

OL/SE/442/Sep 2022-23

September 30, 2022

The Secretary BSE Limited Phiroze Jeejeebhoy Towers Limited Dalal Street , Mumbai 400 001	The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E) Mumbai 400 051
Security Code: 532880	Symbol: OMAXE

Subject: Voting Results of 33rd Annual General Meeting (AGM) of Omaxe Limited held on Wednesday, September 28, 2022

Dear Sir/Madam,

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed the result of the e-voting (including remote e-voting) along with Scrutinizer's Report with respect to the Resolutions passed at the 33rd Annual General Meeting (AGM) of the Members of Omaxe Limited held on Wednesday, September 28, 2022 at 12:00 Noon (IST) through Audio-Video Conferencing in accordance with the circular(s) issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

You are requested to take the same on record.

For Omaxe Limited

For **OMAXE LIMITED**


Company Secretary

Navin Jain

Company Secretary

**NAVIN
JAIN**

Digitally signed
by NAVIN JAIN
Date: 2022.09.30
18:59:10 +05'30'

"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

General information about company	
Scrip code	532880
NSE Symbol	OMAXE
MSEI Symbol	NO1LISTED
ISIN	INE300H01013
Name of the company	OMAXE LIMITED
Type of meeting	AGM
Date of the meeting / last date of receipt of postal ballot forms (in case of Postal Ballot)	28/09/2022
Start time of the meeting	12:00 PM
End time of the meeting	02:00 PM

Scrutinizer Details	
Name of the Scrutinizer	KAVITA
Firms Name	A. K. NANDWANI & ASSOCIATES
Qualification	CS
Membership Number	F-115
Date of Board Meeting in which appointed	10-08-2022
Date of Issuance of Report to the company	30-09-2022

Voting results	
Record date	21-09-2022
Total number of shareholders on record date	11704
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	90
No. of resolutions passed in the meeting	10
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda resolution?			No					
Description of resolution considered			Adoption of the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2022 together with the report of the Board of Directors and report of the auditors thereon.					
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	133708268	98.5999	130337648	337020	97.451	2.5205
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	135606918	133708268	98.5999	130337648	337020	97.451	2.5205
Public-Institutions	E-Voting	22997042	1045216	45.647	1045216	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	22997042	1045216	45.647	1045216	0	100	0
Public-Non Institutions	E-Voting	24395580	4296	0.016	4260	36	99.162	0.838
	Poll		1714854	7.2343	176854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	24395580	1765150	7.2519	1769114	36	99.598	0.002
Total		182900040	134522634	74.6431	130151978	3370656	97.5311	2.4689
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutional	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Director in place of Mr. Vinit Goyal (DIN: 03570020), who retires by rotation and being eligible offers himself for re-appointment				
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)=[(4)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	133606910	130337648	96.1143	130337648	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		130337648	96.1143	130337648	0	100	0
Public-Institutions	E-Voting	22898042	1089090	4.7563	9136	1079954	0.8389	99.1611
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1089090	4.7563	9136	1079954	0.8389	99.1611
Public-Non Institutions	E-Voting	24395580	4296	0.0176	4260	36	99.162	0.838
	Poll		1764854	7.2343	1764854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1769150	7.2519	1769114	36	99.998	0.002
Total		182900540	133195888	72.8242	132115898	1079990	99.1892	0.8108
				Whether resolution is Pass or Not Pass				
				Disclosure of notes on resolution				

Details of Invalid Votes	
Category	No. of votes
Promoter and Promoter Group	
Public Institutions	
Public Not Institutions	

Resolution(3)								
Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda resolution?					No			
Description of resolution considered					Re-appointment of M/s LSW & Co., Chartered Accountants as Statutory Auditors for the second term of five years and to fix their remuneration			
Category	Mod. 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)/(5)]*100	(7) = [(5)/(4)]*100
Promoter and Promoter Group	E-Voting	22570916	13037648	96.1143	13037648	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Total		13037648	96.1143	13037648	0	100	0
Public Institutions	E-Voting	2000022	10999	4.7563	10999	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Total		10999	4.7563	10999	0	100	0
Public Non Institutions	E-Voting	2435700	426	0.0176	426	36	99.12	0.88
	Poll		176954	7.2519	176954	0	100	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Total		176954	7.2519	176954	36	99.97	0.02
Total		22700540	13048647	72.8422	13048647	36	100	0
Whether resolution is pass or not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of votes
From Member or Member Group	
Public Institutions	
Public Non-Institutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter_group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Change in designation of Mr Rohtas Goel from Chairman & Managing Director to Chairman & Whole Time Director of the company.				
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)	$(5) = [(4)/(1)] * 100$	(3)	(5)	$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$
Promoter and Promoter Group	E-Voting	1,560,6918	13033764	96.1143	13033764	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1,560,6918	13033764	96.1143	13033764	0	100
Public Institutions	E-Voting	22,7042	1069090	4.7563	1069090	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		22,7042	1069090	4.7563	1069090	0	100
Public Non Institutions	E-Voting	243,550	42	0.016	4260	36	99.162	0.038
	Poll		176454	7.2343	176454	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		243,550	1769150	7.2519	1769114	36	99.98
Total		182,00540	1331,5088	72.8241	1351,582	36	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of votes
Promoters and Promoter Group	
Public Institutions	
Provisional Institutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter_group are interested in the agenda/resolution.				Yes				
Description of resolution considered				Change in designation of Mr. Mohit Goel from CFO & whole time Director to Managing Director of the Company.				
Category	Mod. 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	1,36,6916	130337648	96.1143	130337648	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Total		1,36,6916	130337648	96.1143	130337648	0	100
Public Institutions	E-Voting	2,5,0042	1089090	4.7563	1089090	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2,5,0042	1089090	4.7563	1089090	0	100
Public Non Institutions	E-Voting	243,0080	426	0.0176	4260	36	99.99	0.002
	Poll		1,64,044	0.6734	1,64,044	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		243,0080	1,68,150	0.6919	1,68,114	36	99.99
Total		1,62,40,540	1,33,15,688	81.9942	1,33,15,872	36	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Other Institutional Investors	

Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/p.o.oter group are interested in the agenda resolution				Yes				
Description of resolution considered				Re appointment of Mr. Ront s Goel as Whole time Director under the designation of Chairman & Whole Time Director for a period of 5 years with effect from 01/01/2023.				
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	130337048	96.1143	130057040	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		135606918	130337048	96.1143	130057040	0	100
Public Institutions	E-voting	2898042	1000000	4.1500	0	1000000	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2898042	1000000	4.1500	0	1000000	0
Public - Non Institutions	E-voting	24395580	429	0.0176	4200	30	97.161	0.730
	Poll		1704854	7.1343	1704854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		24395580	1705183	0.7151	1705114	30	97.108
Total		182900540	133295080	72.914	130057040	108910	99.110	0.817
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of votes
Printed and Blomberg	
Pub. Institutions	
Pub. No. Institutions	

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution:				No				
Description of resolution considered				Alteration of Articles of Association of the Company				
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)	$[(4)/(2)]*100$	$[(5)/(2)]*100$
Promoter and Promoter Group	Voting	13500918	13033648	96.1145	0	13033708	100	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		13560918	13033708	96.1145	0	13033708	100
Public Institutions	L. Voting	22896042	1079090	47.1505	1089090	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		22896042	1089090	47.1505	1089090	0	100
Public Non Institutions	L. Voting	24395560	429	0.0176	420	30	97.102	0.818
	Poll		1004854	4.140	1004854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		24395560	1009100	4.1519	1009114	30	97.998
Total		182900540	130195868	71.8242	1088204	130337664	27.999	97.8541
Whether resolution is Pass or Not.							No	
Disclosure of votes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions entered/to be entered into with M/s Omaxe World Street Private Limited and M/s Omaxe India Trade Centre Private Limited.				
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	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		135606918	0	0	0	0	0
Public-Institutions	E-Voting	22898042	1089090	4.7563	0	1089090	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		22898042	1089090	4.7563	0	1089090	0
Public- Non Institutions	E-Voting	24395580	4296	0.0176	4260	36	99.162	0.838
	Poll		1764854	7.2343	1764854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		24395580	1769150	7.2519	1769114	36	99.998
Total		182900540	2858240	1.5627	1769114	1089126	61.8952	38.1048
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	3370620
Public Insitutions	
Public - Non Insitutions	

Resolution(9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Waiver of right to recover excess remuneration paid to Mr. Rohtas Goel during FY 2021-22.				
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	133708268	98.5999	130337648	3370620	97.4791	2.5209
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		133708268	98.5999	130337648	3370620	97.4791	2.5209
Public-Institutions	E-Voting	22898042	1089090	4.7563	0	1089090	0	100
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1089090	4.7563	0	1089090	0	100
Public- Non Institutions	E-Voting	24395580	4296	0.0176	4235	61	98.5801	1.4199
	Poll		1764854	7.2343	1764854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1769150	7.2519	1769089	61	99.9966	0.0034
Total		182900540	136566508	74.6671	132106737	4459771	96.7344	3.2656
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

Resolution(10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Remuneration payable to M/s S.K. Bhatt & Associates, Cost Accountants as Cost Auditors for Financial Year 2022-23.				
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	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		130337648	96.1143	130337648	0	100	0
Public-Institutions	E-Voting	22898042	1089090	4.7563	1089090	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1089090	4.7563	1089090	0	100	0
Public- Non Institutions	E-Voting	24395580	4296	0.0176	4260	36	99.162	0.838
	Poll		1764854	7.2343	1764854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1769150	7.2519	1769114	36	99.998	0.002
Total		182900540	133195888	72.8242	133195852	36	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



A. K. NANDWANI & ASSOCIATES
Company Secretaries

125-126, B. D. Chambers, 10/54, D. B. Gupta Road,
Karl Bagh, New Delhi - 110005 (INDIA)
Ph : (O) 91-11-41648590 Telefax: 91-11-47528088
E-mail: info@aknassociates.in, aknconsult@gmail.com
Visit us: www.aknassociates.in

30th September, 2022

To
Mr. Rohtas Goel
The Chairman of 33rd Annual General Meeting
OMAXE LIMITED
Shop No-19-B, First Floor Omaxe Celebration Mall,
Sohna Road Gurgaon 122001

Sub.: Scrutinizer's Report on the 'Remote E-voting' and 'E-Voting at the Meeting' in respect to the resolutions contained in the Notice of the 33rd Annual General Meeting of OMAXE LIMITED held on Wednesday, 28th September, 2022 at 12:00 Noon through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in conformity with the regulatory provisions and circulars issued by the Ministry of Corporate Affairs, Government of India.

Dear Sir,

Please find enclosed herewith the Scrutinizer's Report on the 'Remote E-voting' and 'E-Voting at the Meeting' in respect to the resolutions contained in the Notice of the 33rd Annual General Meeting of Omaxe Limited held on **Wednesday, 28th September, 2022 at 12:00 Noon** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in conformity with the regulatory provisions and circulars issued by the Ministry of Corporate Affairs, Government of India.

This is for your information and records.

Thanking You,

YOURS SINCERELY,

FOR A. K. NANDWANI & ASSOCIATES
COMPANY SECRETARIES



Kavita
KAVITA
(PARTNER)
FCS - 9115
COP - 10641
Encl: As Below



A. K. NANDWANI & ASSOCIATES
Company Secretaries

125-126, B D Chambers, 10/54, D B Gupta Road
Karol Bagh, New Delhi - 110005 (INDIA)
Ph. (O) 91-11-41548580 Telefax: 91-11-47528088
E-mail: info@aknassociates.in, aknconsult@gmail.com
Visit us: www.aknassociates.in

Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the
Companies (Management and Administration) Rules, 2014]*

To

Mr. Rohtas Goel

The Chairman of 33rd Annual General Meeting

OMAXE LIMITED

Shop No-19-B, First Floor Omaxe Celebration Mall,

Sohna Road Gurgaon 122001

Subject: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting and voting through electronic Voting system at the 33rd Annual General Meeting of the Members of Omaxe Limited ("the Company") held on Wednesday, 28th September, 2022 at 12:00 Noon through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) in conformity with the regulatory provisions and circulars issued by the Ministry of Corporate Affairs, Government of India

Dear Sir,

I, Kavita, Practicing Company Secretary, Partner of M/s A.K. Nandwani & Associates, Company Secretaries in Whole-Time Practice, appointed by the Board of Directors of the Company at the meeting held on 10th August, 2022 to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting and electronic voting held during the 33rd Annual General Meeting (AGM) of the Company held on 28th September, 2022 at 12:00 Noon through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

Management Responsibility

The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules made there under and General Circular Nos. 14/2020, 17/2020, 20/2020, 39/2020, 02/2021 and 2/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, December 31, 2020, January 13, 2021 and May 05, 2022 respectively, issued by the Ministry of Corporate Affairs (MCA) (hereafter referred to as "MCA Circulars") relating to remote e-voting and e-voting during the AGM on the resolutions contained in the AGM Notice dated 10th August, 2022.



Scrutinizer's Responsibility

Our Responsibility as Scrutinizer for the remote e-voting and e-voting during the AGM is restricted to make a Consolidated Scrutinizer's Report of the vote cast 'in favour' or 'against' the resolutions stated in the Notice of AGM dated 10th August, 2022 based on the reports generated from the e-voting system provided by LINK INTIME INDIA PRIVATE LIMITED, the agency engaged by the Company to provide remote e-voting facility and e-voting during the AGM.

I do hereby submit my report as follows:

1. All the Resolutions for consideration at the AGM were transacted through remote e-voting and also e-voting during the AGM, for which purpose the Board of Directors of the Company engaged the services of LINK INTIME INDIA PRIVATE LIMITED through instavote.
2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-Off Date i.e. 21st September, 2022 were entitled to cast their votes by remote e-voting or e-voting during the AGM.
3. Voting through remote e-voting remained open for a period of 3 days commencing from 9:00 A.M. on Sunday, 25th September, 2022 and ended on 5:00 P.M. on Tuesday, 27th September, 2022 (both days inclusive).
4. Facility of e-voting was provided during the AGM to those Members who did not cast their votes by remote e-voting prior to the AGM.
5. After Conclusion of Voting at the AGM, the votes cast through e-voting during the AGM and remote e-voting were unblocked on the same day at 02:30 P.M., in the presence of two witnesses, Ms. Pooja Kanojia and Ms. Simran neither of whom are in employment of the Company.
6. Based on the report generated from Instavote e-voting website instavote.linkintime.co.in, which I have scrutinized, the consolidated results of voting are reported as under:

ORDINARY BUSINESS

Item No. 1 — As an Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Report of the Auditors and the Board of Directors thereon.



	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	179	131387124	6	1764854	185	133151978	97.53
Voted against the Resolution	6	3370656	-	-	6	3370656	2.47
Votes Abstain	1	43874	-	-	1	43874	0.00
Votes Invalid	0	0	-	-	0	0	0.00
Total	186	134801654	6	1764854	192	136566508	100

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 1 of the AGM Notice of the Company dated 10th August, 2022 has been passed with Requisite Majority.

Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of abstain votes have not been taken into account.

Item No. 2 — As an Ordinary Resolution

Appointment of a Director in place of Mr. Vinit Goyal (DIN: 03575020), who retires by rotation and being eligible, offers himself for re-appointment.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	168	130351044	6	1764854	174	132115898	99.19



Voted against the Resolution	14	1079990	-	-	14	1079990	0.81
Votes Abstain	4	3370620	-	-	4	3370620	0.00
Votes Invalid	-	-	-	-	-	-	0.00
Total	186	134801654	6	1764854	192	136566508	100

#Except Mr. Vinit Goyal and his relatives, none of the other Directors/ Key Managerial Personnel of the Company /their relative are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 2 of the AGM Notice of the Company dated 10th August, 2022 has been passed with Requisite Majority.

Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of abstain votes have not been taken into account.

Item No. 3 — As an Ordinary Resolution

To consider the re-appointment of M/s BSD & Co., Chartered Accountants as Statutory Auditors and to fix their remuneration.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	180	131430998	6	1764854	186	133195852	100
Voted against the Resolution	2	36	-	-	2	36	0.00
Votes Abstain	4	3370620	-	-	4	3370620	0.00
Votes Invalid	0	0	-	-	0	0	0.00
Total	186	134801654	6	1764854	192	136566508	100



Based on the aforesaid results, Ordinary Resolution as contained in Item No. 3 of the AGM Notice of the Company dated 10th August, 2022 has been passed with Requisite Majority.

Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of abstain votes have not been taken into account.

SPECIAL BUSINESS

Item No. 4 — As an Ordinary Resolution

Change in Designation of Mr. Rohtas Goel (DIN: 00003735) from Chairman & Managing Director to Chairman & Whole Time Director of the Company

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	180	131430998	6	1764854	186	133195852	100
Voted against the Resolution	2	36	-	-	2	36	0.00
Votes Abstain	4	3370620	-	-	4	3370620	0.00
Votes Invalid	0	0	-	-	0	0	0.00
Total	186	134801654	6	1764854	192	136566508	100

#Except Mr. Rohtas Goel and his relatives including Mr. Mohit Goel, Managing Director, none of the other Directors/ Key Managerial Personnel of the Company /their relative are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.



Based on the aforesaid results, Ordinary Resolution as contained in Item No. 4 of the AGM Notice of the Company dated 10th August, 2022 has been passed with Requisite Majority.

Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of abstain votes have not been taken into account.

Item No. 5 — As an Ordinary Resolution

Change in Designation of Mr. Mohit Goel (DIN: 02451363) from Chief Executive Officer & Whole Time Director to Managing Director of the Company.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	180	131430998	6	1764854	186	133195852	100
Voted against the Resolution	2	36	-	-	2	36	0.00
Votes Abstain	4	3370620	-	-	4	3370620	0.00
Votes Invalid	0	0	-	-	0	0	0.00
Total	186	134801654	6	1764854	192	136566508	100

Except Mr. Mohit Goel and his relatives including Mr. Rohtas Goel, Chairman & Whole Time Director, none of the other Directors/ Key Managerial Personnel of the Company /their relative are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 5 of the AGM Notice of the Company dated 10th August, 2022 has been passed with Requisite Majority.

Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of abstain votes have not been taken into account.



Item No. 6 — As Special Resolution

Re-appointment of Mr. Rohtas Goel (DIN: 00003735) as Whole Time Director under the Designation of Chairman & Whole Time Director of the Company.

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	167	130341908	6	1764854	173	132106762	99.18
Voted against the Resolution	15	1089126	-	-	15	1089126	0.82
Votes Abstain	4	3370620	-	-	4	3370620	-
Votes Invalid	-	-	-	-	-	-	-
Total	186	134801654	6	1764854	192	136566508	100.00

#Except Mr. Rohtas Goel and his relatives including Mr. Mohit Goel, Managing Director, none of the other Directors/ Key Managerial Personnel of the Company /their relative are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6.

Based on the aforesaid results, Special Resolution as contained in Item No. 6 of the AGM Notice of the Company dated 10th August, 2022 has been passed with Requisite Majority.

Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of abstain votes have not been taken into account.



Item No. 7 — As Special Resolution

Alteration of the Articles of Association of the Company

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	169	1093350	6	1764854	175	2858204	2.15
Voted against the Resolution	13	130337684	-	-	13	130337684	97.85
Votes Abstain	4	3370620	-	-	4	3370620	0.00
Votes Invalid	0	0	-	-	-	-	0.00
Total	186	134801654	6	1764854	192	136566508	100.00

Based on the aforesaid results, Special Resolution as contained in Item No. 7 of the AGM Notice of the Company dated 10th August, 2022 has not been passed with Requisite Majority.

Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of abstain votes have not been taken into account.



Item No. 8 — As an Ordinary Resolution

Approval of Material Related Party Transaction(s) entered into/to be entered into with Omaxe World Street Private Limited ("OWSPL") and Omaxe India Trade Centre Private Limited ("OITCPL").

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	156	4260	6	1764854	162	1769114	61.90
Voted against the Resolution	15	1089126	-	-	15	1089126	38.10
Votes Abstain	-	-	-	-	-	-	0.00
Votes Invalid	4	3370620	-	-	4	3370620	0.00
Total	175	4464006	6	1764854	181	6228860	100.00

#Except Mr. Rohtas Goel, Chairman & Whole Time Director and Mr. Mohit Goel, Managing Director and their relatives, none of the other Directors/ Key Managerial Personnel of the Company /their relative are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 8 of the AGM Notice of the Company dated 10th August, 2022 has been passed with Requisite Majority.

Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of invalid votes have not been taken into account.



Item No. 9 — As a Special Resolution

Waiver of Right to Recover Excess Remuneration paid to Mr. Rohtas Goel during the Financial Year 2021-22

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	166	130341883	6	1764854	172	132106737	96.34
Voted against the Resolution	20	4459771	-	-	20	4459771	3.26
Votes Abstain	-	-	-	-	-	-	0.00
Votes Invalid	-	-	-	-	-	-	0.00
Total	186	134801654	6	1764854	192	136566508	100

#Except Mr. Rohtas Goel, to whom the resolution relates along with his relatives including Mr. Mohit Goel, Managing Director, none of the other Directors/ Key Managerial Personnel of the Company /their relative are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 9.

Based on the aforesaid results, Special Resolution as contained in Item No. 9 of the AGM Notice of the Company dated 10th August, 2022 has been passed with Requisite Majority.

Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of abstain votes and invalid votes have not been taken into account.



Item No. 10 — As an Ordinary Resolution

Remuneration of M/s. S.K. Bhatt & Associates, Cost Accountants, Cost Auditors of the Company for the Financial Year 2022-23

	Remote e-voting		E-voting during the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted	Number of Shares for which votes Cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	180	131430998	6	1764854	186	133195852	100.00
Voted against the Resolution	2	36	-	-	2	36	0.00
Votes Abstain	4	3370620	-	-	4	3370620	0.00
Votes Invalid	-	-	-	-	-	-	-
Total	186	134801654	6	1764854	192	136566508	100.00

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 10 of the AGM Notice of the Company dated 10th August, 2022 has been passed with Requisite Majority.

Note: for the purpose of calculation of No. of votes polled, only the valid votes have been counted and no. of abstain votes have not been taken into account.

7. 96 (Ninety Six) members were present in person and all the resolutions are passed with requisite majority except Resolution No. 7 with respect to alteration of Articles of Association of the Company.



8. All the relevant records shall remain in my safe custody until the Chairperson of the Meeting considers, approves and signs the minutes of the 33rd Annual General Meeting and the same shall be handed over thereafter to the Chairperson or Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,

FOR A. K. NANDWANI & ASSOCIATES

Kavita



(KAVITA)
PARTNER
M. NO.: F9115
C.P. NO.: 10641
UDIN: F009115D001074333
PR 1136/2021

PLACE: NEW DELHI

DATE: 29.09.2022

We the undersigned, have witnessed that the votes cast through remote e-voting and e-voting during the AGM were unblocked from Instavote e-voting website www.instavote.linkintime.co.in in our presence on 28th September, 2022 at 02:30 P.M.

Pooja Kanojia

Name: POOJA KANOJIA
Address: H-11, AKASH BHARTI
APT, PATRAGUNJ
DELHI - 110092

Simran

Name: SIMRAN
Address: Block EC 148/-C Shalimar
Bagh Delhi - 110088

Counter Signed by the Chairperson

Signature:

**ROHTAS
GOEL**

Digitally signed by
ROHTAS GOEL
Date: 2022.09.30
18:34:26 +05'30'