



OMKAR SPECIALITY CHEMICALS LIMITED

Regd. & Corporate Office : Unit - III, B-34, M.I.D.C., Badlapur (East), Thane - 421 503, Maharashtra, India

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CIN : L24110MH2005PLC151589

Ref. No.: OSCL/SE/2019-20 / 22

Date: September 23, 2019

To, Corporate Services Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. BSE CODE – 533317	To, Corporate Services Department National Stock Exchange of India Limited “Exchange Plaza”, Plot No. C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051. NSE CODE: OMKARCHEM
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Dear Sir/Madam,

Subject: Regulation 34 & Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Details of the voting results of the 14th Annual General Meeting

This is to inform you about proceedings of the 14th Annual General Meeting (“AGM”) of Omkar Speciality Chemicals Limited (“the Company”) was held on Saturday, September 21, 2019. In this regard, please find enclosed the following -

1. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as Annexure – I
2. Consolidated Report of Scrutinizer alongwith report of remote e-voting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2015 and report of voting conducted at AGM pursuant to Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014

The results alongwith the report of the Scrutinizer are being uploaded on the website of the Company and also on the website of the National Securities Depository Limited (NSDL).

This is for your information and records.

Thanking You,

Yours sincerely,

For **OMKAR SPECIALITY CHEMICALS LIMITED**

Sd/-

SUNNY PAGARE

COMPANY SECRETARY & COMPLIANCE OFFICER

(M.No.F8896)

NILESH A. PRADHAN & CO., LLP

Company Secretaries

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Omkar Speciality Chemicals Limited,
B-34, MIDC,
Badlapur (East),
Thane-421503.

14th Annual General Meeting of the Equity Shareholders of Omkar Speciality Chemicals Limited held on Saturday, 21st September, 2019 at Sanjeevani Hall, Next to Monginis Cake Shop, Badlapur (East), Thane-421503 at 11.00 A.M.

Dear Sir,

I, Nilesh A. Pradhan, Partner of M/s Nilesh A. Pradhan & Co., LLP, Company Secretaries appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 14th Annual General Meeting of the Equity Shareholders of Omkar Speciality Chemicals Limited held on Saturday, 21st September, 2019 at 11.00 A.M submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my/~~our~~ presence with due identification marks placed by me.
2. The locked ballot box were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



LLP Identity No.AAN-6938

B-201, Pratik Industrial Estate, Near Fortis Hospital, Mulund-Goregaon Link Road, Mumbai- 400078.
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4. The result of the Poll is as under:

(1) Resolution 1 - Adoption of Financial Statements for the financial year ended March 31, 2019:

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
28	1682	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/abstained votes:**

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them
6	295

2) Resolution 2: Re-appointment of Mr. Prakash Rao (DIN: 07239167), who retires by rotation and being re-appointed:

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
28	1682	100



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/abstained votes:**

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them
6	295

3) Resolution 3:

Re-appointment of CA Laxmikant R. Kabra (DIN: 00061346), who retires by rotation eligible for reappointment:

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
28	1682	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0



(iii) **Invalid/abstained votes:**

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them
6	295

(4) Resolution 4:

Approval of Cost Auditors Remuneration

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
28	1682	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/abstained votes:**

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them
6	295



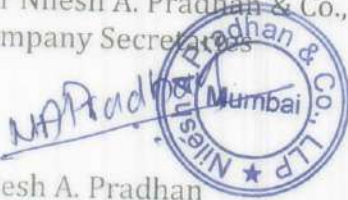
Nilesh A. Pradhan & Co., LLP
Company Secretaries

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Chairman of the Company.

Thanking you,

Yours faithfully,
For Nilesh A. Pradhan & Co., LLP
Company Secretary



Nilesh A. Pradhan
Partner

CP: 3659
FCS: 5445

Place: Mumbai
Date: 21st September, 2019

NILESH A. PRADHAN & CO., LLP

Company Secretaries

To,
The Chairman
Omkar Speciality Chemicals Limited,
B-34, M.I.D.C, Badlapur (East),
Thane-421503

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting and poll conducted at 14th Annual General Meeting (AGM) held on Saturday, 21st September, 2019.

The Board of the Company at its meeting held on 30th May, 2019 had appointed me as a scrutinizer for the ballot process / remote e-voting held between 18th September, 2019 to 20th September, 2019 and the Chairman of 14th Annual General Meeting has appointed me along as the scrutinizer(s) for the poll held at AGM of the company on 21st September, 2019.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for extending the facility of electronic voting to the shareholders of the Company from 18th September, 2019 to 20th September, 2019. The e-voting facility was then unblocked in the presence of two witnesses who were not in the employment of the Company.

At the 14th Annual General Meeting (AGM) held on Saturday, 21st September, 2019 the Chairman of the Company had suo motto called for poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the voting by poll process. The Chairman of the AGM had appointed me as the scrutinizer for the same.

I hereby submit my following consolidated report on e-voting & postal ballot together with the poll.



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CONSOLIDATED REPORT

Sr. No. Resolution	Particulars of Resolution	Method of Voting	Votes in Favour of Resolution		Votes against the Resolution		Invalid or abstained Votes
			No.	% of total number of valid votes cast	No.	% of total number of valid votes cast	No.
1	Adoption of Audited Financial statements for year ended March 31, 2019, and Report of the Auditors and that of Directors thereon.	e-voting	2861337	99.89	3080	0.11	0
		Poll	1682	100	0	0	295
		Total	2863019	99.89	3080	0.11	295
2	Re-appointment of Mr. Mr. Prakash Rao (DIN: 07239167) who retires by rotation and being re-appointed.	e-voting	4205	92.72	330	7.28	0
		Poll	1682	100	0	0	295
		Total	5887	94.69	330	5.31	295
3.	Re-appointment of CA Laxmikant R. Kabra (DIN: 00061346) who retires by rotation and being re-appointed.	e-voting	4655	93.38	330	6.62	0
		Poll	1682	100	0	0	295
		Total	6337	95.05	330	4.95	295



4.	Approval of Cost Auditors Remuneration.	e-voting	5005	98.43	80	1.57	0
		Poll	1682	100	0	0	295
		Total	6687	98.82	80	1.18	295

From the above report I state that the entire resolution stand passed under the combined e-voting/postal Ballot & poll with requisite majority.

The register and all other papers and relevant records relating to electronic voting & Voting by Poll are handed over to the Chairman.

Thanking You,

Yours Faithfully,

For Nilesh A. Pradhan & Co., LLP
Company Secretaries



Nilesh A. Pradhan
Partner

CP: 3659
FCS: 5445

Place: Mumbai
Date: 21st September, 2019

NILESH A. PRADHAN & CO., LLP

Company Secretaries

To,
The Chairman,
Omkar Speciality Chemicals Limited,
B-34, MIDC, Badlapur (E),
Thane-421503

Dear Sir,

Subject: Scrutinizer's Report on remote e-voting process.

I, Nilesh A. Pradhan, Partner of Nilesh A. Pradhan & Co.,LLP , Company Secretaries, was appointed as the scrutinizer by the Board of Directors of Omkar Speciality Chemicals Limited vide Board Resolution dated 30th May, 2019 to scrutinize the remote e-voting process in fair & transparent manner in respect of the below mentioned resolution to be passed at 14th Annual General Meeting (AGM) to be held on 21st September,2019.

The notice dated 30th May, 2019 convening AGM of the Company along with the statement setting out material facts under Section 102 of Companies Act, 2013 were sent to the shareholders and it was also placed on the website of the Company.

The shareholders were informed about the facility to exercise their vote at AGM by electronic means. The Company has availed the remote e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the Company.

The shareholders of the company holding shares at the end of the day, 14th September, 2019 were entitled to vote on proposed resolution as set out at items no. 1 to 4 in the notice of the AGM.

The voting period for remote e-voting commenced from Wednesday, 18th September,2019 at 9.00 a.m. and ended on Friday, 20th September,2019 at 5.00 p.m. and NSDL platform was blocked thereafter and the votes cast under remote e-voting facility were then unblocked in the presence of two witness who were not in the employment of the Company.



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I have scrutinized and reviewed the remote e-voting process and based on the data downloaded from the remote e-voting platform provided by NSDL, I submit my following report on remote e-voting process.

1) **Resolution No. 1:**

Adoption of Financial Statements for the financial year ended March 31, 2019:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
34	2861337	99.89

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
2	3080	0.11

iii) **Invalid /Abstained Votes:**

Total Number of Members whose votes were declared invalid/ Abstained	Total Number of Votes Cast by them
0	0

2) **Resolution No. 2:**

Re-appointment of Mr. Prakash Rao (DIN: 07239167), who retires by rotation and being re-appointed:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
25	4205	92.72



ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
2	330	7.28

iii) **Invalid /Abstained Votes:**

Total Number of Members whose votes were declared invalid/ Abstained	Total Number of Votes Cast by them
0	0

3) **Resolution No.3:**

Re-appointment of CA Laxmikant R. Kabra (DIN: 00061346) who retires by rotation and being re-appointed:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
26	4655	93.38

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
2	330	6.62

iii) **Invalid /Abstained Votes:**

Total Number of Members whose votes were declared invalid/ Abstained	Total Number of Votes Cast by them
0	0



4) Resolution No.4:

Approval of Cost Auditors Remuneration:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
28	5005	98.43

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
1	80	1.57

iii) **Invalid /Abstained Votes:**

Total Number of Members whose votes were declared invalid/ Abstained	Total Number of Votes Cast by them
0	0

The register and all other papers and relevant records relating to electronic voting shall remain in our custody until the Chairman considers, approves & signs the minutes of the aforesaid AGM and the same are handed over to the Chairman.

Thanking You,

Yours Faithfully,

For Nilesh A. Pradhan & Co., LLP
Company Secretaries Mumbai

Nilesh A. Pradhan
Partner
CP: 3659
FCS: 5445

Place: Mumbai
Date: 21st September, 2019

Outcome of Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

Date of Annual General Meeting	September 21, 2018
Total No. of shareholders as on Record Date	20190 shareholders as on 14-09-2019
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	2
Public	43
No. of shareholders attended the meeting through video conferencing	
Promoters and Promoter Group	Nil
Public	Nil

Resolution No. 1:

Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Sr. No.	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
1.	Promoter & Promoter Group	E-voting	3242118	2856418	88.10	2856418	0.00	100.00	0.00
		Poll		0	0	0	0.00	0.00	0.00
		Total		2856418	88.10	2856418	0.00	100.00	0.00
2.	Public – Institutional & Others	E-voting	1629	0	0.00	0.00	0.00	0.00	0.00
		Poll		0	0.00	0.00	0.00	0.00	0.00
		Total		0	0.00	0.00	0.00	0.00	0.00
3	Public- Non Institutions	E-voting	17334257	7999	0.05	4919	3080	61.50	38.51
		Poll		1682	0.01	1682	0.00	100.00	0.00
		Total		9681	0.06	6601	3080	68.19	31.81
TOTAL		E-voting	20578004	2864417	13.91	2861337	3080	99.89	38.51
		Poll		1682	0.01	1682	0	100	0.00
		Total		2866099	13.92	2862019	3080	99.89	0.11

Resolution No. 2:

Re-appointment of Mr. Prakash Rao (DIN: 07239167) who retires by rotation and being eligible, seeks re-appointment.

Resolution required: (Ordinary/ Special)				Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?				No					
Sr. No.	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
1.	Promoter & Promoter Group	E-voting	3242118	91	0.0	91	0.00	100.00	0.00
		Poll		0.00	0.00	0.00	0.00	0.00	0.00
		Total		91	0.00	91	0.00	100.00	0.00
2.	Public – Institutional & Others	E-voting	1629	0.00	0.00	0.00	0.00	0.00	0.00
		Poll		0.00	0.00	0.00	0.00	0.00	0.00
		Total		0.00	0.00	0.00	0.00	0.00	0.00
3	Public- Non Institutions	E-voting	17334257	4444	0.03	4114	330	92.57	7.43
		Poll		1682	0.01	1682	0.00	100.00	0.00
		Total		6126	0.04	5796	330	94.61	7.43
TOTAL		E-voting	20578004	4535	0.02	4205	0.00	0.02	0.00
		Poll		1682	0.01	1682	0.00	100.00	0.00
		Total		6217	0.03	5887	330	94.69	5.31

Resolution No. 3:

Re-appointment of CA. Laxmikant Kabra (DIN: 00061346) who retires by rotation and being eligible, seeks re-appointment.

Resolution required: (Ordinary/ Special)				Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?				No					
Sr. No.	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
1.	Promoter & Promoter Group	E-voting	3242118	91	0.00	91	0.00	100.00	0.00
		Poll		0.00	0.00	0.00	0.00	0.00	0.00
		Total		91	0.00	91	0.00	100.00	0.00
2.	Public – Institutional & Others	E-voting	1629	0.00	0.00	0.00	0.00	0.00	0.00
		Poll		0.00	0.00	0.00	0.00	0.00	0.00
		Total		0.00	0.00	0.00	0.00	0.00	0.00
3	Public- Non Institutions	E-voting	17334257	4984	0.03	4654	330	93.26	6.66
		Poll		1682	0.01	1682	0.00	100.00	0.00
		Total		6576	0.04	6246	330	94.98	5.02
TOTAL		E-voting	20578004	5075	0.02	4655	330	91.72	6.5
		Poll		1682	0.08	1682	0.00	100.00	0
		Total		6667	0.03	6337	330	95.05	4.95

Resolution No. 4:

Approval of Cost Auditors Remuneration

Resolution required: (Ordinary/ Special)				Special					
Whether promoter/ promoter group are interested in the agenda/resolution?				No					
Sr. No.	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
1.	Promoter & Promoter Group	E-voting	3242118	91	100	91	0.00	100.00	0.00
		Poll		0.00	0.00	0.00	0.00	0.00	0.00
		Total		91	100	91	0.00	100.00	0.00
2.	Public – Institutional & Others	E-voting	1629	0.00	0.00	0.00	0.00	0.00	0.00
		Poll		0.00	0.00	0.00	0.00	0.00	0.00
		Total		0.00	0.00	0.00	0.00	0.00	0.00
3	Public- Institutions Non	E-voting	17334257	4994	0.03	4914	80	98.40	1.60
		Poll		1682	0.01	1682	0.00	100	0.00
		Total		6676	0.03	6596	80	98.80	1.20
TOTAL		E-voting	20578004	5085	0.02	5005	0.00	98.42	0.07
		Poll		1682	0.01	1682	0.00	100.00	0.00
		Total		6767	0.03	6687	80	98.82	1.18

For **OMKAR SPECIALITY CHEMICALS LIMITED**

Sd/-
SUNNY PAGARE
COMPANY SECRETARY & COMPLIANCE OFFICER