

OL/SE/128/AUG 18-19

August 23, 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: Proceedings of the 29th Annual General Meeting of Omaxe Limited held today, the 23rd day of August, 2018

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the proceedings of the 29th Annual General Meeting (AGM) of the Members of the Company held today i.e., Thursday, the 23rd day of August, 2018 at 11.30 A.M. at CasaBella Banquet, Omaxe Celebration Mall, Sohna Road, Gurugram-122001, Haryana.

This is for your kind information and record.

Thanking You

Your's Faithfully

For **OMAXE LIMITED**
For Omaxe Limited


Company Secretary
Shubha Singh
Company Secretary

Encl: a/a

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

OMAXE LIMITED

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

Proceedings of the 29th Annual General Meeting (AGM) of Omaxe limited

The 29th Annual General Meeting (AGM) of the Members of the Company was held today i.e., Thursday, the 23rd day of August, 2018 at 11.30 A.M. at Casabella Banquet, Omaxe Celebration Mall, Sohna Road, Gurugram-122001, Haryana.

Mr. Rohtas Goel, Chairman and Managing Director of the Company took the Chair. Ms. Shubha Singh, Company Secretary confirmed that the requisite quorum as per Companies Act, 2013, SS-2 i.e. Secretarial Standard on General Meetings and the Articles of Association of the Company was present.

The Chairman called the meeting to order. He welcomed all the Members of the Board, the Statutory Auditors and the Shareholders of the Company. He delivered a speech covering the financial highlights of the Company, impact on RERA and GST on the real estate sector, the economic growth in India, the Government initiatives to plug the infrastructure deficit and growth of the Company.

Mr. Sudip Bandyopadhyay, Chairman of Audit Committee & Nomination and Remuneration Committee was present in the AGM. Ms. Shruti Dvivedi Sodhi, Chairperson of Investor Grievances cum Stakeholder's Relationship Committee & Corporate Social Responsibility Committee was also present in the AGM.

Mr. Prakash Surana, Partner of M/s BSD & Co., Statutory Auditors of the Company attended the AGM.

Mr. Naveen Shree Pandey, Proprietor of M/s NSP & Associates (FRN: I2012DE926000), Practising Company Secretaries had been appointed as Scrutinizer for this AGM and was present in the meeting.

The Company Secretary informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided remote e-voting facility to the members to cast their vote on all the resolutions contained in the Notice of the Annual General Meeting and the Addendum to the Notice of the Annual General Meeting. The remote e-voting commenced on August 20, 2018 at 9.00 a.m. and ended on August 22, 2018 at 5.00 p.m.

The Company Secretary informed the Members that the Company has arranged the facility for Poll and Tablet voting on all the resolutions mentioned in the Notice of Annual General Meeting and the Addendum to the Notice of the Annual General Meeting to the members who were present at the meeting and had not cast their votes by remote e-voting. Thereafter, the Chairman ordered for the poll/Tablet Voting to be taken at the meeting and requested Mr. Naveen Shree Pandey, Proprietor of M/s NSP & Associates



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(FRN: I2012DE926000), Practising Company Secretaries, New Delhi, the Scrutinizer for an orderly conduct of the Poll process/Tablet Voting.

The following items of Business as set out in the Notice calling the meeting and the Addendum to the Notice of the meeting were proposed for Member's approval through Poll/Tablet Voting.

ORDINARY BUSINESS:-

1. Adoption of Audited Financial Statements (including consolidated Financial Statements) and Reports of the Board of Directors' and Auditors' thereon for the Financial Year ended 31st March, 2018.
2. Declaration of Dividend on 0.1% Non-Cumulative, Redeemable Non-Convertible Preference Shares for the Financial Year 2017-18.
3. Declaration of Dividend of Rs. 0.70 (7%) per Equity share only to Public Shareholders for the Financial Year 2017-18.
4. Deleted because of resignation of Mr. Jai Bhagwan Goel

SPECIAL BUSINESS:-

5. Ratification of remuneration payable to M/s S.K. Bhatt & Associates, Cost Accountants, appointed as Cost Auditors of the Company for the Financial Year 2018-19
6. Issue, offer and allot Equity Shares, GDRs, ADRs, Foreign Currency Convertible Bonds, Convertible or Non-Convertible Debentures and such other securities for an aggregate amount not exceeding Rs. 750 Crores (Rupees Seven Hundred and Fifty Crores only)
7. Private Placement of Secured / Unsecured / Redeemable / Non-Redeemable / Convertible / Non-Convertible / Listed / Unlisted Debentures and/or other Debt Securities for an aggregate amount of Rs. 500 Crores (Rupees Five Hundred Crores only)
8. Conversion of loan(s) into equity on occurrence of event of default, pursuant to Section 62(3) of the Companies Act, 2013
9. Payment of Commission upto 1% (One Percent) of the Net Profits of the Company to the Non-Executive Directors of the Company.



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10. Re-appointment of Mr. Rohtas Goel as Managing Director under the designation of Chairman and Managing Director of the Company, not liable to retire by rotation, for a period of five years with effect from 1st April, 2018 to 31st March, 2023.

Members present were also given opportunity to ask questions and seek clarifications. Post question and answer session, the Chairman thanked the Members present at the Meeting.

The Company Secretary further announced that the details of the voting results of the poll/ Tablet Voting at AGM and electronic voting on all the above stated resolutions shall be disclosed on the websites of the Company, NSDL and Stock Exchange(s) within 48 hours of the conclusion of the meeting and shall also be displayed on the Notice Board of the Company at its Registered and Corporate Office, as per applicable legal provisions.

Thereafter, Mr. Naveen Shree Pandey, Proprietor of M/s NSP & Associates (FRN: I2012DE926000), Practising Company Secretaries, New Delhi, Scrutinizer of the AGM informed the Company Secretary that casting of the votes by Members present in the meeting is completed.

You are requested to take the above on record.

For Omaxe Limited



Company Secretary
Shubha Singh
Company Secretary

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