



Oswal Pumps Ltd.



An ISO 9001 Certified Company  
Oswal Estate, NH-1, Kutail Road, P.O. Kutail-132 037,  
Madhuban, Distt. KARNAL (Haryana) INDIA  
Ph. : +91 184 3500 300 - 330  
CIN : U74099DL2000PLC121307  
URL : [www.oswalpumps.com](http://www.oswalpumps.com)  
Email : [info@oswalpumps.com](mailto:info@oswalpumps.com)

**CERTIFIED TRUE COPY OF ORDINARY RESOLUTION PASSED BY THE MEMBERS OF OSWAL PUMPS LIMITED IN THE EXTRA ORDINARY GENERAL MEETING HELD ON JUNE 10, 2024**

**"RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and other applicable provisions of the Companies Act, 2013 (**'the Act'**) and the Rules made thereunder read with Schedule V of the Act (including any statutory modifications or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded for appointment of Mr. Shivam Gupta (DIN: 08500323) as a Whole Time Director of the Company for a term of five years effective June 10, 2024 up to June 09, 2029.

**RESOLVED FURTHER THAT** the remuneration of Mr. Shivam Gupta during his tenure shall be as follows:

Terms of Remuneration	Details
Fixed Pay per month	Rs. 15,00,000/-
Profit Linked Commission	Upto 0.35% of the profit for the Financial Year

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profit in any financial year during the tenure of services of Mr. Shivam Gupta, the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Act.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be necessary and to take all actions as may be deemed expedient in this regard."

Certified True Copy

For Oswal Pumps Limited

Vivek Gupta

DIN: 00172835

Managing Director

Correspondence address: Oswal Estate

NH 1 Kutail Road, P O Kutail

Distt. Karnal, Haryana-132037, India



Manufacturer & Exporter of :

• Submersible Pumps • Centrifugal Pumps • Solar Water Pumps • Electric Motors • Submersible Cable



Solar | Domestic | Agriculture | Industrial  
True Partner!

# Oswal Pumps Ltd.



An ISO 9001 Certified Company

Registered Office: Oswal Estate NH1 Kutail Road,  
P. O. Kutail Distt - Karnal, Haryana - 132037, India

Ph. No. : +91 9896266691

CIN No: U74999HR2003PLC124254

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Email: [info@oswalpumps.com](mailto:info@oswalpumps.com)

## CERTIFIED TRUE COPY OF THE EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### Item No. 4:

The Members may take note that the Board of Directors of the Company, basis the recommendation from Nomination and Remuneration Committee in its meeting held on June 10, 2024 had approved the appointment of Mr. Shivam Gupta as a Whole Time Director of the Company at a remuneration effective June 10, 2024 as detailed below:

Terms of Remuneration	Details
Fixed Pay per month	Rs. 15,00,000/-
Profit Linked Commission	Upto 0.35% of the profit for the Financial Year

The Members may further note that pursuant to the provisions of the Section 196 and 197 of the Companies Act, 2013, the appointment of Mr. Shivam Gupta along with the terms and conditions of appointment and remuneration shall require approval of Members as an Ordinary Resolution.

Mr. Shivam Gupta was appointed on our Board on December 31, 2022. He holds a bachelor's degree in commerce from University of Delhi, New Delhi and a master's degree in management from University of Liverpool, Liverpool. He has been with our Company since February 2022. He has more than two years of experience in the pumps manufacturing industry.

Mr. Shivam Gupta has drawn a remuneration of INR 10 Lakh per month during FY2024 from the Company. He has attended all twenty six meetings of the Board of Directors during FY 2024 and four meetings during FY 2025 till the date of this Notice. He is the grandson of Mr. Padam Sain Gupta, son of Mr. Vivek Gupta and brother of Mr. Amulya Gupta and doesn't hold any shares in the Company.

Details of other companies in which Mr. Shivam Gupta holds Directorship and Chairmanship / Membership of Committees of the Board are as follows:

S. No.	Name of the Companies	Position held	Name of the Committees of the Board	Chairman/ Member
1.	Oswal Solar Structure Private Limited	Whole Time Director	NA	NA
2.	Oswal Green Industries Private Limited	Director	NA	NA
3.	Singh Engcon Private Limited	Director	NA	NA



Manufacturer & Exporter of :

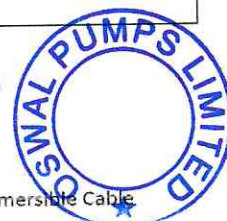
Submersible Pumps

Centrifugal Pumps

Solar Water Pumps

Electric Motors

Submersible Cable



Accordingly, the approval of the Members is being sought for appointment of Mr. Shivam Gupta as the Whole Time Director and payment of remuneration.

None of the Promoters, Directors or Key Managerial Personnel of the Company or their respective relatives are in any way deemed to be concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of this Notice except Mr. Shivam Gupta, appointee director.

Certified true copy

For **Oswal Pumps Limited**



Vivek Gupta

Chairman & Managing Director

DIN: 00172835

Correspondence address: Oswal Estate, NH 1,  
Kutail Road, PO Kutail, Karnal, Haryana- 132037

