

OL/SE/107/JUNE18-19

June 27, 2018

The Secretary BSE Limited Phiroze Jeejeebhoy Towers Limited Dalal Street , Mumbai 400 001	The Secretary National Stock Exchange Limited Exchange Plaza Bandra Kurla Complex Bandra (E) Mumbai 400 051
Security code: 532880	Symbol: OMAXE
Fax No 022-22723121/2037/39/41/61	Fax No 022-2659 8237/38

Sub: Outcome of Resolution passed by Circulation by Investor Grievances cum Stakeholder Relationship Committee (IGCSRC) of Board of Directors of the Company today

Ref: Regulation 30 read with Schedule III Part A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

Please note that the Investor Grievances cum Stakeholder Relationship Committee of Board of Directors of the Company approved the following Resolution by Circulation today.

To take appropriate action against Mr.Jai Bhagwan Goel, Whole Time Director of the Company and Mr.Nakul Goel, part of Promoter Group of the company for violation of the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015; SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Code of Conduct for Regulation, Monitoring and Prevention of Insider Trading of the Company for acquisition/sale of Equity shares of the Company.

The required details are as follows:

a. Nature of default, time of occurrence & persons involved: Mr.Jai Bhagwan Goel had transferred 3,00,000 and 2,00,000 Equity Shares to his son Mr.Nakul Goel by way of gift on 21.07.2017 and 07.09.2017 respectively without taking pre-clearance. Further, Mr.Nakul Goel executed contra trade within 6 months from acquisition of Equity shares by selling them on 01.09.2017, 07.09.2017, 08.09.2017 and 28.12.2017 without taking pre-clearance.

b. Estimated impact on the Company: Nil



"This is to inform that please make all correspondence with us on our **Corporate Office** Address only"

OMAXE LTD.

Corporate Office: 7, Local Shopping Centre, Kalkaji, New Delhi-110019.
Tel.: +91-11-41896680-85, 41893100, **Fax:** +91-11-41896653, 41896655, 41896799

Regd. Office: Shop No. 19-B, First Floor, Omaxe Celebration Mall, Sohna Road, Gurgaon - 122 001,(Haryana)
Toll Free No. 18001020064, **Website:** www.omaxe.com, **CIN:** L74899HR1989PLC051918

c. Whether such default has been reported to appropriate authorities: The Company has disclosed these facts in its quarterly filing on 18.10.2017 and 19.01.2018. The Company has already filed a complaint with SEBI in respect of aforesaid non-compliances done by Mr.Jai Bhagwan Goel and Mr.Nakul Goel vide its letter dated 21.04.2018. Further, the Company had written to Mr.Jai Bhagwan Goel and Mr. Nakul Goel seeking confirmation of compliances on October 05, 2017. No response has been received till date.

d. Corrective measures taken by the Company, estimated amount involved: On the recommendation of the Investor Grievances cum Stakeholder Relationship Committee (IGCSRC) of Board of Directors Mr. Nakul Goel has been requested to remit an amount equal to profit on the basis of weighted average price of the date of acquisition and of the date of sale earned by selling of 2,00,000 Equity Shares of the Company i.e Rs.52,40,000/- to SEBI Investor Protection and Education Fund (copy enclosed).

Kindly take the above on record.

**Thanking you,
For Omaxe Limited**



**Shubha Singh
Company Secretary**

Encl:

The copy of letter sent to Mr. Nakul Goel dated 27.06.2018

By Hand/ Registered Post/Courier/E-Mail

Omaxe Letter Ref. No. OL/14821/27034/JUNE 18-19

June 27, 2018

To,

Mr. Nakul Goel C-104, Kaveri Apartments, Alaknanda, Kalkaji, New Delhi 110019 Email: nakulgoel89@gmail.com	Mr. Nakul Goel B-798, Green Field, Faridabad – 121001
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Subject: Confirmation of Compliances done with respect to Transfer and Sale of Shares by Mr. Jai Bhagwan Goel and Mr. Nakul Goel; respectively

This is in continuation of our Letter No. OL/12658/23341/OCT 17-18 dated October 05, 2017 sent to you with copy to Mr. Jai Bhagwan Goel seeking confirmation of the compliances done under SEBI (Prohibition of Insider Trading) Regulations, 2015 and SEBI (Substantial Acquisition of Shares and Takeover Code) 2011 to which the Company is yet to receive any response till date.

It is to be noted that you have executed contra-trade for 5,00,000 Equity Shares of the Company within 6 months of acquisition and thereby contravened the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 and Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information and Code of Conduct for Regulation, Monitoring and Prevention of Insider Trading. Para 10 of Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015, states:

“Should a contra trade be executed, inadvertently or otherwise, in violation of such a restriction, the profits from such trade shall be liable to be disgorged for remittance to the Board for credit to the Investor Protection and Education Fund administered by the Board under the Act.”



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The matter has been considered by the Investor Grievances cum Stakeholder Relationship Committee of the Board of Directors on June 27, 2018 and has decided to issue the present letter. Accordingly, you are hereby requested to remit an amount equal to profit earned by selling of 2,00,000 Equity Shares of the Company i.e Rs.52,40,000/- to SEBI Investor Protection and Education Fund. Please confirm to us.

Calculation of profit earned by selling of 2,00,000 Equity Shares of the Company:-

A. Acquisition (by way of gift) Mr. Nakul Goel on Sept 7, 2017		Total Value of Shares (Rs.)
No of shares	2,00,000.00	
Weighted Average Price per share on 07-09.2017	198.03	39,606,000.00
B. Sale of Shares by Nakul Goel on December 28, 2017		
No of shares	2,00,000.00	
Price of share {as per form C received on 29.12.2017}	224.23	44,846,000.00
Difference (B-A)/ Profit		52,40,000.00

For Omaxe Limited



Shubha Singh
Company Secretary

C/C

Mr. Jai Bhagwan Goel Wholetime Director - Omaxe Limited C-104, Kaveri Apartments, Alaknanda, Kalkaji, New Delhi 110019 Email: jbgoel@omaxe.com jbgoel.omaxeltd@gmail.com	Additional Address: Mr. Jai Bhagwan Goel Wholetime Director - Omaxe Limited B-798, Green Field, Faridabad - 121001
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