

**Consolidated Scrutinizer's Report on remote e-voting and voting through
polling papers at the Annual General meeting**

**To,
The Chairman
35th Annual General Meeting of the Members of the Company
Omax Autos Limited**

Date of Meeting: 17th September, 2018

Time of Meeting: At 11:00 A.M.

Venue of the Meeting: Clarens Hotel, Plot No. 363-364, Sector-29, Gurugram, Haryana - 122002.

Dear Sir,

I, Dr. S. Chandrasekaran, Senior Partner of M/s Chandrasekaran Associates having its office at 11F, Pocket IV, Mayur Vihar Phase -I, New Delhi-110091, was appointed as Scrutinizer of Omax Autos Ltd ("Company") for remote e-voting and voting through ballot papers at the 35th Annual General Meeting ("**AGM**") in respect of the below mentioned resolutions considered at **AGM** of the Members of the Company as per notice dated 19th July, 2018.

The Notice dated July 19, 2018 convening the AGM was sent to the shareholders by August 23, 2018, in respect of the proposed resolutions considered at AGM of the Members of the Company held on Monday, 17th September, 2018.

The Company has availed the remote e-voting facilities offered by Link Intime India Private Limited for conducting remote e-voting by the shareholders of the Company.

The remote e-voting period remained open from Friday, 14th September, 2018 (9:00 am IST) and concluded on Sunday, 16th September, 2018 (5:00 pm IST).

The shareholders holding shares as on Tuesday, 11th September, 2018 ("**Cut-off date**") were entitled to vote on the proposed resolutions as set out in the Notice of the AGM of the Company.

Further, the Company Secretary announced the poll through ballot papers at the AGM for the Shareholders who have attended the meeting and have not cast their vote through remote e-voting.



11-F, Pocket-IV, Mayur Vihar Phase-I, Delhi-110 091.

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After the time fixed for voting through poll at AGM venue, i.e. between 11: 40 a.m. to 12:10 p.m., ballot boxes kept for polling were locked in my presence with due identification marks placed by me.

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 M/s. Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

The votes cast through remote e-voting were unblocked on Monday, 17th September 2018 around 12:50 p.m. in the presence of two witnesses, Mr. Shashikant Tiwari R/o, C-242A Pandav Nagar, Delhi - 110092 and Mr. Ishan Sharma R/o B-10, Tagore Market, Kirti Nagar, New Delhi - 110015 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Mr. Shashikant Tiwari



Mr. Ishan Sharma

The votes cast through remote e-voting and polling papers which were incomplete and/or otherwise found defective have been treated as invalid.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules made thereunder relating to remote e-voting and poll through ballot papers on the resolutions contained in the Notice of the AGM.

My responsibility as scrutinizer for the ballot papers and remote e-voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolutions.

Based on the data downloaded from official website of the Link Intime India Private Limited (LI IPL), www.instavote.linkintime.co.in, for the e-voting process and poll conducted at the AGM venue, I now submit our consolidated report (e-voting and Poll) as under:



1. The result of the voting as per aforesaid Register is as under:

Resolution No. 1 - To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2018 together with the notes annexed thereto and the reports of Auditors and Board of Directors. (Ordinary Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	27	10656170	28	570	55	10656740
Less:	Total No of Members & Invalid/Rejected Votes	0	0	1	2	1	2
Less:	Total No. of Members & Votes not exercised/Partially exercised	1	475	1	5	2	480
	No of Valid Votes Cast	26	10655695	26	563	52	10656258

Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	26	10655695	27*	563	53	10656258	100
Against	0	0	0	0	0	0	0
Total	26	10655695	27	563	53*	10656258	100

* 1 shareholder holding 10 shares has partially voted.



Resolution No. 2 - To appoint a Director in place of Mr. Tavinder Singh (DIN: 01175243), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	27	10656170	28	570	55	10656740
Less:	Total No of Members & Invalid/Rejected Votes	0	0	1	2	1	2
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Favour	26	10655695	27*	563	53	10656258	100
Against	0	0	0	0	0	0	0
Total	26	10655695	27	563	53*	10656258	100

* 1 shareholder holding 10 shares has partially voted.



Resolution No. 3 - To ratify the appointment of M/s. BGJC & Associates LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration. (Ordinary Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	27	10656170	28	570	55	10656740
Less:	Total No of Members & Invalid/Rejected Votes	0	0	1	2	1	2
Less:	Total No. of Members & Votes not exercised/Partially exercised	1	475	1	5	2	480
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	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	26	10655695	27*	563	53	10656258	100
Against	0	0	0	0	0	0	0
Total	26	10655695	27	563	53*	10656258	100

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Resolution No. 4 - To ratify the remuneration of Cost Auditor for the financial year ending 31st March, 2018. (Ordinary Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	27	10656170	28	570	55	10656740
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	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	26	10655695	27*	563	53	10656258	100
Against	0	0	0	0	0	0	0
Total	26	10655695	27	563	53*	10656258	100

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Resolution No. 5 - Re-Appointment of Mrs. Novel Singhal Lavasa (DIN: 07071993) as an Independent Director of the Company. (Special Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	27	10656170	28	570	55	10656740
Less:	Total No of Members & Invalid/Rejected Votes	0	0	1	2	1	2
Less:	Total No. of Members & Votes not exercised/Partially exercised	1	475	1	5	2	480
	No of Valid Votes Cast	26	10655695	26	563	52	10656258

Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	26	10655695	27*	563	53	10656258	100
Against	0	0	0	0	0	0	0
Total	26	10655695	27	563	53*	10656258	100

* 1 shareholder holding 10 shares has partially voted.



Resolution No. 6 - Appointment of Mr. Bharat Kaushal (DIN: 01973587) as an Independent Director of the Company. (Ordinary Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	27	10656170	28	570	55	10656740
Less:	Total No of Members & Invalid/Rejected Votes	0	0	1	2	1	2
Less:	Total No. of Members & Votes not exercised/Partially exercised	1	475	1	5	2	480
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Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	26	10655695	27*	563	53	10656258	100
Against	0	0	0	0	0	0	0
Total	26	10655695	27	563	53*	10656258	100

* 1 shareholder holding 10 shares has partially voted.



Resolution No. 7 - Appointment of Mr. Devashish Mehta (DIN: 07175812) as a Director of the Company. (Ordinary Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	27	10656170	28	570	55	10656740
Less:	Total No of Members & Invalid/Rejected Votes	0	0	1	2	1	2
Less:	Total No. of Members & Votes not exercised/Partially exercised	1	475	1	5	2	480
	No of Valid Votes Cast	26	10655695	26	563	52	10656258

Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	26	10655695	27*	563	53	10656258	100
Against	0	0	0	0	0	0	0
Total	26	10655695	27	563	53*	10656258	100

* 1 shareholder holding 10 shares has partially voted.



Resolution No. 8 - Appointment and Remuneration of Mr. Devashish Mehta (DIN: 07175812) as Joint Managing Director of the Company. (Special Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	27	10656170	28	570	55	10656740
Less:	Total No of Members & Invalid/Rejected Votes	0	0	1	2	1	2
Less:	Total No. of Members & Votes not exercised/Partially exercised	1	475	1	5	2	480
	No of Valid Votes Cast	26	10655695	26	563	52	10656258

Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	26	10655695	27*	563	53	10656258	100
Against	0	0	0	0	0	0	0
Total	26	10655695	27	563	53*	10656258	100

* 1 shareholder holding 10 shares has partially voted.



Resolution No. 9 - Re-Appointment of Ms. Sakshi Kaura (DIN: 02094522) as Joint Managing Director of the Company. (Special Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	27	10656170	28	570	55	10656740
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	No of Valid Votes Cast	26	10655695	26	563	52	10656258

Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	26	10655695	27*	563	53	10656258	100
Against	0	0	0	0	0	0	0
Total	26	10655695	27	563	53*	10656258	100

* 1 shareholder holding 10 shares has partially voted.



Resolution No. 10 - Revision of remuneration of Mr. Tavinder Singh (DIN: 01175243), Whole-Time Director of the Company for the period 1st April, 2018 to 28th October, 2018. (Special Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
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	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	26	10655695	27*	563	53	10656258	100
Against	0	0	0	0	0	0	0
Total	26	10655695	27	563	53*	10656258	100

* 1 shareholder holding 10 shares has partially voted.



Resolution No. 11 - Re-Appointment of Mr. Tavinder Singh (DIN: 01175243), as Whole-Time Director of the Company. (Special Resolution)

	Particulars	REMOTE E-VOTING		BALLOT PAPER		TOTAL	
		Number of members voted	Votes held by them	Number of members voted	Votes held by them	Number of members voted	Votes held by them
	Total No. of Members & Shares held by them	27	10656170	28	570	55	10656740
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	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	26	10655695	27*	563	53	10656258	100
Against	0	0	0	0	0	0	0
Total	26	10655695	27	563	53*	10656258	100

* 1 shareholder holding 10 shares has partially voted.



2. The ballot papers and all other papers and relevant records were sealed and handed over to the Company Secretary of the Company for safe keeping.
3. The Chairman may accordingly declare the result of votes casted by voting process at the meeting.

Thanking you,
Yours faithfully,

Chandrasekaran Associates
Company Secretaries



Dr. S. Chandrasekaran
Senior Partner
Membership No.: F1644
CP No.: 715

Date: 18/09/2018
Place: New Delhi

Counter-signed by Chairman

Person authorised by chairman

