# OM METALS INFRAPROJECTS LTD.

NBCC PLAZA TOWER III, 4<sup>TH</sup> FLOOR, SECTOR V, PUSHP VIHAR, SAKET, NEW DELHI-110017 Email ID info@ommetals.com website: www.ommetals.com Phone: 011-29565552/53/54/55 Fax: 011-29565551 CIN NO L27203RJ1971PLC003414

Date: 29th September 2017

To,

Corporate Service Department,

Bombay Stock Exchange,

Phiroze Jeejeeebhoy Towers,

Dalal Street, Mumbai-400001

Fax No. 022-

22723121/3027/2039/2061/2041

Listing Department,

National Stock Exchange Of India Limited

Exchange Plaza, C-1 Block G Bandra Kurla

Complex, Bandra (E), Mumbai

Fax No. 022-

26598237/38:66418126

Dear Sir,

# Sub: Disclosure of Voting Result of 45th Annual General Meeting of the Company

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the disclosure of voting result of 45th Annual General Meeting of the Company held on 29th September, 2017.

This is for your information and record:

Thanking You.

Yours faithfully,

For Om Metals Infrappolects Limited

Sunil Kothar Managing Director

DIN: 00220940

Regd Off:- J-28, Subhas Marg, C-Scheme, Jaipur-302001

Phone: -0141-4037740/41/42,4044284,

Fax:-0141-4044283 Fax:-0744-2438069 Head Ofice:- B-117/118, Indraprastha Ind Area, Kota (Raj.)-324005 Phone:-0744-2425107, 2420756

# <u>Voting Results</u> <u>Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</u>

Date of the AGM	29 <sup>th</sup> September, 2017
Total number of shareholders on record date (i.e. 22/09/2017)	10652
No. of shareholders present in the meeting either in person or	
through proxy:	
Promoters and Promoter Group:	24
Public:	15
No. of Shareholders attended the meeting through Video	
Conferencing	Not Applicable
Promoters and Promoter Group:	
Public	



Agenda No. 1: To consider And Adopt (a) Audited Financial Statement, Reports of the Board of Directors and Auditors (b) Audited Consolidated Financial Statement

Resolution r	equired: (Ordina	ry/ Special)		Resolution No.1: Ordinary Resolution  No							
Whether pro	omoter/ promote resolution?	r group are int	erested in								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing shares  (3)=[(2)/( 1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled  (7)=[(5)/(2)]*100			
Promoter	E-Voting	68123557	-	-		_		_			
and	Poll		67457107	99.02	67457107	-	100	-			
Promoter Group	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	68123557	67457107	99.02	67457107		100				
Public	E-Voting		2900568	82.34	2900568		100				
Institutions	Poli	3522577	-	-	-	-	-	-			
	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	3522577	2900568	82.34	2900568	-	100	-			
Public Non	E-Voting	24657675	456	0.002	106	350	23.25	76.75			
Institutions	Poli	]	2332371	9.46	2332371	-	100	-			
	Postal Ballot (if applicable)		-	-	-	-	-	<b>-</b>			
	Total	24657675	2332827	9.462	2332477	350	99.98	Negligible			
Total		96303809	72690502	75.48	72690152	350	99.99	Negligible 511			

# Agenda No. 2: Declaration of final Dividend

Resolution re	equired: (Ordinar	y/ Special)		Resolution	Resolution No.2: Ordinary Resolution							
Whether pro	emoter/ promote lution?	r group are inter	ested in the	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstan ding shares  (3)=[(2)/ (1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled  (7)=[(5)/(2)]*100				
Promoter	E-Voting		-			-		_				
and	Poll	68123557	67457107	99.02	67457107	-	100	-				
Promoter Group	Postal Ballot (if applicable)		-	_	-	-	-	-				
	Total	68123557	67457107	99.02	67457107	-	100	-				
Public	E-Voting	3522577	2900568	82.34	2900568		100					
Institutions	Poll		-	-	-	-	-	-				
	Postal Ballot (if applicable)		-	-	-	-	-	-				
	Total	3522577	2900568		2900568	- /	100	_				
Public Non	E-Voting		456	0.0018	456		100					
Institutions	Poll	24657675	2332371	9.46	2332371	-	100	_				
	Postal Ballot (if applicable)			-	-	-	-	-				
· · · · · · · · · · · · · · · · · · ·	Total	24657675	2332827	9.4618	2332827		100	_				
Total	•	96303809	72690502	75.48	72690502		100	-				

Agenda No. 3: Re-appointment of Mr. Vikas Kothari, who retires by rotation

Resolution re	equired: (Ordinar	y/ Special)		Resolution	n No.3: Ordi	nary Resoluti	on			
Whether pro agenda/reso	omoter/ promote lution?	r group are inter	ested in the	Yes						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstan ding shares  (3)=[(2)/ (1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled  (7)=[(5)/(2)]*100		
Promoter	E-Voting	68123557	-	-	-	-	-	_		
and	Poll		67457107	99.02	67457107	-	100	-		
Promoter Group	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	68123557	67457107	99.02	67457107	-	100	-		
Public	E-Voting		2900568	82.34	2900568	-	100	_		
Institutions	Poll	3522577	-	-	-	-	-	-		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	3522577	2900568	82.34	2900568	-	100	-		
Public Non	E-Voting		456	0.0018	106	350	23.25	76.75		
Institutions	Poll	24657675	2332371	9.46	2332371	-	100	-		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total	24657675	2332827	9.4618	2332477	-	99.98	Negligible		
Total		96303809	72690502	75.48	72690152	350	99.99	Negligible		

#### Agenda No. 4: Appointment of M/s Mahipal Jain & Co. as Statutory Auditors

Resolution re	equired: (Ordinar	y/ Special)		Resolution	on No.4: Ordi	nary Resolu	tion				
Whether pro	omoter/ promote lution?	r group are inter	ested in the	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstan ding shares  (3)=[(2) /(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled  (7)=[(5)/(2)]*100			
Promoter	E-Voting					-		-			
and	Poll	68123557	67457107	99.02	67457107	-	100	-			
Promoter Group	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	68123557	67457107	99.02	67457107	-	100	-			
Public	E-Voting		2900568	82.34	2900568		100				
Institutions	Poll	3522577	-	-	-	-	-	-			
	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	3522577	2900568	82.34	2900568	-	100	-			
<b>Public Non</b>	E-Voting		456	0.0018	106	350	23.25	76.75			
Institutions	Poll	24657675	2332371	9.46	2332371	-	100	-			
	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	24657675	2332827	9.4618	2332477	350	99.98	Negligible			
Total		96303809	72690502	75.48	72690152	350	99.99	Negligible			

S INFRADA

Agenda No.5: Ratification of remuneration of Cost Auditors of the Company under Section 148 of the Companies Act, 2013

Resolution re	Resolution required: (Ordinary/ Special)				Resolution No.5: Ordinary Resolution							
Whether pro	moter/ promote lution?	group are inter	ested in the	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstan ding shares  (3)=[(2)/ (1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled  (7)=[(5)/(2)]*100				
Promoter	E-Voting	68123557	-	-	-	-	-	-				
and	Poll		67457107	99.02	67457107	-	100	-				
Promoter Group	Postal Ballot (if applicable)		-	-	-	-	-	-				
	Total	68123557	67457107	99.02	67457107	-	100	_				
Public	E-Voting		-	-	-	-	-					
Institutions	Poll	3522577	-	-	-	-	-	·-				
	Postal Ballot (if applicable)		-	-	-	-		-				
	Total	3522577	-	-		-	-	-				
<b>Public Non</b>	E-Voting		-	-	-	-	-	•				
Institutions	Poll	24657675	2332371	9.46	2332371	-	100	-				
	Postal Ballot (if applicable)		-	-	-	-	-	-				
	Total	24657675	2332371	9.46	2332371	-	100					
Total		96303809	69789478	72.46	69789478	-	100	-				



#### Agenda No. 6: Appointment of Mr. Dharam Prakash Kothari as Director

Resolution re	Resolution required: (Ordinary/ Special)					dinary Resol	ution				
Whether pro agenda/reso	moter/ promote lution?	r group are inter	ested in the	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outsta nding shares  (3)=[( 2)/(1) ]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled  (7)=[(5)/(2)]*100			
Promoter	E-Voting		-	-	-	-	-	_			
and	Poll	68123557	61791911	90.70	61791911	-	100	-			
Promoter Group	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	68123557	61791911	90.70	61791911	-	100	-			
Public	E-Voting		-	-	-	-	-				
Institutions	Poll	3522577	-	-	-	_	-	-			
	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	3522577	-	-	-	-	-	-			
<b>Public Non</b>	E-Voting		-	-	-	-	-	-			
Institutions	Poll	24657675	2332371	9.46	2332371	-	100	_			
	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	24657675	2332371	9.46	2332371	-	100				
Total		96303809	64124282	66.58	64124282	-	100	-			



# Agenda No. 7: Appointment of Mr. Dharam Prakash Kothari as Whole-time Director

Resolution re	equired: (Ordinar	y/ Special)		Resolution No.7: Ordinary Resolution  Yes							
Whether pro agenda/reso	moter/ promote lution?	r group are inter	ested in the								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstan ding shares  (3)=[(2)/ (1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter	E-Voting		-	-	-	-	-	-			
and	Poli	68123557	61791911	90.70	61791911	-	100	-			
Promoter Group	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	68123557	61791911	90.70	61791911	_	100	_			
Public	E-Voting		-	-	-	-	-				
Institutions	Poll	3522577	-	-	-	-	-	-			
	Postal Ballot (if applicable)		-	-		-	-	-			
	Total	3522577	-	-	-	-	-	-			
<b>Public Non</b>	E-Voting		-		-	-	-				
Institutions	Poll	24657675	2332371	9.46	2332371	-	100	-			
	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	24657675	2332371	9.46	2332371	-	100				
Total		96303809	64124282	66.58	64124282	-	100				



Agenda No. 8: Re-appointment of Mr. Sunil Kothari as "Managing Director" of the Company

Resolution re	Resolution required: (Ordinary/ Special)					dinary Resolu	tion				
Whether pro agenda/reso	omoter/ promote lution?	r group are inter	ested in the	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outsta nding shares  (3)=[(2 )/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled  (7)=[(5)/(2)]*100			
Promoter	E-Voting		-	-	-	-	-	_			
and	Poll	68123557	60306221	88.52	60306221	-	100	-			
Promoter Group	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	68123557	60306221	88.52	60306221	-	100	-			
Public	E-Voting		-	-	-	-		-			
Institutions	Poll	3522577	-	-	-	-	-	-			
	Postal Ballot (if applicable)		-	-	-	-	-	-			
- · · · · · · · · · · · · · · · · · · ·	Total	3522577	-	-	-	-	-	_			
<b>Public Non</b>	E-Voting		-	-	-	-	-	-			
Institutions	Poll .	24657675	2332371	9.46	2332371	-	100	-			
	Postal Ballot (if applicable)		-	-	-	-	-	-			
	Total	24657675	2332371	9.46	2332371	•	100	-			
Total		96303809	62638592	65.04	62638592	-	100	-			



# Agenda No. 9: Amendment in the Article of Association to insert the clause for Chairman Emeritus"

Resolution re	equired: (Ordinar	y/ Special)		Resolution	Resolution No.9: Special Resolution							
Whether pro agenda/reso	omoter/ promote lution?	r group are inter	ested in the	NO	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstan ding shares  (3)=[(2)/ (1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled  (7)=[(5)/(2)]*100				
Promoter	E-Voting		-	-	-	-	-	-				
and	Poll	68123557	67457107	99.02	67457107	-	100	-				
Promoter Group	Postal Ballot (if applicable)		-	-	-	-	-	-				
	Total	68123557	67457107	99.02	67457107	-	100	-				
Public Institutions	E-Voting Poll	2522577	-	-	-	-	-	-				
institutions	Postal Ballot (if applicable)	3522577	-	-	-	-	-	- -				
	Total	3522577	-	-		-	-	-				
Public Non	E-Voting		-	-	-	-	-					
Institutions	Poll	24657675	2332371	9.46	2332371	-	100	-				
	Postal Ballot (if applicable)		-	-	-	-						
	Total	24657675	2332371	9.46	2332371	-	100					
Total		96303809	69789478	72.46	69789478	-	100					

#### Agenda No. 10: Related Party Transactions"

Resolution re	equired: (Ordinar	y/ Special)		Resolution No.10: Special Resolution								
	Whether promoter/ promoter group are interested in the agenda/resolution?				Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing shares  (3)=[(2)/( 1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled  (7)=[(5)/(2)]*100				
Promoter	E-Voting		-	-	_	_						
and	Poli	68123557	_	-	-	_	-	_				
Promoter Group	Postal Ballot (if applicable)	7	-	-	-	-	-	-				
	Total	68123557	_	-		_	-	_				
Public	E-Voting					-		_				
Institutions	Poli	3522577	-	-	-	_	-	-				
	Postal Ballot (if applicable)		-	-	-	-	-	-				
	Total	3522577				-		_				
Public Non	E-Voting		-	-	-	-	-	-				
Institutions	Poll	24657675	2332371	9.46	2332371	-	100	•				
	Postal Ballot (if applicable)		-	-	_	-	-	-				
	Total	24657675	2332371	9.46	2332371	-	100					
Total		96303809	2332371	2.42	2332371	-	100					



#### Consolidated Scrutinizer's Report

[Pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administrative) Rules, 2014 as amended]

To,
The Chairman of 45th Annual General Meeting of the members of
Om Metals Infraprojects Limited (the Company) held on the 29th day of September, 2017 at Om Tower,
Church Road, M.I. Road, Jaipur-302001

Dear Sir.

- 1. I, Mayur Sanghi, a Company Secretary in practice, have been appointed by
  - (i) the Board of Directors of Om Metals Infraprojects Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and
  - the Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions contained in the notice to the 45th Annual General Meeting (AGM) of the members of the Company, held on the 29th day of September, 2017 at Om Tower, Church Road, M.I. Road, Jaipur-302001
- 2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act. 2013 and rules relating to e-voting and poll on the resolutions contained in the Notice to the 45th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the vote cast "in favor" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorized agency engaged by the Company to provide e-voting facilities.



Mayur Sanghi & Associates R-8/A, S-3(Second Floor), Yudhisthir Marg, C-Scheme, Jaipur-302005 Mob:-+91 9929343437, Office: 0141 4013437 3. I have issued separate Scrutinizer's Report dated September 29, 2017 on the remote e-voting and on the poll on the resolutions contained in the notice of the AGM. As requested by management I submit herewith my consolidated report on the results of e-voting together with that of Poll as under:-

Item No. of Notice	Votes in the	e favor of the	1	against the	Invalid votes
·	Nos.	% of total number of valid votes cast (Favor and Against)	Nos.	% of total number of valid votes cast (Favor and Against)	Nos.
Item No. 1 Consider & adopt Financial Statements for the year ending 31st March, 2017 along with the Report of the Directors and Auditors thereon	72690152	99.99%	350	0.01%	0
Item No. 2 Confirmation of Interim Dividend	72690502	100%	-	-	0
Item No. 3 Reappointment of Mr. Vikas Kothari holding DIN 00223868), who retires by rotation.	72690152	99.99%	350	0.01%	0
Item No. 4 Appointment of M/s. Mahipal Jain & Co., as Statutory Auditors	72690152	99.99%	350	0.01%	0
Item No. 5: Ratification of remuneration of Cost Auditor of the Company u/s 148 of Companies Act, 2013	69789478	100%	•	•	0
Item No. 6: Appointment of Mr. Dharam Prakash Kothari as Director	64124282	100%	•	•	0

Mayur Sanghi Mayur Sanghi & Associates R-8/A, S-3(Second Floor), Yudhisthir Marg, C-Scheme, Jaipur-302005 Mob:- +91 9929343437, Office: 0141 4013437



Item No. 7 Appointment of Whole-time Director	64124282	100%	-	-	0
Item No. 8 Reappointment of Managing Director of the Company	62638592	100%	•	•	0
Item No. 9 To amend the Article of Association to insert the clause for Chairman Emeritus	69789478	100%	•	-	0
Item No. 10 Related Party Transaction	2332371	100%	-	-	0

Note: The figures in percentage have been rounded off to 2 decimal points.

4. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary of the Company for preserving safely after the Chairman considers approves and signs the minutes of the AGM.

Important Note: As informed to us by the Company there was error in EVSN activation by the RTA. Resolution number 1 to 4 were only available for e-voting and the remaining resolution number i.e. 5 to 10 were voted only by polls.

· Thanking You

Mayur Sanghi Practicing Company Secretary

M.No.: 31712; C.P. No.: 11648

Place: Jaipur

Date: September 29, 2017

SANGER STREET, STREET,

Counter Signed By: For Om Metals Infraprojects Limited

Sunil Kothari Managing Director DIN: 00220940

Mayur Sanghi Mayur Sanghi & Associates R-8/A, S-3(Second Floor), Yudhisthir Marg, C-Scheme, Jaipur-302005 Mob:- +91 9929343437, Office: 0141 4013437