

OL/SE/169/SEP 2019-20

September 27, 2019

The Secretary <b>BSE Limited</b> Phiroze Jeejeebhoy Towers Limited Dalal Street , Mumbai 400 001	The Secretary <b>National Stock Exchange Limited</b> 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: Voting Results of 30<sup>th</sup> Annual General Meeting (AGM) of Omaxe Limited held on September 26, 2019**

**Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015**

Dear Sir/Madam,

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed the result of the poll/tablet voting and e-voting alongwith Scrutinizer's Report with respect to the Resolutions passed in the 30<sup>th</sup> Annual General Meeting (AGM) of the Members of Omaxe Limited held on Thursday, the 26<sup>th</sup> day of September, 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

Your's Faithfully

**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

<b>Date of the AGM</b>	26th September, 2019
<b>Total number of shareholders on record date</b>	49,240
<b>No of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	7
Public:	303
<b>No of shareholders attended the meeting through video conferencing:</b>	
Promoters and Promoter Group:	Nil
Public:	Nil





Resolution Number 1		Ordinary Resolution						
Resolution Required (Ordinary/Special)		NO						
Whether promoter/Promoter Group are interested in below Resolution		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, 2019.						
Description of resolution considered								
Category	Mode of Voting	No. of shares held	No. of votes Poll	% votes Poll on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 10$	(7) = $\frac{(5)}{(2)} * 10$
Promoter and Promoter Group	E-voting	135879398	135879398	100.00	130609578	5269820	96.12	3.88
	Poll/ Tablet Voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>135879398</b>	<b>100.00</b>	<b>130609578</b>	<b>5269820</b>	<b>96.12</b>	<b>3.88</b>
Public Institutions	E-voting	12997366	12997366	100.00	12997366	0	100.00	0
	Poll/ Tablet Voting		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>12997366</b>	<b>100.00</b>	<b>12997366</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public Non-Institutions	E-voting	2017	1613	79.97	1529	84	94.79	5.21
	Poll/ Tablet Voting		404	20.03	404	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	<b>Total</b>		<b>2017</b>	<b>100.00</b>	<b>1933</b>	<b>84</b>	<b>95.84</b>	<b>4.16</b>
<b>Total</b>		<b>148878781</b>	<b>148878781</b>	<b>100.00</b>	<b>143608877</b>	<b>5269904</b>	<b>96.46</b>	<b>3.54</b>



Resolution Number 2									
Resolution Required (Ordinary/Special)									
Whether promoter/Promoter Group are interested in below Resolution									
Description of resolution considered									
Category	Mode of Voting	No. of shares held	No. of votes Poll	% votes Poll on outstanding shares	No. of votes in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100	
Promoter and Promoter Group	E-voting	135879398	135879398	100.00	133980748	1898650	98.60	1.40	
	Poll/ Tablet Voting		0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
	<b>Total</b>		<b>135879398</b>	<b>135879398</b>	<b>100.00</b>	<b>133980748</b>	<b>1898650</b>	<b>98.60</b>	<b>1.40</b>
Public Institutions	E-voting	18070586	18070586	100.00	18070586	0	100.00	0.00	
	Poll/ Tablet Voting		0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
	<b>Total</b>		<b>18070586</b>	<b>18070586</b>	<b>100.00</b>	<b>18070586</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non-Institutions	E-voting	2017	1613	79.97	1504	109	93.24	6.76	
	Poll/ Tablet Voting		404	20.03	404	0	100.00	0	
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	
	<b>Total</b>		<b>2017</b>	<b>1613</b>	<b>79.97</b>	<b>1504</b>	<b>109</b>	<b>93.24</b>	<b>6.76</b>
<b>Total</b>		<b>153952001</b>	<b>153952001</b>	<b>100.00</b>	<b>152053242</b>	<b>1898759</b>	<b>98.77</b>	<b>1.23</b>	



Resolution Number 3									
Resolution Required (Ordinary/Special)					Ordinary Resolution				
Whether promoter/Promoter Group are interested in below Resolution					NO				
Description of resolution considered									
Category	Mode of Voting	No. of shares held	No. of votes Poll	% votes Poll on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	
		(1)	(2)	(3) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$	
Promoter and Promoter Group	E-voting	10408380	10408380	100.00	5138560	5269820	49.37		50.63
	Poll/ Tablet Voting		0	0.00	0	0	0.00		0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00		0.00
	<b>Total</b>		<b>10408380</b>	<b>10408380</b>	<b>100.00</b>	<b>5138560</b>	<b>5269820</b>	<b>49.37</b>	
Public Institutions	E-voting	18070586	18070586	100.00	18070586	0	100.00		0.00
	Poll/ Tablet Voting		0	0.00	0	0	0.00		0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00		0.00
	<b>Total</b>		<b>18070586</b>	<b>18070586</b>	<b>100.00</b>	<b>18070586</b>	<b>0</b>	<b>100.00</b>	
Public Non-Institutions	E-voting	2017	1613	79.97	1529	84	94.79		5.21
	Poll/ Tablet Voting		404	20.03	404	0	100.00		0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00		0.00
	<b>Total</b>		<b>2017</b>	<b>100.00</b>	<b>1933</b>	<b>84</b>	<b>95.84</b>		<b>4.16</b>
<b>Total</b>		<b>28480983</b>	<b>100.00</b>	<b>23211079</b>	<b>5269904</b>	<b>81.50</b>		<b>18.50</b>	



Resolution Number 4									
Resolution Required(Ordinary/Special)									
Whether promoter/Promoter Group are interested in below Resolution									
Description of resolution considered									
Category	Mode of Voting	No. of shares held	No. of votes Poll	% votes Poll on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	
		(1)	(2)	(3) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$	
Promoter and Promoter Group	E-voting	130740838	130740838	100	125471018	5269820	95.97	4.03	
	Poll/ Tablet Voting		0	0	0	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0	0	0	0.00	0.00	
	<b>Total</b>		<b>130740838</b>	<b>130740838</b>	<b>100</b>	<b>125471018</b>	<b>5269820</b>	<b>95.97</b>	<b>4.03</b>
Public Institutions	E-voting	18070586	18070586	100	18058586	12000	99.93	0.07	
	Poll/ Tablet Voting		0	0	0	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0	0	0	0.00	0.00	
	<b>Total</b>		<b>18070586</b>	<b>18070586</b>	<b>1120309.113</b>	<b>18058586</b>	<b>12000</b>	<b>99.93</b>	<b>0.07</b>
Public Non-Institutions	E-voting	2017	1613	79.97	1504	109	93.24	6.76	
	Poll/ Tablet Voting		404	20.03	404	0	100.00	0	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	
	<b>Total</b>		<b>2017</b>	<b>1617</b>	<b>100.00</b>	<b>1908</b>	<b>109</b>	<b>94.60</b>	<b>5.40</b>
<b>Total</b>		<b>148813441</b>	<b>148813441</b>	<b>100.00</b>	<b>143531512</b>	<b>5281929</b>	<b>96.45</b>	<b>3.55</b>	



Resolution Number 5									
Resolution Required(Ordinary/Special)					Ordinary Resolution				
Whether promoter/Promoter Group are interested in below Resolution					NO				
Description of resolution considered									
Category	Mode of Voting	No. of shares held	No. of votes Poll	% votes Poll on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	
		(1)	(2)	(3) = $\frac{[(2)/(1)]*100}{}$	(4)	(5)	(6) = $\frac{[(4)/(2)]*100}{}$	(7) = $\frac{[(5)/(2)]*100}{}$	
Promoter and Promoter Group	E-voting	135879398	135879398	100.00	133980748.00	1898650	98.60	1.40	
	Poll/ Tablet Voting		0	0.00	0.00	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0.00	0.00	0	0.00	0.00	
	<b>Total</b>		<b>135879398</b>	<b>135879398</b>	<b>100.00</b>	<b>133980748.00</b>	<b>1898650</b>	<b>98.60</b>	<b>1.40</b>
Public Institutions	E-voting	18070586	18070586	100.00	18070586.00	0	100.00	0.00	
	Poll/ Tablet Voting		0	0.00	0.00	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0.00	0.00	0	0.00	0.00	
	<b>Total</b>		<b>18070586</b>	<b>18070586</b>	<b>100.00</b>	<b>18070586.00</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non-Institutions	E-voting	1992	1588	79.72	1504.00	84	94.71	5.29	
	Poll/ Tablet Voting		404	20.28	404	0	100.00	0	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	
	<b>Total</b>		<b>1992</b>	<b>1992</b>	<b>100.00</b>	<b>1908.00</b>	<b>84</b>	<b>95.78</b>	<b>4.22</b>
<b>Total</b>		<b>153951976</b>	<b>153951976</b>	<b>100.00</b>	<b>152053242</b>	<b>1898734</b>	<b>98.77</b>	<b>1.23</b>	

Resolution Number 6									
Resolution Required/Ordinary/Special					Ordinary Resolution				
Whether promoter/Promoter Group are interested in below Resolution					NO				
Description of resolution considered									
Category	Mode of Voting	No. of shares held	No. of votes Poll	% votes Poll on outstanding shares	No. of votes in favour	No. of votes in Against	% of Votes in favour	% of votes in Against	
		(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$	
Promoter and Promoter Group	E-voting	135879398	135879398	100.00	133980748	1898650	98.60	1.40	
	Poll/ Tablet Voting		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	
	<b>Total</b>		<b>135879398</b>	<b>135879398</b>	<b>100.00</b>	<b>133980748</b>	<b>1898650</b>	<b>98.60</b>	<b>1.40</b>
Public Institutions	E-voting	18070586	18070586	100.00	18070586	0	100.00	0.00	
	Poll/ Tablet Voting		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	
	<b>Total</b>		<b>18070586</b>	<b>18070586</b>	<b>100.00</b>	<b>18070586</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non-Institutions	E-voting	2017	1613	79.97	1479	134	91.69	8.31	
	Poll/ Tablet Voting		404	20.03	404	0	100.00	0	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	
	<b>Total</b>		<b>2017</b>	<b>1613</b>	<b>79.97</b>	<b>1479</b>	<b>134</b>	<b>91.69</b>	<b>8.31</b>
<b>Total</b>		<b>153952001</b>	<b>153952001</b>	<b>100.00</b>	<b>152053217</b>	<b>1898784</b>	<b>98.77</b>	<b>1.23</b>	

M



Resolution Number 7									
Resolution Required(Ordinary/Special)					Ordinary Resolution				
Whether promoter/Promoter Group are interested in below Resolution					NO				
Description of resolution considered					Ratification of remuneration of M/s S.K. Bhatt & Associates, Cost Accountants as Cost Auditor for FY 2019-20.				
Category	Mode of Voting	No. of shares held	No. of votes Poll	% votes Poll on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	
		(1)	(2)	(3) = $\frac{[(2)/(1)] * 100}{}$	(4)	(5)	(6) = $\frac{[(4)/(2)] * 100}{}$	(7) = $\frac{[(5)/(2)] * 100}{}$	
Promoter and Promoter Group	E-voting	135879398	135879398	100.00	133980748	1898650	98.60	1.40	
	Poll/ Tablet Voting		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	
	<b>Total</b>		<b>135879398</b>	<b>135879398</b>	<b>100.00</b>	<b>133980748</b>	<b>1898650</b>	<b>98.60</b>	<b>1.40</b>
Public Institutions	E-voting	18070586	18070586	100.00	18070586	0	100.00	0.00	
	Poll/ Tablet Voting		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	
	<b>Total</b>		<b>18070586</b>	<b>18070586</b>	<b>100.00</b>	<b>18070586</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non-Institutions	E-voting	2017	1613	79.97	1479	134	91.69	8.31	
	Poll/ Tablet Voting		404	20.03	404	0	100.00	0	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	
	<b>Total</b>		<b>2017</b>	<b>100.00</b>	<b>1883</b>	<b>134</b>	<b>93.36</b>	<b>6.64</b>	
<b>Total</b>		<b>153952001</b>	<b>153952001</b>	<b>100.00</b>	<b>152053217</b>	<b>1898784</b>	<b>98.77</b>	<b>1.23</b>	



Resolution Number 8									
Resolution Required(Ordinary/Special)					Special Resolution				
Whether promoter/Promoter Group are interested in below Resolution					NO				
Description of resolution considered									
Category	Mode of Voting	No. of shares held	No. of votes Poll	% votes Poll on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against	
		(1)	(2)	$\frac{(3)}{[(2)/(1)]*100}$	(4)	(5)	$\frac{(6)}{[(4)/(2)]*100}$	$\frac{(7)}{[(5)/(2)]*100}$	
Promoter and Promoter Group	E-voting	135879398	135879398	100.00	130609578	5269820	96.12	3.88	
	Poll/ Tablet Voting		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	
Public Institutions	Total	135879398	135879398	100.00	130609578	5269820	96.12	3.88	
	E-voting	18070586	18070586	100.00	18070586	0	100.00	0.00	
	Poll/ Tablet Voting		0	0.00	0	0	0.00	0.00	
Public Non-Institutions	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	
	Total	18070586	18070586	100.00	18070586	0	100.00	0.00	
	E-voting	2017	1613	79.97	1504	109	93.24	6.76	
Public Non-Institutions	Poll/ Tablet Voting		404	20.03	404	0	100.00	0	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	
	Total	2017	2017	100.00	1908	109	94.60	5.40	
Total		153952001	153952001	100.00	148682072	5269929	96.58	3.42	



Resolution Number 9									
Resolution Required (Ordinary/Special)					Ordinary Resolution				
Whether promoter/Promoter Group are interested in below Resolution									
Description of resolution considered									
Category	No. of shares held	No. of votes Poll	% votes Poll on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against		
	(1)	(2)	(3) = $(2)/(1)*100$	(4)	(5)	(6) = $(4)/(2)*100$	(7) = $(5)/(2)*100$		
Promoter and Promoter Group	130740838	130740838	100	125471018	5269820	95.97	4.03		
		0	0	0	0	0.00	0.00		
		0	0	0	0	0.00	0.00		
	<b>Total</b>	<b>130740838</b>	<b>130740838</b>	<b>100</b>	<b>125471018</b>	<b>5269820</b>	<b>95.97</b>	<b>4.03</b>	
Public Institutions	18070586	18070586	100	18070586	0	100.00	0.00		
		0	0	0	0	0.00	0.00		
		0	0	0	0	0.00	0.00		
	<b>Total</b>	<b>18070586</b>	<b>18070586</b>	<b>100.00</b>	<b>18070586</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
Public Non-Institutions	2017	1613	79.97	1529	84	94.79	5.21		
		404	20.03	404	0	100.00	0		
		0	0.00	0	0	0.00	0.00		
	<b>Total</b>	<b>2017</b>	<b>2017</b>	<b>100.00</b>	<b>1933</b>	<b>84</b>	<b>95.84</b>	<b>4.16</b>	
<b>Total</b>	<b>148813441</b>	<b>148813441</b>	<b>100.00</b>	<b>143543557</b>	<b>5269904</b>	<b>96.46</b>	<b>3.54</b>		





Consolidated Report of Scrutinizer

*[Pursuant to Section 108,109 of the Companies Act, 2013 and Rule 20, 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR) Regulations, 2015]*

To,

The Chairman of 30<sup>th</sup> Annual General Meeting of the Members of  
Omaxe Limited

Held on Thursday, the 26<sup>th</sup> day of September, 2019,  
at 12:00 noon,  
at CasaBella Banquet, Omaxe Celebration Mall, Sohna Road,  
Gurugram-122001, Haryana

Report on remote e-voting and Poll/ Tablet\* Voting conducted at 30<sup>th</sup> Annual General Meeting ("AGM") of the members of Omaxe Limited ("the Company"), held on Thursday, the 26<sup>th</sup> day of September, 2019 at 12:00 Noon at CasaBella Banquet, Omaxe Celebration Mall, Sohna Road, Gurugram-122001, Haryana

**1. Appointment as Scrutinizer:**

I was appointed as the Scrutinizer for conducting the remote e-voting process and poll/ Tablet voting at Annual General Meeting, in pursuance of the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (management And Administration) Rules, 2014 as substituted by the Companies (Management And Administration) Amendment Rules, 2016 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015, at the 30<sup>th</sup> Annual General Meeting (AGM) of "OMAXE LIMITED" ("Company") held on Thursday, the 26<sup>th</sup> day of September, 2019 at 12:00 Noon at CasaBella Banquet, Omaxe Celebration Mall, Sohna Road, Gurugram-122001, Haryana

**2. Agency:**

The Company had appointed National Securities Depositories Limited (NSDL) as the agency for providing the remote e-Voting platform and Poll / Tablet voting at the AGM. The Service provider accordingly has set up e-voting facility on their website [www.evoting.nsd.com](http://www.evoting.nsd.com).

**3. Dispatch of Notice convening the Meeting**

The Company has completed on 02<sup>nd</sup> September, 2019 the dispatch of Notice of AGM along with details of Login ID and password to its Members through Courier and through mail by NSDL to the Members whose email id was registered with the Company or its Registrar and Transfer Agent.



4. **Cut- off date:**

The voting rights were reckoned as on 20<sup>th</sup> September, 2019, being the Cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.

5. **Remote E-voting:**

Remote e-Voting platform was open from 09:00 A.M. (IST) on Monday, the 23<sup>rd</sup> day of September, 2019 to 05:00 P.M. (IST) on Wednesday, the 25<sup>th</sup> day of September, 2019 and Members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary/Special Resolutions, on the e-voting platform provided by NSDL.

6. **Voting at the AGM:**

6.1 As prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Amendment Rules, 2015 for the purpose of ensuring that Members who have cast their votes through remote e-Voting do not vote again at the General Meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of General Meeting, to only such details related to Members who have cast their votes through remote Tablet Voting, such as their names, DP Id/Client Id, folios, number of shares held but not the manner in which they have voted.

6.2 Accordingly, NSDL, the remote e-Voting Agency provided us with the names, DP Id/Client Id, folios, shareholding of the Members who had cast their votes through remote e-Voting.

6.3 In line with the provisions of the Companies Act, 2013 and in term of the clarification issued by MCA, voting by show of hands was not conducted at the General Meeting as Poll / Tablet voting has been offered to the member. Therefore, at the 30<sup>th</sup> AGM of the Company, voting was conducted by means of using Tablet voting and poll method at AGM under Rule 21 of the Companies (Management and Administration) Rules, 2014.

6.4 Voting by Tablet was made available through National Securities Depositories Limited at the AGM Venue which was conducted as per Rule 20 of Companies (Management and Administration) Rules, 2014, as amended up to date.

6.5 At the AGM, after the declaration of Tablet / Poll by the Chairman, Two (2) ballot boxes kept for polling were locked in my presence with due identification with due identification marks placed by me.

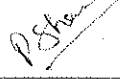
6.6 However, none of the Members chose for voting by poll papers, hence, ballot papers were not distributed to the members who attended the meeting.



**7. Counting Process:**

- 7.1 On Completion of voting at the meeting, Link Intime India Private Limited, Registrar and Transfer Agent (RTA) of the Company provided me with the list of Members who had cast their votes, their holding details and details of vote cast on each of the resolution provided by the NSDL.
- 7.2 The votes were reconciled with the records maintained by the Company and RTA with respect to the authorization/ proxies lodged with the Company.
- 7.3 After counting the votes casted by the members and proxy holders present at the AGM through polling papers the votes casted through remote e-voting by the members were unblocked on Thursday, the 26<sup>th</sup> day of September, 2019 at 01:00 P.M. (IST) in the presence of two (2) witnesses namely Ms. Apurva Jitendra and Mr. Pranjal Sharma, who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.

  
\_\_\_\_\_  
(Apurva Jitendra)

  
\_\_\_\_\_  
(Pranjal Sharma)

- 7.4 Thereafter, the details containing inter-alia, the information about shareholders voting "For" and "Against" the resolutions, were generated from the e-voting website of NSDL.

**8. Results:**

**8.1 I observed that:**

- a) 152 Members had cast their votes at the meeting and out of which no vote found as invalid.

- 8.2 Based on the reports generated from the e-voting system provided by NSDL and Tablet voting casted at Annual General Meeting, we submit the consolidated results of e-voting and Tablet voting casted at Annual General Meeting herewith, in respect to each item on the agenda as set out in the Notice of the 30<sup>th</sup> AGM as Annexure -1.

9. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof on the resolutions contained in the Notice of 30<sup>th</sup> Annual General Meeting. Our responsibilities as scrutinizers are restricted to make a Scrutinizers' Report of the votes cast "For" or "Against" the resolutions stated in the Notice.



10. Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of the 30<sup>th</sup> AGM to declare the result of the meeting.
11. The Register, all other papers and relevant records relating to remote e-voting and Tablet voting casted at the 30<sup>th</sup> AGM shall remain in my safe custody until the Chairman consider, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking You,  
Yours faithfully,

For NSP & Associates  
Company Secretary

  
Naveen Shree Pandey  
Proprietor (Scrutinizer)  
FCS: 9028  
CP No.: 10937

For Omaxe Limited

  
Rohas Goel  
Chairman and Managing Director  
DIN: 00003735

Date: 27<sup>th</sup> September, 2019  
Place: New Delhi

\* For purpose of this report "Tablet voting" shall mean by the voting done through electronic means which includes but not limited to the use of electronic devices and apparatus.

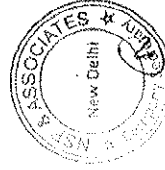
Annexure-1

**RESOLUTION 01: (ORDINARY RESOLUTION)**

Consider and adopt the Audited Financial Statements (including consolidated financial statement) of the Company the reports of the Board of Directors' and Auditors' thereon for the financial year ended 31<sup>st</sup> March, 2019.

Mode	Total Vote rs	Total Shares	No Voting/ Invalid Votes		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
Remote voting	69	148878377	0	0	60	143608473	9	5269904
Tablet voting at AGM	152	404	0	0	152	404	0	0
<b>Total</b>	<b>221</b>	<b>148878781</b>	<b>0</b>	<b>0</b>	<b>212</b>	<b>143608877</b>	<b>9</b>	<b>5269904</b>

Total Valid Shares (Total Shares) = 148878781  
 Votes in Favour (% of Total Valid Shares) = 96.46%  
 Votes Against (% of Total Valid Shares) = 03.53%





**RESOLUTION 02: (ORDINARY RESOLUTION)**

Declaration of Dividend on 0.1% Non-Cumulative, Redeemable Non-Convertible Preference shares for the financial year 2018-19.

Mode	Total Vote rs	Total Shares	No Voting/ Invalid Votes		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
Remote E-voting	71	153951597	0	0	65	152052838	6	1898759
Tablet voting at AGM	152	404	0	0	152	404	0	0
Total	223	153952001	0	0	217	152053242	6	1898759

Total Valid Shares (Total Shares) = 153952001

Votes in Favour (% of Total Valid Shares) = 98.77%

Votes Against (% of Total Valid Shares) = 01.33%

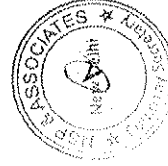


**RESOLUTION 03: (ORDINARY RESOLUTION)**

Declaration of Dividend (Equity Shares) for the financial year 2018-19 only to Public Shareholder.

Mode	Total Voters	Total Shares	No Voting/Invalid Votes		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
Remote E-voting	60	28480579	0	0	51	23210675	9	5269904
Tablet voting at AGM	152	404	0	0	152	404	0	0
<b>Total</b>	<b>212</b>	<b>28480983</b>	<b>0</b>	<b>0</b>	<b>203</b>	<b>23211079</b>	<b>9</b>	<b>5269904</b>

Total Valid Shares (Total Shares) = 28480983  
 Votes in Favour (% of Total Valid Shares) = 81.50%  
 Votes Against (% of Total Valid Shares) = 18.50%

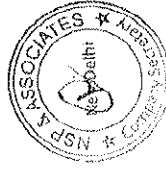


**RESOLUTION 04: (ORDINARY RESOLUTION)**

Ordinary Resolution to appoint Mr. Mohit Goel (DIN: 02451363) in place of Mr. Sudhangshu Shekhar Biswal (DIN 07580667), who retires by rotation at this AGM and has expressed unwillingness to be Re-appointed as Director.

Mode	Total Voters	Total Shares	No Voting/Invalid Votes		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
Remote E-voting	68	148813037	0	0	57	143531108	11	5281929
Tablet voting at AGM	152	404	0	0	152	404	0	0
Total	220	148813441	0	0	209	143531512	11	5281929

Total Valid Shares (Total Shares) = 148813441  
Votes in Favour (% of Total Valid Shares) = 96.45%  
Votes Against (% of Total Valid Shares) = 03.55%



**RESOLUTION 05: (ORDINARY RESOLUTION)**

Ordinary resolution for Appointment of Mr. Gurnam Singh (DIN: 08357396), who was appointed as an Additional Director of the Company, as a Director (Independent & Non-Executive) of the Company to hold office for a term of five consecutive years with effect from February 12, 2019 to February 11, 2024.

Mode	Total Voters	Total Shares	No Voting/Invalid Votes		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
Remote E-voting	70	153951572	0	0	65	152052838	5	1898734
Tablet voting at AGM	152	404	0	0	152	404	0	0
Total	222	153951976	0	0	217	152053242	5	1898734

Total Valid Shares (Total Shares) = 153951976  
Votes in Favour (% of Total Valid Shares) = 98.77%  
Votes Against (% of Total Valid Shares) = 01.23%



**RESOLUTION 06: (ORDINARY RESOLUTION)**

Ordinary Resolution for Appointment of Mr. Devidas Kashinath Kambale (DIN: 00020656) as a Director (Independent & Non- Executive) of the Company to hold office for a term of five consecutive years with effect from July 30, 2019 to July 29, 2024.

Mode	Total Voters	Total Shares	No Voting/Invalid Votes		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
Remote E-voting	71	153951597	0	0	64	152052813	7	1898784
Tablet voting at AGM	152	404	0	0	152	404	0	0
Total	223	153952001	0	0	216	152053217	7	1898784

Total Valid Shares (Total Shares) = 153952001  
Votes in Favour (% of Total Valid Shares) = 98.77%  
Votes Against (% of Total Valid Shares) = 01.23%



**RESOLUTION 07: (ORDINARY RESOLUTION)**

Ordinary Resolution for ratification of remuneration payable to M/s S.K. Bhatt & Associates, Cost Accountants, appointed as Cost Auditors of the Company for Financial Year ending on March 31, 2020.

Mode	Total Voters	Total Shares	No Voting/invalid Votes		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
Remote E-voting	71	153951997	0	0	64	152052813	7	1898784
Tablet voting at AGM	152	404	0	0	152	404	0	0
Total	223	153952001	0	0	216	152053217	7	1898784

Total Valid Shares (Total Shares) = 153952001  
Votes in Favour (% of Total Valid Shares) = 98.77%  
Votes Against (% of Total Valid Shares) = 01.23%



**RESOLUTION 08: (SPECIAL RESOLUTION)**

Special Resolution for To consider Private Placement of Secured / Unsecured / Redeemable/ Non-Redeemable/ Convertible/ Non-Convertible / Listed/ Unlisted Debentures and/or other securities under Section 42 and 71 of Companies Act, 2013, during the period of one year from the date of passing of the Special Resolution by the Members, for an aggregate amount of Rs. 500,00,00,000.

Mode	Total Voters	Total Shares	No Voting/Invalid Votes		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
Remote E-voting	71	153951597	0	0	61	148681668	10	5269929
Tablet voting at AGM	152	404	0	0	152	404	0	0
Total	223	153952001	0	0	213	148682072	10	5269929

Total Valid Shares (Total Shares) = 153952001  
Votes in Favour (% of Total Valid Shares) = 96.58%  
Votes Against (% of Total Valid Shares) = 03.42%



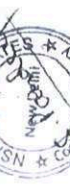
**RESOLUTION 09: (ORDINARY RESOLUTION)**

Ordinary Resolution for consider and recommend the appointment of Mr. Mohit Goel as Whole Time Director on the Board of Directors of the company.

Mode	Total Voters	Total Shares	No Voting/Invalid Votes		Favour		Against	
			Number	Votes	Number	Votes	Number	Votes
Remote E-voting	68	148813037	0	0	59	143543133	9	5269904
Tablet voting at AGM	152	404	0	0	152	404	0	0
<b>Total</b>	<b>220</b>	<b>148813441</b>	<b>0</b>	<b>0</b>	<b>211</b>	<b>143543537</b>	<b>9</b>	<b>5269904</b>

Total Valid Shares (Total Shares) = 148813441  
Votes in Favour (% of Total Valid Shares) = 96.46%  
Votes Against (% of Total Valid Shares) = 03.54%

For MSP & Associates  
Company Secretaries



Naveen Suresh Pandey  
Proprietor (Scrutinizer)  
FCS: 9028  
CP No.: 10937

Date: 27<sup>th</sup> September, 2019  
Place: New Delhi

For Omaxe Limited

Rohitas Goel  
Chairman and Managing Director  
DIN: 00003735