

OMAX/STEX/2022-23/SRAGM2022

Date: 01st October, 2022

The Manager – Listing
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-KurlaComplex,
Bandra (E), Mumbai - 400051

The Manager - Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001

NSE Code: OMAXAUTO

BSE Code: 520021

SUB.: Annual General Meeting 2022- Submission of Scrutinizer's Report

Dear Sir,

This has reference to the Annual General Meeting (AGM) of the Company which was held on **Friday 30 September, 2022 at 11.00 A.M.** through Video Conferencing / Other Audio Visual Means.

With reference to the above captioned matter, we are submitting herewith Scrutinizer's Report of the Remote E-Voting and voting conducted at the AGM as per the provisions of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligation and Disclosures Requirement), Regulations, 2015.

Thanking you.

Yours sincerely,
For **OMAX AUTOS LIMITED**



Mohit Srivastava
(CS cum Compliance Officer)

**SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND E-VOTING AT THE
39TH ANNUAL GENERAL MEETING OF OMAX AUTOS LIMITED**

To,
The Chairman
Omax Autos Limited
2nd Floor, Tower-A, Building No. 9,
DLF Cyber City, Phase-III,
Gurgaon-122002, Haryana

Date of Meeting: September 30, 2022
Day of Meeting: Friday
Time of Meeting: 11:00 A.M. (IST)
Mode of Meeting: Through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

Dear Sir,

I, Shashikant Tiwari, Partner of M/s. Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed as Scrutinizer of M/s. **Omax Autos Limited** ("Company") for scrutinizing the remote e-voting and e-voting (hereinafter referred to as the "electronic voting") at the 39th Annual General Meeting ("the Meeting or AGM") convened through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in respect of the resolutions set out in the notice of the Meeting dated August 31, 2022.

Pursuant to the General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022 respectively, issued by Ministry of Corporate Affairs ("**MCA Circular**") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 ("**SEBI Circular**") (collectively referred to as the "**Relevant Circulars**"), the Company has dispatched the Annual Report including Notice of the 39th AGM for the Financial Year 2021-22 on September 07, 2022 by e-mail (electronically) to all those members whose email addresses were registered with the Company or with the Depository Participants or with Registrar and Share Transfer Agent ("RTA") i.e. Link Intime India Private Limited. The Company gave an option to the members to register their e-mail id's with the RTA, Company or their depository participants through pre-dispatch newspaper advertisement published on September 07, 2022 in "Business Standard" (English Newspaper) and "Business Standard" (Hindi Newspaper) in terms of Relevant Circulars.

Post-dispatch of the Notice and the Annual Report, the Company published newspaper advertisements on September 09, 2022 in the above named newspapers as per rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 47 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company had appointed Link Intime India Private Limited for providing the facility of the electronic voting by the shareholders.

The remote e-voting period commenced on Tuesday, September 27, 2022 (9:00 A.M. IST) and ended on Thursday, September 29, 2022 (5:00 P.M. IST) and the remote e-voting platform was blocked thereafter and then reopened and kept open during the AGM till 12:30 P.M.



Further, the e-voting was announced for the members who attended the Meeting but have not cast their vote through electronic voting.

The members holding shares as on the closure of business hours on Friday, September 23, 2022, ("Cut-off date") were entitled to vote on the proposed resolutions as set out in the Notice of the Meeting of the Company, and their shareholding as on that date has been reckoned for the purpose of arriving at the result of the electronic voting for the Meeting.

Subsequently, the electronic voting was unblocked on September 30, 2022 around 1:03 P.M. in the presence of two witnesses Ms. Manisha Gupta, R/o 2/286, Geetanjali Park, West Sagarpur, New Delhi 110046 and Mr. Sudhir Thakur, R/o S-466, Second Floor, School Block, Shakarpur-110092, who are not in the employment of the Company.

The votes cast through electronic voting, which were incomplete and/ or otherwise found defective, have been treated as invalid, if any.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules made there-under relating to electronic voting on the resolutions contained in the Notice of the Meeting.

My responsibility as scrutinizer for electronic voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution.

Based on the data downloaded from official website of Link Intime India Private Limited for the electronic voting, we now submit our consolidated report thereon.



1. The result of the voting is as under:

Resolution No. 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 together with the Reports of Auditors' and Board of Directors' thereon. (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	106	4702745	19	7796016	125	12498761
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	1*	90	0	0	1*	90
	No. of Valid Votes Cast	106*	4702655	19	7796016	125*	12498671

*One Shareholder holding 4219 equity shares of Rs 10/- each fully paid up have partially exercised their vote in against for 4129 shares and has not exercised their vote for 90 shares.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	88	4698305	19	7796016	107	12494321	99.97
Against	18	4350	0	0	18	4350	0.03
Total	106	4702655	19	7796016	125	12498671	100.00



Resolution No. 2: To appoint a Director in place of Mr. Jatender Kumar Mehta (DIN: 00028207) who retires by rotation and, being eligible, offers himself for re-appointment (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	106	4702745	19	7796016	125	12498761
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Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	1*	90	0	0	1*	90
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Favour	88	4698305	19	7796016	107	12494321	99.97
Against	18	4350	0	0	18	4350	0.03
Total	106	4702655	19	7796016	125	12498671	100.00



Resolution No. 3: To Re-appoint M/s. BGJC Associates. LLP, Chartered Accountants (Firm Registration No. 003304N) as Statutory Auditors of the Company for a Consecutive Term of Five Years (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	106	4702745	19	7796016	125	12498761
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	1	4219	0	0	1	4219
Less:	Number of Members & votes exercised partially	0	0	0	0	0	0
	No. of Valid Votes Cast	105	4698526	19	7796016	124	12494542

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	
Favour	88	4698305	19	7796016	107	12494321	100.00
Against	17	221	0	0	17	221	0.00
Total	105	4698526	19	7796016	124	12494542	100.00



Resolution No. 4: To ratify the remuneration of Cost Auditor for the financial year ending 31st March, 2023 (Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	106	4702745	19	7796016	125	12498761
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	1	4219	0	0	1	4219
Less:	Number of Members & votes exercised partially	0	0	0	0	0	0
	No. of Valid Votes Cast	105	4698526	19	7796016	124	12494542

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	88	4698305	19	7796016	107	12494321	100.00
Against	17	221	0	0	17	221	0.00
Total	105	4698526	19	7796016	124	12494542	100.00



(Handwritten signature)

Resolution No. 5: To approve the re-appointment of Mr. Tavinder Singh (DIN: 01175243) as Whole-Time Director of the Company (Special Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	106	4702745	19	7796016	125	12498761
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	1*	90	0	0	1*	90
	No. of Valid Votes Cast	106*	4702655	19	7796016	125*	12498671

*One Shareholder holding 4219 equity shares of Rs 10/- each fully paid up have partially exercised their vote in against for 4129 shares and has not exercised their vote for 90 shares.

Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	88	4698305	19	7796016	107	12494321	99.97
Against	18	4350	0	0	18	4350	0.03
Total	106	4702655	19	7796016	125	12498671	100.00



(Handwritten signature)

Resolution No. 6: To appoint Mr. Nipun Khurana (DIN: 01045301) as an Independent Director of the Company (Special Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING AT AGM		Total	
		Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them	Number of member (s) voted	Votes held by them
	Number of Members & Shares held by them	106	4702745	19	7796016	125	12498761
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & who abstained from voting	0	0	0	0	0	0
Less:	Number of Members & votes exercised partially	1*	90	0	0	1*	90
	No. of Valid Votes Cast	106*	4702655	19	7796016	125*	12498671

*One Shareholder holding 4219 equity shares of Rs 10/- each fully paid up have partially exercised their vote in against for 4129 shares and has not exercised their vote for 90 shares.

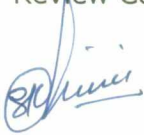
Particulars	REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	Number of member (s) voted	Votes Cast by them	
Favour	88	4698305	19	7796016	107	12494321	99.97
Against	18	4350	0	0	18	4350	0.03
Total	106	4702655	19	7796016	125	12498671	100.00



2. The Chairman or any other person authorised by him may accordingly declare the result thereof.
3. Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairman signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

Thanking you,
Yours faithfully,

For **Chandrasekaran Associates**
Company Secretaries
Firm Registration No: P1988DE002500
Peer Review Certificate No: 1428/2021



Shashikant Tiwari
Partner
Membership No: F11919
CP No. 13050
UDIN: F011919D001107552



Place: Delhi
Date: 01.10.2022

Counter-signed by _____
(Chairman or any other person Authorised
by the Chairman of the Company)