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DATED: 27.09.2017

Listing Department,
Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th floor,
Plot No C 62, Opp. Trident Hotel
Bandra Kurla Complex, Bandra (E),
Mumbai - 400098
Email Id: listingcompliance@msei.in.
Script code: OSWALMIN

Sub: Submission of Minutes of the 21st Annual General Meeting of the Company.

Dear Sir/Madam,

Please find enclosed herewith the Minutes of the proceeding of the 21st Annual General Meeting of the Company.

This is for your information and record.

Thanking you,
Yours faithfully,

For OSWAL MINERALS LIMITED



MILAN MAROTI
COMPANY SECRETARY & COMPLIANCE OFFICER
MEM NO.: 49355

OSWAL MINERALS LIMITED

Correspondence : "Oswal's" # 1034, 2nd Floor, 1st Main Road, Dr. Rajkumar Road, 4th Block, Rajajinagar, Bengaluru-560 010. Ph.: 080-2309 0000, E-mail: oswalgroup@vsnl.com, Website: www.oswalminerals.com

Regd. Off. : # 8/11, Police Station Road, Pallavaram, Chennai-600 043 .

CIN: L30006TN1996PLC035973

PAN: AACCM6499G

www.oswalminerals.com

MINUTES OF THE 21ST ANNUAL GENERAL MEETING OF OSWAL MINERALS LIMITED HELD AT ITS REGISTERED OFFICE AT 8/11, POLICE STATION ROAD, PALLAVARAM, CHENNAI- 600043 ON MONDAY, 18TH SEPTEMBER, 2017 COMMENCED AT 1.00 P.M. AND CONCLUDED AT 2.00 PM

PRESENT

Sri Sripal Kumar Mohanlal	Managing Director
Sri Mohanlal Bharath Kumar Jain	Whole-Time Director
Smt. Saritha Devi	Non-Executive Director
Smt Sapna Jain	Non-Executive Director
Smt Seema Jain	Non-Executive Director
Sri Manish Kumar Jain	Independent Director
Sri Dinesh Kumar	Independent Director
	-Chairman of Audit Committee, Stakeholders' Relationship Committee, Nomination & Remuneration Committee
Sri Bhagchand Ghisulal Jain	Independent Director

IN ATTENDANCE

Mr. Milan Maroti	Company Secretary & Compliance officer
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INVITEES

CA Sanjay Pitliya, of N.N.Yuvaraj & Associates, Statutory Auditors
 CS. Subhashini Ghantoji, Practicing Company Secretary, Scrutinizer
 Ms. Surabhi S R, Mr. Vishnu Srinivas Ghantoji, of CS. Subhashini Ghantoji, Practicing Company Secretaries, Secretarial Auditor & Scrutinizer

MEMBERS PRESENT

No. of members present in person	18
No. of proxies present	Nil

In accordance with Article 79 of the Articles of Association of the Company, Sri Mohanlal Bharath Kumar Jain, being the Whole Time Director, was elected as the Chairman among the Directors present. The Chairman took the chair and welcomed all the members present to the 21st Annual General Meeting of the Company. The Chairman thereafter introduced all the Directors present on the dais and acknowledged the presence of the representatives of Statutory Auditors, the Secretarial Auditor and Scrutinizer for e-voting. The Chairman informed the members that due to certain exigencies Sri Subhashchand Mohanlal, Whole Time Director of the Company was not able to attend the meeting.

The Chairman, after confirmation from the Company Secretary that the requisite quorum as per section 103 of the Companies Act, 2013 was present, called the Meeting to order and commenced the proceeding.

The Chairman stated that the signed copy of the Auditors' Report, Secretarial Audit Report, Directors' Report, Annual Accounts for the Year ended 31st March, 2017 and other documents required to be kept for inspection, the Register of Directors and key managerial personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and Register of Contract and Arrangement in which the Directors are interested maintained under Section 189 of the Act were laid before the meeting and shall remain open for inspection by the Shareholders during the continuance of the Meeting.

The chairman then in his speech apprised the members about the performance of the Company during the financial year 2016-17. He further intimated that the Company is now ISO 9001:2015 Certified, by IRQS vide its Certificate dated 31.05.2017.

The Chairman informed that the Statutory Auditors' Report did not contain any qualifications, observations or comments on financial transactions or matters, which have any adverse effect on the functioning of the Company, whereas inputs on the observations/qualification/comment on the Secretarial Auditors' Report has been already provided by the management in its Board's Report. Hence the Statutory Auditors' Report and Secretarial Auditor's Report were taken as read with the consent of the members also the Notice convening the meeting was taken as read with the consent of the members.

Thereafter, the Chairman informed that in accordance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of the Listing Regulation, all the members were provided Remote e-voting facility which was available from 15th September, 2017 at 9.00 A.M to 17th September, 2017 at 5.00 P.M.

The Chairman informed that the Company has also provided the facility of Voting at AGM through Ballot to members and proxies present who have not / could not exercise e-voting

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option, were eligible to vote through Ballot. He also informed the members that CS. Subhashini Ghantoli, Practicing Company Secretary, was appointed as the Scrutinizer for the purpose of the remote e-voting and also for the votes which may be cast through poll papers by the Members at this AGM Venue.

The Chairman briefed the Members about the objective and implications of each Item of Agenda and thereafter with the consent of the members, the following resolutions, one after the other were taken up and proposed and seconded.

Item No. 1: ADOPTION OF AUDITED FINANCIAL STATEMENTS, DIRECTORS' REPORT & AUDITORS' REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2017- ORDINARY RESOLUTION

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended on March 31, 2017 together with the Reports of the Board of Directors and Auditors thereon be and are hereby received, approved and adopted."

Sri P Venkatesh proposed the following resolution
Sri Akash Rathi seconded the same.

The Chairman informed the members that he being interested in the next two resolutions, with the permission of the members, requested Mr. Dinesh Kumar to take up the next two items.

Item No. 2: RE-APPOINTMENT OF SRI. MOHANLAL BHARATH KUMAR JAIN (DIN: 01252633) AS DIRECTOR, WHO RETIRES BY ROTATION- ORDINARY RESOLUTION

"RESOLVED THAT Sri Mohanlal Bharath Kumar Jain (DIN: 01252633) be and is hereby re-appointed as Director of the Company whose term of office shall be rotational as per provisions of Section 152(6) of The Companies Act, 2013."

Sri Mahaveer Chand Jain proposed the following resolution
Smt Sunitha Pyarelal seconded the same.

Item No. 3: RE-APPOINTMENT OF SRI. SRIPAL KUMAR MOHANLAL (DIN: 01000236) AS DIRECTOR, WHO RETIRES BY ROTATION- ORDINARY RESOLUTION

"RESOLVED THAT Sri. Sripal Kumar Mohanlal (DIN: 01000236) be and is hereby re-appointed as Director of the Company whose term of office shall be rotational as per provisions of Section 152(6) of The Companies Act, 2013."

Smt Sunitha Pyarelal proposed the following resolution
Smt Vimala Devi seconded the same.

Smt. Saritha Devi requested Sri. Mohanlal Bharath Kumar Jain to continue with the meeting.

Item No. 4: APPOINTMENT OF M/S. V PITLIYA & CO., CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 017405S), AS STATUTORY AUDITORS OF THE COMPANY, IN PLACE OF THE RETIRING AUDITORS & TO FIX REMUNERATION- ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder, as amended from time to time, M/s. V Pitliya & Co., Chartered Accountants, Bangalore (Firm Registration No. 017405S), and membership No. 239111, be and is hereby appointed as the Statutory Auditors of the Company (in place of M/s. N.N.Yuvaraj & Associates due to completion of their term as Statutory Auditor of the company) for a term of 5 (five) years commencing from the financial year 2017-18 and to hold office from the conclusion of 21st Annual General Meeting till the conclusion of the 26th Annual General Meeting to be held in the year 2022 (subject to ratification by the Members at every intervening AGM), and that the Board of Directors be and are hereby authorized to fix such remuneration as may be determined by the Audit Committee in consultation with the Auditors."

Sri P Venkatesh proposed the following resolution
Sri Mahaveer Chand Jain seconded the same.

The Chairman informed the members that he being interested in the next resolution, with the permission of the members, requested Mr. Dinesh Kumar to take up the next item.

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Item No. 5: APPOINTMENT OF SMT. SEEMA JAIN (DIN: 00437290) AS NON-EXECUTIVE DIRECTOR- ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, Smt. Seema Jain(Din: 00437290), who was appointed as an Additional Director of the Company w.e.f. 30 January, 2017 by the Board of Directors and holds office up to the date of this Annual General Meeting (AGM) under Section 161 of the Act, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, whose period of office shall be determined by retirement of Directors by rotation."

Sri Subhakaran Chordia proposed the following resolution
Sri H Mohanlal seconded the same.

Sri. Bhagchand Ghisulal Jain requested Sri. Mohanlal Bharath Kumar Jain to continue with the meeting.

Item No. 6: APPOINTMENT OF SRI. MANISH KUMAR JAIN (DIN: 07813662) AS INDEPENDENT DIRECTOR - ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (Act), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended from time to time, Sri. Manish Kumar Jain (Din: 07813662), who was appointed as an Additional Director of the Company w.e.f. 24 May, 2017 by the Board of Directors and holds office up to the date of this Annual General Meeting (AGM) under Section 161 of the Act, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation for a term of five years commencing 24 May, 2017 through 23 May, 2022."

Smt Sunitha Pyarelal proposed the following resolution
Smt Sapna Jain seconded the same.

Item No. 7: ALTERATION OF ARTICLES OF ASSOCIATION - SPECIAL RESOLUTION

"RESOLVED THAT pursuant to the provisions of section 14 of Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to the approval of shareholders in general meeting, the existing Clause 146 of Articles of Association of the Company is re-adopted.

Clause 146- Winding Up-

Subject to the provisions of Chapter XX of the Act and rules made thereunder: -

(i) If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not.

(ii) For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members.

(iii) The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company be and is hereby authorised to take such steps and actions and give such directions as may be in its absolute discretion deem necessary and to settle any question/difficulty that may arise in this matter."

Sri P Venkatesh proposed the following resolution
Sri Mahaveer Chand Jain seconded the same.

The Chairman then invited the members present to share their views, comment and raise questions, if any, on the accounts & Reports of the Company. The members present at the

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meeting raised queries on the Balance Sheet as on 31st March, 2017, the Statement of Profit and Loss for the Financial Year ended 31st March, 2017 and the future plans of the Company.

The Chairman replied all the queries raised by the members to their satisfaction and thanked the members for their keen interest in the affairs of the Company and acknowledged their suggestion / advice.

The Chairman informed the members present that the members who could not avail the facility of remote e-voting can cast their vote through Ballot papers and announced the poll be taken. The Chairman then requested CS. Subhashini Ghantaji, Scrutinizer, to take charge of the voting and submit the consolidated Report on E-voting & voting through ballot papers at this meeting within the stipulated time.

The Chairman announced that the result of voting along with Scrutinizer's Report would be placed on the website of the Company and CDSL and also intimated to the stock exchange.

Thereafter the ballot papers were distributed to the members present at the AGM. One empty ballot box was shown to the members and was locked and sealed by the scrutinizer before the commencement of Poll. After the members have cast their votes and put the ballot papers into the ballot box, the ballot box was handed over to the scrutinizer for furnishing the consolidated report.

The Consolidated voting results was declared on 20.09.2017 forms part of this minutes and is enclosed as Annexure- A

Thereafter, the meeting was declared as concluded by the Chairman.

VOTE OF THANKS

There being no other business left to transact, the meeting concluded with a vote of thanks to the Chair proposed by Smt. Sapna Jain.

DATE OF ENTRY: 22.09.2017

DATE OF SIGN: 27.09.2017

PLACE: CHENNAI



**MOHANLAL BHARATH KUMAR JAIN
CHAIRMAN OF THE MEETING & WHOLE TIME DIRECTOR**

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Annexure-A

A brief summary of the voting results (remote e-voting and poll) of all the resolutions in respect of all items of business as contained in the notice of the AGM dated 18.09.2017 as per the Scrutinizer's Report is as follows:

ORDINARY BUSINESS:

Resolution No.1: (Ordinary Resolution)

ADOPTION OF AUDITED FINANCIAL STATEMENTS, DIRECTORS' REPORT & AUDITORS' REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2017

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	6145092	1500	6146592	100
(2) Voted against the resolution	0	0	0	Nil
Total	6145092	1500	6146592	100
(3) Invalid votes:	0	0	0	0

Resolution No.2: (Ordinary Resolution)

RE-APPOINTMENT OF SRI. MOHANLAL BHARATH KUMAR JAIN (DIN: 01252633) AS DIRECTOR, WHO RETIRES BY ROTATION

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	6145092	1500	6146592	100
(2) Voted against the resolution	0	0	0	Nil
Total	6145092	1500	6146592	100
(3) Invalid votes:	0	0	0	0

Resolution No.3: (Ordinary Resolution)

RE-APPOINTMENT OF SRI. SRIPAL KUMAR MOHANLAL (DIN: 01000236) AS DIRECTOR, WHO RETIRES BY ROTATION

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	6145092	1500	6146592	100
(2) Voted against the resolution	0	0	0	Nil
Total	6145092	1500	6146592	100
(3) Invalid votes:	0	0	0	0

Resolution No.4: (Ordinary Resolution)

APPOINTMENT OF M/S. V PITLIYA & CO., CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 017405S), AS STATUTORY AUDITORS OF THE COMPANY, IN PLACE OF THE RETIRING AUDITORS & TO FIX REMUNERATION.

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	6145092	1500	6146592	100
(2) Voted against the resolution	0	0	0	Nil
Total	6145092	1500	6146592	100
(3) Invalid votes:	0	0	0	0

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Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	6145092	1500	6146592	100
(2) Voted against the resolution	0	0	0	Nil
Total	6145092	1500	6146592	100
(3) Invalid votes:	0	0	0	0

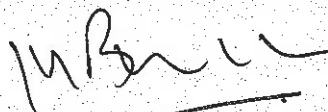
Resolution No.6: (Ordinary Resolution)**APPOINTMENT OF SRI. MANISH KUMAR JAIN (DIN: 07813662) AS INDEPENDENT DIRECTOR**

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	6145092	1500	6146592	100
(2) Voted against the resolution	0	0	0	Nil
Total	6145092	1500	6146592	100
(3) Invalid votes:	0	0	0	0

Resolution No.7: (Special Resolution)**ALTERATION OF ARTICLES OF ASSOCIATION**

Particulars	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2) =(3)	Result Declared
(1) Voted in favour of the resolution	6145092	1500	6146592	100
(2) Voted against the resolution	0	0	0	Nil
Total	6145092	1500	6146592	100
(3) Invalid votes:	0	0	0	0

DATE OF SIGN: 27.09.2017



MOHANLAL SHARATH KUMAR JAIN
CHAIRMAN OF THE MEETING & WHOLE TIME DIRECTOR

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