

OL/SE/167/SEP 2019-20

September 27, 2019

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 30th Annual General Meeting of Omaxe Limited held on September 26, 2019 in pursuance of Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the proceedings of the 30th Annual General Meeting (AGM) of the Members of the Company held on September 26, 2019 at 12:00 noon at CasaBella Banquet, Omaxe Celebration Mall, Sohna Road, Gurugram-122001, Haryana.

This is for your kind information and record.

Thanking You

For Omaxe Limited



Navin Jain
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 30th Annual General Meeting (AGM) of Omaxe limited

The 30th Annual General Meeting (AGM) of the Members of the Company was held on September 26, 2019 at 12:00 noon at Casabella Banquet, Omaxe Celebration Mall, Sohna Road, Gurugram-122001, Haryana.

Mr. Rohtas Goel, Chairman and Managing Director of the Company took the Chair. Mr. Navin Jain, 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 at the 30th Annual General Meeting of the Company.

The meeting was called to order and Members of the Board, the Statutory Auditors & the Shareholders of the Company were welcomed. Thereafter, the Chairman speech, inter alia, covering the financial highlights of the Company, impact of legislative reforms implemented by Government economic scenario and growth of the Company in challenging times was delivered.

Mr. Gurnam Singh, Chairman of Audit Committee, Nomination and Remuneration Committee & Corporate Social Responsibility Committee was present in the AGM. Mr. D.K. Kambale, Chairperson of Investor Grievances cum Stakeholder's Relationship Committee was also present at 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 at 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. The remote e-voting was commenced on September 23, 2019 at 9.00 a.m. and ended on September 25, 2019 at 5.00 p.m.

The Company Secretary then 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 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 (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 were proposed for Member's approval through Poll/Tablet Voting/E-Voting:

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ORDINARY BUSINESS:-

1. Adoption of:
 - a. Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, the reports of the Board of Directors' and Auditors' thereon; and
 - b. Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, the reports of the Board of Directors' and Auditors' thereon.
2. Declaration of Dividend on 0.1% Non-Cumulative, Redeemable Non-Convertible Preference Shares for the Financial Year 2018-19.
3. Declaration of Dividend of Rs. 0.70 (7%) per Equity share only to Public Shareholders for the Financial Year 2018-19.
4. Appointment of Mr. Mohit Goel (DIN: 02451363) in place of Mr. Sudhangshu Shekhar Biswal (DIN 07580667), who retires by rotation at this Annual General Meeting and has expressed his unwillingness to be re-appointed as Director.

SPECIAL BUSINESS:-

5. Appointment of Mr. Gurnam Singh (DIN: 08357396), who was appointed as an Additional Director (Non-Executive & Independent) of the Company by the Board of Directors with effect from February 12, 2019 as the Director (Non-Executive & Independent) of the Company.
6. Appointment of Mr. Devidas Kashinath Kambale (DIN: 00020656), who was appointed as an Additional Director (Non-Executive & Independent) of the Company by the Board of Directors with effect from July 30, 2019 as the Director (Non-Executive & Independent) of the Company.
7. Ratification of remuneration payable to M/s S.K. Bhatt & Associates, Cost Accountants, appointed as Cost Auditors of the Company for the Financial Year 2019-20.
8. 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)
9. Appointment of Mr. Mohit Goel (DIN: 02451363) as Whole Time Director of the Company under the designation of CEO & Whole Time Director

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.

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

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.

All the items/resolutions mentioned in the Notice of 30th Annual General Meeting were passed with requisite majority.

You are requested to take the above on record.

For Omaxe Limited

A handwritten signature in black ink that reads "Navin Jain". The signature is written in a cursive style and is positioned above a horizontal line.

Navin Jain
Company Secretary