

OMAX/STEX/PB2024

Date: 08TH April 2024

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.: Postal Ballot- Submission of Scrutinizer's Report

Dear Sir,

With reference to the above captioned matter, we are submitting herewith Scrutinizer's Report of the Remote E-Voting conducted as per the provisions of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligation and Disclosures Requirement), Regulations, 2015.

The Related XBRL mode has already been submitted dated **06th April, 2024**. This is for your kind consideration and record purpose.

Thanking you.

Yours sincerely,

For OMAX AUTOS LIMITED


(Mohit Srivastava)
Company Secretary





MNK AND ASSOCIATES LLP

Company Secretaries, LLPIN: AAM-9113

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

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

SCRUTINIZERS' REPORT

To

Omax Autos Limited

Plot No. B-26, Institutional Area

Sector-32, Gurgaon-122001

Sub: Scrutinizers' Report on postal ballot by way of electronic voting means conducted in terms of Section 108, 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended in respect of passing of the resolution contained in the Notice dated January 30, 2024

Dear Sir,

I, Priyanka Gupta, Designated Partner of MNK and Associates LLP, Company Secretaries was appointed as Scrutinizer by the Board of Directors of Omax Autos Limited (hereinafter referred to as "Company") for scrutinizing postal ballot by way of voting by electronic means in respect of passing of the resolution contained in the Notice dated January 30, 2024 ("Notice") in a fair and transparent manner.

I submit my report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of **Section 108, 110 and other applicable provisions, if any of the Companies Act, 2013 ('the Act')** read with **Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014**, as amended (**'Management Rules'**) read 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. 10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs (**"MCA"**) (hereinafter collectively referred to as **"MCA Circulars"**), Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India (**"SEBI Circulars"**), Secretarial Standards issued by the Institute of Company Secretaries of India on General Meeting (**"SS-2"**) and **Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015** (**"Listing Regulations"**) and other applicable provisions of the Act, rules, circulars and notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time).
2. My responsibility as scrutinizer is restricted to prepare a scrutinizers' report of the votes cast by the members for the resolution contained in the Notice, based on the data downloaded from website of Link Intime India Private Limited ('LI IPL') i.e. <https://instavote.linkintime.co.in>, authorised agency engaged by the Company to provide e-voting facilities till the time fixed for closing of the voting process i.e. on or before 5:00 p.m. IST on Friday, April 05, 2024.

3. The Members of the Company as on the “cut-off date” i.e. Friday, March 01, 2024 were entitled to vote on the proposed resolution to be passed through postal ballot by way of electronic voting means as set-out in the Notice of Postal Ballot dated **January 30, 2024** and their shareholding as on that date has been reckoned for the purpose of arriving at the results of the postal ballot.
4. The e-voting period remained open from Wednesday, March 06, 2024 at 9:00 a.m. IST and ended at the close of working hours i.e. 5:00 p.m. IST on Friday, April 05, 2024, on the designated website of LI IPL i.e. <https://instavote.linkintime.co.in>.
5. On Monday, March 04, 2024 the Company had completed the dispatch of Postal Ballot notice, to its Members whose name(s) appeared in the Register of Members/ List of beneficial owners received from National Securities Depository Limited/Central Depository Services (India) Limited (“depositories”) as on the Cut-off date i.e. Friday, March 01, 2024 and whose e-mail IDs were registered with the Company and Depositories. Pursuant to the MCA Circulars, the Company had dispatched the notice through e-mails only. The Company has not dispatched the postal ballot notice to those members whose e-mail IDs were not registered with the Company and/or Depositories.

The Notice of the Postal Ballot dated January 30, 2024 was uploaded on the website of the Company (www.omaxauto.com), on the website of National Stock Exchange of India Limited (www.nseindia.com) and BSE Limited (www.bseindia.com) and also published by way of newspaper advertisements dated March 05, 2024 in Business Standard (English) and (Hindi) having wide circulation in the district wherein registered office of the company is situated.

6. Due to relaxation given by Ministry of Corporate Affairs vide its letter dated 03 October, 2023, physical ballot could not be dispatched. Further, the Company has also not received any physical ballot form and accordingly, voting done through e-voting only was considered for this report.
7. As per rule 20 read with rule 22 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 47 of listing regulations, advertisements were published by the Company in Business Standard (English) and (Hindi) having wide circulation in the district wherein registered office of the company is situated on March 05, 2024 informing about the completion of dispatch of Postal Ballot notice, to the Members, those registered their e-mail id's with the company and/ or depositories along with other related matters mentioned therein.
8. I had monitored the process of electronic voting (i.e. e-voting) through the scrutinizer's secured link provided by LI IPL through its designated website.
9. After completion of e-voting, votes cast by the Members, were unblocked in the presence of two witnesses, Mohd Nazim Khan R/o House No. 829, Block E-16, 1st Floor, Padam Singh Road, Bapa Nagar, Karol Bagh, New Delhi -110 005 (India) and Mohd Irshad Khan R/o. House No.829, Block E-16, 3rd floor, Padam Singh Road, Karol Bagh, New Delhi -110 005 (India) who are not in the employment of the Company.
10. The particulars of report downloaded from the website of NSDL have been entered in a separate register maintained for the purpose of Postal Ballot.
11. Votes casted by the members through e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent, i.e. Link Intime India Private Limited of the Company and authorizations lodged with the Company.
12. This report is based on votes casted through e-voting, which was downloaded from the website of LI IPL i.e. <https://instavote.linkintime.co.in>.

13. After ascertaining the votes casted by e-voting, I hereby submit the result as under:

Item No. 1:

Appointment of Mr. Nikhel Kochhar as a Non-Executive Director, liable to retire by rotation

“**RESOLVED THAT** pursuant to the provisions of Section 161(1) of the Companies Act, 2013 read with the Companies (Appointment and qualification of Directors) Rules, 2014 and in terms of the Articles of Association of the Company and based on the recommendation of Nomination and Remuneration Committee, Mr. Nikhel Kocchar (DIN: 01021382) be and is hereby appointed as an Additional **Non-Executive Director** of the Company with effect from **30th January, 2024** to hold office as such until the conclusion of ensuing any General Meeting/Postal Ballot of the Company.

RESOLVED FURTHER THAT in terms of the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Act and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) and based on the recommendation of Nomination and Remuneration Committee and subject to the approval of members of the Company through special resolution, Mr. Nikhel Kocchar (DIN: 01021382) be and is hereby appointed as **Non-Executive Director** of the Company with effect from **30th January, 2024**, liable to retire by rotation”.

RESOLVED FURTHER THAT Mr. Jatender Kumar Mehta, Vice Chairman cum Managing Director, Mrs. Sakshi Kaura, Managing Director, Mr. Devashish Mehta, Managing Director and Mr. Mohit Srivastava, Company Secretary of the Company be and are hereby severally authorized to sign and file necessary returns/forms as required under the provisions of the Act along with any attachment, annexure or other papers/documents; and to do all such other acts, things and deeds as may be necessary in this regard to comply with the said requirement.

RESOLVED FURTHER THAT necessary intimation be made to the Stock Exchanges as per the listing regulations regarding such appointment.”

	Particulars	E-VOTING	
		Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	85	1,17,30,883
Less:	Number of Members & Invalid/Rejected Votes	0	0
Less:	Number of Members & abstained from voting	0	0
Less:	Number of Members & Votes not exercised	0	10
	No. of Valid Votes Cast	85	1,17,30,873

**PRIYANK
A GUPTA**
Digitally signed by PRIYANKA GUPTA
DN: cn=PRERESH, o=PRERESH, ou=PRERESH, email=preresh@preresh.com, c=IN
c=IN, o=PRERESH, ou=PRERESH, email=preresh@preresh.com, c=IN
pseudonym=b540525b7276437ca624346
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.postalCode=122006, st=Haryana
serialNumber=cdf4a2b39604030c5f550a7
44673540ee48090c483b1c245a176f77c1d
b54315, cn=PRIYANKA GUPTA
Date: 2024.04.06 19:06:07 +05'30'

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favour	68	1,17,30,556	99.997
Against	17	317	0.003
Total	85	1,17,30,873	100.000

14. Based on the aforesaid results, the resolution as mentioned above shall be deemed to have been passed with requisite majority, on Friday, April 05, 2024 being the last date of remote e-voting for the members of the Company. Therefore, the Chairman or any other person authorised by him may accordingly declare the result of Postal Ballot process.

Thanking You,

Yours faithfully,

For MNK and Associates LLP

Company Secretaries

FRN: L2018DE004900

PRIYANKA GUPTA
Digitally signed by PRIYANKA GUPTA
 DN: cn=PRIYANKA GUPTA, o=MNK and Associates LLP, ou=Company Secretaries, email=priyanka.gupta@mnkandassociates.com, c=IN

Priyanka Gupta

(Scrutinizer)

Practicing Company Secretary

FCS: 9355, CP:24273

UDIN: F009355F000042454

Peer Review Cert. No.:671/2020

Place: Gurugram

Date: April 06, 2024

Countersigned by:

For and on behalf of

Omax Autos Limited

Chairman or Director /Company Secretary
 authorised by him