

OMAX/STEX/2023-24/SRAGM2023

Date: 25th August, 2023

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 2023- Submission of Scrutinizer's Report

Dear Sir,

This has reference to the Annual General Meeting (AGM) of the Company which was held on **Thursday 24th August, 2023 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)

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SRIVASTAVA

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Date: 2023.08.25
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MNK AND ASSOCIATES LLP

COMPANY SECRETARIES, LLPIN:AAM-9113

Regd office: 9A/9-10, Basement, East Patel Nagar, New Delhi – 110008

Tel: +91-11-45095230; Mobile: +91-9818156340; Email: nazim@mnkassociates.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and rule 21 of the Companies (Management and Administration) Rules, 2014]

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

Subject: Scrutinizer's Report on remote e-voting and e-voting during the 40th Annual General Meeting of the equity shareholders of Omax Autos Limited held on Thursday, August 24, 2023 at 11:00 A.M. (IST) through Video Conferencing("VC")/Other Audio- Visual Means ("OAVM").

Dear Sir,

1. The Company ("Omax Autos Limited") had appointed Mohd Nazim Khan, Designated Partner of MNK and Associates LLP, Practicing Company Secretary (FCS No. 6529 and CP No. 8245) as the Scrutinizer to scrutinize the remote e-voting process and voting during the 40th Annual General Meeting ("AGM") of the Company convened on Thursday, August 24, 2023 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the agenda items transacted at the AGM on the basis of report generated from the electronic voting system.
2. I submit this report for voting conducted through remote e-voting and e-voting at the AGM through Insta-poll:
 - 2.1 Pursuant to the General Circular No. 14/ 2020, 17 / 2020, 20/2020, 2/2021, 21/2021 and 2/2022 dated 8 April 2020, 13 April 2020, 5 May 2020, 13 January 2021, 14 December, 2021 and 5 May 2022 respectively issued by the MCA (collectively referred to as "MCA Circulars"), 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 and so on ("SEBI Circular") (collectively referred to as the "Relevant Circulars"), the Company has dispatched the Annual Report including Notice of the 40th AGM for the Financial Year 2022-23 on August 01, 2023 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 publication on the same day on August 01, 2023 in Business Standard, all India edition (English Newspaper) and Business Standard, Delhi edition (Hindi Newspaper) in terms of Relevant Circulars, specifying the date and time of the AGM, availability of the notice on Company's, stock exchanges' and

Registrar and Share Transfer Agent website, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting and e-voting during the AGM etc.

- 2.2 Post-dispatch of the Notice and the Annual Report, the Company published newspaper advertisements on August 02, 2023 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. This is to update that intimation of the post AGM newspaper publication in Business Standard (Hindi Newspaper) was not given to the Stock Exchange.
- 2.3 The Company has hosted the notice of AGM on its website, website of the agency providing the platform for e-voting and also intimated the same to BSE Limited and National Stock Exchange of India Limited on August 02, 2023.
- 2.4 The members of the Company as on the "cut-off" date, as set out in the Notice, i.e., Thursday, August 17, 2023, were entitled to vote on the resolutions (Item nos. 1 to 9 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.
- 2.5 The Company has engaged the services of Link Intime India Private Limited (LI IPL) as the agency to provide e-voting facility.
- 2.6 The facility of remote e-voting opened at 9:00 a.m. IST on Monday, August 21, 2023 and ended at 5:00 p.m. IST on Wednesday, August 23, 2023. The votes received electronically from the Shareholders till Wednesday, August 23, 2023, up to 5:00 p.m. IST, and thereafter, the remote e-voting platform was blocked thereafter and then reopened and kept open during the AGM till 12:30 P.M on the date of AGM on 24.08.2023.
- 2.7 Upon order of an Insta-Poll to be taken at the AGM by the Chairman, the facility to vote through electronic mode was provided to those members attending the meeting through VC / OAVM but could not cast their votes through the remote E-voting facility.
- 2.8 The Insta-poll was subsequently unblocked by me on August 24, 2023 after the conclusion of AGM in the presence of the 2 witnesses. The votes cast through electronic voting, which were incomplete and/ or otherwise found defective, have been treated as invalid, if any.
- 2.9 The votes received electronically (remote e-voting and e-voting at the AGM) were duly scrutinized and the shareholding was matched /confirmed with the Register of members of the Company as on August 24, 2023.
- 2.10 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.
- 2.11 Scrutinizer responsibility 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.

3. A summary of the votes cast through remote e-voting and e-voting at the AGM is given below:

Item No. and Nature of Resolution	Particulars of votes cast						
	Particulars	Remote E-Voting		E-Voting at the AGM (Insta Poll)		Voting Result	
		Nos. (A)	% of valid votes	Nos. (B)	% of valid votes	Nos. (A)+(B)	% of total valid votes
ORDINARY BUSINESSES:							
Item No. 1 (Ordinary Resolution)	To receive, consider and adopt Audited Financial Statements of the Company for the financial year ended 31st March, 2023 together with the Reports of Auditors' and Board of Directors' thereon:						
	Votes cast in favour	11717566	99.9072	147204	100.00	11864770	99.9083
	Votes Cast against	10887	0.0928	0	0	10887	0.0917
	Abstain from voting	50	0	0	0	50	0
	Invalid votes	0	0	0	0	0	0
Total		11728453	100	147204	100	11875657	100
Item No. 2 (Ordinary Resolution)	To appoint a Director in place of Mr. Tavinder Singh (DIN: 01175243) who retires by rotation and, being eligible, offers himself for re-appointment:						
	Votes cast in favour	11717566	99.9067	147204	100.00	11864770	99.9079
	Votes Cast against	10937	0.0933	0	0	10937	0.0921
	Abstain from voting	0	0	0	0	0	0
	Invalid votes	0	0	0	0	0	0
Total		11728503	100	147204	100	11875707	100
Item No. 3 (Ordinary Resolution)	To ratify the appointment of Statutory Auditors of the Company and fix their remuneration thereto;						
	Votes cast in favour	11717601	99.9070	147204	100.00	11864805	99.9082
	Votes Cast against	10902	0.0930	0	0	10902	0.0918
	Abstain from voting	0	0	0	0	0	0
	Invalid votes	0	0	0	0	0	0
Total		11728503	100	147204	100	11875707	100

SPECIAL BUSINESSES:							
Item No.4 (Ordinary Resolution)	To ratify the remuneration of Cost Auditor for the financial year ending 31st March, 2024:						
	Votes cast in favour	11717616	99.9072	147204	100.00	11864820	99.9083
	Votes Cast against	10887	0.0928	0	0	10887	0.0917
	Abstain from voting	0	0	0	0	0	0
	Invalid votes	0	0	0	0	0	0
Total		11728503	100	147204	100	11875707	100
Item No. 5 (Special Resolution)	To approve the re-appointment of Mr. Tavinder Singh (DIN: 01175243) as Whole-Time Director of the Company:						
	Votes cast in favour	11717566	99.9072	147204	100.00	11864770	99.9083
	Votes Cast against	10887	0.0928	0	0	10887	0.0917
	Abstain from voting	50	0	0	0	100	0
	Invalid votes	0	0	0	0	0	0
Total		11728453	100	147204	100	11875657	100
Item No. 6 (Special Resolution)	Re-appointment of Mr. Bharat Kaushal (DIN: 01973587) as an Independent Director of the Company:						
	Votes cast in favour	11717616	99.9072	147204	100.00	11864820	99.9083
	Votes Cast against	10887	0.0928	0	0	10887	0.0917
	Abstain from voting	0	0	0	0	0	0
	Invalid votes	0	0	0	0	0	0
Total		11728503	100	147204		11875707	100
Item No. 7 (Special Resolution)	To approve payment of remuneration of Mr. Jatender Kumar Mehta (DIN: 00028207) Vice Chairman cum Managing Director of the Company for the period from 1st January, 2024 to 31st December, 2025:						
	Votes cast in favour	11713616	99.8731	147204	100.00	11860820	99.8746
	Votes Cast against	14887	0.1269	0	0	14887	0.1254
	Abstain from voting	0	0	0	0	0	0

	Invalid votes	0	0	0	0	0	0
Total		11728503	100	147204		11875707	100
Item No. 8 (Special Resolution)	To approve payment of remuneration of Mr. Devashish Mehta (DIN: 07175812), Managing Director of the Company for the period from 19th July, 2024 to 18th July, 2026:						
	Votes cast in favour	11713566	99.8731	147204	100.00	11860770	99.8746
	Votes Cast against	14887	0.1269	0	0	14887	0.1254
	Abstain from voting	100	0	0	0	100	0
	Invalid votes	0	0	0	0	0	0
Total		11728453	100	147204		11875657	100
Item No. 9 (Special Resolution)	To approve payment of remuneration of Mrs. Sakshi Kaura (DIN: 02094522) Joint Managing Director of the Company for the period from 01st June, 2024 to 31st May, 2026:						
	Votes cast in favour	11713601	99.8729	147204	100.00	11860805	99.8745
	Votes Cast against	14902	0.1271	0	0	14902	0.1255
	Abstain from voting	0	0	0	0	0	0
	Invalid votes	0	0	0	0	0	0
Total		11728503	100	147204		11875707	100

4. The e-voting and Insta-poll reports and all other relevant records will be kept in the safe custody and then shared with the Company Secretary authorized by the Chairman of the Company.
5. All the Resolutions mentioned in the Notice of the AGM as per the details above stand passed under Remote E-voting and E-Voting done by the members at the AGM with the requisite majority and hence deemed to have been passed at the AGM.

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KHAN

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6. The Company may accordingly declare the result of the voting through remote E-voting and E-Voting at the AGM to the respective authorities.

Thanking you,

For MNK and Associates LLP
Company Secretaries
FRN: L2018DE004900

MOHD
NAZIM
KHAN



Mohd Nazim Khan
(Scrutinizer)
Practicing Company Secretary
FCS:6529, CP: 8245
UDIN: F006529E000867246
Peer Review Cert. No.:671/2020

Date: 25.08.2023
Place: New Delhi

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Countersigned by Chairman/ Person Authorised by the Chairman