



POONA DAL & OIL INDUSTRIES LTD.
Corporate Office : 71/A, Hadapsar Industrial Estate, Hadapsar, Pune 411013
Tel. :- 091-20-26816020, 26816024, CIN : L15313PN1993PLC070263

Dated 14th August 2026

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

BSE scrip code: 519359

Sub: Proceedings of 34th 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 34th Annual General Meeting of the company:

1. Regulation 30: Proceedings of 34th AGM of the company held on Friday the 14th August, 2026 at 11.30 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 14th August 2026

Kindly take above on the record and acknowledge.

For Poona Dal and Oil Industries Limited


Sujit D Parakh
Managing Director
(DIN: 00067011)





Swati Runwal & Associates

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. Sujit Deepchand Parakh
Managing Director,
Poona Dal & Oil Industries Limited,
E-2, Kurkumbh, MIDC, Tal-Daund, Dist-Pune 413802

Sub: Result of voting through poll conducted at the 34th Annual General Meeting of equity shareholders of Poona Dal & Oil Industries Limited held on Friday the 14th August, 2026 at the registered office of the Company.

Dear Sir

I, CS Swati Pritesh Runwal, a Practicing Company Secretary located at Pune, appointed as Scrutinizer for poll taken on the below-mentioned resolution(s), at the 34th Annual General Meeting of the Company held on Friday the 14th August 2026, 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, Ms Shruti Dalal and Mr Abhay Khabale and poll papers were diligently scrutinised. 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:



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Item No. 1 – Ordinary Resolution – Adoption of the Audited Statement of Profit and Loss for the year ended on 31st March 2026 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
34	40,25,819	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		

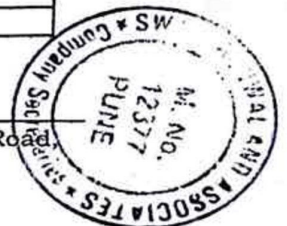
Item No. 2 – Ordinary Resolution – Re-appointment of Mr. Rakesh Virendra Singh (DIN: 06987619) who retires by rotation and being eligible, seeks re-appointment.

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
34	40,25,819	100%

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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 – Special Resolution – Approval of Cost Audit Fees for financial year 2026--27

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
	33	40,25,819	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-----		

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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 – Special Resolution – To approve the appointment of Mr. Satyen Gathani (DIN: 01365553) as a Non-Executive Director of the Company

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
33	40,25,819	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-----		

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Item No. 5 – Special Resolution – To approve the appointment of Mrs. Ankita Shirsat (DIN: 11763570) as a Non-Executive Independent Director of the Company

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
33	40,25,819	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. 6– Special Resolution – To approve the appointment of Mr. Rupesh Lohade (DIN: 6854299) as a Non-Executive Independent Director of the Company

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
33	40,25,819	100%
ii. Voted against the resolution (physical)		

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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 7. To approve the appointment of Mr. Narahari Kadekar (DIN: 11754641) as a Non-Executive Independent Director of the Company

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
33	40,25,819	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)

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

Item No 8. To approve the Related Party Transaction(s) of the Company in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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
	33	40,25,819	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-----		

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Item No 9. To approve the payment of managerial remuneration in excess of the prescribed limits, in accordance with the applicable provisions of the Companies Act, 2013 to Mr Sujit D Parakh, Managing Director of the Company

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
33	40,25,819	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 10 To approve the re-appointment of the Statutory Auditor of the Company for a further period of one year, in accordance with the applicable provisions of the Companies Act, 2013.

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
33	40,25,819	100%
ii. Voted against the resolution (physical)		

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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 11. To approve the re-appointment of Mr. Rakesh Singh as Whole-time Director of the Company with effect from 11th November 2026, on the terms and conditions as set out in the Notice of the AGM.

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
34	40,25,819	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
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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		

4. 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,
Swati Runwal and Associates

Swati Runwal
Practising Company Secretary



Shanti Dalal
Witness No. 1:

FCS No. 12377
C. P. No. 26433

Abhay Khabale
Witness No. 2:

Place : Kurkumbh
Date: 14.08.2026
UDIN: F012377H001116689

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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. Sujit Deepchand Parakh,
Managing Director,
Poona Dal & Oil Industries Limited,
E-2, Kurkumbh, MIDC, Tal-Daund, Dist-Pune 413802

Dear Sir

I, CS Swati Pritesh Runwal, 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 34th Annual General Meeting of the Company to be held on Friday the 14th day of August, 2026, submit my report as under:

1. The e-voting facility to the shareholders was kept open for a period of 3 days from 11th August 2026 to 13th August 2026
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 Ms Shruti Dalal and Mr. Abhay Khabale
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 2026 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
6	22	95.65%

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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
1	1	4.35%

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	22	95.65%

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
1	4.65	4.35%

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– Special Resolution – Approval of Cost Audit Fees for financial year 2026-27

i. Voted in favour of the resolution (E voting)

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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	22	95.65%

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
1	1	4.35%

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 – To approve the appointment of Mr. Satyen Gathani (DIN: 01365553) as a Non-Executive Director of the Company

Voted in favour of the resolution (E 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
6	22	95.65%

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
1	1	4.65%

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— Special Resolution – To approve the appointment of Mrs. Ankita Shirsat (DIN: 11763570) as a Non-Executive Independent Director of the Company

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i. Voted in favour of the resolution (E 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
6	22	95.65%

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
1	1	4.35%

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 – Special Resolution – To approve the appointment of Mr. Rupesh Lohade (DIN: 6854299) as a Non-Executive Independent Director of the Company

i. Voted in favour of the resolution (E 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
6	22	95.65%

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
1	1	4.35%

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-----		

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Item No. 7 – To approve the appointment of Mr. Narhari Kadekar (DIN: 11754641) as a Non-Executive Independent Director of the Company

i. Voted in favour of the resolution (E-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
6	22	95.65%

ii. Voted against the resolution (E-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
1	1	4.35%

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. 8 – To approve the related party transactions of the company

i. Voted in favour of the resolution (E-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
6	22	95.65%

ii. Voted against the resolution (E-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
1	1	4.35%

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-----		

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Item No.9 – Approval for Payment of Managerial Remuneration in Excess of Prescribed Limits under section 197 of the Companies Act 2013 to Mr. Sujit D Parakh.

i. Voted in favour of the resolution (E-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
6	22	95.65%

ii. Voted against the resolution (E-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
1	1	4.35%

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.10– To approve the re-appointment of the Statutory Auditor of the Company for a further period of one year, in accordance with the applicable provisions of the Companies Act, 2013

i. Voted in favour of the resolution (E-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
6	22	95.65%

ii. Voted against the resolution (E-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
1	1	4.35%

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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. 11 – To approve the re-appointment of Mr. Rakesh Singh as Whole-time Director of the Company with effect from 11th November 2026, on the terms and conditions as set out in the Notice of the AGM.

i. Voted in favour of the resolution (E-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
6	22	92.66%

ii. Voted against the resolution (E-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
1	1	4.35%

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-----		

4. 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.

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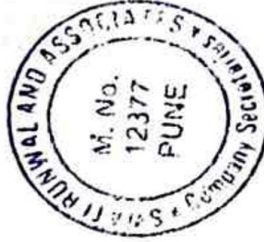
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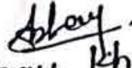
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Thanking you,
Yours faithfully,
Swati Runwal and Associates


Swati Runwal
Practicing Company Secretary
FCS No. 12377
C. P. No. 26433
UDIN: F012377H001116689




Shweta Dalal
Witness No. 1:


Abhay Khabale
Witness No. 2

Place : Kurkumbh
Date : 14.08.2026

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