



# 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,2022

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

**BSE scrip code: 519359**

**Sub: 30<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 30<sup>th</sup> Annual general Meeting of the company:

1. Regulation 30: Proceedings of 30<sup>th</sup> AGM of the company held on Friday the 30<sup>th</sup> September,2022 at 11.00 a.m. at e 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,2022

Kindly take above on the record and acknowledge.

**For Poona Dal and Oil Industries Limited**

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



# POONA DAL & OIL INDUSTRIES LTD.

Corporate Office : 71/A, Hadapsar Industrial Estate, Hadapsar, Pune 411013

Tel. :- 091-20-26816020, 26816024, CIN : L15313PN1993PLC070263

**GIST OF THE PROCEEDINGS OF THE 30<sup>TH</sup> ANNUAL GENERAL MEETING OF MEMBERS OF POONA DAL AND OIL INDUSTRIES LIMITED HELD ON FRIDAY THE 30<sup>TH</sup> SEPTEMBER, 2022 AT THE REGISTERED OFFICE OF THE COMPANY AT E-2, KURKUMBH, TAL-DAUND, DIST-PUNE 413802 AT 11.00 A.M.**

**PRESENT:**

**Mr. Pradip Poonamchand Parakh** Managing Director

**Mr. Ajinkya Ghogardare** Director

**Mr. Rakesh Virendra Singh** Director

**Mrs. Lizy George** Director

**Mr. Kevalchand Muthiyani** 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 32 members attended the 30<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 30<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 Thirtieth 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, 2022 at 9.00 A.M. and ended on 29<sup>th</sup> September, 2022 5.00 P.M. Ms. Trupti Anandrao Chendake, Company Secretary in practice (FCS 11169), was appointed as scrutinizer to scrutinize the e-voting process in fair and transparent manner. Ms. Trupti Chendake had submitted his 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 5 resolutions using ballot form.

The following items of business as per 30<sup>th</sup> AGM notice dated 6<sup>th</sup> September, 2022, 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, 2022 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 M/s. Bharat Shah & Associates, Chartered Accountant (Firm Reg. No. 122100W) as a Statutory Auditor of the Company.

#### **Special Business**

4. Approval of Cost Audit Fees for Financial Year 2022-23
5. Approval of Related Party Transactions for FY 2022-23 under section 188 of the Companies Act, 2013

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



# POONA DAL & OIL INDUSTRIES LTD.

Corporate Office : 71/A, Hadapsar Industrial Estate, Hadapsar, Pune 411013

Tel. :- 091-20-26816020, 26816024, CIN : L15313PN1993PLC070263

## Poona Dal and Oil Industries Limited

### 30<sup>th</sup> Annual General Meeting

30.09.2022

Details regarding the voting results of the Annual General Meeting of Poona Dal and Oil Industries Limited held on 30<sup>th</sup> September, 2022 pursuant to regulations 44(3) of SEBI(Listing Obligation and Disclosure Requirement)Regulation,2015.

Date of Annual General Meeting	30.09.2022
Total no. of Shareholders on Record Date	5568
No. of shareholders present in the meeting either in person or through proxy	32
• Promoters and promoter's group	6
• Public	26
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 2022 and the Balance Sheet as on that date together with Report of Auditors and Directors of the Company thereon and annexure thereto.

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	100	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	675	0.039	59	0	100	0
	Poll	1690781	5875	0.34	5875	0	100	00
	Total	1690781	6550	0.38	6550	0	100	0
Total	Total	5708000	4023769	70.49	4023769	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	$3=[(2)/(1)]*100$	4	5	$6=[(4)/(2)*100$	$7=[(5)/(2)*100$
Promoter and Promoter Group	E-Voting	4017219	0	0	0	0	100	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	675	0.039	59	0	100	0
	Poll	1690781	5875	0.34	5875	0	100	00
	Total	1690781	6550	0.38	6550	0	100	0
Total	Total	5708000	4023769	70.49	4023769	0	100	0

**Result:Pass**

Item no.3 To appoint M/s. Bharat Shah & Associates, Chartered Accountant as a Statutory Auditor for a period of Three 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	$3=[(2)/(1)]*100$	4	5	$6=[(4)/(2)*100$	$7=[(5)/(2)*100$
Promoter and Promoter Group	E-Voting	4017219	0	0	0	0	100	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	675	0.039	59	0	100	0

Institutions	Poll	1690781	5875	0.34	5875	0	100	00
	Total	1690781	6550	0.38	6550	0	100	0
Total	Total	5708000	4023769	70.49	4023769	0	100	0

**Result:Pass**

Item no.4 Approval of Cost Audit Fees for financial year 2022-23

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	100	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	675	0.039	59	0	100	0
	Poll	1690781	5875	0.34	5875	0	100	00
	Total	1690781	6550	0.38	6550	0	100	0
Total	Total	5708000	4023769	70.49	4023769	0	100	0

**Result:Pass**

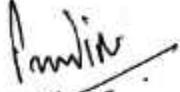
Item no.5 Approval of Related Party Transactions till next Annual general Meeting

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	100	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

Institutions	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Non Institutions	E-Voting	1690781	675	0.039	59	0	100	0
	Poll	1690781	5875	0.34	5875	0	100	00
	Total	1690781	6550	0.38	6550	0	100	0
Total	Total	5708000	4023769	70.49	4023769	0	100	0

**Result:Pass**

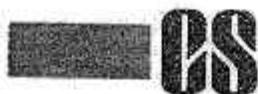
**For Poona Dal and Oil Industries Limited**



**Pradip P. Parakh**

**Managing Director**

**(DIN: 00053321)**



**MGT 13**

**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 413802

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 30<sup>th</sup> Annual General Meeting of the Company to be held on Friday the 30<sup>th</sup> day of September, 2022, 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, 2022 to 29<sup>th</sup> September, 2022
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 Mr. Tejas Patil
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 2022 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 (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
12	675	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. 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
12	675	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. Bharat Shah & Associates, Chartered Accountant as a Statutory Auditor for a period of Three 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
12	675	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 – Special Resolution – Approval of Cost Audit Fees for financial year 2022-23

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
12	675	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 of Related Party Transactions till next Annual General Meeting

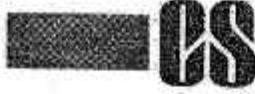
i. Voted in favour of the resolution (Evoting)

No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
12	675	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



*Trupti Chendake and Associates*  
Company Secretaries

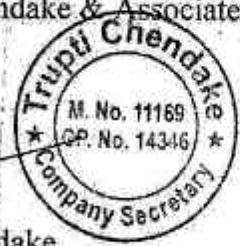
No. of members present and voting (in person or by proxy)	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

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.

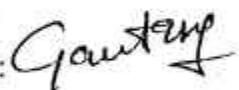
Thanking you,  
Yours faithfully,

Thanking you,  
Yours faithfully,

For Trupti Chendake & Associates

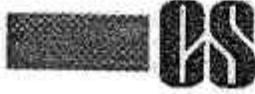
  
  
Trupti A. Chendake

Practicing Company Secretary  
ACS No. 11169  
C. P. No. 14346  
UDIN: F011169D001094845

Witness No. 1:   
Gautam Surana  
Camp, Pune - 411001

Witness No. 2:   
Tejas Patil  
Kondhwa, Pune - 411048

Place : Kurkumbh  
Date : 30.09.2022



**FORM NO. MGT-13**

**Report of Scrutinizer(s)**

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 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 413802

Result of voting through poll conducted at the 30<sup>th</sup> Annual General Meeting of equity shareholders of Poona Dal & Oil Industries Limited held on Friday the 30<sup>th</sup> September, 2022 at the registered office of the Company.

Dear Sir

I, CS Trupti Anandrao Chendake, a Practicing Company Secretary located at Pune, appointed as Scrutinizer for the purpose of poll taken on the below mentioned resolution(s), at the 30<sup>th</sup> Annual General Meeting of the Company held on Friday the 30<sup>th</sup> September, 2022 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and in the presence of two witnesses Mr. Gautam Surana and Mr. Prafulla Gugale and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company.
3. The result of the Poll is as under:  
Item No. 1 – Ordinary Resolution – Adoption of the Audited Statement of Profit and Loss for the year ended on 31<sup>st</sup> March 2022 and the Balance Sheet as on that date together with Report of Auditors and Directors of the Company thereon and annexures thereto.

i. Voted in favour of the resolution (Physical)

No. of members present and voting (in person or by	No. of votes cast by them	% of total number of valid votes cast
32	4023094	100%



ii. Voted against the resolution (physical)

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

iii. Invalid votes (Physical)

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-----NIL-----	

iv. Abstain from voting (Physical)

No. of members present and voting	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 (Physical)

No. of members present and voting (in person or by	No. of votes cast by them	% of total number of valid votes cast
32	4023094	100%

ii. Voted against the resolution (physical)

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

iii. Invalid votes (Physical)

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-----NIL-----	

iv. Abstain from voting (Physical)



No. of members present and voting	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

Item No. 3 – Ordinary Resolution – To appoint M/s. Bharat Shah & Associates, Chartered Accountant as a Statutory Auditor for a period of Three year

i. Voted in favour of the resolution (Physical)

No. of members present and voting (in person or by	No. of votes cast by them	% of total number of valid votes cast
32	4023094	100%

ii. Voted against the resolution (physical)

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

iii. Invalid votes (Physical)

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-----NIL-----	

iv. Abstain from voting (Physical)

No. of members present and voting	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

Item No. 4 – Ordinary Resolution – Approval of Cost Audit Fees for financial year 2022-23

i. Voted in favour of the resolution (Physical)

No. of members present and voting (in person or by	No. of votes cast by them	% of total number of valid votes cast
32	4023094	100%

ii. Voted against the resolution (physical)



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

iii. Invalid votes (Physical)

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-----NIL-----	

iv. Abstain from voting (Physical)

No. of members present and voting	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

Item No. 5 – Special Resolution – Approval of Related Party Transactions till next Annual General Meeting

i. Voted in favour of the resolution (Physical)

No. of members present and voting (in person or by	No. of votes cast by them	% of total number of valid votes cast
32	4023094	100%

ii. Voted against the resolution (physical)

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

iii. Invalid votes (Physical)

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-----NIL-----	

iv. Abstain from voting (Physical)

No. of members present and voting	No. of votes cast by them	% of total number of valid votes cast
-----NIL-----		

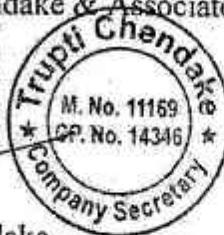


*Trupti Chendake and Associates*  
Company Secretaries

4. A file containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
5. The poll papers and all other relevant records were sealed and handed over to the Managing Director of the Company as authorized by the Board for safe keeping.

Thanking you,  
Yours faithfully,

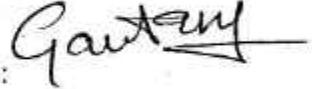
For Trupti Chendake & Associates

Trupti A. Chendake

Practicing Company Secretary  
ACS No. 11169  
C. P. No. 14346  
UDIN: F011169D001094845

Place : Kurkumbh  
Date : 30.09.2022

Witness No. 1:   
Gautam Surana  
Camp, Pune - 411001

Witness No. 2:   
Prafulla Gugale  
Camp, Pune - 411001