

# OMKAR OVERSEAS LIMITED

(CIN: L51909GJ1994PLC023680)

REGD. OFFICE:

304, Shoppers Plaza-V, Govt Servant  
Co-Op Hsg Soc, Opp. Municipal Market,  
C.G. Road, Navrangpura, Ahmedabad –  
380009.

Phone: (079) 2646 4153

Website: <http://www.omkaroverseasltd.com/>

Email: [omkaroverseas212@gmail.com](mailto:omkaroverseas212@gmail.com)

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Date: September 29, 2023

To,  
Department of Corporate Services  
Bombay Stock Exchange Limited  
Ground Floor, P. J. Tower,  
Dalal Street,  
Fort, Mumbai- 400 001.

Dear Sir/Madam,

**Sub: Scrutinizer's Report on Voting Results of 27<sup>th</sup> AGM of the Company.**

**Ref: Scrip code: 531496 (Omkar Overseas Limited)**

In compliance with Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 company has submitted the voting results of the resolutions passed at the Annual General Meeting of the company held on September 28, 2023 from 10:30 a.m. to 11:30 a.m. at the registered office of the company.

Further, in terms of the Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the consolidated scrutinizer's report on the remote e-voting and poll is enclosed herewith.

Please take the same on your records.

Thanking You,

**Yours faithfully,**  
**For, OMKAR OVERSEAS LIMITED**

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**BHAVINKUMAR ARVINDKUMAR PATEL**  
**COMPANY SECRETARY AND CFO**  
**ACS: 47572**

Encl: Scrutinizer's Report



# Himanshu S K Gupta & Associates Company Secretaries

**FORM NO. MGT-13**

**CONSOLIDATED SCRUTINIZER'S REPORT**

*[Pursuant to section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]*

To,  
**The Chairman,**  
**Omkar Overseas Limited ('Company')**  
304, Shoppers Plaza-V  
Govt Servant Co-Op Hsg Soc  
Opp. Municipal Market, C.G. Road, Navrangpura,  
Ahmedabad-380009, Gujarat

**Re: Report of Scrutinizer on voting process (including Remote E-voting and Physical Poll voting at AGM) conducted pursuant to the provisions of Section 108 & 109 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014.**

27<sup>th</sup> Annual General Meeting of the  
Members of Omkar Overseas Limited  
held on 28<sup>th</sup> Day of September, 2023 at 10:30 A.M. at  
the registered office of the Company.

Dear Sir,

I, Himanshu Gupta, Proprietor of M/s. Himanshu S K Gupta & Associates, Practicing Company Secretaries, Ahmedabad have been appointed as Scrutinizer by the Board of Directors of the Company vide resolution passed on September 04, 2023 for the purpose of scrutinizing the Remote E-Voting process and voting by poll at AGM pursuant to section 108 and 109 of the Companies Act, 2013 read with rule 20 and 21 of Companies (Management and Administration) Rules, 2014, in a fair and transparent manner on the resolution(s) contained in the notice to the 27<sup>th</sup> AGM of the members of "Omkar Overseas Limited" (the company) held on Thursday, the 28<sup>th</sup> September, 2023 at 10:30 A.M. at 304, Shoppers Plaza-V Govt Servant Co-Op Hsg Soc Opp. Municipal Market, C.G. Road, Navrangpura, Ahmedabad-380009, Gujarat.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereunder relating to remote e-voting or by way of poll voting at AGM. My Responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the votes casted "in favour" or "against" the resolution(s) based on the reports generated from the Remote E-voting system provided by **National Securities Depository Limited (NSDL)** (the Agency/service provider) authorized and engaged by the company for that purpose and the Physical polling papers received from the shareholders/members at the AGM of the company.

I submit my report as under:



**E-mail: himanshugupta@live.com**

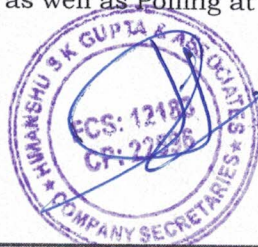
**(M): +91-9033 9077 34**

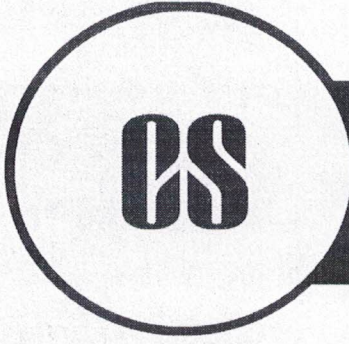
**Office: 722, Gala Empire, Drive in Road, Opp. Tv Tower Thaltej, Ahmedabad-380054, Gujarat.**



## Himanshu S K Gupta & Associates Company Secretaries

- i. The Shareholders of the company holding shares as on the "cut-off" date **Friday, 22<sup>nd</sup> September, 2023**, whose names were recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories were entitled to vote on the proposed resolutions as set out in item nos. 1 to 6 in the notice of the AGM of ~~Sun Retail~~ Limited dated **Monday, 04<sup>th</sup> September, 2023**.  
**OMRAJ OVERSEAS**
- ii. The notice of AGM along with Annual Report was mailed electronically to the members who had registered their emails with the depositories. Further, the company has provided the polling papers to the members who have attended the AGM of the company on **Thursday, 28<sup>th</sup> September, 2023** and has not availed the facility of remote e-voting.
- iii. The facility provided for Remote E-voting commenced from **09:00 A.M. on Monday, 25<sup>th</sup> September, 2023** and ended on **05:00 P.M. on Wednesday, 27<sup>th</sup> September, 2023**. The Remote E-voting facility was blocked thereafter.
- iv. At the venue of the AGM the facility to cast the vote by poll was provided to facilitate those members present at the AGM and after the announcement made for the closing of the polling process by the chairman, Ballot Box kept for the polling were locked in my presence with due identification marks placed by me.
- v. The Locked Ballot Box was subsequently opened in my presence and ballot papers were diligently scrutinized.
- vi. The voting done through Remote E-voting and Polling were reconciled with the record maintained by the Company/Registrar and Share Transfer Agent of the company and the authorization/proxies lodged with the company.
- vii. No member has voted through both the modes, i.e. remote e-voting as well as physical poll voting.
- viii. The Result of the Remote E-Voting as well as Polling at the AGM is as under:





# Himanshu S K Gupta & Associates Company Secretaries

- (1) **ORDINARY RESOLUTION** for adoption of the audited Balance Sheet as at 31st March 2023, the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date together with the schedules thereon, along with the reports of the Board of Directors and Auditors thereon.

**Voted in Favour of the resolution:**

Type of Voting	Number of members present and voting (in person or by proxy)	Numbers of votes casted at them	% of total number of Valid votes cast
E-voting	15	198927	100%
Poll	13	230467	100%
Total	28	429394	100%

**Voted Against of the resolution:**

Type of Voting	Number of members present and voting (in person or by proxy)	Numbers of votes casted at them	% of total number of Valid votes cast
E-voting	1	100000	100%
Poll	-	-	-
Total	1	100000	100%

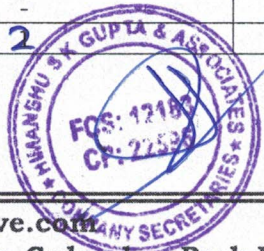
- (2) **ORDINARY RESOLUTION** for appointment of M/s. N.S. Nanavati & Co., Chartered Accountants as Statutory Auditors, for a term of 5 years:

**Voted in Favour of the resolution:**

Type of Voting	Number of members present and voting (in person or by proxy)	Numbers of votes casted at them	% of total number of Valid votes cast
E-voting	14	193927	100%
Poll	13	230467	100%
Total	27	424394	100%

**Voted Against of the resolution:**

Type of Voting	Number of members present and voting (in person or by proxy)	Numbers of votes casted at them	% of total number of Valid votes cast
E-voting	2	105000	100%
Poll	-	-	-
Total	2	105000	100%





# Himanshu S K Gupta & Associates Company Secretaries

- (3) **ORDINARY RESOLUTION** for approval of terms of appointment of Mrs. Parul Kamleshbhai Joshi (DIN: 06370561) as Whole Time Director of the company:

**Voted in Favour of the resolution:**

Type of Voting	Number of members present and voting (in person or by proxy)	Numbers of votes casted at them	% of total number of Valid votes cast
E-voting	14	193927	100%
Poll	13	230467	100%
Total	27	424394	100%

**Voted Against of the resolution:**

Type of Voting	Number of members present and voting (in person or by proxy)	Numbers of votes casted at them	% of total number of Valid votes cast
E-voting	2	105000	100%
Poll	-	-	-
Total	2	105000	100%

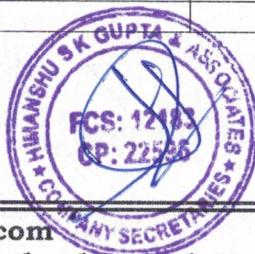
- (4) **ORDINARY RESOLUTION** for appointment of Mr. Viral Deepak Bhai Ranpura (DIN: 07177208) as Non-Director of the company:

**Voted in Favour of the resolution:**

Type of Voting	Number of members present and voting (in person or by proxy)	Numbers of votes casted at them	% of total number of Valid votes cast
E-voting	14	193927	100%
Poll	13	230467	100%
Total	27	424394	100%

**Voted Against of the resolution:**

Type of Voting	Number of members present and voting (in person or by proxy)	Numbers of votes casted at them	% of total number of Valid votes cast
E-voting	2	105000	100%
Poll	-	-	-
Total	2	105000	100%





## Himanshu S K Gupta & Associates Company Secretaries

- (5) **SPECIAL RESOLUTION** for appointment of Mr. Dhairyakumar Mohanbhai Thakkar (DIN: 08803649) as Independent Director of the company:

**Voted in Favour of the resolution:**

Type of Voting	Number of members present and voting (in person or by proxy)	Numbers of votes casted at them	% of total number of Valid votes cast
E-voting	13	193907	100%
Poll	13	230467	100%
Total	26	424374	100%

**Voted Against of the resolution:**

Type of Voting	Number of members present and voting (in person or by proxy)	Numbers of votes casted at them	% of total number of Valid votes cast
E-voting	2	105000	100%
Poll	-	-	-
Total	2	105000	100%

- (6) **SPECIAL RESOLUTION** for appointment of Mr. Malay Truptesh Desai (DIN: 10082434) as Independent Director of the company:

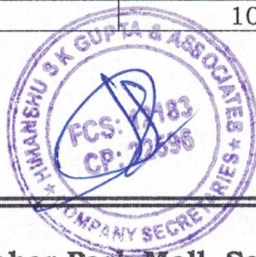
**Voted in Favour of the resolution:**

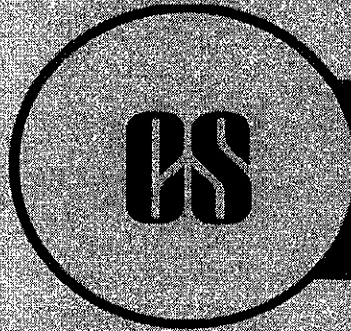
Type of Voting	Number of members present and voting (in person or by proxy)	Numbers of votes casted at them	% of total number of Valid votes cast
E-voting	14	193927	100%
Poll	13	230467	100%
Total	27	424394	100%

**Voted Against of the resolution:**

Type of Voting	Number of members present and voting (in person or by proxy)	Numbers of votes casted at them	% of total number of Valid votes cast
E-voting	2	105000	100%
Poll	-	-	-
Total	2	105000	100%

- ix. No polling papers were found invalid.

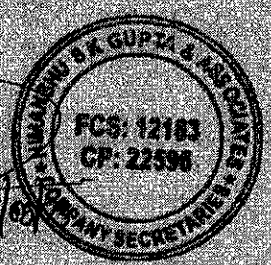




# Himanshu S K Gupta & Associates Company Secretaries

- x. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with the requisite majority.
- xi. The Electronic data and all other records relating to Remote E-voting and poll papers are under my safe custody and will be handed over to the Company Secretary/Director authorized by the Board for preserving safely after the chairman considers, approves and signs the minutes of AGM.

Thanking You,  
Yours Faithfully,



Himanshu Gupta  
Himanshu S K Gupta & Associates  
Company Secretaries  
FCS No.: 12183  
C.P. No.: 22596  
UDIN: F012183E001115551

Date: 28<sup>th</sup> September, 2023  
Place: Ahmedabad



Parul Kamleshbhai Joshi  
Chairman of the meeting