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February 09, 2016

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 Investor Grievances Cum Stakeholder Relationship Committee, Corporate Social Responsibility, Nomination and Remuneration Committee, Audit Committee and Board of Directors held on 09.02.2016

Dear Sir/ Madam,

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

(A) Investor Grievances cum Stakeholder Relationship Committee;

1. The Committee considered and tooke note of the Shareholding Pattern, Status of Investor Grievance Report and Status of unclaimed Fractional Bonus payment and Unclaimed Dividend, for the period 31.03.2015.

(B) Corporate Social Responsibility Committee:

1. The Committee reviewed and noted the progress of the CSR Project –I, Cleaning of 'Kalkaji Area' under "Swachh Bharat Abhiyan".

2. The Committee considered and noted the progress of the CSR Project-II, "Promoting Education - Building B.Ed / B.P.Ed Block" under the Corporate Social Responsibility Activity.

(C) Nomination and Remuneration Committee:

1. The Committee considered/reviewed the Managerial Remuneration and recommended suitably the remuneration effectively 01.04.2016 to Managerial Personnel as approved, within the overall previous approval of Shareholders.

(D) Audit Committee:

1. The Committee considered and noted the Internal Audit Report of the Company.

2. Standalone and Consolidated Un-audited Financial Results of the Company for the Quarter & Nine Months ended December 31, 2015 were considered and recommended for the approval of the Board.

3. The Committee reviewed and took note of the CEO and CFO Certificate along with other Statements including Related Party reports, Financial Results of Subsidiaries along with Investment, Significant Transactions and Arrangements if any.

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4. The Committee reviewed and took note of the Report on Limited Review, being conducted by the Auditors i.e. M/s Doogar & Associates, Chartered Accountant, for the quarter & nine months ended December 31, 2015.

5. Advertisement for publication of Consolidated Un-audited Financial Results of the Company for the Quarter & Nine Months ended December 31, 2015 was considered and recommended for the approval of the Board.

6. For seeking Corporate Guarantee/ Personal Guarantee form Related Party(s) for the proposed Loan/ Credit Facility to be availed by the Company viz. and/ or to be availed by the wholly owned Subsidiary for the Business Purpose.

7. Adoption of criteria for Omnibus Approval, fresh policy on Related Party Transactions (with Omnibus Approval), Vigil Blower Policy etc.

8. The Committee considered and took note of Corporate Governance Report/ Secretarial Report inter alia.

(E) Board Meeting:

Further, please note that inter alia, the following matters were considered /approved in the meeting of the Board of Directors of the Company held on 09.02.2016:

1. Standalone and Consolidated Un-audited Financial Results of the Company for the quarter & nine months ended December 31, 2015 were considered and approved.

2. The Board reviewed and took note of the CEO and CFO certificate along with other Statements including Related Party reports, Financial Results of Subsidiaries along with Investment, Significant Transactions and Arrangements if any and the minutes of Subsidiaries.

3. The Board reviewed and took note of the Report on Limited Review, being conducted by the Auditors i.e. M/s Doogar & Associates, Chartered Accountant, for the quarter & nine months ended December 31, 2015.

4. Advertisement for publication of the Consolidated Un-audited Financial Results of the Company for the quarter & nine months ended December 31, 2015 was considered and approved.

5. The Compliance Officer Report and updation of laws was considered and noted by the Board.

6. The Board considered and noted the Compliance Certificate(s) under various laws from Department(s) Head

7. The Board consider and took note of Corporate Governance Report/ Investor Complaint Status etc.

8. The Board consider and took note of the Policies and Code of Conduct etc.

Thanking You
Yours' faithfully

For Omaxe Ltd.

Venkat Rao
(Additional Vice President
& Company Secretary)