

OL/SE/251/DEC 2020-21

December 24, 2020

The Secretary BSE Limited Phiroze Jeejeebhoy Towers Limited Dalal Street , Mumbai 400 001	The Secretary National Stock Exchange Limited 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

Subject: Proceedings of the 31st Annual General Meeting of Omaxe Limited held on December 24, 2020 pursuant to Regulation 30 read with Schedule III of SEBI (LODR) Regulations, 2015

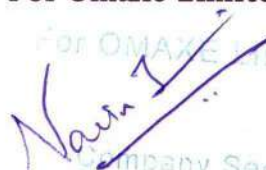
Dear Sir/Madam,

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the proceedings of the 31st Annual General Meeting (AGM) of the Members of the Company held on Thursday, December 24, 2020 at 12:00 noon (IST) through Audio-Video Conferencing in accordance with the circular(s) issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

You are requested to take the same on record.

Thanking You

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

Proceedings of the 31st Annual General Meeting (AGM) of Omaxe limited

The 31st Annual General Meeting (AGM) of the Members of the Company was held on Thursday, December 24, 2020 at 12:00 noon through video conference (VC) in compliance with the applicable provisions of the Companies Act, 2013, rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020 issued by Ministry of Corporate Affairs ("MCA") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.

Mr. Navin Jain, Company Secretary, welcomed Members and others present at the 31st Annual General Meeting of the Company through VC and briefed them on certain points relating to the participation at the Meeting through VC.

The Company had engaged M/s Link Intime India Pvt. Ltd. to provide remote e-voting and e-voting facility for this AGM. The remote e-voting was commenced at 9:00 a.m. on December 21, 2020 and ended at 5:00 p.m. on December 23, 2020. The Company Secretary also informed that facility for voting through e-voting system was made available during the Meeting for Members who have not voted through remote e-voting. The Company has appointed M/s A.K. Nandwani & Associates, Company Secretaries to scrutinize the remote e-voting and e-voting process during the AGM in a fair and transparent manner. The documents that are required to be kept open at the AGM for inspection were open for inspection. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

The Company Secretary introduced the Board of Directors & representatives of Statutory Auditors and Secretarial Auditors, who has joined through Audio Video Conferencing from their respective locations.

The Company Secretary apprised that Mr. Rohtas Goel, Chairman & Managing Director was unable to join this AGM due to health issues and requested the Directors present at the Meeting to elect one of themselves as Chairman of this AGM. The Directors present at the AGM elected Mr. Mohit Goel, CEO & Whole Time Director as the Chairman of this AGM and the Company Secretary requested Mr. Mohit Goel to Chair this AGM.

Mr. Mohit Goel occupied the Chair as Chairman of this AGM and welcomed all the participants to the 31st AGM of the Company. The Chairman after ascertaining that the requisite quorum was present, declared that the meeting was validly constituted and commenced the proceedings of the meeting.

With the permission of the Members present, the notice convening the 31st Annual General Meeting together with the statement prepared in terms of Section 102 of the Companies Act, 2013 attached to the said notice, the Audited Financial Statements for the financial year ended March 31, 2020, Auditors' Report thereon, the Board's Report along with the annexure thereto, was taken as read. Since, there were no

qualifications in the Audit Report, it was not required to be read.

Thereafter the Chairman delivered his speech and briefed about Company's performance, financial highlights, future aspects, accomplishments to the Members present at the AGM. He requested the Company Secretary to proceed further on his behalf.

The following items of business, as per the Notice of 31st AGM dated November 12, 2020 were transacted at the meeting:

ORDINARY BUSINESS:-

1. Adoption of the audited standalone Financial Statements and the audited consolidated Financial Statements of the Company for the Financial Year ended on March 31, 2020 together with the report of the Board of Directors and report of the Auditors thereon.
2. Declaration of dividend on 0.1% Non-Cumulative, Redeemable Non- Convertible Preference Shares for the Financial Year 2019-20.
3. Appointment of Mr. Mohit Goel (DIN: 02451363), who retires by rotation, as Director under the designation of CEO & Whole Time Director.

SPECIAL BUSINESS:-

4. Appointment of Ms. Nishal Jain (DIN: 06934656) as Director (Non-Executive & Independent).
5. Appointment of Mr. Shridhar Rao (DIN: 08600252) as Director (Non-Executive & Independent).
6. Ratification of remuneration of M/s S.K. Bhatt & Associates, Cost Accountants as Cost Auditors for Financial Year 2020-21.
7. Private Placement of Secured / Unsecured / Redeemable/ Non-Redeemable/ Convertible/ Non-Convertible / Listed/ Unlisted Debentures and/or other securities.
8. Issue, offer and allot Equity Shares, GDRs, ADRs, Foreign Currency Convertible Bonds, Convertible or Nonconvertible Debentures and such other securities.

Thereafter, the speaker shareholders, who have registered themselves prior to the AGM were invited to express their views and ask questions, if any.

The queries/questions raised by the members were suitably replied by Chairman of the Meeting.


The Company Secretary informed that e-voting results along with the scrutinizer's report shall be made available on the website of the Stock Exchanges ie. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and will also be placed on the website of the Company i.e. www.omaxe.com within 48 hours.

The meeting was concluded at 1.00 p.m. after the e-voting by the Members.

All the items/resolutions mentioned in the Notice of 31st Annual General Meeting were passed with requisite majority.

You are requested to take the above on record.

For Omaxe Limited

For OMAXE LIMITED

Company Secretary
Navin Jain
Company Secretary

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