

OL/SE/635/Aug 2024-25

August 08, 2024

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

Subject: Intimation of outcome of Voting Results of Postal Ballot

Dear Sir/Madam,

In furtherance to Company's Postal Ballot Notice dated May 28, 2024 ('Notice'), seeking approval from shareholders of the Company on the business items listed therein, and in accordance with the provisions of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed herewith the Scrutinizer's Report along with the voting results of Postal Ballot (e-voting). Please note that Resolution No. 1 as mentioned in the Notice has been approved by the shareholders with requisite majority and Resolution No. 2 as mentioned in the Notice has not been approved by the shareholders.

The copy of same is also available on the Company's website i.e. <https://www.omaxe.com/investor/agm-egm-postal-ballot>.

You are requested to take the same on your records.

Thanking You.

For **OMAXE LIMITED**
Company Secretary


Company Secretary

D B R Srikanta
Company Secretary & Compliance Officer

Encl.: As above

"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

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





Neeraj Jain and Associates

(Company Secretaries)

1511, RG Trade Tower, Netaji Subhash
Place, Pitampura, New Delhi-110034

Mobile: +91-9899489541

Email: cs.neerajjain@gmail.com

Scrutinizer's Report

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules, 2014]

To
The Chairman
Omaxe Limited
19-B, First Floor, Omaxe Celebration Mall,
Sohna Road, Gurugram, Haryana-122001

Sub: Scrutinizer's Report on Postal Ballot and remote e-voting conducted pursuant to Section 108 & 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & 22 of Companies (Management and Administration) Rules, 2014 ('the Rules') on agenda items stated in Postal Ballot Notice dated May 28, 2024 ('Postal Ballot').

Dear Sir,

I, Neeraj Jain (Membership No. F-9599 & COP 26163), Proprietor of M/s Neeraj Jain & Associates, Practicing Company Secretaries, having my office at 1511, R.G. Trade Tower, Netaji Subhash Place, Pitampura, New Delhi-110034, was appointed as the scrutinizer by the Board of Directors of **Omaxe Limited** ("the Company") for the purpose of scrutinizing the process of remote e-voting/postal ballot on the resolutions set out in the Postal Ballot Notice dated May 28, 2024 ("Postal Ballot Notice").

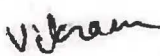

I hereby submit my Report as under that:

1. In terms of the provisions of Sections 108, 110 and other applicable provisions of the Companies Act, 2013 (including any amendment(s), statutory modification(s) and/or re-enactment(s) thereof for the time being in force) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and in compliance with General Circulars No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, issued by the Ministry of Corporate Affairs for holding general meetings/ conducting postal ballot (hereinafter collectively



referred to as 'MCA Circulars'), the Company had completed dispatch of Postal Ballot Notice on July 8, 2024, all its eligible members through permitted mode.

2. The Postal Ballot Notice was sent to those members of the Company, who have registered their email addresses with the Company / depository participants and whose name appeared in the Register of Members of the Company on July 05, 2024 ('cut-off date').
3. The remote e-voting facility for this Postal Ballot activity was provided by Link Intime India Pvt. Ltd. ("LIPL"), the Registrar and Share Transfer Agent of the Company.
4. Particulars related to remote e-voting communications received from the Members, if any, have been entered in a Register, separately maintained for the purpose.
5. The remote e-voting period remained open from Tuesday, July 09, 2024 (9:00 A.M onwards) till Wednesday, August 07, 2024 (upto 5:00 P.M.).
6. All e-voting communications received upto the close of working hours i.e. 5:00 P.M. on Wednesday, August 07, 2024 (the last date and time fixed by the Company for e-voting) were considered for my scrutiny.
7. The e-voting module of LIPL was disabled on Wednesday, August 07, 2024 at 5:00 P. M., immediately after completion of voting time period.
8. The votes cast through remote e-voting were unblocked on Wednesday, August 07, 2024, around 5:05 P.M. in the presence of two witnesses viz. Mr. Vikram Kumar Chourasia (PAN: BZQPC3785G) R/o D-2, 396A, Shiv Durga Vihar, Lakkarpur, Faridabad, Haryana-121009 and Ms. Pallavi (PAN CODPC8816B) R/o B-458, First Floor, Nehru Ground, Neelam Chowk, Faridabad, Haryana-121001 (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.

 Witness 1: Mr. Vikram Kumar Chourasia	 Witness 2: Ms. Pallavi
---	--

9. After the closure of the remote e-voting, the report on the said remote e-voting was generated in my presence from LIPL portal and was diligently scrutinized.



10. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting/postal ballot on the resolutions contained in Postal Ballot Notice dated May 28, 2024.
11. The result of remote e-voting in respect of the resolutions contained in the Postal Ballot Notice dated May 28, 2024 is as under:

Item No. 1:	Special Resolution: Regularization of Appointment of Ms. Binitha Manohar Dalal (DIN: 08055468) as Non- Executive & Independent Director of the Company.
--------------------	--

(i) Voted in favour of resolution:

Number of members voted through remote e-voting	Number of members voted through Ballot Paper	Number of votes casted in favour of resolution	Percentage of the total number of valid votes casted
162	0	125261939	98.5061%

(ii) Voted against the resolution:

Number of members voted through e-voting	Number of members voted through Ballot Paper	Number of votes casted in against of resolution	Percentage of the total number of valid votes casted
13	0	1899696	1.4939%

(iii) Invalid votes*:

Numbers of members whose votes were declared invalid	Number of invalid/ Less voted/abstain cast by them
3	186

* 186 abstain votes

Item No. 2	Ordinary Resolution: Approval of Request received from Mr. Jai Bhagwan Goel, person belonging to the Promoter and Promoter Group of the Company, for Reclassification from "Promoter and
-------------------	---



	Promoter Group” to “Public” Category Shareholder of the Company.
--	---

(i) Voted in favour of resolution:

Number of members voted through remote e-voting	Number of members voted through Ballot Paper	Number of votes casted in favour of resolution	Percentage of the total number of valid votes casted
159	0	62788	0.0501%

(ii) Voted against the resolution:

Number of members voted through e-voting	Number of members voted through Ballot Paper	Number of votes casted in against of resolution	Percentage of the total number of valid votes casted
15	0	125200457	99.9499%

(iii) Invalid votes*:

Numbers of members whose votes were declared invalid	Number of invalid/ Less voted/abstain cast by them
5	1898836

**including 1898650 votes casted by two interested promoter in favour of the resolution and 186 abstain votes.*

12. Based on the aforesaid results, Resolution No. 1 has been approved by the shareholders with requisite majority and Resolution No. 2 has been rejected by the shareholders, pertaining to the items set forth in Postal Ballot Notice dated May 28, 2024 in terms of the provisions of the Companies Act, 2013 and Rules made thereunder.
13. The Register, all other papers and other relevant records relating to remote e-voting shall remain in our safe custody until the chairperson considers, approves and signs the minutes and thereafter the same would be handed over to the Company Secretary of the Company for the safe keeping.



14. The report of e-voting, in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as Annexure – A.

Thanking you,

Yours truly,

**For Neeraj Jain & Associates
Practicing Company Secretaries**


CS Neeraj Jain
(Proprietor)
M. No.: F9599
COP No.: 26163
Peer Review No.: 3258/2023
Firm Unique code: S2023DE908600
UDIN: F009599F000930728



**Place: New Delhi
Date: August 08, 2024**

Encl: as above

Counter signed By:

Officer

For OMAXE LIMITED


Company Secretary

**DBR SRIKANTA
Company Secretary and Compliance**

(On behalf of the Chairman)

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Regularization of Appointment of Ms. Binitha Manohar Dalal (DIN: 08055468) as Non- Executive & Independent 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)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		127097738	93.7251	125199088	1898650	98.5061	1.4939
	Poll	135606918	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	135606918	127097738	93.7251	125199088	1898650	98.5061	1.4939
Public- Institutions	E-Voting		298	0.0017	298	0	100.0000	0.0000
	Poll	17187527	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	17187527	298	0.0017	298	0	100.0000	0.0000
Public- Non Institutions	E-Voting		63599	0.2112	62553	1046	98.3553	1.6447
	Poll	30106095	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	30106095	63599	0.2112	62553	1046	98.3553	1.6447
Total	Total	182900540	127161635	69.5250	125261939	1899696	98.5061	1.4939
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	186



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval or request received from Mr. Jai Bhagwan Goel, person belonging to the Promoter and Promoter Group of the Company, for Reclassification from "Promoter and Promoter Group" to "Public" Category/Shareholder 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)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		125199088	92.3250	0	125199088	0.0000	100.0000
	Poll	135606918	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	135606918	125199088	92.3250	0	125199088	0.0000	100.0000
Public- Institutions	E-Voting		298	0.0017	0	298	0.0000	100.0000
	Poll	17187527	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	17187527	298	0.0017	0	298	0.0000	100.0000
Public- Non Institutions	E-Voting		63859	0.2121	62788	1071	98.3229	1.6771
	Poll	30106095	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	30106095	63859	0.2121	62788	1071	98.3229	1.6771
Total	Total	182900540	125263245	68.4871	62788	125200457	0.0501	99.9499
Whether resolution is Pass or Not.							No	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	1898650
Public Insitutions	0
Public - Non Insitutions	186

