



OMKAR OVERSEAS LTD.

(A Government recognised Export House)

OOI/SE/2020-21/P41

Fax No. : 91-79-25732986, 25732981-85

December 31, 2020

Date :

To,
The Manager, Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

Sub: Proceedings of 24th Annual General Meeting of the Company held on Wednesday, 30th December, 2020 at 04:00 p.m. at the registered office of the company situated at 212, New Cloth Market, O/S. Raipur Gate, Ahmedabad – 380002.

Ref: Compliance of Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation")

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of the proceedings of the 24th Annual General Meeting of the Company held on Wednesday, 30th December, 2020 at the Registered office of the company situated at 212, New Cloth Market, O/S. Raipur Gate, Ahmedabad – 380002.

This is to inform you that the 24th Annual General Meeting ("AGM") of the Company was held on Wednesday, 30th December, 2020 at 04:00 p.m. at the registered office of the Company and business(es) mentioned in the Notice dated 10th November, 2020, convening the AGM were transacted thereat.

In this regard, please find the following:

1.	Summary of AGM proceedings pursuant to Part A of Schedule III under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.	Annexure-I
2.	Voting Results of the AGM pursuant to Regulation 44(3) of the SEBI Listing Obligation and Disclosure Requirement), Regulations 2015.	Annexure-II
3.	Scrutinizers Report, pursuant to Section 108 of the Companies Act, 2013 on remote e voting.	Annexure-III

Request you to kindly take the same on record and acknowledge the receipt of the same.

Thanking You

Yours Faithfully,

FOR OMKAR OVERSEAS LIMITED


RAMESH DEORA
DIRECTOR & CEO
(DIN: 01135440)



Encl: As Stated



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Annexure - I

Fax No. : 91-79-25732986, 25732981-85

Summary of the Proceeding of the 24th Annual General Meeting of the Company

Date :

The 24th Annual General Meeting (AGM) of the Members of Omkar Overseas Limited (the Company) was held on Wednesday, 30th December, 2020 at 04:00 P.M. (IST) at the Registered office of the Company situated at 212, New Cloth Market, O/S. Raipur Gate, Ahmedabad - 380002. The meeting commenced at 04:00 P.M.

Mr. Ramesh Deora, Chairman of the meeting, chaired the proceedings of the meeting.

He welcomed all the Members, Directors, Auditors and Company Officials to the AGM.

The Chairman informed the Members that the Company has taken all requisite safety steps in view of the COVID - 19 pandemic to enable Members to participate and vote at the AGM.

The requisite quorum being present at the meeting, the Chairman called the meeting to order. The Secretarial & Statutory Auditor was also present. Thereafter, the Chairman called upon the names of the Directors who have attended the meeting to introduce themselves. The following directors and Senior Management were present in the meeting:

Sr. No	Particulars	Designation
1.	Mr. Ramesh Deora	CEO & Chairman of the Meeting
2.	Mr. Shivbhagwan Bohra	Independent Director
3.	Ms. Chinar Rajkumar Jethwani	Independent Director
4.	Mr. Bhanwarlal Sharma	Independent Director
5.	Mr. Manish Girishchandra Shah	Chief Financial Officer
6.	Ms. Prity Bokaria	Company Secretary

The Chairman informed the Members that the necessary Registers and documents referred to in the Notice of the 24th AGM were available for inspection as stated in the said Notice.

With the consent of the members present, the Notice convening the 24th AGM forming part of the Annual Report was taken as read. The members also consented to take the Reports of Auditors and Secretarial Auditor taken as read.

The Chairman informed the Members that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule, 2014 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, the company had provided remote e-voting facility to all shareholders for casting vote through electronic means. The Members who were present at the AGM and has not cast their votes electronically were provided an opportunity to cast their votes during the meeting through Ballot.

The Chairman informed the Members that Mr. Umesh Ved (Membership No. 4411), Practicing Company Secretary has been appointed as scrutinizer to scrutinize the vote cast through the remote e-voting platform and poll voting at the AGM. The Chairman declared that results of remote e-voting and Poll voting at the AGM would be announced after the AGM and the Results along with the Scrutinizer's

Website: www.omkaroverseasltd.com

Regd. Office: 212, New Cloth Market, Ahmedabad-380 002

Works : Survey No. 303, Isanpur, Valva Road, Naroi, Ahmedabad - 382 405, (INDIA)





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report would be uploaded on website of the Company and on the website of BSE Limited and the same shall also be intimated to the Stock Exchange. Date :

Thereafter the queries raised by the members were duly replied by the Chairman.

On completion of the voting process, the meeting concluded at 5.00 p.m.

25 Numbers of shareholders were present in the AGM.

The following items of businesses, as per the Notice convening the 24th of AGM dated 30th December, 2020, were transacted at the meeting.

Sr. No	Details of Resolution	Resolution required (Ordinary/ Special)	Mode of Voting	Remarks
1.	Adoption of the Audited Financial Statements for the Financial Year ended on 31st March, 2020, together with the Auditors' Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Remote E-voting and Poll voting at AGM	Passed with requisite majority
2.	Reappointment of Mr. Ramesh Deora (DIN: 01135440), Director of the Company who retires by rotation and being eligible offers himself for reappointment.	Ordinary Resolution	Remote E-voting and Poll voting at AGM	Passed with requisite majority
3.	Re-appointment of Ms. Chinar Rajkumar Jethwani (DIN: 07141393), as an Independent Director of the Company.	Special Resolution	Remote E-voting and Poll voting at AGM	Passed with requisite majority
4.	Appointment of Mr. Bhanwarlal Sharma (DIN: 08552449) as an Independent Director of the Company.	Ordinary Resolution	Remote E-voting and Poll voting at AGM	Passed with requisite majority

This is for your information and records.

Thank you,

Yours Sincerely,

FOR OMKAR OVERSEAS LIMITED


RAMESH DEORA
DIRECTOR & CEO
(DIN: 01135440)



General information about company	
Scrip code	531496
NSE Symbol	
MSEI Symbol	
ISIN	INE680D01015
Name of the company	OMKAR OVERSEAS LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-12-2020
Start time of the meeting	04:00 PM
End time of the meeting	05:00 PM

round stamp
+
initials



Scrutinizer Details	
Name of the Scrutinizer	UMESH VED
Firms Name	UMESH VED AND ASSOCIATES
Qualification	CS
Membership Number	4411
Date of Board Meeting in which appointed	10-11-2020
Date of Issuance of Report to the company	31-12-2020



Voting results	
Record date	23-12-2020
Total number of shareholders on record date	2725
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	1
b) Public	24
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Adoption of the Audited Financial Statements for the Financial Year ended on 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon.					
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
Promoter and Promoter Group	E-Voting	358346	259829	72.5079	259829	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		358346	259829	72.5079	259829	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4539734	26976	0.5942	26976	0	100	0
	Poll		398074	8.7686	398074	0	100	0
	Postal Ballot (if applicable)							
	Total		4539734	425050	9.3628	425050	0	100
Total		4898100	684879	13.9825	684879	0	100	0
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 Institutions	
Public - Non Institutions	



Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Reappointment of Mr. Ramesh Dooa (DIN: 01135440), Director of the Company who retires by rotation and being eligible offers himself for reappointment.					
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
Promoter and Promoter Group	E-Voting	358346	259829	72.5079	259829	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		358346	259829	72.5079	259829	0	100
Public Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4539754	26976	0.5942	26976	0	100	0
	Poll		398074	8.7686	398074	0	100	0
	Postal Ballot (if applicable)							
	Total		4539754	425050	9.3628	425050	0	100
Total		4898100	684879	13.9825	684879	0	100	0
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 Institutions	
Public - Non Institutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Ms. Chinar Rajkumar Jeithwani (DIN:07141393), 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 – 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
Promoter and Promoter Group	E-Voting	358346	259829	72.5079	259829	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		358346	259829	72.5079	259829	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4539754	26976	0.5942	26976	0	100	0
	Poll		398074	8.7686	398074	0	100	0
	Postal Ballot (if applicable)							
	Total		4539754	425050	9.3628	425050	0	100
Total		4898100	684879	13.9825	684879	0	100	0
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 Institutions	
Public - Non Institutions	



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment Mr. Bhanwarlal Sharma (DIN: 08552449) 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 – 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
Promoter and Promoter Group	E-Voting	358346	259829	72.5079	259829	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		358346	259829	72.5079	259829	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	4539754	26976	0.5942	26976	0	100	0
	Poll		398074	8.7686	398074	0	100	0
	Postal Ballot (if applicable)							
	Total		4539754	425050	9.3628	425050	0	100
Total		4898100	684879	13.9825	684879	0	100	0
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 Institutions	
Public - Non Institutions	





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
212, New Cloth Market,
O/S. Raipur Gate,
Ahmedabad – 380 002,
Gujarat, India.

Re: 24th Annual General Meeting (AGM) of Omkar Overseas Limited held on Wednesday, the 30th December, 2020 at 04:00 p.m. at 212, New Cloth Market, O/S Raipur Gate, Ahmedabad – 380002, Gujarat, India.

Dear Sir,

I, Umesh Ved, proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the 24th Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice to the 24th AGM of the Members of "Omkar Overseas Limited" (the Company) held on Wednesday, the 30th December, 2020 at 04:00 p.m. at 212, New Cloth Market, O/S Raipur Gate, Ahmedabad – 380002, Gujarat, India.

My responsibility as scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the vote cast "in favor" or "against" the resolution(s) based on the reports generated from the Remote e-voting system provided by the Central Depository Services Limited (the Agency/ service provider) and the Polling at the AGM.

I submit my report as under:

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



- iii. The shareholders of the Company holding shares as on the "cut-off" date 23rd December, 2020, were entitled to vote on the proposed resolutions as set out in item nos. 1 to 4 in the Notice of the AGM of Omkar Overseas Limited.
- iv. The facility provided for Remote E-Voting commenced from 9:00 A.M. on Sunday, the 27th December, 2020 and ended on 5:00 P.M. on Tuesday, the 29th December, 2020. The Remote E-voting facility was blocked thereafter.
- v. At the venue of the AGM, the facility to cast vote by poll was provided to facilitate those members present at the AGM who could not participate through Remote E-voting, to record their votes. After counting of the votes conducted at the venue of the AGM through Ballot, the votes casted through Remote E-voting were unblocked by me in the presence of two witnesses, namely, Ms. Shristi Rajpurohit and Ms. Pooja Soni who are not in employment of the company, They have signed below in confirmation of the votes being unblocked in their presence.



Shristi Rajpurohit



Pooja Soni

- vi. The voting done through Remote E-voting and Polling at the meeting were reconciled with the records maintained by the RTA and the authorizations/proxies lodged with the Company.
- vii. The result of the Remote e-voting as well as Polling at the AGM is as under:

- (1) **ORDINARY RESOLUTION** for Adoption of the Audited Financial Statements for the Financial Year ended on 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	06	286805	100.00%
Poll	23	398074	100.00%
Total	29	684879	100.00%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%



- (2) **ORDINARY RESOLUTION** for reappointment of Mr. Ramesh Deora (DIN: 01135440), Director of the Company who retires by rotation and being eligible offers himself for reappointment.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	06	286805	100.00%
Poll	23	398074	100.00%
Total	29	684879	100.00%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%

- (3) **SPECIAL RESOLUTION** for re-appointment of Ms. Chinari Rajkumar Jethwani (DIN:07141393), as an Independent Director of the Company.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	06	286805	100.00%
Poll	23	398074	100.00%
Total	29	684879	100.00%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%



- (4) **ORDINARY RESOLUTION** for appointment Mr. Bhanwarlal Sharma (DIN: 08552449) as an Independent Director of the Company.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	06	286805	100.00%
Poll	23	398074	100.00%
Total	29	684879	100.00%

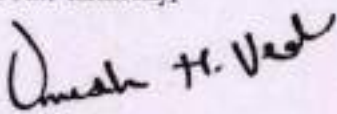
Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%

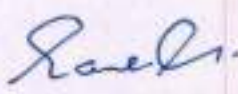
- viii. No Polling paper found invalid and no polling paper found abstained from Voting.
- ix. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
- x. The Electronic data and all other relevant records relating to Remote e-voting and Ballot/Poll Papers conducted at the AGM are under my safe custody and all will be handed over to the Director for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,

Yours faithfully,


 Umesh Ved
 Umesh Ved & Associates
 FCS No: 4411
 CP No: 2924
 UDIN: F004411B001781771




 Ramesh Deora
 Chairman of the Meeting

Date: 31/12/2020
 Place: Ahmedabad