

Ref. No. - OIL/CO/SE/2023-24/102

March 29, 2024

Listing Department  
**BSE Limited,**  
Floor 25, P J Towers,  
Dalal Street,  
Mumbai- 400 001

Listing Department  
**National Stock Exchange of India Ltd**  
Exchange Plaza, C-1 Block G  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051

**Scrip Code: 530135**

**Symbol: OPTIEMUS**

**Sub: Submission of Results of Postal Ballot (E-voting) as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report**

Dear Sir(s),

In furtherance to the Notice of Postal Ballot dated February 23, 2024 and pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are hereby submitting the Voting Results along with the Scrutinizer's Report in respect of Postal Ballot (E-voting) conducted by the Company seeking approval of Members for the matters specified below:

Resolution No.	Type of Resolution	Particulars
1.	Special Resolution	Appointment of Mr. Gauri Shankar (DIN: 06764026) as an Independent Director of the Company
2.	Special Resolution	Appointment of Mr. Rakesh Kumar Srivastava (DIN: 08896124) as an Independent Director of the Company

Based on the Scrutinizer's Report, we would like to inform that the Special Resolutions as set out in the Notice of Postal Ballot dated February 23, 2024, have been duly passed by the Members of the Company with requisite majority. The aforesaid resolutions shall be deemed to have been passed on the last date of e-voting i.e. Thursday, 28<sup>th</sup> March, 2024.

The voting results along with Scrutinizer's Report will also be made available on the website of the Company [www.optiemus.com](http://www.optiemus.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com).

Kindly take the same on your records.

Thanking You,

Yours truly

**For OPTIEMUS INFRACOM LIMITED**

**Vikas Chandra**  
**Company Secretary & Compliance Officer**

**Enclosure:**

- Voting Results*
- Scrutinizers' Report*

**OPTIEMUS INFRACOM LIMITED**

CIN : L64200DL1993PLC054086

Reg. Office: K-20, 2nd Floor, Lajpat Nagar-II, New Delhi-110024

P.: 011-29840906-907 | Fax: 011-29840908 | [www.optiemus.com](http://www.optiemus.com)

General information about company	
Scrip code	530135
NSE Symbol	OPTIEMUS
MSEI Symbol	NOTLISTED
ISIN	INE350C01017
Name of the company	OPTIEMUS INFRACOM LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-03-2024
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	SUMIT KUMAR
Firms Name	S.K. BATRA & ASSOCIATES
Qualification	CS
Membership Number	F7714
Date of Board Meeting in which appointed	23-02-2024
Date of Issuance of Report to the company	29-03-2024

Voting results	
Record date	23-02-2024
Total number of shareholders on record date	27146
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Gauri Shankar (DIN: 06764026) as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes $\cap$ favour	No. of votes $\cup$ against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	64300541	64300541	100	64300541	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		64300541	64300541	100	64300541	0	100
Public-Institutions	E-Voting	51899	33018	63.6197	33018	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		51899	33018	63.6197	33018	0	100
Public- Non Institutions	E-Voting	21504751	4492802	20.8921	4490459	2343	99.9478	0.0522
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		21504751	4492802	20.8921	4490459	2343	99.9478
Total		85857191	68826361	80.1638	68824018	2343	99.9966	0.0034
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Rakesh Kumar Srivastava (DIN: 08896124) as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes $\cap$ favour	No. of votes $\cup$ against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	64300541	64300541	100	64300541	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		64300541	64300541	100	64300541	0	100
Public-Institutions	E-Voting	51899	33018	63.6197	33018	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		51899	33018	63.6197	33018	0	100
Public- Non Institutions	E-Voting	21504751	4492802	20.8921	4490459	2343	99.9478	0.0522
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		21504751	4492802	20.8921	4490459	2343	99.9478
Total		85857191	68826361	80.1638	68824018	2343	99.9966	0.0034
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



**S.K. BATRA & ASSOCIATES**

Company Secretaries

IBBI Registered Valuer

Ph. 09873428930, 011-47532430

Email: skbatrapcs@gmail.com, info@skbatra.com

**SCRUTINIZER REPORT FOR POSTAL BALLOT/ REMOTE E-VOTING  
FOR OPTIEMUS INFRACOM LIMITED**

*[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of  
the Companies (Management and Administration) Rules, 2014]*

To

Date: 29.03.2024

**The Chairman / Company Secretary**

**Optiemus Infracom Limited**

K-20, 2<sup>nd</sup> Floor, Lajpat Nagar-II,

New Delhi-110024

**Sub: Scrutinizer's Report under Section 108 and 110 of the Companies Act, 2013 ("the  
Act") read with Rule 20 & Rule 22 of the Companies (Management and  
Administration) Rules, 2014 for voting by Shareholders through Postal Ballot(Remote  
E-voting)**

The Board of Directors of **Optiemus Infracom Limited** (hereinafter referred to as the "**Company**") at its meeting held on 23<sup>rd</sup> February, 2024 had appointed us as the Scrutinizer for the Postal Ballot through Remote E-Voting pursuant to the Notice dated 23<sup>rd</sup> February, 2024 issued under Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (**the "Act"**) and the Companies (Management & Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India and in accordance with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31,



2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 10/2021 dated June 23, 2021, Circular No.20/2021 dated December 8, 2021, Circular No.3/2022 dated May 5, 2022, Circular No.11/2022 dated December 28, 2022 and Circular No.9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("**MCA Circulars**") including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the relevant provisions of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 and other applicable rules & regulations, for the resolution(s) in respect of the matter(s) as set out in the Notice of Postal Ballot.

#### **Report on Scrutiny:**

1. The Company had appointed Central Depository Service Limited ("**CDSL**") as the Service Provider, for the purpose of extending the facility of remote e-voting to the Members of the Company through their website [www.evotingindia.com](http://www.evotingindia.com).
2. Beetal Financial & Computer Services Pvt. Ltd. is the Registrar and Share Transfer Agent of the Company.
3. The Notice dated 23<sup>rd</sup> February, 2024 along with statement setting out material facts under Section 102 of the Act in respect of the below mentioned resolution, as confirmed by the Company, was sent via an e-mail only to the Members whose names appeared in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") and whose e-mail addresses were available with the Company as on Friday, 23<sup>rd</sup> February, 2024 ("**Cut-off Date**").
4. The Notice of Postal Ballot through Remote E-voting was also published in Newspapers viz. Financial Express in English Language and Jansatta in Hindi Language dated 27.02.2024 and was also available on website of the Company at [www.optiemus.com](http://www.optiemus.com) and on CDSL's website at [www.evotingindia.com](http://www.evotingindia.com). A Copy of the Notice is also available on the website of Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.
5. The Company completed the dispatch of Notice of Postal Ballot through e-mail to the members on 26<sup>th</sup> February, 2024.
6. The notice of the Postal Ballot contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in Rule 20 of



the Companies (Management and Administration) Rules, 2014, as amended from time to time.

7. The Cut-off date for the purpose of identifying the Members who were entitled to vote on the resolution placed for approval of the Members was 23<sup>rd</sup> February, 2024.
8. The remote e-voting facility was kept open from Wednesday, 28<sup>th</sup> February, 2024 at (9:00 a.m.) to Thursday, March 28, 2024 at 5:00 p.m.) and thereafter, we have unblocked the remote e-voting process and downloaded the results from e-voting website of CDSL, i.e., [www.evotingindia.com](http://www.evotingindia.com) in the presence of two witnesses who are not in employment of our Firm.

We have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the CDSL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the Notice.

Our responsibility as Scrutinizer for the voting through remote e-voting is restricted to make a Scrutinizer's Report of the votes cast in favour or against the said resolutions.

We now hereby submit the results of the voting by Postal Ballot only through the remote e-voting process in respect of the following Special Resolutions for approval:

- a. Appointment of Mr. Gauri Shankar (DIN: 06764026) as an Independent Director of the Company.
- b. Appointment of Mr. Rakesh Kumar Srivastava (DIN: 08896124) as an Independent Director of the Company.



**The Results of the Postal Ballot conducted through Remote e-voting are as under;**

S No.	Particulars of Resolution	Type of Resolution	Total No. of Vote Cast	Votes in favour of the resolution		Votes against the resolution		Invalid Votes, if any	
				Nos.	%	Nos.	%	Nos.	%
1	Appointment of Mr. Gauri Shankar (DIN: 06764026) as an Independent Director of the Company	Special Resolution	68828704	68826361	99.9966%	2343	0.0034%	NA	NA
2	Appointment of Mr. Rakesh Kumar Srivastava (DIN:08896124) as an Independent Director of the Company	Special Resolution	68828704	68826361	99.9966%	2343	0.0034%	NA	NA





The Resolution mentioned in the Notice as per the details given above stand passed under Postal Ballot through remote e-voting with the requisite majority.

Thanking You,

Yours Faithfully

For and on behalf of  
M/s. S.K. Batra & Associates



Sanjit Kumar  
Practicing Company Secretary  
Membership Number: FCS 7714  
COP: 8072  
Peer Review Unit: S2008DE794900  
UDIN: F007714E003646382

Date: 29.03.2024  
Place: New Delhi

Countersigned and received the  
Report

Vikas Chandra, Company Secretary  
For Optiemus Infracom Limited

A handwritten signature in black ink, appearing to read "Eshita".

Witness 1: Eshita Gohil

A handwritten signature in black ink, appearing to read "Jayant".

Witness 2: Jayant Sharma