

OL/SE/465/March 2022-23

March 22, 2023

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers Limited Dalal Street , Mumbai 400 001 Security Code: 532880	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E) Mumbai 400 051 Symbol: OMAXE
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**Subject: Disclosure under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (the “SEBI LODR Regulations”)**

**Ref: Mutual understanding amongst Promoter Group of Omaxe Limited (“the Company”)**

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI LODR Regulations, we wish to inform that the existing Promoter and Promoter Group of the Company *inter alia* the Executive Chairman and Promoter of the Company, Mr. Rohtas Goel (RG) and his brother Mr. Sunil Goel (SG), M/s Sunil Goel HUF (SGHUF) & Mrs. Seema Goel (SSG) (SG, SGHUF, SSG hereinafter referred to as “SG Group”) have entered into an understanding, subject to execution of relevant documents/deeds/letters/applications/agreements etc, as may be required from time to time, in accordance with applicable laws/rules/regulations, to achieve, *inter-alia*, the following objectives:

- i. One-time full and final resolution of all/ any disputes and differences among the Parties, including but not limited to the disputes and differences related to shareholding, directorship, control, management, affairs and any other matters of like nature of Omaxe Group Companies and family matters;
- ii. Withdrawal/ quashing, as the case may be, and close all litigations pending before any courts/ tribunals/ judicial & quasi-judicial authorities/ statutory authorities/ regulatory authorities/ financial institutions/ private institutions/ police and any other authority or body of a like nature, filed against each-other;
- iii. Subject to the execution of definitive agreement(s) and on the terms and conditions, as may be mutually agreed upon, from time to time, transfer of shareholding of SG Group (held in the capacity of a shareholder and/or nominee) in Omaxe Group Companies and resignation from board of directors and committees, if any, of Omaxe Group Companies, from time to time, in accordance with applicable laws/rules/regulations;
- iv. Subject to the satisfaction of the conditions set out in Regulation 31A of SEBI LODR Regulations and other applicable laws and necessary approval(s), re-classification of SG Group from the promoter and/or promoter group category to “Public category” of Omaxe Limited.

“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

We further wish to state and clarify that Mr. Rohtas Goel, Executive Chairman and Promoter of the Company, directly and through his affiliates, exercises control over the Company. SG Group, *though presently shown under the category of "Promoter and Promoter Group"*, is presently neither involved in the day-to-day activities of the Company, nor associated with the business of the Company, in any manner whatsoever, nor exercises any control over the Company, directly or indirectly, nor has any influence over the business and policy decisions of the Company.

The information required in terms of SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is annexed herewith as Annexure I.

Please take the above information on record.

**For Omaxe Limited**

**Vikas Khandelwal**  
**Company Secretary**

Encl: a/a

**Annexure I to the Intimation dated March 22, 2023**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1)	Name(s) of parties with whom the agreement is entered;	Existing promoter(s) and promoter group of the Company i.e. Mr. Rohtas Goel, Executive Chairman & Promoter of the Company, Mr. Sunil Goel, M/s Sunil Goel HUF & Mrs. Seema Goel (“ <b>the Parties</b> ”)
2)	Purpose of entering into the agreement	One-time full and final resolution/settlement of all/ any disputes and differences among the Parties
3)	Shareholding, if any, in the entity with whom the agreement is executed;	The Parties are the shareholders of the Company falling under promoter and/or promoter group.
4)	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc	Not Applicable
5)	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	The Parties are the existing promoter(s) and promoter group of the Company.
6)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arms length”	Not Applicable – No transaction is contemplated with the Company.
7)	In case of issuance of shares to the parties, details of issue price, class of shares issued;	Not Applicable – No issuance of shares by the Company.
8)	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc;	Not Applicable
9)	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s)	Not Applicable