



# OM METALS INFRAPROJECTS LTD.

(Registered Office) CIN-L27203RJ1971PLC003414



J-28, Subhash Marg, C- Scheme, Jaipur - 302001

Tel: +91-141-5163323-33, Fax: +91-141-4044283

AN ISO 9001 : 2000 Certified Co.

E-mail: jaipur@ommetals.com Website: www.ommetals.com

Date: 31<sup>st</sup> January, 2015

To,

Corporate Service Department,  
Bombay Stock Exchange,  
Phiroze Jeejeebhoy 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/Madam,

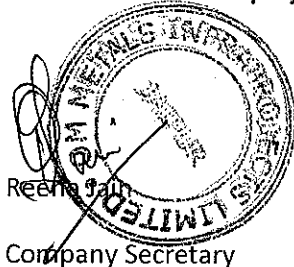
## Sub: Proceedings of Postal Ballot

Please find attached herewith the extracts of the proceeding of the declaration of result of Postal Ballot.

Thanking You

Yours Faithfully,

For Om Metals Infraprojects Limited

  
Reena Jain  
Company Secretary

### New Delhi

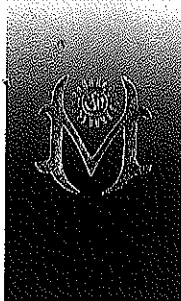
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### Kota

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Fax : +91-744-2438069, 2430647  
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### Mumbai

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63, Pochkhanwala Road  
Opp. Worli RTO, Worli, Mumbai - 400 025.  
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**EXTRACTS OF THE PROCEEDING OF THE DECLARATION OF RESULT OF POSTAL BALLOT HELD AT REGISTERED OFFICE OF THE COMPANY AT J-28, SUBHASH MARG, C-SCHEME, JAIPUR- 302001 ON 30<sup>TH</sup> JANUARY 2015 AT 5.00 PM**

**Item No. 1-**

**To Alter the Object Clause of Memorandum of Association of the Company**

"RESOLVED THAT pursuant to the provisions of Section 13, 110 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and subject to the necessary approvals, if required, the Main Object of the Memorandum of the Company be and is hereby altered by adding new sub clause 11, 12, 13, 14, 15, 16 and 17 after existing sub clause 10 in Clause III (A) as under:

11. To plant, cultivate, produce, raise, make marketable, import, export, sell, buy, act as agents, stockists, distributors or otherwise deal in all kinds of food grains, Food Products, Processed and packaged food and edible products, Agri Products, oil seeds, oil cakes, tea, coffee, jute, sugar, sugar cane and other all type of produce of land to manufacture, process import, export, buy, sell, or otherwise deal in fertilizers of all varieties, D.D.T. and other insecticidal and fungicidal sprays.

12. To carry on in India or elsewhere the business of food processing, manufacture, refinement, preservation, dehydration, canning and bottling of vegetables products milk, milk powder, Jams, pickles, ghee, fat, cream, and all kinds of vegetables, fruits and cereals products, squashes, syrups, health foods and drinks, wines, liquors, spirits and cognac. of every description whether intoxicating or not.

13. To carry the business to pack, repack, preserve, freeze, distillate, buy, sell, resale, import, export, barter, transport, store, forward, distribute, dispose, develop, handle, market, supply and to act as agent, broker, representative, consultant, collaborator, stockist, liasioner, middlemen, export house, job worker or otherwise to deal in all types descriptions, tastes, use and pack of consumer food items, their byproducts, ingredients, derivatives, residues, including foods and vegetables packed foods, powders, pastes, liquids, drinks, beverages, etc.

14. To buy, sell, import or otherwise deal in all and any manner in instrumentation, handling equipments, data processing equipments and software and chemicals related to drilling fluids, production corrosion chemicals, solutised in the oil, gas, mining and natural resource

**New Delhi**

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Email: mumbai@ommetals.com

exploration, exploration processing Industries, civil construction and engineering, mechanical engineering manufacturing industries, water treatment and water conditioning, civil, marine and aeronautical engineering applications.

15. To carry on business as a distributor and supplier of plant, machinery, equipment, supplier of goods and materials, services of every description used in oil, gas processing, mining, manufacturing and all such other industries related thereto.

16. To provide all types of services to oil and gas Industries such as service of technical, operational, production services, survey, oil exploration and shbt-hole drilling services and also on shore and off shore drilling services, management consultancy and/or services of consulting engineers and/or making surveys and/or doing the business of general suppliers of any material in connection with the business referred to in sub clause (12) to (14) above.

17. To carry on the business of electricity and power producers and suppliers, distributors in all its branches including conventional and non conventional resources and in particular to construct, lay down, establish, fix and carry out all necessary power stations, cables, wires, line accumulators electric power of places for which license be obtained and to transmit, distribute and supply such power throughout the area of supply named therein and generally to generate, develop and accumulate power of any such places and to transmit, distribute and supply such power for all lawful purposes .”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Number of valid postal ballot forms including E-voting options received	62
Number of person /ballots entitled to vote on the resolution	62
Number of invalid postal ballot forms received	03
Vote in favour of the resolution	51001661
Vote in against of the resolution	2717

Thereafter, considering the requisite consent of shareholder who voted for the resolution, the chairman declared the above resolution approved by requisite majority.

#### **Item No.2-**

##### **To amend the title of Incidental Object Clause of the Memorandum of Association**

**“RESOLVED THAT** pursuant to the provisions of Section 13, 110 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for

the time being in force) and subject to the necessary approvals, if required, the title of the Clause III (B) of the objects that are incidental or ancillary to the attainment of the main objects of the Memorandum of Association be and hereby replaced with the title **"MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE:"**

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Number of valid postal ballot forms including E-voting options received	<b>62</b>
Number of person /ballots entitled to vote on the resolution	<b>62</b>
Number of invalid postal ballot forms received	<b>03</b>
Vote in favour of the resolution	<b>51001461</b>
Vote in against of the resolution	<b>2917</b>

Thereafter, considering the requisite consent of shareholder who voted for the resolution, the chairman declared the above resolution approved by requisite majority.

#### **Item no. 3-**

##### **To Delete the Other Objects Clause of Memorandum of Association**

**"RESOLVED THAT** pursuant to the provisions of Section 4, 110, 13 and all other applicable provisions, if any, of the Companies Act, 2013, (including any amendment thereto or re-enactment thereof), and subject to necessary approval(s) if any, from the competent authorities, the Other Objects Clause of the Memorandum of Association of the Company be removed by completely deleting the clause III (C)."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Number of valid postal ballot forms including E-voting options received	<b>62</b>
Number of person /ballots entitled to vote on the resolution	<b>62</b>
Number of invalid postal ballot forms received	<b>03</b>
Vote in favour of the resolution	<b>51001468</b>
Vote in against of the resolution	<b>2910</b>

Thereafter, considering the requisite consent of shareholder who voted for the resolution, the chairman declared the above resolution approved by requisite majority.

**Item no. 4-**

**To amend the Liability Clause of the Memorandum of Association**

**"RESOLVED THAT** pursuant to the provisions of Section 13, 110 and other applicable provisions, if any of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and subject to the necessary approvals, if required, the Liability Clause of the Memorandum of Association of the Company, be and is hereby altered as under:

**IV. "The liability of members is limited and this liability is limited to the amount unpaid on shares held by them."**

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Number of valid postal ballot forms including E-voting options received	<b>62</b>
Number of person /ballots entitled to vote on the resolution	<b>62</b>
Number of invalid postal ballot forms received	<b>03</b>
Vote in favour of the resolution	<b>51001161</b>
Vote in against of the resolution	<b>3217</b>

**Item no. 5-**

**To adopt new set of Articles of Association of the Company**

**"RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association which is available for public inspection at the Registered Office of the Company and on the company's website, be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company."

**"RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to undertake all such acts, deeds, matters and things to finalize and execute all such deeds, documents and writings as may be deemed necessary, proper, desirable and expedient in its absolute discretion, to enable this resolution, and to settle any question, difficulty or doubt that may arise in this regard."

**"RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or to any Director of the Company or any other officer(s) or employee(s) of the Company as it may consider appropriate in order to give effect to this Resolution."

Number of valid postal ballot forms including E-voting options received	62
Number of person /ballots entitled to vote on the resolution	62
Number of invalid postal ballot forms received	03
Vote in favour of the resolution	51001561
Vote in against of the resolution	2817



For On Metals Infraprojects limited

Geeta Jain  
(Company Secretary)