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: 01.10.2020

Dear Sir,

Sub: Details of voting results at the 36th Annual General Meeting of Oswal Overseas Limited

This is to inform you that the 36th Annual General Meeting of Oswal Overseas Limited was held on Wednesday, the 30th day of September, 2020 starts at 01.00 P.M. and concluded at 01:15 P.M. through electronic mode (video conference or other audio visual means).

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 by remote e-voting or e-voting 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 01st October, 2020 on remote e-voting, e-voting at the Annual General Meeting.

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

Thanking you,
Yours faithfully,
For Oswal Overseas Limited

OSWAL OVERSEAS LTD. New Delhi

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 36th Annual general Meeting of Oswal Overseas Limited

Annexure I

Date of the AGM	30th September, 2020 at 01:00 P.M. through Video Conference
Total number of shareholders on record date	334 as on 23rd September, 2020 i.e. cut-off date
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	0 11

Resolution No. 1

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020, TOGETHER WITH THE REPORT OF THE DIRECTORS AND AUDITORS' THEREON.

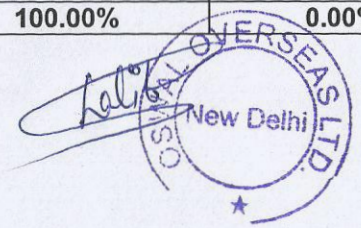
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100**	**No. of Votes – 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**	96,77,900	70,97,100	73.3331%	70,97,100	0	100.00%	0.00%
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	**96,77,900**	**70,97,100**	**73.3331%**	**70,97,100**	**0**	**100.00%**	**0.00%**
Public-Institutions	**E-Voting**	-	-		-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	**E-Voting**	32,44,200	1,100	0.0339%	1,100	0	100.00%	0.00%
	Poll		-	-	-	-	100.00%	0.00%
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total	**32,44,200**	**1,100**	**0.0339%**	**1,100**	**0**	**100.00%**	**0.00%**
Total		**1,29,22,100**	**70,98,200**	**54.9307%**	**70,98,200**	**0**	**100.00%**	**0.00%**

OSWAL OVERSEAS LTD. New Delhi

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 RE-APPOINTMENT.

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of 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	96,77,900	70,97,100	73.3331%	70,97,100	0	100.00%	0.00%
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	**96,77,900**	**70,97,100**	**73.3331%**	**70,97,100**	**0**	**100.00%**	**0.00%**
Public- Institutions	E-Voting	-	-		-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	32,44,200	1,100	0.0339%	1,100	0	100.00%	0.00%
	Poll		-	-	-	-	100.00%	0.00%
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	**32,44,200**	**1,100**	**0.0339%**	**1,100**	**0**	**100.00%**	**0.00%**
Total		**1,29,22,100**	**70,98,200**	**54.9307%**	**70,98,200**	**0**	**100.00%**	**0.00%**



Resolution No. 3

TO RATIFY THE REMUNERATION OF COST AUDITOR FOR THE FINANCIAL YEAR 2020-21

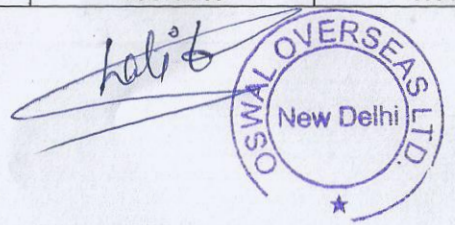
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – In favour (4)	No. 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	96,77,900	70,97,100	73.3331%	70,97,100	0	100.00%	0.00%
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	**96,77,900**	**70,97,100**	**73.3331%**	**70,97,100**	**0**	**100.00%**	**0.00%**
Public- Institutions	E-Voting	-	-		-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	32,44,200	1,100	0.0339%	1,100	0	100.00%	0.00%
	Poll		-	-	-	-	100.00%	0.00%
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	**32,44,200**	**1,100**	**0.0339%**	**1,100**	**0**	**100.00%**	**0.00%**
Total		**1,29,22,100**	**70,98,200**	**54.9307%**	**70,98,200**	**0**	**100.00%**	**0.00%**

OSWAL OVERSEAS LTD. New Delhi

Resolution No. 4

TO APPROVE THE ISSUE OF NON-CONVERTIBLE REDEEMABLE PREFERENCE SHARES OF RS. 3 CRORE

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			The Directors or Key Managerial Persons of the Company or their respective relatives may be deemed to be concerned or interested in the Resolution at Item No. 4 to the extent of the Non-Convertible Redeemable Preference Share that may be subscribed to by them or by the companies / firms in which they are interested					
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**	96,77,900	70,97,100	73.3331%	70,97,100	0	100.00%	0.00%
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	**96,77,900**	**70,97,100**	**73.3331%**	**70,97,100**	**0**	**100.00%**	**0.00%**
Public-Institutions	**E-Voting**	-	-		-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	**E-Voting**	32,44,200	1,100	0.0339%	1,100	0	100.00%	0.00%
	Poll		-	-	-	-	100.00%	0.00%
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	**32,44,200**	**1,100**	**0.0339%**	**1,100**	**0**	**100.00%**	**0.00%**
Total		**1,29,22,100**	**70,98,200**	**54.9307%**	**70,98,200**	**0**	**100.00%**	**0.00%**



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

Dated: 1st October, 2020

To,

The Chairman

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

Sub: Scrutinizers' Report on the 36th Annual General Meeting of the Members of Oswal Overseas Limited held on Wednesday, the 30th September, 2020 at 1:00 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

I, Anuj Kumar Malik, Practicing Company Secretary, Proprietor of Malik Anuj & Company, thank you for appointing me as the Scrutinizer for remote e-voting process and e-voting by y my Members during the 36th Annual General Meeting of y my Company held on Wednesday, 30th September, 2020 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

SCRUTINIZER'S REPORT

Name of the Company	**Oswal Overseas Limited**
Meeting	**36th Annual General Meeting**
Day, Date & Time	**Wednesday, 30th September, 2020 at 01:00 p.m.**
Deemed Venue	**Registered office situated at G.F. 72, Taimoor Nagar, New Delhi- 110065**
Mode	**Video Conferencing ("VC") / Other Audio-Visual**

1. Appointment as Scrutinizer

I was appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 36th Annual General Meeting ("AGM") of **Oswal Overseas Limited** (hereinafter referred to as "**the Company**") scheduled on Wednesday, 30th September, 2020 at 01:00 p.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs, an advertisement was published in Business Standard (English) and Business Standard (Hindi), having electronic editions on 1st September, 2020 specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

2.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited**.**

3. Cut-off date (Record date)

The voting period began on 27th September, 2020 at 9.00 a.m. and ends on 29th September 2020 at 5.00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2020 could cast their vote electronically. The e-voting module would have been disabled by CDSL for voting thereafter.

4. Remote e-voting process

The Company appointed **CDSL** as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

5. Voting at the AGM

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e- voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

6. Counting Process

On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e- voting platform and downloaded the results.

7. Results

I observed that total 17 Members had cast their votes through e-voting:-

(a) <u>Resolution No. 1</u>:

Adoption of the audited financial statement of the company for the year ended on 31st day of March, 2020 together with the Report of the Directors and Auditors' thereon.

(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
17	7098200	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

(b) <u>Resolution No. 2</u>:

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
17	7098200	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

(c) <u>Resolution No. 3</u>:

To fix remuneration of the Cost Auditor for the financial year 2020-21

(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
17	7098200	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

(d) <u>Resolution No. 4</u>:

To issue Non-Convertible Redeemable Preference Shares ('NCRPS') of Rs. 10/- (Rupees Ten Only) aggregating to Rs. 3,00,00,000/- (Three Crore Only)

(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
17	7098200	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

Thanking you,
Yours faithfully,



Anuj Kumar Malik
Company Secretary
Membership No.-A42273
CoP No.-16061
ICSI UDIN: A042273B000837091

Dated: 1st Day of October, 2020
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 36th Annual General Meeting ("AGM") of the Equity Shareholders of Oswal Overseas Limited held on 30th day of September, 2020 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

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

2. I have issued separate Scrutinizer's Report dated October 1, 2020 on the remote E-voting 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 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, 2020, 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

Voting Details

	No. of Votes in favor	No. of votes Against	Total Votes	% of Votes in Favor	% of Votes Against
E-voting	7098200	0	7098200	100	0
Poll at AGM	0	0	0	0	0
Total	7098200	0	7098200	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

Voting Details

	No. of Votes in favor	No. of votes Against	Total Votes	% of Votes in Favor	% of Votes Against
E-voting	7098200	0	7098200	100	0
Poll at AGM	0	0	0	0	0
Total	7098200	0	7098200	100	0

RESOLUTION NO. 3

Details of the Agenda	Fixing of the remuneration of Cost Auditor for the financial year 2020-21
Resolution required: (Ordinary/Special	Ordinary
Mode of voting: (Show of hands/Poll/Postal ballot/E-voting	E-voting

Voting Details

	No. of Votes in favor	No. of votes Against	Total Votes	% of Votes in Favor	% of Votes Against
E-voting	7098200	0	7098200	100	0
Poll at AGM	0	0	0	0	0
Total	7098200	0	7098200	100	0

RESOLUTION NO. 4

Details of the Agenda	To issue Non-Convertible Redeemable Preference Shares ('NCRPS') of Rs. 10/- (Rupees Ten Only) aggregating to Rs. 3,00,00,000/- (Three Crore Only)

Resolution required: (Ordinary/Special	Special
Mode of voting: (Show of hands/Poll/Postal ballot/E-voting	E-voting

Voting Details

	No. of Votes in favor	No. of votes Against	Total Votes	% of Votes in Favor	% of Votes Against
E-voting	7098200	0	7098200	100	0
Poll at AGM	0	0	0	0	0
Total	7098200	0	7098200	100	0

Based on the forgoing all resolutions voted upon e-voting 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
Practicing Company Secretary
Membership No. - A42273
CoP No. - 16061
ICSI UDIN: A042273B000837091

Date: 1st day of October, 2020
Place: New Delhi