

Consolidated Scrutinizer's Report on remote e-voting and voting through polling papers at the Extraordinary General meeting

To,
The Chairman
Extraordinary General Meeting of the Members of the Company
Omax Autos Limited

Day and Date of Meeting: Saturday, 16th February, 2019

Time of Meeting: At 10:00 A.M.

Venue of the Meeting: Aravali Resorts, 76th Milestone, Delhi Jaipur Highway, Dharuhera, Distt. Rewari, Haryana-123106.

Dear Sir,

I, Shashikant Tiwari, Partner of M/s. Chandrasekaran Associates having its office at 11F, Pocket IV, Mayur Vihar Phase –I, New Delhi-110091, was appointed as Scrutinizer of Omax Autos Ltd. ("Company") for remote e-voting and voting through polling papers at the Extraordinary General Meeting ("**EGM**") in respect of the below mentioned resolutions considered at EGM of the Members of the Company as per notice dated 18th January, 2019.

The Notice dated 18th January, 2019 convening the EGM was sent to the shareholders by courier on 23rd January, 2019 and by email on 24th January, 2019, in respect of the proposed resolutions considered at EGM of the Members of the Company held on Saturday, 16th February, 2019.

The Company has availed the remote e-voting facilities offered by Link Intime India Private Limited for conducting e-voting by the shareholders of the Company.

The remote e-voting period remained open from Wednesday, 13th February, 2019 (9:00 am IST) and concluded on Friday, 15th February, 2019 (5:00 pm IST).

The shareholders holding shares as on Saturday, 9th February, 2019 ("**Cut-off date**") were entitled to vote on the proposed resolutions as set out in the Notice of the EGM of the Company. .

Further, the Chairman announced the poll through ballot papers at the EGM for the Shareholders who have attended the meeting and have not cast their vote earlier through remote e-voting.



After the time fixed for voting through poll at EGM venue, i.e. between 10:20 a.m. to 11:00 a.m., ballot boxes kept for polling were locked in my presence with due identification marks placed by me.

The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Link Intime India Private Limited, Registrar and Transfer Agents ("RTA") of the Company and the authorization/proxies lodged with the Company.

The votes cast through remote e-voting were unblocked on Saturday, 16th February 2019 around 11:20 a.m. in the presence of two witnesses, Mr. Akash Goyal R/o. F-139, F Block, Prashant Vihar, Sector-14, Rohini-110085 and Mr. Karan Kanojia R/o., 48A, Anand Vihar, Delhi-110092 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Mr. Akash Goyal



Mr. Karan Kanojia

Our Report is based on Register of Voting i.e. votes cast through remote e-voting and voting through polling paper at Extraordinary General Meeting.

The votes cast through remote e-voting and polling papers 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 Act and rules made thereunder relating to remote e-voting and poll through ballot papers on the resolutions contained in the Notice of the EGM.

My responsibility as scrutinizer for the ballot papers and remote e-voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolutions.

Based on the data downloaded from official website of the Link Intime India Private Limited (LI IPL) for the e-voting process and poll conducted at the EGM venue, we now submit our consolidated report (e-voting and Poll) as under:



1. The result of the voting as per aforesaid Register is as under:

Resolution No. 1 - Disposal off Business Undertakings under Section 180(1)(a) of Companies Act, 2013. (Special Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	22	10,450,984	24	24,925	46	1,04,75,909
Less:	Total No of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Total No. of Members & Votes not exercised/Partially exercised	0	0	0	0	0	0
	No of Valid Votes Cast	22	10,450,984	24	24,925	46	10,475,909

Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	22	10,450,984	18	24,909	40	10,475,893	100.00
Against	0	0	6	16	6	16	0.000
Total	22	10,450,984	24	24,925	46	10,475,909	100.00



Resolution No. 2 - Continuation of Dr. Ramesh Chandra Vaish (DIN: 01068196) as an Independent Director of the Company for his remaining tenure. (Special Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	22	10,450,984	24	24,925	46	1,04,75,909
Less:	Total No of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Total No. of Members & Votes not exercised/Partially exercised	0	0	0	0	0	0
	No of Valid Votes Cast	22	10,450,984	24	24,925	46	10,475,909

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	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	22	10,450,984	18	24,909	40	10,475,893	100.00
Against	0	0	6	16	6	16	0.000
Total	22	10,450,984	24	24,925	46	10,475,909	100.00



Resolution No. 3 - Continuation of Mr. Triloki Nath Kapoor (DN: 00017692) as an Independent Director of the Company for his remaining tenure. (Special Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	22	10,450,984	24	24,925	46	10,475,909
Less:	Total No of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Total No. of Members & Votes not exercised/Partially exercised	0	0	0	0	0	0
	No of Valid Votes Cast	22	10,450,984	24	24,925	46	10,475,909

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	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	22	10,450,984	18	24,909	40	10,475,893	100.00
Against	0	0	6	16	6	16	0.000
Total	22	10,450,984	24	24,925	46	10,475,909	100.00



Resolution No. 4 - Approval of revision of remuneration of Mr. Jatender Kumar Mehta (DIN: 00028207) Managing Director of the Company for the period 1st January, 2019 to 31st December, 2020. (Special Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	22	10,450,984	24	24,925	46	10,475,909
Less:	Total No of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Total No. of Members & Votes not exercised/Partially exercised	0	0	0	0	0	0
	No of Valid Votes Cast	22	10,450,984	24	24,925	46	10,475,909

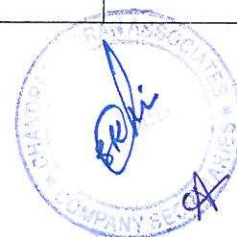
Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	22	10,450,984	18	24,909	40	10,475,893	100.00
Against	0	0	6	16	6	16	0.000
Total	22	10,450,984	24	24,925	46	10,475,909	100.00



Resolution No. 5 - Approval of revision of remuneration of Mr. Ravinder Kumar Mehta (DIN: 00028409), Managing Director of the Company for the period 1st January, 2019 to 31st December, 2020. (Special Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	22	10,450,984	24	24,925	46	10,475,909
Less:	Total No of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Total No. of Members & Votes not exercised/Partially exercised	0	0	0	0	0	0
	No of Valid Votes Cast	22	10,450,984	24	24,925	46	10,475,909

Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL		% of total number of valid votes cast
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Against	0	0	6	16	6	16	0.000
Total	22	10,450,984	24	24,925	46	10,475,909	100.00



2. The poll/ballot papers and all other papers and relevant records were sealed and handed over to the Company Secretary of the Company for safe keeping.
3. The Chairman may accordingly declare the result of votes casted by voting process at the meeting.

Thanking you,
Yours faithfully,

Chandrasekaran Associates
Company Secretaries




Mr. Shashikant Tiwari
Partner
Membership No.: A28994
CP No.: 13050

Date: 16.02.2019
Place: Haryana





Counter-signed by Company Secretary
Duly authorised by Chairman