

THROUGH FAX

BSE: 022-22722037, 39, 41, 61, 022-22723121/3719,
022-22721278/1557/3354/3577, 022-22721072
NSE: 022-26598347/48, 022-26598237/38

March 31, 2015

The BSE Limited (Bombay Stock Exchange)
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

National Stock Exchange of India Limited
'Exchange Plaza'
Bandra Kurla Complex,
Bandra (East)
Mumbai- 400 051

SUB: Proceedings of Meeting(s) of Corporate Social Responsibility Committee, Nomination & Remuneration Committee, Audit Committee and Board of Directors held on 31.03.2015

Dear Sir/ Madam,

Please note that inter alia, the following matters were considered /approved in the meeting(s) of:

(A) Corporate Social Responsibility Committee:

1. CSR Policy was considered, approved and recommended to the Board for its approval.

(B) Nomination & Remuneration Committee:

1. Appointment of Ms. Padmaja Ruparel as Woman Independent Director on the Board of the Company was considered and recommended for the approval of the Board.
2. Mode of evaluation of Directors' Performance for the Evaluation Period 2014-15 i.e. April 1, 2014 to March 31, 2015 was considered, approved and recommended to the Board.

(C) Audit Committee:

1. CSR Policy as recommended by Nomination and Remuneration Committee was noted.
2. The Budget(s), actual outcome and reasons for material deviation, if any of the budget(s) for the period October 2014 to March 2015 was considered and noted by the Committee.
3. Annual Budget(s) for the Financial Year 2015-16 were deliberated and noted by the Committee.
4. In terms of Section 188 of the Companies Act, 2013, Clause 49 of the Listing Agreement and Policy on Related Party Transaction(s), the setting up of a Public Charitable Trust of the Company was approved. Transfer of religious sites being part of the Project(s) development were considered and approved. The separate trust shall manage religious sites for public charitable purpose.

OMAXE LTD.

Corporate Office : 7, Local Shopping Complex, Kalkaji, New Delhi-110019 (India)

Tel. : 91-11-41893100, 41896680-85, 41896766, Fax : 91-11-41896653, 41896655, 41896799

Regd. Office : Shop No. 19-B, First Floor, Omaxe Celebration Mall, Sohna Road, Gurgaon - 122 001, (Haryana)

Website : www.omaxe.com, CIN: L74899HR1989PLC051918

For OMAXE LTD.
Director
Secretary

5. The Committee, in terms of Policy of the Company on Related Party Transaction(s), Clause 49 of the Listing Agreement and Section 177 of Companies Act, 2013 approved Related Party Transaction(s) such as purchasing of minority shareholding held by Related Party(s) in the seven subsidiary Companies thereby making them Wholly Owned Subsidiaries, sale of investments in Non Material Wholly Owned Subsidiary(s) thereby making into Step Subsidiary(s), providing of Corporate Guarantee/Securities to Wholly Owned Subsidiary Company(s) for facilities availed by it, seeking of Corporate Guarantee/Securities from Related Party(s) i.e. Subsidiary Companies and Associate Companies for the facilities sanctioned / proposed to the Company.
6. The Committee considered and approved the criteria for omnibus approval for Related Party Transaction(s).

(D) Board of Directors:

1. Appointment of Ms. Padmaja Ruparel as Woman Independent Director on the Board of the Company was considered and approved by the Board.
2. The Board reviewed and approved CSR Policy.
3. Mode of evaluation of Directors' Performance for the Evaluation Period 2014-15 i.e. April 1, 2014 to March 31, 2015 was considered and approved by the Board.
4. The Board considered and noted the budget(s), actual outcome and reasons for material deviation, if any of the budget(s) for the period October 2014 to March 2015.
5. Annual Budget(s) for the Financial Year 2015-16 was deliberated and noted by the Board.
5. In terms of Section 188 of the Companies Act, 2013, Clause 49 of the Listing Agreement and Policy on Related Party Transaction(s), the setting up of a Public Charitable Trust of the Company was approved. Transfer of religious sites being part of the Project(s) development were considered and approved. The separate Trust shall manage religious sites for public charitable purpose.

This is for your information and record.

For Omaxe Ltd.


Venkat Rao
(Additional Vice President
& Company Secretary)

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