



# OMKAR SPECIALITY CHEMICALS LIMITED

Regd. & Corporate Office : Unit - III, B-34, M.I.D.C., Badlapur (East), Thane - 421 503, Maharashtra, India  
Tel. : +91 (0251) 2697340, 2690651, Fax : +91 (0251) 2697347, 2691572  
Email : info@omkarchemicals.com Web. : www.omkarchemicals.com

CIN : L24110MH2005PLC151589

Ref. No.: OSCL/SE/2018-19 / 26

Date: September 25, 2018

To, Corporate Services Department <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001. BSE CODE – 533317	To, Corporate Services Department <b>National Stock Exchange of India Limited</b> “Exchange Plaza”, Plot No. C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051. NSE CODE: OMKARCHEM
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Dear Sir/Madam,

**Subject: Regulation 34 & Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Details of the voting results of the 13<sup>th</sup> Annual General Meeting**

In continuation to our letter dated September 25, 2018 bearing Ref. No. OSCL/SE/2018-19/ 025, informing about proceedings of the 13<sup>th</sup> Annual General Meeting (“AGM”) of Omkar Speciality Chemicals Limited (“the Company”) was held on Monday, September 24, 2018. In this regard, please find enclosed the following -

1. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as Annexure – I
2. Consolidated Report of Scrutinizer alongwith report of remote e-voting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2015 and report of voting conducted at AGM pursuant to Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014

The results alongwith the report of the Scrutinizer are being uploaded on the website of the Company and also on the website of the National Securities Depository Limited (NSDL).

This is for your information and records.

Thanking You,

Yours sincerely,

For **OMKAR SPECIALITY CHEMICALS LIMITED**

  
**SUNNY PAGARE**

**COMPANY SECRETARY & COMPLIANCE OFFICER**

(M.No. F8896)

Encl: a/a

# NILESH A. PRADHAN & CO.

Nilesh A. Pradhan.

B.COM., F.C.S.

Practicing Company Secretary

B-201, Pratik Industrial  
Estate, Near Fortis Hospital,  
Mulund-Goregaon Link Road,  
Mumbai- 400078.

☎ 91 – 22 49248475/40152204

91 – 9833785809

Email: info@napco.in

To,  
The Chairman,  
Omkar Speciality Chemicals Limited,  
B-34, MIDC, Badlapur (E),  
Thane-421503

Dear Sir,

Subject: Scrutinizer's Report on remote e-voting process.

I, Nilesh A. Pradhan, Proprietor of Nilesh A. Pradhan & Co., Practicing Company Secretary, was appointed as the scrutinizer by the Board of Directors of Omkar Speciality Chemicals Limited vide Board Resolution dated 30<sup>th</sup> May, 2018 to scrutinize the remote e-voting process in fair & transparent manner in respect of the below mentioned resolution to be passed at 13<sup>th</sup> Annual General Meeting (AGM) to be held on 24<sup>th</sup> September, 2018.

The notice dated 30<sup>th</sup> May, 2018 convening AGM of the Company along with the statement setting out material facts under Section 102 of Companies Act, 2013 were sent to the shareholders and it was also placed on the website of the Company.

The shareholders were informed about the facility to exercise their vote at AGM by electronic means. The Company has availed the remote e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the Company.

The shareholders of the company holding shares at the end of the day, 18<sup>th</sup> September, 2018 were entitled to vote on proposed resolution as set out at items no. 1 to 4 in the notice of the AGM.

The voting period for remote e-voting commenced from Friday, 21<sup>st</sup> September, 2018 at 9.00 a.m. and ended on Sunday, 23<sup>rd</sup> September, 2018 at 5.00 p.m. and NSDL platform was blocked thereafter and the votes cast under remote e-voting facility were then unblocked in the presence of two witness who were not in the employment of the Company.





I have scrutinized and reviewed the remote e-voting process and based on the data downloaded from the remote e-voting platform provided by NSDL, I submit my following report on remote e-voting process.

1) **Resolution No. 1:**

**Adoption of Financial Statements for the financial year ended March 31, 2018:**

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
38	5696322	99.99%

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
2	180	0.01%

iii) **Invalid /Abstained Votes:**

Total Number of Members whose votes were declared invalid/ Abstained	Total Number of Votes Cast by them
NIL	NIL

2) **Resolution No. 2:**

**Re-appointment of CA Laxmikant R. Kabra (DIN: 00061346) who retires by rotation and being re-appointed:**

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
34	5688117	99.85%



ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
6	8385	0.15%

iii) **Invalid /Abstained Votes:**

Total Number of Members whose votes were declared invalid/ Abstained	Total Number of Votes Cast by them
NIL	NIL

3) **Resolution No.3:**

**Re-appointment of Mr. Rishikesh P. Herlekar (DIN: 05240009) who retires by rotation eligible for reappointment:**

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
34	5688117	99.85%

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
6	8385	0.15%

iii) **Invalid /Abstained Votes:**

Total Number of Members whose votes were declared invalid/ Abstained	Total Number of Votes Cast by them
NIL	NIL





4) Resolution No.4:

Approval of Cost Auditors Remuneration:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
36	5692157	99.92%

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
4	4345	0.08%

iii) **Invalid /Abstained Votes:**

Total Number of Members whose votes were declared invalid/ Abstained	Total Number of Votes Cast by them
NIL	NIL

The register and all other papers and relevant records relating to electronic voting shall remain in our custody until the Chairman considers, approves & signs the minutes of the aforesaid AGM and the same are handed over to the Chairman.

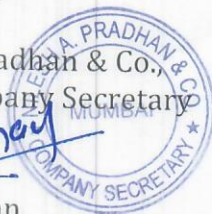
Thanking You,

Yours Faithfully,

For Nilesh A. Pradhan & Co.,  
Practicing Company Secretary

Nilesh A. Pradhan  
Proprietor  
CP: 3659  
FCS: 5445

Place: Mumbai  
Date: 24<sup>th</sup> September, 2018



# NILESH A. PRADHAN & CO.

Nilesh A. Pradhan.

B.COM., F.C.S.

Practicing Company Secretary

B-201, Pratik Industrial  
Estate, Near Fortis Hospital,  
Mulund-Goregaon Link Road,  
Mumbai- 400078.

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## FORM No. MGT-13

### Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman,  
Omkar Speciality Chemicals Limited,  
B-34, MIDC,  
Badlapur (East),  
Thane-421503.

13<sup>th</sup> Annual General Meeting of the Equity Shareholders of Omkar Speciality Chemicals  
Limited held on Monday, 24<sup>th</sup> September, 2018 at Sanjeevani Hall, next to Monginis  
Cake Shop, Badlapur (East), Thane-421503 at 11.00 A.M.

Dear Sir,

I, Nilesh A. Pradhan, Proprietor of M/s Nilesh A. Pradhan & Co., Practicing Company  
Secretary appointed as Scrutinizer(s) for the purpose of the poll taken on the below  
mentioned resolution(s), at the 13<sup>th</sup> Annual General Meeting of the Equity Shareholders  
of Omkar Speciality Chemicals Limited held on Monday, 24<sup>th</sup> September, 2018 at  
11.00 A.M submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for  
polling was locked in my/our presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers  
were diligently scrutinized. The poll papers were reconciled with the records  
maintained by the Company / Registrar and Transfer Agents of the Company and the  
authorizations / proxies lodged with the Company.





*Nilesh A. Pradhan & Co.*

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the Poll is as under:

**(1) Resolution 1 - Adoption of Financial Statements for the financial year ended March 31, 2018:**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
29	7057	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/abstained votes:**

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them
4	15



**(2) Resolution 2: Re-appointment of CA Laxmikant R. Kabra (DIN: 00061346) who retires by rotation and being re-appointed:**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
29	7057	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/abstained votes:**

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them
4	15





**(3) Resolution 3:**

**Re-appointment of Mr. Rishikesh P. Herlekar (DIN: 05240009) who retires by rotation eligible for reappointment:**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
29	7057	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid/abstained votes:**

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them
4	15



**(4) Resolution 4:**

**Approval of Cost Auditors Remuneration**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
29	7057	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/abstained** votes:

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them
4	15





5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Chairman of the Company.

Thanking you,

Yours faithfully,  
For Nilesh A. Pradhan & Co.,  
Practicing Company Secretary



Nilesh A. Pradhan  
Proprietor

CP: 3659  
FCS: 5445

Place: Mumbai  
Date: 24<sup>th</sup> September, 2018

# NILESH A. PRADHAN & CO.

Nilesh A. Pradhan.

B.COM., F.C.S.

Practicing Company Secretary

B-201, Pratik Industrial  
Estate, Near Fortis Hospital,  
Mulund-Goregaon Link Road,  
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To,  
The Chairman  
Omkar Speciality Chemicals Limited,  
B-34, M.I.D.C, Badlapur (East),  
Thane-421503

Dear Sir,

**Subject: Consolidated Scrutinizer's Report on remote e-voting and poll conducted at 13<sup>th</sup> Annual General Meeting (AGM) held on Monday, 24<sup>th</sup> September, 2018.**

The Board of the Company at its meeting held on 30<sup>th</sup> May, 2018 had appointed me as a scrutinizer for the ballot process / remote e-voting held between 21<sup>st</sup> September, 2018 to 23<sup>rd</sup> September, 2018 and the Chairman of 13<sup>th</sup> Annual General Meeting has appointed me along as the scrutinizer(s) for the poll held at AGM of the company on 24<sup>th</sup> September, 2018.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for extending the facility of electronic voting to the shareholders of the Company from 21<sup>st</sup> September, 2018 to 23<sup>rd</sup> September, 2018. The e-voting facility was then unblocked in the presence of two witnesses who were not in the employment of the Company.

At the 13<sup>th</sup> Annual General Meeting (AGM) held on Monday, 24<sup>th</sup> September, 2018, the Chairman of the Company had suo motto called for poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the voting by poll process. The Chairman of the AGM had appointed me as the scrutinizer for the same.

I hereby submit my following consolidated report on e-voting & postal ballot together with the poll.





**CONSOLIDATED REPORT**

Sr. No. Resolution	Particulars of Resolution	Method of Voting	Votes in Favour of Resolution		Votes against the Resolution		Invalid or abstained Votes
			No.	% of total number of valid votes cast	No.	% of total number of valid votes cast	No.
1	Adoption of Audited Financial statements (Standalone and Consolidated) for year ended March 31, 2018, and Report of the Auditors and that of Directors thereon.	e-voting	5696322	99.99	180	0.01	0
		Poll	7057	100	0	0	15
		<b>Total</b>	<b>5703379</b>	<b>99.99</b>	<b>180</b>	<b>0.01</b>	<b>15</b>
2	Re-appointment of CA Laxmikant R. Kabra (DIN: 00061346) who retires by rotation and being re-appointed.	e-voting	5688117	99.85	8385	0.15	0
		Poll	7057	100	0	0	15
		<b>Total</b>	<b>5695174</b>	<b>99.85</b>	<b>8385</b>	<b>0.15</b>	<b>15</b>



3.	Re-appointment of Mr. Rishikesh P. Herlekar (DIN: 05240009) who retires by rotation eligible for reappointment	e-voting	5688117	99.85	8385	0.15	0
		Poll	7057	100	0	0	15
		<b>Total</b>	<b>5695174</b>	<b>99.85</b>	<b>8385</b>	<b>0.15</b>	<b>15</b>
4.	Approval of Cost Auditors Remuneration.	e-voting	5692157	99.92	4345	0.18	0
		Poll	7057	100	0	0	15
		<b>Total</b>	<b>5699214</b>	<b>99.92</b>	<b>4345</b>	<b>0.18</b>	<b>15</b>

From the above report I state that the entire resolution stand passed under the combined e-voting/postal Ballot & poll with requisite majority.

The register and all other papers and relevant records relating to electronic voting & Voting by Poll are handed over to the Chairman.

Thanking You,

Yours Faithfully,

For Nilesh A. Pradhan & Co.  
Practicing Company Secretary



Nilesh A. Pradhan  
Proprietor

CP: 3659  
FCS: 5445

Place: Mumbai  
Date: 24<sup>th</sup> September, 2018



Outcome of Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

<b>Date of Annual General Meeting</b>	September 24, 2018
<b>Total No. of shareholders as on Record Date</b>	22204 shareholders as on 18-09-2018
<b>No. of Shareholders present in the meeting either in person or through proxy</b>	
<b>Promoters and Promoter Group</b>	7
<b>Public</b>	51
<b>No. of shareholders attended the meeting through video conferencing</b>	
<b>Promoters and Promoter Group</b>	Nil
<b>Public</b>	Nil

**Resolution No. 1:**

Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2018, together with the reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)				Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?				No					
Sr. No.	Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes – in favour	No. of Votes – 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
1.	Promoter & Promoter Group	E-voting	<b>5682827</b>	5682827	100	5682827	0.00	100.00	0.00
		Poll		0.00	0	0	0.00	0.00	0.00
		<b>Total</b>		<b>5682827</b>	<b>100</b>	<b>5682827</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
2.	Public – Institutional & Others	E-voting	<b>176715</b>	0.00	0.00	0.00	0.00	0.00	0.00
		Poll		0.00	0.00	0.00	0.00	0.00	0.00
		<b>Total</b>		<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
3	Public- Non Institutions	E-voting	<b>14718462</b>	13675	0.0929	13495	180	98.68	1.31
		Poll		7057	0.0479	7057	0.00	100.00	0.00
		<b>Total</b>		<b>20732</b>	<b>0.1409</b>	<b>20552</b>	<b>0.00</b>	<b>99.13</b>	<b>0.8682</b>
<b>TOTAL</b>		E-voting	<b>20578004</b>	5696502	27.68	5696322	180	99.99	0.003
		Poll		7057	0.03	7057	0.00	100	0.00
		<b>Total</b>		<b>5703559</b>	<b>27.71</b>	<b>5703379</b>	<b>180</b>	<b>99.99</b>	<b>0.0032</b>



**Resolution No. 2:**

Re-appointment of C.A. Laxmikant Kabra (DIN: 00061346) who retires by rotation and being eligible, seeks re-appointment.

Resolution required: (Ordinary/ Special)				Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?				No					
Sr. No.	Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes – in favour	No. of Votes – 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
1.	Promoter & Promoter Group	E-voting	5682827	5682827	100	5682827	0.00	100.00	0.00
		Poll		0.00	0.00	0.00	0.00	0.00	0.00
		Total		5682827	100	5682827	0.00	100.00	0.00
2.	Public – Institutional & Others	E-voting	176715	0.00	0.00	0.00	0.00	0.00	0.00
		Poll		0.00	0.00	0.00	0.00	0.00	0.00
		Total		0.00	0.00	0.00	0.00	0.00	0.00
3	Public- Non Institutions	E-voting	14718462	13675	0.09	5290	8385	38.68	61.31
		Poll		7057	0.0479	7057	0.00	100.00	0.00
		Total		20732	0.1409	12347	8385	59.553	40.44
TOTAL		E-voting	20578004	5696502	27.68	5688117	8385	99.85	0.0015
		Poll		7057	0.03	7057	0.00	100	0.00
		Total		5703559	27.71	5695174	8385	99.85	0.1470

**Resolution No. 3:**

Re-appointment of Mr. Rishikesh P. Herlekar (DIN: 05240009) who retires by rotation and being eligible, seeks re-appointment.

Resolution required: (Ordinary/ Special)				Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes					
Sr. No.	Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes – in favour	No. of Votes – 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
1.	Promoter & Promoter Group	E-voting	<b>5682827</b>	5682827	100	5682827	0.00	100.00	0.00
		Poll		0.00	0.00	0.00	0.00	0.00	0.00
		<b>Total</b>		<b>5682827</b>	<b>100</b>	<b>5682827</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
2.	Public – Institutional & Others	E-voting	<b>176715</b>	0.00	0.00	0.00	0.00	0.00	0.00
		Poll		0.00	0.00	0.00	0.00	0.00	0.00
		<b>Total</b>		<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
3	Public- Non Institutions	E-voting	<b>14718462</b>	13675	0.0929	5290	8385	38.68	61.31
		Poll		7057	0.0479	7057	0.00	100.00	0.00
		<b>Total</b>		<b>20732</b>	<b>0.1409</b>	<b>12347</b>	<b>8385</b>	<b>59.55</b>	<b>40.44</b>
<b>TOTAL</b>		E-voting	<b>20578004</b>	5696502	27.68	5688117	8385	99.85	0.1470
		Poll		7057	0.03	7057	0.00	0.00	0.00
		<b>Total</b>		<b>5703559</b>	<b>27.71</b>	<b>5695174</b>	<b>8385</b>	<b>99.85</b>	<b>0.1470</b>



**Resolution No. 4:**

Approval of Cost Auditors Remuneration

Resolution required: (Ordinary/ Special)			Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Sr. No.	Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes – in favour	No. of Votes – 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
1.	Promoter & Promoter Group	E-voting	<b>5682827</b>	5682827	100	5682827	0.00	100.00	0.00
		Poll		0.00	0.00	0.00	0.00	0.00	0.00
		<b>Total</b>		<b>5682827</b>	<b>100</b>	<b>5682827</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
2.	Public – Institutional & Others	E-voting	<b>176715</b>	0.00	0.00	0.00	0.00	0.00	0.00
		Poll		0.00	0.00	0.00	0.00	0.00	0.00
		<b>Total</b>		<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
3	Public- Institutions Non	E-voting	<b>14718462</b>	13675	0.0929	9330	4345	68.22	31.77
		Poll		7057	0.0479	7057	0.00	100	0.00
		<b>Total</b>		<b>20732</b>	<b>0.1409</b>	<b>16387</b>	<b>4345</b>	<b>79.0421</b>	<b>20.95</b>
<b>TOTAL</b>		E-voting	<b>20578004</b>	5696502	27.68	5692157	4345	99.92	0.07
		Poll		7057	0.03	7057	0.00	0.00	0.00
		<b>Total</b>		<b>5703559</b>	<b>27.81</b>	<b>5699214</b>	<b>4345</b>	<b>99.92</b>	<b>0.0762</b>

For **OMKAR SPECIALITY CHEMICALS LIMITED**

Sd/-  
**SUNNY PAGARE**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**