

**OMAX/STEX/2021-22/44**

**Date: 29<sup>th</sup> December, 2021**

The Manager – Listing  
National Stock Exchange of India Ltd.  
Exchange Plaza,  
Bandra-KurlaComplex,  
Bandra (E), Mumbai - 400051

The Manager - Listing  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400001

**NSE Code: OMAXAUTO**

**BSE Code: 520021**

**SUB.: Annual General Meeting- Submission of Scrutinizer's Report**

Dear Sir,

This has reference to the Annual General Meeting (AGM) of the Company which was held on Tuesday 28, 2021 at 10.00 A.M. through Video Conferencing / Other Audio Visual Means.

With reference to the above captioned matter, we are submitting herewith Scrutinizer's Report of the Remote E-Voting and voting conducted at the AGM as per the provisions of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligation and Disclosures Requirement), Regulations, 2015.

Thanking you.

Yours sincerely,

For OMAX AUTOS LIMITED



Hari Gopal Agrawal  
Authorised Signatory



**Scrutinizer's Report on remote e-voting and e-voting at the 38<sup>th</sup>  
Annual General Meeting of OMAX AUTOS LIMITED**

To,  
The Chairman  
**OMAX AUTOS LIMITED**  
Plot No. B-26, Institutional Area,  
Sector-32, Gurgaon -122001, Haryana

Date of Meeting: December 28, 2021  
Day of Meeting: Tuesday  
Time of Meeting: 10:00 A.M. IST  
Mode of Meeting: Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

Dear Sir

I, Shashikant Tiwari, Partner of M/s. Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed as Scrutinizer of M/s. **OMAX AUTOS LIMITED** ("Company") for scrutinizing the remote e-voting and e-voting (hereinafter referred to as the "electronic voting") at the 38<sup>th</sup> Annual General Meeting ("the Meeting/ AGM") convened through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in respect of the resolutions set out in the notice of the Meeting dated November 13, 2021.

Pursuant to the General Circular No. 14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 respectively, issued by Ministry of Corporate Affairs ("**MCA Circular**") and Circular issued by SEBI dated May 12, 2020 and January 15, 2021 ("**SEBI Circular**") (collectively referred to as the "**Relevant Circulars**"), the Company has dispatched the Annual Report for the financial year 2020-21 and the Notice of the AGM on December 06, 2021 electronically to all those members whose email addresses were registered with the Company or with their respective Depository Participants, Registrar and Share Transfer Agent ("RTA"). The Company gave an option to the members to register their e-mail ids with the RTA, Company or their depository participants through pre-dispatch newspaper advertisement published on December 01, 2021 in Business Standard (English Newspaper) and Business Standard (Hindi Newspaper) in terms of Relevant Circulars.

Post-dispatch of the Notice and the Annual Report, the Company published newspaper advertisements on December 08, 2021 in the above named newspapers as per rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 47 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company had appointed Link Intime India Private Limited, for providing the facility for the electronic voting and for participation in the AGM through VC/OAVM.

The remote e-voting period commenced on Saturday, December 25, 2021 at 9:00 A.M. (IST) and ended on Monday, December 27, 2021 at 5:00 p.m. (IST) and the remote e-voting platform was blocked thereafter. Further, the e-voting was re-opened during the AGM and remained open till the conclusion of AGM for voting purpose.

Further, the e-voting was announced for the members who attended the Meeting but have not cast their vote through remote e-voting.

The members holding shares as at the close of business hours on Tuesday, December 21, 2021, ("Cut-off date") were entitled to vote on the proposed resolutions as set out in the Notice of the

Meeting of the Company, and their shareholding as on that date has been reckoned for the purpose of arriving at the result of the electronic voting for the Meeting.

Subsequently, the electronic voting was unblocked on December 28<sup>th</sup>, 2021 around at 11:45 A.M. (IST) in the presence of two witnesses, Ms. Mehak Monga R/o, 1337, Mukherjee Nagar, New Delhi 110009 and Ms. Annu Gupta R/o 17/116, Geeta Colony, Delhi 110031 who are not in the employment of the Company.

The votes cast through electronic voting, if any, which were incomplete and/ or otherwise found defective, have been treated as invalid.

The Management of the Company is responsible to ensure compliance with requirements of the Companies Act, 2013 and rules made there-under and Relevant Circulars relating to electronic voting on the resolutions contained in the Notice of the Meeting.

My responsibility as scrutinizer for electronic voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution(s).

Based on the data downloaded from official website of Link Intime India Private Limited for the electronic voting, I now submit our consolidated report thereon.



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1. The result of the voting is as under:

**Resolution No. 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 together with the Reports of Auditors' and Board of Directors' thereon (Ordinary Resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	84	4593846	29	7419227	113	12013073
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	0	0	0	0	0	0
	<b>No. of Valid Votes Cast</b>	84	4593846	29	7419227	113	12013073

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	70	4593431	28	7419226	98	12012657	99.9965
Against	14	415	1	1	15	416	0.0035
Total	84	4593846	29	7419227	113	12013073	100.00



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Resolution No. 2: To appoint a Director in place of Mr. Devashish Mehta (DIN: 07175812) who retires by rotation and, being eligible, offers himself for re-appointment (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	84	4593846	29	7419227	113	12013073
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	0	0	0	0	0	0
	<b>No. of Valid Votes Cast</b>	84	4593846	29	7419227	113	12013073

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	70	4593431	28	7419226	98	12012657	99.9965
Against	14	415	1	1	15	416	0.0035
Total	84	4593846	29	7419227	113	12013073	100.00



Resolution no. 3: To ratify the remuneration of Cost Auditor for the financial year ending 31<sup>st</sup> March, 2022 (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	84	4593846	29	7419227	113	12013073
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	0	0	0	0	0	0
	<b>No. of Valid Votes Cast</b>	84	4593846	29	7419227	113	12013073

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	70	4593431	28	7419226	98	12012657	99.9965
Against	14	415	1	1	15	416	0.0035
Total	84	4593846	29	7419227	113	12013073	100.00



**Resolution no. 4: To approve the re-appointment of Mr. Jatender Kumar Mehta (DIN:00028207) as Vice Chairman cum Managing Director of the Company (Special Resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	84	4593846	29	7419227	113	12013073
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	0	0	0	0	0	0
	<b>No. of Valid Votes Cast</b>	84	4593846	29	7419227	113	12013073

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	70	4593431	28	7419226	98	12012657	99.9965
Against	14	415	1	1	15	416	0.0035
Total	84	4593846	29	7419227	113	12013073	100.00



**Resolution no. 5: To approve the re-appointment of Ms. Sakshi Kaura (DIN: 02094522) as Joint Managing Director of the Company. (Special Resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total <sup>#</sup>	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	84	4593846	29	7419227	113	12013073
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	0	0	0	0	0	0
	<b>No. of Valid Votes Cast</b>	84	4593846	29	7419227	113	12013073

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	70	4593431	28	7419226	98	12012657	99.9965
Against	14	415	1	1	15	416	0.0035
Total	84	4593846	29	7419227	113	12013073	100.00





Resolution no 6: To approve the re-appointment of Mr. Devashish Mehta (DIN: 07175812) as Managing Director of the Company. (Special Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	84	4593846	29	7419227	113	12013073
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	0	0	0	0	0	0
	<b>No. of Valid Votes Cast</b>	84	4593846	29	7419227	113	12013073

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	70	4593431	28	7419226	98	12012657	99.9965
Against	14	415	1	1	15	416	0.0035
Total	84	4593846	29	7419227	113	12013073	100.00



Resolution no. 7: To approve the re-appointment of Mr. Tavinder Singh (DIN: 01175243) as Whole-Time Director of the Company (Special Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	84	4593846	29	7419227	113	12013073
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	0	0	0	0	0	0
	<b>No. of Valid Votes Cast</b>	84	4593846	29	7419227	113	12013073

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	70	4593431	28	7419226	98	12012657	99.9965
Against	14	415	1	1	15	416	0.0035
Total	84	4593846	29	7419227	113	12013073	100.00



Resolution no. 8: Continuation of Mr. Ravinder Kumar Mehta (DIN: 00028409) as Non-Executive Director of the Company (Special Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	84	4593846	29	7419227	113	12013073
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	0	0	0	0	0	0
	<b>No. of Valid Votes Cast</b>	84	4593846	29	7419227	113	12013073

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	70	4593431	28	7419226	98	12012657	99.9965
Against	14	415	1	1	15	416	0.0035
Total	84	4593846	29	7419227	113	12013073	100.00



**Resolution no. 9: Appointment of Mr. Ram Kumar Chugh (DIN: 05166164) as an Independent Director of the Company (Ordinary Resolution):**

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	84	4593846	29	7419227	113	12013073
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	0	0	0	0	0	0
	<b>No. of Valid Votes Cast</b>	84	4593846	29	7419227	113	12013073

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	70	4593431	28	7419226	98	12012657	99.9965
Against	14	415	1	1	15	416	0.0035
Total	84	4593846	29	7419227	113	12013073	100.00



2. The Chairman or any other person authorised by him may accordingly declare the result thereof.

3. Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairman signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

Thanking you,  
Yours faithfully,

**Chandrasekaran Associates**  
Company Secretaries  
Firm Registration No: P1988DE002500  
Peer Review Certificate No: 1428/2021

  

Shashikant Tiwari  
Partner  
Membership No: A28994  
CP No. 13050  
UDIN: A028994C001987830

Place: Delhi  
Date: 29.12.2021

Counter-signed by \_\_\_\_\_  
(Chairman or any other person Authorised by the  
Board of Directors of the Company)