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September 29, 2014

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 Nomination and Remuneration Committee Meeting, Audit Committee Meeting and Board Meeting held on 26.09.2014

Dear Sir/ Madam,

Please note that inter alia, the following matters were considered /approved in the meeting of the Nomination and Remuneration Committee held on 26.09.2014:

1. The Committee considered and approved Policy/criteria/ procedure for Evaluation of Director(s) Performance of the Company.

2. The Committee considered, deliberated and recommended to the Audit Committee and the Board the proposal for the appointment of Mr. Mohit Goel, as Chief Executive Officer of the Company.

Please note that inter alia, the following matters were considered /approved in the meeting of the Audit Committee held on 26.09.2014:

1. The Committee noted and recommended to the Board the Budgets of the Company for the period 1st October, 2014 to 31st March, 2015

2. The Committee noted Internal Audit Report of the Company

3. The Committee considered and approved the following Policies/ Criteria/Procedure(s) as per clause 49 of the Listing Agreement:

    a. Whistle Blower Policy of the Company.
    b. Policy on Related Party Transactions

4. On the recommendation of Nomination and Remuneration Committee Meeting, the Committee considered and recommended to the Board the appointment of Mr. Mohit Goel, as Chief Executive Officer of the Company. In terms of Section 188 of the Companies Act, 2013 and Listing Agreement, the appointment also constituted a Related Party Transaction and accordingly was approved and recommended to the Board for onward approval of the shareholders.

OMAXE LTD.
Corporate Office : 7, Local Shopping Centre, Kalkaji, New Delhi-110 019 (India)
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Website : www.omaxe.com CIN : L74899HR1989PLC051918

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5. Fixed Deposit Scheme and Advertisement/Circular (Form DPT-1) was approved and recommended to the Board.

6. The Committee approved and recommend to the Board the Issuance of Non-Convertible Debentures and/or other Debt Securities for an aggregate amount of Rs. 500,00,00,000/- (Rupees Five Hundred Crores only

Further, please note that inter alia, the following matters were considered /approved in the meeting of the Board of Directors held on 26.09.2014:

1. The Board approved the Budgets of the Company for the period 1st October, 2014 to 31st March, 2015

2. The Board noted the Internal Audit Report of the Company

3. The Board considered and approved the following matters/ policy /criteria/procedure (s)/code of conduct as per the provisions of the Companies Act, 2013 and clause 49 of the Listing Agreement:

   a. Policy on Subsidiary(s) of the Company

   b. Code of Conduct and Business Ethics

   c. Fixed Deposit Scheme and Advertisement/Circular (Form DPT-1)

   d. Appointment of Mr. Mohit Goel as Chief Executive Officer of the Company . In terms of Section 188 of the Companies Act, 2013 and Listing Agreement, the appointment also constituted a Related Party Transaction and accordingly was approved and recommended for the approval of shareholders.

   e. Issuance of Non-Convertible Debentures and/or other Debt Securities for an aggregate amount of Rs. 500,00,00,000/- (Rupees Five Hundred Crores only)

4. The Board noted the following credit rating received by the 'Credit Analysis and Research Ltd. (CARE) for the Invitation/acceptance/renewal of fresh deposits :

Facilities	Rating
Fixed Deposit	CARE BBB-(FD)/CARE A3(FD) [(Triple B Minus)(Fixed Deposit)]/[A Three(Fixed Deposits)]
Long-term Bank Facilities	CARE BBB- (Triple B Minus)
Long-term/ Short-term Bank Facilities	CARE BBB-/ CARE A3 (Triple B Minus/ A Three

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5. The Board approved the nomination of Appointment of Lt. Gen. (Retd.) Bhopinder Singh, an independent Director in the material subsidiary of the Company i.e. M/s Jagdamba Contractors and Builders Ltd., pursuant to Clause 49 of the Listing Agreement.

6. The Board approved the keeping/ maintaining the records of the Company in physical form.

7. The Board approved the appointment of Cost Auditor(s)

8. The Board considered and approved the Postal Ballot Notice, Form.

For Omaxe Ltd.

Venkat Rao
Additional Vice President
& Company Secretary