

OL/SE/602/Apr 2024-25

April 01, 2024

<b>BSE Limited</b> P hiroze Jeejeebhoy Towers D alal Street, Mumbai - 400001 S ecurity Code: 532880	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400051 Symbol: OMAXE
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**Subject: Intimation of outcome of Voting Results of Postal Ballot**

Dear Sir/Ma'am

In furtherance to Company's Postal Ballot Notice dated February 09, 2024 ('Notice'), seeking approval from shareholders of the Company on the business items listed therein, and in accordance with the provisions of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed herewith the Scrutinizer's Report along with the voting results of Postal Ballot (e-voting).

All the resolutions as mentioned in the Notice have been approved by shareholders with requisite majority.

The copy of same is also available on the Company's website at <https://www.omaxe.com/investor/aggm-egm-postal-ballot>.

We request you to kindly take the same on record.

Thanking You,

**For Omaxe Limited**

  
For OMAXE LIMITED  
Company Secretary

**D B R Srikanta**  
Company Secretary

**Encl.: As above**

"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

**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



**Scrutinizer's Report**

**[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies  
(Management and Administration) Rules, 2014]**

To  
The Chairman  
**Omaxe Limited**  
19-B, First Floor, Omaxe Celebration Mall,  
Sohna Road, Gurugram, Haryana-122001

**Sub: Scrutinizer's Report on Postal Ballot and remote e-voting conducted pursuant to  
Section 108 & 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & 22  
of Companies (Management and Administration) Rules, 2014 ('the Rules') on  
agenda items stated in Postal Ballot Notice dated February 09, 2024 ("Postal  
Ballot").**

Dear Sir,

I, Neeraj Jain (Membership No. F9599 and COP 26163), Proprietor of M/s. Neeraj Jain & Associates, Practicing Company Secretaries, having my office at 1511, R.G. Trade Tower, Netaji Subhash Place, Pitampura, New Delhi-110034, was appointed as the scrutinizer by the Board of Directors of **Omaxe Limited** ("the Company") for the purpose of scrutinizing the process of remote e-voting/postal ballot on the resolutions set out in the Postal Ballot Notice dated February 09, 2024 ("Postal Ballot Notice").

I hereby submit my Report as under that:

1. In terms of the provisions of Sections 108, 110 and other applicable provisions of the Companies Act, 2013 (including any amendment(s), statutory modification(s) and/ or re-enactment(s) thereof for the time being in force) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and in compliance with General Circulars No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022, 11/2022 dated December 28, 2022

  


09/2023 and dated September 25, 2023 issued by the Ministry of Corporate Affairs for holding general meetings/ conducting postal ballot (hereinafter collectively referred to as 'MCA Circulars'), the Company had completed dispatch of Postal Ballot Notice on February 28, 2024, all its eligible members through permitted mode.

2. The Postal Ballot Notice was sent to those members of the Company, who have registered their email addresses with the Company / depository participants and whose name appeared in the Register of Members of the Company on February 23, 2024 ('**cut-off date**').
3. The remote e-voting facility for this Postal Ballot activity was provided by Link Intime India Private Limited ("LI IPL"), the Registrar and Share Transfer Agent of the Company.
4. Particulars related to remote e-voting communications received from the Members, if any, have been entered in a Register, separately maintained for the purpose.
5. The remote e-voting period remained open from Thursday, February 29, 2024 (09:00 A.M onwards) till Friday, March 29, 2024 (upto 5:00 P.M.).
6. All e-voting communications received upto the close of working hours i.e. 05:00 P.M. on Friday, March 29, 2024 (the last date and time fixed by the Company for e-voting) were considered for my scrutiny.
7. The e-voting module of LI IPL was disabled on Friday, March 29, 2024 at 05:00 P. M., immediately after completion of voting time period.
8. The votes cast through remote e-voting were unblocked on Friday, March 29, 2024, around 05:07 P.M. in the presence of two witnesses viz. Mr. Vikram Chourasia (PAN: BZQPC3785G) R/o D2-396A, Shiv Durga Vihar, Lakkarpur, Faridabad-121009, Haryana and Mr. Manoj Kumar (PAN: BCTPK8093D) R/o House No. A-1/28, FF, Block-A-1, Mohan Garden, Near Gandhi Chowk, Uttam Nagar, New Delhi -110059 (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.

<p><b>Witness 1:</b> <i>Vikram</i> Vikram Chourasia S/o:- Uma Shanker Chourasia R/o:- D2-396A, Shivdurga vihar, Lakkarpur, Faridabad, HR-121009</p>	<p><b>Witness 2:</b> <i>Manoj</i> Manoj Kumar S/o:- Harvir Singh R/o:- A-1/28, FF, Block A-1, Mohan Garden, Near Gandhi Chowk Uttam Nagar, New Delhi-110059</p>
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*Q/K*



9. After the closure of the remote e-voting, the report on the said remote e-voting was generated in my presence from LIPL portal and was diligently scrutinized.
10. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting/ postal ballot on the resolutions contained in Postal Ballot Notice dated February 09, 2024.
11. The result of remote e-voting in respect of the resolutions contained in the Postal Ballot Notice dated February 09, 2024 is as under:

**Item No. 1:** As Special Resolution: Re-Appointment of Mr. Mohit Goel as Managing Director of the Company with effect from 01.04.2024:

**(i) Voted in favour of resolution:**

Number of members voted through remote e-voting	Number of members voted through Paper	Number of votes casted in favour of resolution	Percentage of the total number of valid votes casted
150	0	133130455	99.9988%

**(ii) Voted against the resolution:**

Number of members voted through e-voting	Number of members voted through Paper	Number of votes casted in against of resolution	Percentage of the total number of valid votes casted
15	0	1586	0.0012%

**(iii) Invalid votes\*:**

Numbers of members whose votes were declared invalid	Number of invalid/ Less voted/abstain cast by them
2	33

\*including abstain votes

 

**Item No.**  
**2**

**As Special Resolution: Revision of remuneration of Mr. Rohtas Goel, Chairman and Non-Executive Director with effect from 01.04.2024:**

(i) Voted in favour of resolution:

Number of members voted through remote e-voting	Number of members voted through Paper	Number of votes casted in favour of resolution	Percentage of the total number of valid votes casted
146	0	133130281	99.9987%

(ii) Voted against the resolution:

Number of members voted through e-voting	Number of members voted through Paper	Number of votes casted in against of resolution	Percentage of the total number of valid votes casted
19	0	1761	0.0013%

(iii) Invalid votes\*:

Numbers of members whose votes were declared invalid	Number of invalid/ Less voted/abstain cast by them
2	33

*\*including abstain votes*

**Item No.**  
**3**

**As Special Resolution: Shifting of Registered office of the Company from the State of Haryana to the State of Delhi**

(i) Voted in favour of resolution:

Number of members voted through remote e-voting	Number of members voted through Paper	Number of votes casted in favour of resolution	Percentage of the total number of valid votes casted
154	0	133130920	99.9992%

  


(ii) Voted against the resolution:

Number of members voted through e-voting	Number of members voted through Ballot Paper	Number of votes casted in against of resolution	Percentage of the total number of valid votes casted
11	0	1123	0.0008%

(iii) Invalid votes\*:

Numbers of members whose votes were declared invalid	Number of invalid/ Less voted/abstain cast by them
2	33

\*including abstain votes

Item No. 4	<b>As Ordinary Resolution: <u>Revision of remuneration of Mr. Jatin Goel holding an Office or Place of Profit in the Company with effect from 01.04.2024</u></b>
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(i) Voted in favour of resolution:

Number of members voted through remote e-voting	Number of members voted through Ballot Paper	Number of votes casted in favour of resolution	Percentage of the total number of valid votes casted
139	0	2792633	99.9369%

(ii) Voted against the resolution:

Number of members voted through e-voting	Number of members voted through Ballot Paper	Number of votes casted in against of resolution	Percentage of the total number of valid votes casted
19	0	1763	0.0631%

  


(iii) Invalid votes\*:

Numbers of members whose votes were declared invalid	Number of invalid/ Less voted/abstain cast by them
9	130337681

\*including abstain votes

Item No. 5 As Special Resolution: Approval to advance any loan, give any guarantee or to provide any security to all such persons/ entities as specified under Section 185 of the Companies Act, 2013 upto an aggregate limit of Rs. 200 Crore

(i) Voted in favour of resolution:

Number of members voted through remote e-voting	Number of members voted through Ballot Paper	Number of votes casted in favour of resolution	Percentage of the total number of valid votes casted
149	0	133130430	99.9988%

(ii) Voted against the resolution:

Number of members voted through e-voting	Number of members voted through Ballot Paper	Number of votes casted in against of resolution	Percentage of the total number of valid votes casted
16	0	1615	0.0012%

(iii) Invalid votes\*:

Numbers of members whose votes were declared invalid	Number of invalid/ Less voted/abstain cast by them
2	33

\*including abstain votes

1. Based on the aforesaid results, Resolutions pertaining to all the items set forth in Postal Ballot Notice dated February 09, 2024 have been passed with requisite majority in terms of the provisions of the Companies Act, 2013 and Rules made thereunder.



2. The Register, all other papers and other relevant records relating to remote e-voting shall remain in our safe custody until the chairperson considers, approves and signs the minutes and thereafter the same would be handed over to the Company Secretary of the Company for the safe keeping.
3. The report of e-voting, in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as **Annexure – A**.

Thanking you,

Yours truly,

**For Neeraj Jain & Associates  
Practicing Company Secretaries**

  
**CS Neeraj Jain**  
(Proprietor)  
M. No.: F9599  
COP No.: 26163  
Peer Review No.: 3258/2023  
Firm Unique code: S2023DE908600  
UDIN: F009599F000006409



**Place: New Delhi  
Date: April 01, 2024**

Encl: as above

**For OMAXE LIMITED**  
  
Company Secretary

**Counter signed By:**

**D B R Srikanta**  
Company Secretary and Compliance Officer  
(On behalf of the Chairman)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-Appointment of Mr. Mohit Goel as Managing Director of the Company with effect from 01.04.2024				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	135606918	130337648	96.1143	130337648	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>135606918</b>	<b>130337648</b>	<b>96.1143</b>	<b>130337648</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	17402230	298	0.0017	0	298	0.0000	100.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>17402230</b>	<b>298</b>	<b>0.0017</b>	<b>0</b>	<b>298</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	29891392	2794095	9.3475	2792807	1288	99.9539	0.0461
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>29891392</b>	<b>2794095</b>	<b>9.3475</b>	<b>2792807</b>	<b>1288</b>	<b>99.9539</b>
<b>Total</b>		<b>182900540</b>	<b>133132041</b>	<b>72.7893</b>	<b>133130455</b>	<b>1586</b>	<b>99.9988</b>	<b>0.0012</b>
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		


  
 \* CS NEERAJ JAIN \*  
 M. No. F9599  
 CP No. 26163  
 Practising Company Secretary

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Revision of remuneration of Mr. Rohtas Goel, Chairman and Non-Executive Director with effect from 01.04.2024				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		130337648	96.1143	130337648	0	100.0000	0.0000
	Poll	135606918	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	135606918	130337648	96.1143	130337648	0	100.0000	0.0000
Public-Institutions	E-Voting		298	0.0017	0	298	0.0000	100.0000
	Poll	17402230	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	17402230	298	0.0017	0	298	0.0000	100.0000
Public- Non Institutions	E-Voting		2794096	9.3475	2792633	1463	99.9476	0.0524
	Poll	29891392	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	29891392	2794096	9.3475	2792633	1463	99.9476	0.0524
<b>Total</b>		182900540	133132042	72.7893	133130281	1761	99.9987	0.0013
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		



Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Shifting of Registered office of the Company from the State of Haryana to the State of Delhi				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	135606918	130337648	96.1143	130337648	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>130337648</b>	<b>96.1143</b>	<b>130337648</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	17402230	298	0.0017	298	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>298</b>	<b>0.0017</b>	<b>298</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	29891392	2794097	9.3475	2792974	1123	99.9598	0.0402
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>2794097</b>	<b>9.3475</b>	<b>2792974</b>	<b>1123</b>	<b>99.9598</b>	<b>0.0402</b>
<b>Total</b>		<b>182900540</b>	<b>133132043</b>	<b>72.7893</b>	<b>133130920</b>	<b>1123</b>	<b>99.9992</b>	<b>0.0008</b>
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	




Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Revision of remuneration of Mr. Jatin Goel holding an Office or Place of Profit in the Company with effect from 01.04.2024				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	135606918	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	135606918	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		298	0.0017	0	298	0.0000	100.0000
	Poll	17402230	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	17402230	298	0.0017	0	298	0.0000	100.0000
Public- Non Institutions	E-Voting		2794098	9.3475	2792633	1465	99.9476	0.0524
	Poll	29891392	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	29891392	2794098	9.3475	2792633	1465	99.9476	0.0524
<b>Total</b>		182900540	2794396	1.5278	2792633	1763	99.9369	0.0631
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	




Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval to advance any loan, give any guarantee or to provide any security to any such persons/ entities as specified under Section 185 of the Companies Act, 2013 upto an aggregate limit of Rs. 200 Crore				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		130337648	96.1143	130337648	0	100.0000	0.0000
	Poll	135606918	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	135606918	130337648	96.1143	130337648	0	100.0000	0.0000
Public- Institutions	E-Voting		298	0.0017	0	298	0.0000	100.0000
	Poll	17402230	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	17402230	298	0.0017	0	298	0.0000	100.0000
Public- Non Institutions	E-Voting		2794099	9.3475	2792782	1317	99.9529	0.0471
	Poll	29891392	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	29891392	2794099	9.3475	2792782	1317	99.9529	0.0471
<b>Total</b>		182900540	133132045	72.7893	133130430	1615	99.9988	0.0012
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		


