup> September, 2021 pursuant to regulations 44(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.

|  |                       |
|--|-----------------------|
| Date of Annual General Meeting   | 30.09.2021            |
| Total no. of Shareholders on Record Date                                     | 5016                  |
| No. of shareholders present in the meeting either in person or through proxy | 20                    |
| • Promoters and promoter's group   | 6                     |
| • Public   | 14                    |
| No. of Shareholders attended through video conferencing                      | No Video conferencing |
| • Promoters and promoter's group   | NA                    |
| • Public   | NA                    |

Item No. 1 – Adoption of the Audited Statement of Profit and Loss for the year ended on 31st March 2021 and the Balance Sheet as on that date together with Report of Auditors and Directors of the Company thereon and annexure thereto.



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| 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 Votes polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour of votes polled | % of Votes against on votes polled |
|  |                | 1                  | 2                   | $3 = \frac{(2)}{(1)} * 100$             | 4                        | 5                      | $6 = \frac{(4)}{(2)} * 100$          | $7 = \frac{(5)}{(2)} * 100$        |
| Promoter and Promoter Group  | E-Voting       | 4017219            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
|  | Total          | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
| Public – Institutions  | E-Voting       |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Total          |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public – Non Institutions  | E-Voting       | 1690781            | 29                  | 0.0017                                  | 29                       | 0                      | 100                                  | 0                                  |
|  | Poll           | 1690781            | 4905                | 0.30                                    | 4905                     | 0                      | 100                                  | 00                                 |
|  | Total          | 1690781            | 4934                | 0.30                                    | 4934                     | 0                      | 100                                  | 0                                  |
| Total  | Total          | 5708000            | 4022153             | 70.46                                   | 4022153                  | 0                      | 100                                  | 0                                  |

### Result:Pass

Item No. 2 – Re-appointment of Mr. Rakesh V. Singh (DIN: 06987619) as a Director of the Company who is liable to retire by rotation.

| 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 Votes polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour of votes polled | % of Votes against on votes polled |
|  |                | 1                  | 2                   | $3 = \frac{(2)}{(1)} * 100$             | 4                        | 5                      | $6 = \frac{(4)}{(2)} * 100$          | $7 = \frac{(5)}{(2)} * 100$        |
| Promoter and Promoter Group  | E-Voting       | 4017219            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
|  | Total          | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
| Public – Institutions  | E-Voting       |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Total          |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public – Non Institutions  | E-Voting       | 1690781            | 29                  | 0.0017                                  | 29                       | 0                      | 100                                  | 0                                  |
|  | Poll           | 1690781            | 4905                | 0.30                                    | 4905                     | 0                      | 100                                  | 00                                 |
|  | Total          | 1690781            | 4934                | 0.30                                    | 4934                     | 0                      | 100                                  | 0                                  |
| Total  | Total          | 5708000            | 4022153             | 70.46                                   | 4022153                  | 0                      | 100                                  | 0                                  |

### Result:Pass



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Item no.3 To appoint M/s. BORA N. S.& Co, Chartered Accountant as a Statutory Auditor for a period of one year

| 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 Votes polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour of votes polled | % of Votes against on votes polled |
|  |                | 1                  | 2                   | $3=\frac{(2)}{(1)}*100$                 | 4                        | 5                      | $6=\frac{(4)}{(2)}*100$              | $7=\frac{(5)}{(2)}*100$            |
| Promoter and Promoter Group  | E-Voting       | 4017219            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
|  | Total          | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
| Public – Institutions  | E-Voting       |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Total          |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public – Non Institutions  | E-Voting       | 1690781            | 29                  | 0.0017                                  | 29                       | 0                      | 100                                  | 0                                  |
|  | Poll           | 1690781            | 4905                | 0.30                                    | 4905                     | 0                      | 100                                  | 00                                 |
|  | Total          | 1690781            | 4934                | 0.30                                    | 4934                     | 0                      | 100                                  | 0                                  |
| Total  | Total          | 5708000            | 4022153             | 70.46                                   | 4022153                  | 0                      | 100                                  | 0                                  |

## Result:Pass

Item no. 4 To Re-appoint Mr. Pradip Parakh as Managing Director

| 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 Votes polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour of votes polled | % of Votes against on votes polled |
|  |                | 1                  | 2                   | $3=\frac{(2)}{(1)}*100$                 | 4                        | 5                      | $6=\frac{(4)}{(2)}*100$              | $7=\frac{(5)}{(2)}*100$            |
| Promoter and Promoter Group  | E-Voting       | 4017219            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
|  | Total          | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
| Public – Institutions  | E-Voting       |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Total          |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public – Non Institutions  | E-Voting       | 1690781            | 29                  | 0.0017                                  | 29                       | 0                      | 100                                  | 0                                  |
|  | Poll           | 1690781            | 4905                | 0.30                                    | 4905                     | 0                      | 100                                  | 00                                 |
|  | Total          | 1690781            | 4934                | 0.30                                    | 4934                     | 0                      | 100                                  | 0                                  |
| Total  | Total          | 5708000            | 4022153             | 70.46                                   | 4022153                  | 0                      | 100                                  | 0                                  |



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## Result: Pass

Item No. 5 Approval for Re-appointment of Mr. Rakesh Singh as a Whole Time Director

| 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 Votes polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour of 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       | 4017219            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
|  | Total          | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
| Public – Institutions  | E-Voting       |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Total          |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public – Non Institutions  | E-Voting       | 1690781            | 29                  | 0.0017                                  | 29                       | 0                      | 100                                  | 0                                  |
|  | Poll           | 1690781            | 4905                | 0.30                                    | 4905                     | 0                      | 100                                  | 00                                 |
|  | Total          | 1690781            | 4934                | 0.30                                    | 4934                     | 0                      | 100                                  | 0                                  |
| Total  | Total          | 5708000            | 4022153             | 70.46                                   | 4022153                  | 0                      | 100                                  | 0                                  |

## Result: Pass

Item No.6 Approval for ratification of appointment of Mr. Ajinkya Ajay Ghogardare as a Non executive Independent Director

| 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 Votes polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour of 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       | 4017219            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
|  | Total          | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
| Public – Institutions  | E-Voting       |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Total          |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public – Non   | E-Voting       | 1690781            | 29                  | 0.0017                                  | 29                       | 0                      | 100                                  | 0                                  |



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|              |       |         |         |       |         |   |     |    |
|--------------|-------|---------|---------|-------|---------|---|-----|----|
| Institutions | Poll  | 1690781 | 4905    | 0.30  | 4905    | 0 | 100 | 00 |
|              | Total | 1690781 | 4934    | 0.30  | 4934    | 0 | 100 | 0  |
| Total        | Total | 5708000 | 4022153 | 70.46 | 4022153 | 0 | 100 | 0  |

Result: Pass

Item No.7 Approval for ratification of appointment of Mrs. Lizy George as a Non executive Independent Director

| 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 Votes polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour of votes polled | % of Votes against on votes polled |
|  |                | 1                  | 2                   | $3=\frac{(2)}{(1)}*100$                 | 4                        | 5                      | $6=\frac{(4)}{(2)}*100$              | $7=\frac{(5)}{(2)}*100$            |
| Promoter and Promoter Group  | E-Voting       | 4017219            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
|  | Total          | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
| Public – Institutions  | E-Voting       |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Total          |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public – Non Institutions  | E-Voting       | 1690781            | 29                  | 0.0017                                  | 29                       | 0                      | 100                                  | 0                                  |
|  | Poll           | 1690781            | 4905                | 0.30                                    | 4905                     | 0                      | 100                                  | 00                                 |
|  | Total          | 1690781            | 4934                | 0.30                                    | 4934                     | 0                      | 100                                  | 0                                  |
| Total  | Total          | 5708000            | 4022153             | 70.46                                   | 4022153                  | 0                      | 100                                  | 0                                  |

Item no.8 Approval of Cost Audit Fees for financial year 2021-22

| 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 Votes polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour of votes polled | % of Votes against on votes polled |
|  |                | 1                  | 2                   | $3=\frac{(2)}{(1)}*100$                 | 4                        | 5                      | $6=\frac{(4)}{(2)}*100$              | $7=\frac{(5)}{(2)}*100$            |
| Promoter and Promoter Group  | E-Voting       | 4017219            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
|  | Total          | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
| Public –   | E-Voting       |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |



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|                           |          |         |         |        |         |   |     |    |
|---------------------------|----------|---------|---------|--------|---------|---|-----|----|
| Institutions              | Poll     |         | 0       | 0      | 0       | 0 | 0   | 0  |
|                           | Total    |         | 0       | 0      | 0       | 0 | 0   | 0  |
| Public – Non Institutions | E-Voting | 1690781 | 29      | 0.0017 | 29      | 0 | 100 | 0  |
|                           | Poll     | 1690781 | 4905    | 0.30   | 4905    | 0 | 100 | 00 |
|                           | Total    | 1690781 | 4934    | 0.30   | 4934    | 0 | 100 | 0  |
| Total                     | Total    | 5708000 | 4022153 | 70.46  | 4022153 | 0 | 100 | 0  |

## Result:Pass

Item no.9 Approval of Related Party Transactions for FY 2021-22.

| 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 Votes polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour of votes polled | % of Votes against on votes polled |
|  |                | 1                  | 2                   | $3 = \frac{(2)}{(1)} * 100$             | 4                        | 5                      | $6 = \frac{(4)}{(2)} * 100$          | $7 = \frac{(5)}{(2)} * 100$        |
| Promoter and Promoter Group  | E-Voting       | 4017219            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
|  | Total          | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |
| Public – Institutions  | E-Voting       |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Total          |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
| Public – Non Institutions  | E-Voting       | 1690781            | 29                  | 0.0017                                  | 29                       | 0                      | 100                                  | 0                                  |
|  | Poll           | 1690781            | 4905                | 0.30                                    | 4905                     | 0                      | 100                                  | 00                                 |
|  | Total          | 1690781            | 4934                | 0.30                                    | 4934                     | 0                      | 100                                  | 0                                  |
| Total  | Total          | 5708000            | 4022153             | 70.46                                   | 4022153                  | 0                      | 100                                  | 0                                  |

Item no.10 Approval for reappointment of Mr. KevalchandManikchandMuthiyan as Non Executive Independent Director for second term of Five years.

| 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 Votes polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour of votes polled | % of Votes against on votes polled |
|  |                | 1                  | 2                   | $3 = \frac{(2)}{(1)} * 100$             | 4                        | 5                      | $6 = \frac{(4)}{(2)} * 100$          | $7 = \frac{(5)}{(2)} * 100$        |
| Promoter and Promoter  | E-Voting       | 4017219            | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|  | Poll           | 4017219            | 4017219             | 100                                     | 4017219                  | 0                      | 100                                  | 0                                  |



# POONA DAL & OIL INDUSTRIES LTD.

Corporate Office : 71/A, Hadapsar Industrial Estate, Hadapsar, Pune 411013  
Tel. :- 091-20-26816020, 26816024, CIN : L15313PN1993PLC070263

| Group                     | Total    | 4017219 | 4017219 | 100    | 4017219 | 0 | 100 | 0  |
|---------------------------|----------|---------|---------|--------|---------|---|-----|----|
| Public - Institutions     | E-Voting |         | 0       | 0      | 0       | 0 | 0   | 0  |
|                           | Poll     |         | 0       | 0      | 0       | 0 | 0   | 0  |
|                           | Total    |         | 0       | 0      | 0       | 0 | 0   | 0  |
| Public - Non Institutions | E-Voting | 1690781 | 29      | 0.0017 | 29      | 0 | 100 | 0  |
|                           | Poll     | 1690781 | 4905    | 0.30   | 4905    | 0 | 100 | 00 |
|                           | Total    | 1690781 | 4934    | 0.30   | 4934    | 0 | 100 | 0  |
| Total                     | Total    | 5708000 | 4022153 | 70.46  | 4022153 | 0 | 100 | 0  |

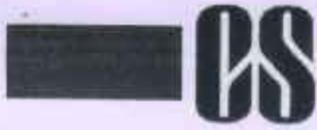
For Poona Dal and Oil Industries Limited



Pradip P. Parakh

Managing Director

(DIN: 00053321)



**REPORT OF SCRUTINIZER**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]*

To,  
Shri. Pradip Poonamchand Parakh,  
Managing Director,  
Poona Dal & Oil Industries Limited,  
E-2, Kurkumbh, MIDC, Tal-Daund, Dist-Pune 412208

Dear Sir

I, CS Trupti Anandrao Chendake, a Practicing Company Secretary located at Pune, appointed as Scrutinizer for the purpose of the e-voting taken on the below mentioned resolution(s), as mentioned in the Notice for the 29<sup>th</sup> Annual General Meeting of the Company to be held on Thursday the 30<sup>th</sup> September, 2021, submit my report as under:

1. The e-voting facility to the shareholders was kept open for a period of 3 days from 27<sup>th</sup> September, 2021 to 29<sup>th</sup> September, 2021
2. After the end of the voting period, I have downloaded the data regarding e-voting from the official website of the Central Depository Services (India) Ltd. (CDSL), in the presence of two witnesses Mr. Gautam Surana and Miss. Komal Chaudhari
3. The result of the e-voting is as stated under:

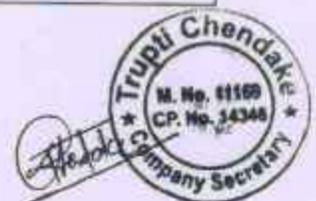
Item No. 1 – Ordinary Resolution – Adoption of the Audited Statement of Profit and Loss for the year ended on 31st March 2021 and the Balance Sheet as on that date together with Report of Auditors and Directors of the Company thereon and annexure thereto.

i. Voted in favour of the resolution (Evoting)

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast<br>by them | % of total number of valid<br>votes cast |
|--|------------------------------|--|
| 6  | 29                           | 100%                                     |

ii. Voted against the resolution (Evoting)

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast<br>by them | % of total number of valid<br>votes cast |
|--|------------------------------|--|
| -----NIL-----  |                              |  |



iii. Abstain from voting

| No. of members present and voting (in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|---|---------------------------|---------------------------------------|
| -----NIL-----   |                           |                                       |

Item No. 2 – Ordinary Resolution – Re-appointment of Mr. Rakesh Virendra Singh (DIN: 06987619) who retires by rotation and being eligible, seeks re-appointment.

i. Voted in favour of the resolution (Evoting)

| No. of members present and voting (in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|---|---------------------------|---------------------------------------|
| 6   | 29                        | 100%                                  |

ii. Voted against the resolution (Evoting)

| No. of members present and voting (in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|---|---------------------------|---------------------------------------|
| -----NIL-----   |                           |                                       |

iii. Abstain from voting

| No. of members present and voting (in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|---|---------------------------|---------------------------------------|
| -----NIL-----   |                           |                                       |

Item No. 3 – Ordinary Resolution – To appoint M/s. BORA N. S. & Co, Chartered Accountant as a Statutory Auditor for a period of one year

i. Voted in favour of the resolution (Evoting)

| No. of members present and voting (in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|---|---------------------------|---------------------------------------|
| 6   | 29                        | 100%                                  |

ii. Voted against the resolution (Evoting)

| No. of members present and voting (in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|---|---------------------------|---------------------------------------|
| -----NIL-----   |                           |                                       |



iii. Abstain from voting

| No. of members present and voting (in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|---|---------------------------|---------------------------------------|
| -----NIL-----   |                           |                                       |

Item No. 4 – To Re-appoint Mr. Pradip Parakh as Managing Director

i. Voted in favour of the resolution (Evoting)

| No. of members present and voting (in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|---|---------------------------|---------------------------------------|
| 6   | 29                        | 100%                                  |

ii. Voted against the resolution (Evoting)

| No. of members present and voting (in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|---|---------------------------|---------------------------------------|
| -----NIL-----   |                           |                                       |

iii. Abstain from voting

| No. of members present and voting (in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|---|---------------------------|---------------------------------------|
| -----NIL-----   |                           |                                       |

Item No. 5 Approval for Re-appointment of Mr. Rakesh Singh as a Whole Time Director

i. Voted in favour of the resolution (Evoting)

| No. of members present and voting (in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|---|---------------------------|---------------------------------------|
| 6   | 29                        | 100%                                  |

ii. Voted against the resolution (Evoting)

| No. of members present and voting (in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|---|---------------------------|---------------------------------------|
| -----NIL-----   |                           |                                       |

iii. Abstain from voting

| No. of members present and voting (in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|---|---------------------------|---------------------------------------|
| -----NIL-----   |                           |                                       |



Item No. 6 – Ratification of Appointment of Mr. Ajinkya Ghogardare as a Non-Executive Independent Director.

i. Voted in favour of the resolution (Evoting)

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| 6  | 29                        | 100%                                  |

ii. Voted against the resolution (Evoting)

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| -----NIL-----  |                           |                                       |

iii. Abstain from voting

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| -----NIL-----  |                           |                                       |

Item No. 7 – Ratification of Appointment of Mrs. Lizy George as a Non-Executive Independent Director

i. Voted in favour of the resolution (Evoting)

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| 6  | 29                        | 100%                                  |

ii. Voted against the resolution (Evoting)

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| -----NIL-----  |                           |                                       |

iii. Abstain from voting

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| -----NIL-----  |                           |                                       |



Item No. 8 -Special Resolution – Approval of Cost Audit Fees for financial year 2021-22

i. Voted in favour of the resolution (Evoting)

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| 6  | 29                        | 100%                                  |

ii. Voted against the resolution (Evoting)

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| -----NIL-----  |                           |                                       |

iii. Abstain from voting

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| -----NIL-----  |                           |                                       |

Item No. 9 – Special Resolutio-Approval of Related Party Transactions for FY 2021-22 under section 188 of the Companies Act,2013

i. Voted in favour of the resolution (Evoting)

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| 6  | 29                        | 100%                                  |

ii. Voted against the resolution (Evoting)

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| -----NIL-----  |                           |                                       |

iii. Abstain from voting

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| -----NIL-----  |                           |                                       |



Item No. 10- Special Resolution – Approval for re-appointment of Mr. Kevalchand Muthiyar as a Non Executive Independent Director for second term of five years

i. Voted in favour of the resolution (Evoting)

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| 6  | 29                        | 100%                                  |

ii. Voted against the resolution (Evoting)

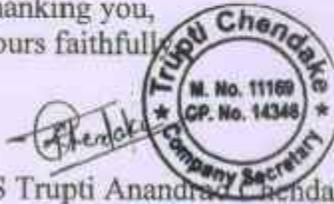
| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| -----NIL-----  |                           |                                       |

iii. Abstain from voting

| No. of members present and voting<br>(in person or by proxy) | No. of votes cast by them | % of total number of valid votes cast |
|--|---------------------------|---------------------------------------|
| -----NIL-----  |                           |                                       |

5. A file containing a list of equity shareholders who voted "FOR", "AGAINST" and those who abstained from voting for each resolution is enclosed.
6. The electronic data and all other relevant records related to this e-voting were sealed and handed over to the Managing Director of the Company as authorized by the Board for safe keeping.

Thanking you,  
Yours faithfully



CS Trupti Anandrao Chendake  
Practicing Company Secretary  
FCS No. 11169  
C. P. No. 14346

Witness No. 1:

Gauram Surana

Witness No. 2:

Komal Chaudhan

Place : Kurkumbh  
Date : 30.09.2021