OSWAL OVERSEAS LIMITED

(Sugar Division)

Village Aurangabad, Teh. Nawabganj, P.O.-Grem, Distt. Bareilly (U.P.) 243407

Phone : 05825-226551 (M) 09997300551-552, Fax : 05825-226753

CIN–L74899DL1984PLC018268

To,
The Manager
Department of Corporate Service
BSE Limited
25th Floor, P. J. Towers,
Dalal Street, Fort
Mumbai – 400001

Date: 28.09.2019

Dear Sir,

Sub: Details of voting results at the 35th Annual General Meeting of Oswal Overseas Limited

This is to inform you that the 35th Annual General Meeting of Oswal Overseas Limited was held on Friday, the 27th day of September, 2019 starts at 12.00 P.M. and concluded at 12:40 P.M. at D-849, New Friends Colony, New Delhi - 110025.

All the items of Business as mentioned in the notice convening the said Annual General Meeting have been transacted and all the resolution have been passed by the shareholders by requisite majority either by remote e-voting or through voting by poll conducted at the Annual General Meeting.

In compliance with the requirements under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure requirements) Regulation, 2015, we are furnishing relevant details pertaining to the Annual General Meeting in the prescribed format as an Annexure-I.

Further we are also enclosing the Report of the Scrutinizer dated 28th September, 2019, on remote e-voting, and on poll at the Annual General Meeting.

We are request you to kindly take note of the above.

Thanking you,
Yours faithfully,
For Oswal Overseas Limited

Lalit Kumar
Company Secretary

Place: New Delhi.

Regd. Office : 72, Taimoor Nagar, Opp. New Friends Colony, New Delhi - 110025
Phone : 011-26332465 Fax : 011-26322664
E-mail : info@oswaloverseasltd.com

Announcement of Result of voting on Resolutions placed in the 35th Annual general Meeting of Oswal Overseas Limited

Annexure I

Date of the AGM	27th September, 2019 at 12:00 P.M.
Total number of shareholders on record date	333 as on 20th September, 2019 i.e. cut-off date
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 1 15
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	 Not Arranged

Resolution No. 1

To approve the audited financial statements of the Company for the year ended 31st March, 2019, together with the Report of the Directors and Auditors' 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 Votes Polled on 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	48,38,950	0	0.00%	0	0	0.00%	0.00%
	Poll		18,08,710	37.3782%	18,08,710	0	100.00%	0.00%
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	**48,38,950**	**18,08,710**	**37.3782%**	**18,08,710**	**0**	**100.00%**	**0.00%**
Public-Institutions	E-Voting	-	-		-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-Voting	16,22,100	95	0.0059%	95	0	100.00%	0.00%
	Poll		1,055	0.0650%	1,055	0	100.00%	0.00%
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	**16,22,100**	**1,150**	**0.0709%**	**1,150**	**0**	**100.00%**	**0.00%**
Total		**64,61,050**	**18,09,860**	**28.0119%**	**18,09,860**	**0**	**100.00%**	**0.00%**

Resolution No. 2

To Re-appoint Mr. Anoop Kumar Srivastava who retires 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 (1)	No. of votes polled (2)	% of Votes Polled on 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	48,38,950	0	0.00%	0	0	0.00%	0.00%
	Poll		18,08,710	37.3782%	18,08,710	0	100.00%	0.00%
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	48,38,950	18,08,710	37.3782%	18,08,710	0	100.00%	0.00%
Public-Institutions	E-Voting	-	-		-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-Voting	16,22,100	95	0.0059%	95	0	100.00%	0.00%
	Poll		1,055	0.0650%	1,055	0	100.00%	0.00%
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	16,22,100	1,150	0.0709%	1,150	0	100.00%	0.00%
Total		64,61,050	18,09,860	28.0119%	18,09,860	0	100.00%	0.00%

Resolution No. 3

To Ratify the appointment of M/s. N J & Associates, Chartered Accountants, (Firm Registration No. 023083N), as Statutory Auditors and fixing 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 (1)	No. of votes polled (2)	% of Votes Polled on 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	E-Voting	48,38,950	0	0.00%	0	0	0.00%	0.00%
	Poll		18,08,710	37.3782%	18,08,710	0	100.00%	0.00%
	Postal Ballot (if applicable)		-	-	-	-	-	-

Group	Total	48,38,950	18,08,710	37.3782%	18,08,710	0	100.00%	0.00%
Public- Institutions	E-Voting	-	-		-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	16,22,100	95	0.0059%	95	0	100.00%	0.00%
	Poll		1,055	0.0650%	1,055	0	100.00%	0.00%
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	16,22,100	1,150	0.0709%	1,150	0	100.00%	0.00%
Total		64,61,050	18,09,860	28.0119%	18,09,860	0	100.00%	0.00%

Resolution No. 4

To ratify the remuneration of Cost Auditor for the financial year 2019-20

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 Votes Polled on 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	48,38,950	0	0.00%	0	0	0.00%	0.00%
	Poll		18,08,710	37.3782%	18,08,710	0	100.00%	0.00%
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	48,38,950	18,08,710	37.3782%	18,08,710	0	100.00%	0.00%
Public- Institutions	E-Voting	-	-		-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	16,22,100	95	0.0059%	95	0	100.00%	0.00%
	Poll		1,055	0.0650%	1,055	0	100.00%	0.00%
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	16,22,100	1,150	0.0709%	1,150	0	100.00%	0.00%
Total		64,61,050	18,09,860	28.0119%	18,09,860	0	100.00%	0.00%

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Resolution No. 5

To appoint Mrs. Ruchi Dawar (DIN 0428) as an Independent Director for one year w.e.f 02.011.2018

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 Votes Polled on 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	48,38,950	0	0.00%	0	0	0.00%	0.00%
	Poll		18,08,710	37.3782%	18,08,710	0	100.00%	0.00%
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	**48,38,950**	**18,08,710**	**37.3782%**	**18,08,710**	**0**	**100.00%**	**0.00%**
Public- Institutions	E-Voting	-	-		-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	16,22,100	95	0.0059%	95	0	100.00%	0.00%
	Poll		1,055	0.0650%	1,055	0	100.00%	0.00%
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	**16,22,100**	**1,150**	**0.0709%**	**1,150**	**0**	**100.00%**	**0.00%**
Total		64,61,050	18,09,860	28.0119%	18,09,860	0	100.00%	0.00%

MALIK ANUJ & COMPANY
Company Secretaries
Mob. No. +91-9720343132, Email-id - csanujmalik@gmail.com

FORM NO. MGT.13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

Oswal Overseas Limited
G.F. 72, Taimoor Nagar,
New Delhi- 110065

Sub: Scrutinizers' Report on Poll conducted in the 35th Annual General Meeting of the Members of Oswal Overseas Limited, held on Friday, the 27th September, 2019 at 12:00 P.M. at D-849, New Friends Colony, New Delhi-110025.

Dear Sir,

I Anuj Kumar Malik, Practicing Company Secretary, Proprietor of Malik Anuj & Company, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 35th Annual General Meeting of the Equity Shareholders of Oswal Overseas Limited, held on 27th Day of September, 2019 at 12:00 P.M. at D - 849, New Friends Colony, New Delhi - 110025, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.

2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.

3. I did not find any poll papers invalid.

4. The result of the Poll is as under:

Resolution No. 1:

Adoption of the audited financial statement of the company for the year ended on 31st day of March, 2019 together with the Report of the Directors and Auditors' thereon.

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MALIK ANUJ & COMPANY
Company Secretaries
Mob. No. +91-9720343132, Email-id - csanujmalik@gmail.com

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	1809765	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

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

Resolution No. 2:

To appoint a director in place of Mr. Anoop Kumar Srivastava (DIN: 07052640), who retires by rotation and being eligible offers himself for reappointment.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	1809765	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

Amalik

(iii) Invalid votes:

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

Resolution No. 3:

To ratify the Appointment of M/s. N J & Associates, Chartered Accountants, (Firm Registration No. 023083N), as Statutory Auditors and Fixing Their Remuneration.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	1809765	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes :

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

Resolution No. 4:

To Appoint and fix the remuneration of Cost Auditor for the financial year 2019-20

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	1809765	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

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

Resolution No. 5:

To Appoint Mrs. Ruchi Dawar (DIN 02845209) as an Independent Director of the Company

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	1809765	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

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

Malik

MALIK ANUJ & COMPANY
Company Secretaries
Mob. No. +91-9720343132, Email-id - csanujmalik@gmail.com

Nil	Nil

5. 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,

ANUJ KUMAR MALIK CS C.P. No.-16061 NEW DELHI COMPANY SECRETARY IN PRACTICE

Anuj Kumar Malik
Company Secretary
Membership No.- A42273
CP No. - 16061

Dated: 28th Day of September, 2019
Place: New Delhi

MALIK ANUJ & COMPANY
Company Secretaries
Mob. No. +91-9720343132, Email-id - csanujmalik@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of 35th Annual General Meeting ("AGM") of the Equity Shareholders of Oswal Overseas Limited held on 27th day of September, 2019 at 12:00 P.M. at D-849, New Friends Colony, New Delhi-110025.

Dear Sir,

1. I, Anuj Kumar Malik, Company Secretary in Practice, have been appointed as scrutinizer by the Board of Directors of Oswal Overseas Limited ("the Company") for the purpose of:

   (i) Scrutinizing the remote E-voting process under the provision of Section 108 of the Companies Act, 2013 ("Act") read with rule 20 of theCompanies (Management and Administration) Rules, 2014 as amended (" Rules") and

   (ii) Poll through ballot papers under the provision of Section 109 of the Act read with rule 21 of the Rules, on the resolutions contained in the Notice of AGM of the Company held on September 27, 2019 at D-849, New Friends Colony, New Delhi-110025.

2. I have issued separate Scrutinizer's Report dated September 27, 2019 on the remote E-voting and on the poll conducted at the venue of the AGM on the resolutions contained in the notice to AGM. I submit herewith my consolidated Scrutinizer's Report on the results of voting by remote e-voting and poll conducted at the venue of AGM as follows:

RESOLUTION NO. 1

Details of the Agenda	To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2019, together with the Report of the Directors and Auditors' thereon.
Resolution required: (Ordinary/Special)	Ordinary
Mode of voting: (Show of hands/Poll/Postal ballot/E-voting	E-voting and poll at AGM

MALIK ANUJ & COMPANY
Company Secretaries
Mob. No. +91-9720343132, Email-id - csanujmalik@gmail.com

Voting Details

	No. of Votes in favor	No. of votes Against	Total Votes	% of Votes in Favor	% of Votes Against
E-voting	95	0	95	100	0
Poll at AGM	1809765	0	1809765	100	0
Total	1809860	0	1809860	100	0

RESOLUTION NO.2

Details of the Agenda	To appoint a director in place of Mr. Anoop Kumar Srivastava (DIN: 07052640), who retires by rotation and being eligible offers himself for reappointment.
Resolution required: (Ordinary/Special	Ordinary
Mode of voting: (Show of hands/Poll/Postal ballot/E-voting	E-voting and poll at AGM

Voting Details

	No. of Votes in favor	No. of votes Against	Total Votes	% of Votes in Favor	% of Votes Against
E-voting	95	0	95	100	0
Poll at AGM	1809765	0	1809765	100	0
Total	1809860	0	1809860	100	0

RESOLUTION NO.3

Details of the Agenda	To ratify appointment of Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s)
Resolution required: (Ordinary/Special	Ordinary
Mode of voting: (Show of hands/Poll/Postal ballot/E-voting	E-voting and poll at AGM

Voting Details

	No. of Votes in favor	No. of votes Against	Total Votes	% of Votes in Favor	% of Votes Against
E-voting	95	0	95	100	0
Poll at AGM	1809765	0	1809765	100	0
Total	1809860	0	1809860	100	0

RESOLUTION NO. 4

Details of the Agenda	Appointing and fixing the remuneration of Cost Auditor for the financial year 2019-20
Resolution required: (Ordinary/Special	Ordinary
Mode of voting: (Show of hands/Poll/Postal ballot/E-voting	E-voting and poll at AGM

Voting Details

	No. of Votes in favor	No. of votes Against	Total Votes	% of Votes in Favor	% of Votes Against
E-voting	95	0	95	100	0
Poll at AGM	1809765	0	1809765	100	0
Total	1809860	0	1809860	100	0

RESOLUTION NO. 5

Details of the Agenda	Appointment of Mrs. Ruchi Dawar (Din 02845209) as an Independent Director of the Company
Resolution required: (Ordinary/Special	Ordinary
Mode of voting: (Show of hands/Poll/Postal ballot/E-voting	E-voting and poll at AGM

MALIK ANUJ & COMPANY
Company Secretaries
Mob. No. +91-9720343132, Email-id - csanujmalik@gmail.com

Voting Details

	No. of Votes in favor	No. of votes Against	Total Votes	% of Votes in Favor	% of Votes Against
E-voting	95	0	95	100	0
Poll at AGM	1809765	0	1809765	100	0
Total	1809860	0	1809860	100	0

Based on the forgoing all resolutions voted upon e-voting and Poll may be considered as carried by requisite majority.

I hereby confirm that I have maintained the registers received from the company both electronically and manually, in respect of the votes cast through E-voting by the equity shareholder of the company. The relevant records were sealed and handed over to the chairman authorized by the board for safe keeping.

Yours Faithfully,

ANUJ KUMAR MALIK * CS C.P. No.-16061 NEW DELHI * COMPANY SECRETARY IN PRACTICE *

Anuj Kumar Malik
Practicing Company Secretary
Membership No.-A42273
CP No.-16061
Date : 28th day of September, 2019
Place: New Delhi