



**Ref. OML:AUG:2017-2018**

**Dated: 24.08.2017**

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

Dear Sir/Madam,

**Sub: Intimation of 21<sup>st</sup> Annual General Meeting and Annual Book Closure.**

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the 21<sup>st</sup> Annual General Meeting of Oswal Minerals Limited will be held on Monday, the 18<sup>th</sup> September 2017 at 1.00 P.M. at its Registered Office 8/11, Police Station Road, Pallavaram, Chennai – 600 043.

We also wish to inform you that pursuant to Section 91 of the Companies Act, 2013 and in accordance with Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and the Share Transfer Books of the Company will remain closed from Tuesday, 12<sup>th</sup> September, 2017 to Monday, 18<sup>th</sup> September, 2017 (both days inclusive) for the purpose of Annual General Meeting, and the Company has fixed 11<sup>th</sup> September, 2017 as the Cut-off date for the purpose of remote e-voting, for ascertaining the names of the Shareholders holding shares either in Physical or Dematerialized form, who will be entitled to cast their votes in respect of the businesses to be transacted at the 21<sup>st</sup> Annual General Meeting.

This is for your information and records.

Thanking you,  
Yours faithfully,  
For **OSWAL MINERALS LIMITED**

  
  
**MILAN MAROTI**  
**COMPANY SECRETARY**  
**MEMBERSHIP: A49355**

## **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](http://www.oswalminerals.com)

**NOTICE OF THE ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the **21st** Annual General Meeting of the members of the Company will be held at its Registered Office - 8/11, Police Station Road, Pallavaram, Chennai - 600 043 on Monday, 18th September, 2017 at 1:00 p.m. to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider, approve and adopt the Financial statements for the year ended March 31, 2017 together with the reports of the Board of Directors and Auditors there on.
2. To appoint a Director in place of Sri. Mohanlal Bharath Kumar Jain (DIN: 01252633), Director who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint a Director in place of Sri. Sripal Kumar Mohanlal (DIN: 01000236), Director who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint Statutory Auditors and to fix their remuneration and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an 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 21<sup>st</sup> Annual General Meeting till the conclusion of the 26<sup>th</sup> 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.”

**SPECIAL BUSINESS:****5. APPOINTMENT OF SMT. SEEMA JAIN (DIN: 00437290) AS DIRECTOR**

To consider and if thought fit, to pass with or without modification, the following resolution as an **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.”

**6. APPOINTMENT OF SRI. MANISH KUMAR JAIN (DIN: 07813662) AS INDEPENDENT DIRECTOR**

To consider and if thought fit, to pass with or without modification, the following resolution as an **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.”

**7. ALTERATION OF ARTICLES OF ASSOCIATION:**

To consider and if thought fit, to pass with or without modification, the following resolution as a **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.

**Date: 24<sup>th</sup> May, 2017**  
**Place: Bengaluru**

**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.

**By Order of the Board of Directors**  
**Sd/-**  
**Milan Maroti**  
**Company Secretary & Compliance Officer**

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, SHOULD BE COMPLETED, STAMPED AND SIGNED AND MUST BE DEPOSITED AT THE COMPANY'S REGISTRAR AND SHARE TRANSFER AGENT NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.  
A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 18.
3. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Members seeking any information or clarification on accounts are requested to send written queries to the Company, at least 10 days before the date of the meeting to enable the management for keeping the required information available at the meeting.
5. The details of Directors seeking re-appointment in terms of Regulation 36(3) of the Listing Regulations and Secretarial Standard - 2 (SS -2) on General Meetings are annexed hereto and forms part of this Notice.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 12th September, 2017 to Monday, 18th September, 2017 (both days inclusive) in connection with the Annual General Meeting.

8. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form are requested to notify change if any, in their present residential address or bank mandates under their signatures immediately to the Company / RTA, quoting their folio number.
9. Members are requested to bring the attendance slip along with copies of Annual Report at the Meeting.
10. Non-Resident Indian Members are requested to inform the RTA immediately of:
  - Change in their residential status on return to India for permanent settlement.
  - Particulars of their bank account maintained in India with complete name, branch, account type, account number, and address of the Bank with pin code number.
11. The Company has designated an exclusive e-mail ID [cs@oswalminerals.com](mailto:cs@oswalminerals.com) which would enable the members to communicate their grievances. The Members may send their grievances, if any, to this e-mail ID for its quick redressal.
12. Members who hold shares in the physical form and wish to make/ change a nomination in respect of their shareholding in the Company, as permitted under section 72 of the Companies Act, 2013, may submit such information in the prescribed form SH-13/14 as required, to the Company's Registrar & Share Transfer Agent.
13. As a measure of economy, copies of Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copy of Annual Report to the Meeting.
14. No Compliment or gift of any nature will be distributed at the Annual General Meeting.
15. The Ministry of Corporate Affairs has taken a 'Green Initiative in the Corporate Governance' by allowing paperless compliances by the Companies and has issued circulars stating that service of notice/ documents including the Annual Report which can be sent by e-mail to its members. To support this green initiative, the Company requested its valued shareholders to register their e-mail addresses with the Registrar & Share Transfer Agent or with the Company. In order to continue its endeavour towards paperless communication, the Company requests the

members who have not yet registered their e-mail ID with the Company, to register their e-mail address, in respect of electronic holdings with the Depository through their Depository Participants. Members who hold shares in physical form are requested to register their e-mail address with the Company's Registrar & Share Transfer Agent, M/s. -Cameo Corporate Services Limited mentioning their Name and Folio No. The members can also register their e-mail address with the Company by sending an email at [cs@oswalminerals.com](mailto:cs@oswalminerals.com) mentioning their Name and Folio No.

16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant for various securities market transactions. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Company/RTA for registration of transmission/transposition, deletion of name etc.
17. Electronic copy of the Annual Report for 2016-17 and Notice of the 21<sup>st</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all such members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical

copies of the Annual Report and Notice of the 21<sup>st</sup> Annual General Meeting of the Company inter-alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that Notice of 21<sup>st</sup> Annual General Meeting and Annual Report for 2016-17 will also be available on Company's website at [www.oswalminerals.com](http://www.oswalminerals.com) for download.

**18. VOTING THROUGH ELECTRONIC MEANS**

Pursuant to the provisions of Section 108 of the Companies Act, 2013 (Act), read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India, the Company is pleased to provide the facility of e-voting to its Members. The Members can avail the said facility from a place other than the venue of the AGM (remote e-voting) which will be provided by Central Depository Services (India) Limited (CDSL).

The remote e-voting period commences on Friday, 15<sup>th</sup> September, 2017 (9.00 a.m. IST) and ends on Sunday, 17<sup>th</sup> September, 2017 (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 11<sup>th</sup> September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

19. The instructions for members for voting electronically are as under: -

A. In case of members receiving e-mail:

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on "Shareholders" tab.
- (iii) Now Enter your User ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID, Members holding shares in Physical Form should enter Folio Number registered with the Company and then enter the Captcha Code as displayed and Click on Login.
- (iv) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (v) If you are first time user follow the steps given:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details <b>OR</b> (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on Oswal Minerals Limited on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolutions.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xv) If a Demat account holder has forgotten the changed password, then enter the User ID and Captcha Code click on Forgot Password & enter the details as prompted by the system.
- (xvi) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- B. Please follow all steps from Sr. No. [i.] to Sr. No. [xvi] herein above to cast vote.

**C. For Non-Individual Shareholders and Custodians:**

1. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporate.
  2. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  3. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  4. The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  5. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
- D. The shareholders shall have one vote per equity share held by them as on the cut-off date 11<sup>th</sup> September, 2017. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
- E. CS. Subhashini Ghantaji, Practicing Company Secretary (Certificate of Practice No.12584) has been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- F. The Scrutinizer shall, within a period not exceeding three working days from the conclusion of e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman or any person authorized by him of the Company.
- G. The results on above resolution shall be declared not later than 48 hours from the conclusion of the AGM and the resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour.
- H. The Results of voting shall be declared and the same along with Scrutinizer's Report(s) will be published on the website of the Company and the same shall also be simultaneously communicated to the Stock Exchange(s) where the shares of the Company is/are listed within 48 hours from the conclusion of the AGM.
- I. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
20. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9:00 am to 5:00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

**Date: 24<sup>th</sup> May, 2017**  
**Place: Bengaluru**

**By Order of the Board of Directors**  
**Sd/-**  
**Milan Maroti**  
**Company Secretary & Compliance Officer**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT 2013:****Item No. 5**

Pursuant to the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on 30th January, 2017 approved the appointment of Smt. Seema Jain (DIN: 00437290) as Additional Director on the Board of the Company in Non-executive, Promoter category, subject to regularization/ approval of the shareholders of the Company at the ensuing Annual General Meeting. In terms of Section 161(1) of the Companies Act, 2013, Smt. Seema Jain holds office upto the date of the ensuing Annual General Meeting of the Company and is eligible for appointment as a Director, liable to retire by rotation, subject to the approval of the shareholders.

Requisite consent, pursuant to Section 152 of the Act has also been submitted by her to act as Director, if appointed. A Notice pursuant to Section 160 of the Companies Act, 2013, with the required deposit has been received from the shareholders signifying their intention to propose the appointment of Smt. Seema Jain as Director of the Company.

Accordingly, the Board recommends the resolution in relation to appointment of Smt. Seema Jain as Director, for the approval by the shareholders of the Company. A brief profile of proposed Director is provided as Annexure to the Notice. Except Smt. Seema Jain and Mr. Subhashchand Mohanlal (Director & CFO) being spouse of Smt. Seema Jain, none of any other Directors of the Company are deemed to be interested or concerned, financially or otherwise, in the said Resolution.

**Item No. 6**

Pursuant to the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on 24th May, 2017 approved the appointment of Sri. Manish Kumar Jain (DIN : 07813662) as Additional Director on the Board of the Company in Independent category with effect from 24th May, 2017 for a term of 5 years upto 23rd May, 2022, subject to regularization/ approval of the shareholders of the Company at the ensuing Annual General Meeting.

In terms of Section 161(1) of the Companies Act, 2013, Sri. Manish Kumar Jain holds office upto the date of the ensuing Annual General Meeting of the Company and is eligible for appointment as a Director, not liable to retire by rotation, subject to the approval of the shareholders.

The Company has received a declaration from Sri. Manish Kumar Jain that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Companies Act, 2013 and under the Listing Regulations. Requisite consent, pursuant to Section 152 of the Act has also been submitted by him to act as Director, if appointed. A Notice pursuant to Section 160 of the Companies Act, 2013, with the required deposit has been received from the shareholders signifying their intention to propose the appointment of Sri. Manish Kumar Jain as Independent Director of the Company.

In the opinion of the Board, Sri. Manish Kumar Jain fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for appointment as Independent Director of the Company and he is independent of the management. A copy of the draft Letter of Appointment for Independent Director, setting out terms and conditions of his appointment, is available for inspection at the Registered Office of the Company during business hours on any working day and is also available on the website of the Company [www.oswalminerals.com](http://www.oswalminerals.com).

Accordingly, the Board recommends the resolution in relation to appointment of Sri. Manish Kumar Jain as Independent Director, for the approval by the shareholders of the Company. A brief profile of proposed Independent Director is provided as Annexure to the Notice. Except Sri. Manish Kumar Jain and his relative, none of the Directors or Key Managerial Personnel of the Company and their relatives, are concerned or interested, financially or otherwise, in the said Resolution.

**Item No. 7**

The company adopted the new set of articles as per Companies Act, 2013 (based on Table F set out under the Companies Act, 2013), in place of existing Articles of Association at its annual general meeting held on 30<sup>th</sup> September, 2016. The article also incorporated provisionally the Winding Up provisions which were not yet effective as on the general meeting date. The chapter of Winding Up came into effect on 15.12.2016. Henceforth, the Company re-adopts the Winding Up provisions in the general meeting by altering the Articles of Association.

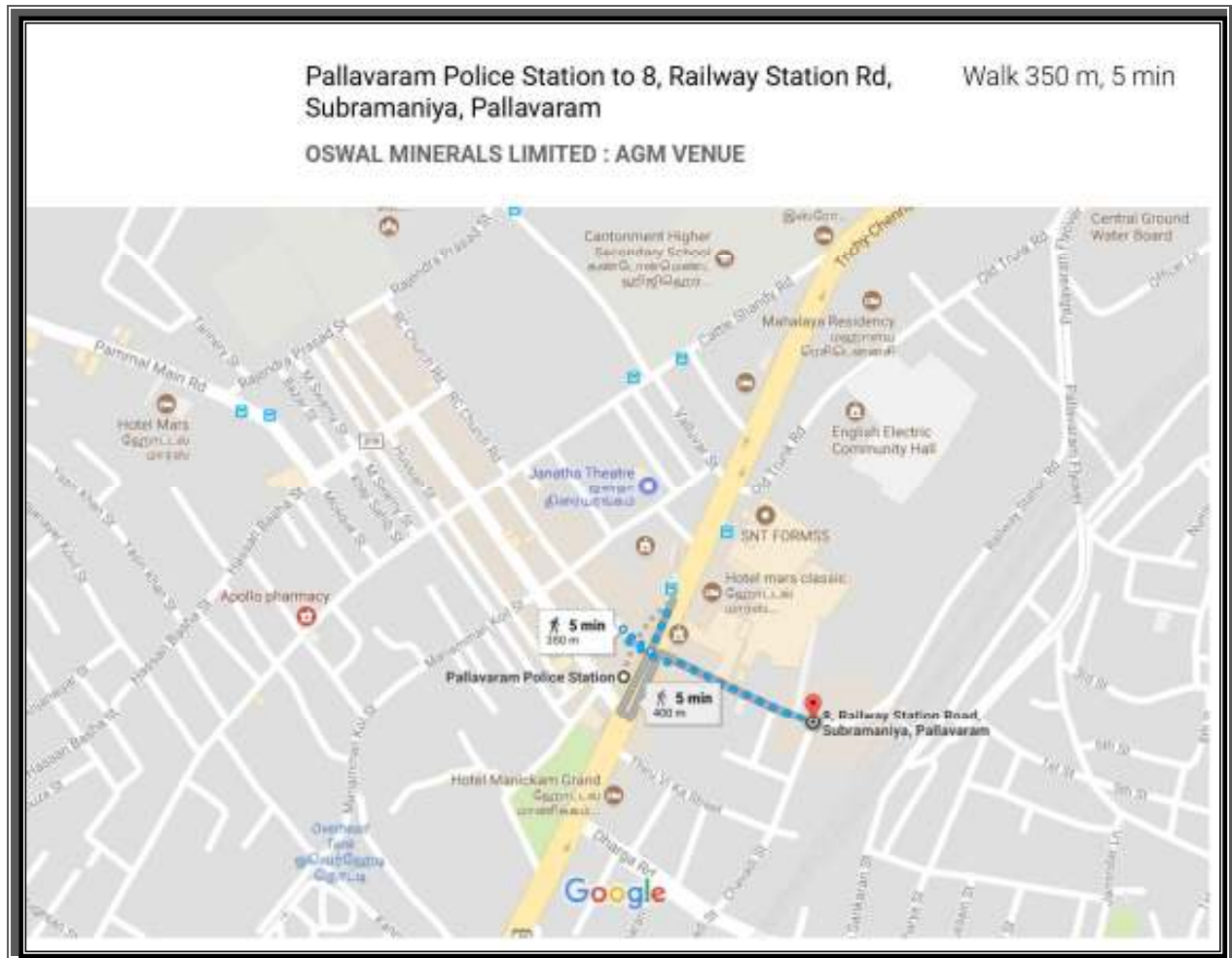
None of the Directors and Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financial or otherwise, in the Special Resolution set out at item no. 7 of the Notice. The Board of Directors recommends the Special Resolution for your approval.

**Details of Directors seeking re-appointment / appointment at the Annual General Meeting**

Pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard - 2 (SS - 2)

Name of Director	Sri. Mohanlal Bharath Kumar Jain	Sri. Sripal Kumar Mohanlal	Smt. Seema Jain	Sri. Manish Kumar Jain
DIN	01252633	01000236	00437290	07813662
Date of Birth	07.04.1980	01.07.1965	15.12.1979	02.03.1989
Relationship with other Director inter se	Except Sri Sripal Kumar Mohanlal(Brother), Sri Subhashchand Mohanlal (Brother) & Smt. Sapna Jain(Spouse) none of the other Directors of the Company are related to Sri. Mohanlal Bharath Kumar Jain.	Except Sri Mohanlal Bharath Kumar Jain (Brother), Sri Subhashchand Mohanlal (Brother) & Smt. Saritha Devi(Spouse) none of the other Directors of the Company are related to Sri. Sripal Kumar Mohanlal.	Except Sri Subhashchand Mohanlal (Spouse) none of the other Directors of the Company are related to Smt. Seema Jain.	Nil
Date of Appointment	27.02.2010	06.02.2004	30.01.2017	24.05.2017
Expertise in specific functional area	Marketing & Operations	Leadership & Corporate Management	Strategic & Management	Leadership
Brief Profile	Sri. Mohanlal Bharath Kumar Jain is a B.E (Chemical Engineer) and the Company derives a lot of benefit from his diverse professional expertise and experience in Operations & procurement as well as at Board Level of the Company	Sri Sripal Kumar Mohanlal, founder & Managing Director of the Company, has working experience of more than 35 years and is actively involved in day to day working of the Company.	Smt Seema Jain is a B.COM graduate and the Company derives a lot of benefit from her diverse professional expertise and experience in Operations & procurement as well as at Board Level of the Company.	Sri Manish Kumar Jain is a Bachelor in Business Management. He runs Business of Scrap Paper Supply to various Industries.
No. of equity shares held	276100	988960	292000	Nil
List of other companies in which Directorships held	1. Oswal Alloys Pvt Ltd 2. Oswal Smelters Pvt Ltd 3. Jain & Snam Alloys (India) Ltd 4. Sukhi Vanijya Pvt Ltd	1. Oswal Smelters Pvt Ltd 2. Jain & Snam Alloys (India) Ltd 3. Ratan Tie-Up Pvt Ltd 4. Jain International Trading Organisation	1. Oswal Alloys Pvt Ltd 2. Oswal Smelters Pvt Ltd	Nil
Committee positions held in Oswal Minerals Limited	1) Audit Committee 2) Stakeholders Relationship Committee 3) CSR Committee	1) CSR Committee	Nil	Nil
Committee positions held in other Companies	Nil	Nil	Nil	Nil
Chairmanship held in other Companies	Nil	Nil	Nil	Nil

## Route Map of the Venue of the AGM



### AGM VENUE

8/11 police Station Road, Pallavaram,  
Chennai.  
Tamil Nadu- 600043.

For Queries Contact us:

Tel: 080 - 23090000

Email: [cs@oswalminerals.com](mailto:cs@oswalminerals.com)



**OSWAL MINERALS LIMITED**

CIN: L30006TN1996PLC035973

Registered office: 8/11, Police Station Road, Pallavaram, Chennai – 600 043, Tamil Nadu.

Phone No: +91-80-23090000; Fax No: +91-80-23123114;

Website: [www.oswalminerals.com](http://www.oswalminerals.com) ; E-mail ID: [cs@oswalminerals.com](mailto:cs@oswalminerals.com)**ATTENDANCE SLIP**

(Please complete this Attendance Slip and hand it over at the entrance of Meeting Hall)

Regd. Folio No./DP Client ID..... No. of shares held..... I/ We hereby record my/ our presence at the 21<sup>st</sup> Annual General Meeting of Oswal Minerals Limited being held on Monday, 18<sup>th</sup> September, 2017 at 1.00 p.m. at the Registered office: 8/11, Police Station Road, Pallavaram, Chennai – 600 043.

Name of Member /Proxy (In BLOCK LETTERS)

Signature of Member/Proxy

**OSWAL MINERALS LIMITED**

CIN: L30006TN1996PLC035973

Registered office: 8/11, Police Station Road, Pallavaram, Chennai – 600 043, Tamil Nadu.

Phone No: +91-80-23090000; Fax No: +91-80-23123114;

Website: [www.oswalminerals.com](http://www.oswalminerals.com) ; E-mail ID: [cs@oswalminerals.com](mailto:cs@oswalminerals.com)**FORM MGT-11****PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : L30006TN1996PLC035973  
 Name of the Company : OSWAL MINERALS LIMITED  
 Registered Office : 8/11, Police Station Road, Pallavaram, Chennai – 600 043, Tamil Nadu  
 Name of the member :  
 Registered Address :  
 Email ID :  
 Folio No./D.P ID & Client ID :

I/We, being the member(s) of ..... shares of Oswal Minerals Limited, hereby appoint

1. Name..... Address.....  
 E-mail id..... Signature..... or failing him

2. Name..... Address.....  
 E-mail id..... Signature..... or failing him

3. Name..... Address.....  
 E-mail id..... Signature.....

As my/our proxy to attend and vote (on a poll) for me/us on my/our behalf at the 21<sup>st</sup> AGM of the Company, to be held on Monday, 18<sup>th</sup> September, 2017 at 1.00 p.m. at the Registered office: 8/11, Police Station Road, Pallavaram, Chennai – 600 043 and at any adjournment thereof in respect of such resolution(s) as are indicated below:

Resolution No.	Resolutions	Optional (✓)*		
		For	Against	Abstain
<b>Ordinary Business</b>				
1	Adoption of Audited Financial Statements, Directors' report & Auditors' report for the financial year ended 31 March 2017			
2	Re-appointment of Sri. Mohanlal Bharath Kumar Jain (DIN: 01252633) as Director, who retires by rotation			
3	Re-appointment of Sri. Sripal Kumar Mohanlal (DIN: 01000236) as Director, who retires by rotation			
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.			
<b>Special Business</b>				
5.	Appointment of Smt. Seema Jain (Din: 00437290) as Director			
6.	Appointment of Sri. Manish Kumar Jain (Din: 07813662) as Independent Director			
7.	Alteration of Articles of Association			

Signed this.....day of .....2017

Signature of the Member

Signature of Proxy

Affix
Revenue
Stamp

**Note:**

- This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
- \* It is optional to put '✓' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For', 'Against' or 'Abstain' column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she thinks appropriate.
- For resolutions, Explanatory Statements and notes, please refer to the Notice of the 21<sup>st</sup> Annual General Meeting.

ELECTRONIC VOTING PARTICULARS		
EVSN (E-Voting Sequence Number)	USER ID/ Folio No./ DP/ Client ID	SEQUENCE NO.
170815001		

**OSWAL MINERALS LIMITED**

CIN: L30006TN1996PLC035973

Registered office: 8/11, Police Station Road, Pallavaram, Chennai – 600 043, Tamil Nadu.

Phone No: +91-80-23090000; Fax No: +91-80-23123114;

Website: [www.oswalminerals.com](http://www.oswalminerals.com) ; E-mail ID: [cs@oswalminerals.com](mailto:cs@oswalminerals.com)**Form No. MGT-12****Polling Paper**

[Pursuant to Section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company : **Oswal Minerals Limited**  
 CIN : L30006TN1996PLC035973  
 Registered office : No.8/11, Police Station Road, Pallavaram, Chennai – 600 043  
 Ph: 080 – 23090000; Fax – 080 – 23123114  
 Email id: [oswalgroup@vsnl.com](mailto:oswalgroup@vsnl.com)

**BALLOT PAPER**

S.No	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal Address	
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of share	

I hereby exercise my vote in respect of Ordinary / Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

No.	Items	Type of Resolution	No of shares held by me	I assent to the resolution	I dissent to the resolution
<b>Ordinary Business</b>					
1.	Adoption of Audited Financial Statements, Directors' report & Auditors' report for the financial year ended 31 March 2017	Ordinary			
2.	Re-appointment of Sri. Mohanlal Bharath Kumar Jain (DIN: 01252633) as Director, who retires by rotation	Ordinary			
3.	Re-appointment of Sri. Sripal Kumar Mohanlal (DIN: 01000236) as Director, who retires by rotation	Ordinary			
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			
<b>Special Business</b>					
5.	Appointment of Smt. Seema Jain (Din: 00437290) as Director	Ordinary			
6.	Appointment of Sri. Manish Kumar Jain (Din: 07813662) as Independent Director	Ordinary			
7.	Alteration of Articles of Association	Special			

Place:  
Date:

(Signature of Shareholder / Proxy)