



OMKAR OVERSEAS LTD.

(A Government recognised Export House)

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CIN: L51909GJ1994PLC023680

Date :

OOL/SE/2015/P23/
September 30th, 2015

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

Sub: Disclosure of Voting Results of AGM

Ref : Company Code: BSE: 531496

This has reference to voting results in respect of items of business as set out in the Notice of Annual General Meeting. Mr. Umesh Ved, PCS was appointed as Scrutinizer for scrutinizing the E- voting process and voting by use of ballot at the meeting.

Accordingly, resolutions as contained in the above mentioned notice are declared as duly passed by the members of the company with requisite majority.

Enclose please find herewith copy of Scrutinizer's report.

You are requested to kindly find the above in order and arrange to inform the members of exchange and public at large accordingly.

Thanking You,

Faithfully Yours,

FOR OMKAR OVERSEAS LIMITED

AUTHORIZED SIGNATORY

Encl: As Stated



UMESH VED & ASSOCIATES
Company Secretaries

304, Shoppers Plaza-V, Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009.
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Form No. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT FOR E-VOTING & BALLOT VOTING

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and the Companies
(Management and Administration) Rules, 2014 as amended]

To,
The Chairman
Omkar Overseas Limited
212, New Cloth Market,
O/S. Raipur Gate,
Raipur,
Ahmedabad,
Gujarat – 380002.

**Re: Nineteenth Annual General Meeting of Omkar Overseas Limited held on
Wednesday, the 30th September, 2015 at 04:00 p.m. at the registered office of
the company situated at 212, New Cloth Market, O/S. Raipur Gate, Raipur,
Ahmedabad - 380 002.**

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 E-Voting process ("remote e-voting") and voting by use of ballot at the meeting 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 19th AGM of the Members of "Omkar Overseas Limited" (the Company) to be held on Wednesday, the 30th September, 2015 at 04.00 P.M. at the registered office of the company situated at 212, New Cloth Market, O/S. Raipur Gate Raipur, Ahmedabad - 380 002.

My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the vote cast "in favour" or "against" the resolution(s) based on the reports generated from the Remote e-voting system provided by the Central Depository Services (India) Limited ("CDSL") (the Agency the Service Provider) and the Ballot forms at the end of the AGM.



I submit my report as under:

1. The Company has entered into an agreement with CDSL to provide e-voting facilities for voting through Electronic means to all the Members who were eligible to participate in the remote e-voting
2. The Shareholders holding shares as on the "cut off date, i.e. 23rd September, 2015 were entitled to vote on the proposed 4 (Four) resolutions (Item Number 1 to 4 of the Notice) as mentioned in the Notice of the Annual General Meeting of "Omkar Overseas Limited" dated 10th August, 2015.
3. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Saturday, the 26th September, 2015 and ended on 5.00 P.M. on Tuesday, the 29th September, 2015. The CDSL Remote E-voting facility was blocked thereafter.
4. The votes were unblocked on Wednesday, the 30th of September, 2015 around 6:30 P.M in the presence of two witnesses, namely, Mr. Rohit Periwal and Ms. Pankti Thakkar Shah, who are not in employment of the company.

They have signed below in confirmation of the votes being unblocked in their presence.


(Parshwa Shah)


(Pankti Thakkar)

5. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E-Voting website of Central Depository Services (India) Ltd. ("CDSL") (<https://www.evotingindia.co.in/>).
6. On Wednesday, 30th September, 2015 at the AGM proceedings, after the time fixed for closing of the Poll by the Chairman, the ballot box kept for polling was locked in my presence with due identification marks placed by me.
7. 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 Share Transfer Agents of the Company and the authorizations / proxies lodged with the Company.



The result of the Remote e-voting as well as Physical Ballot is as under:

Voting Pattern of Remote E-voting						
Particulars	Votes in favour of resolution	No. of Shares in favour	% of shares in favour	Votes against The resolution	No. of Shares Against	% of shares against
Ordinary Resolution for adoption of Audited financial statements for the year ended 31 st March, 2015 and the Reports of the Board of Directors and the Auditors thereon	5	378511	100%	Nil	Nil	Nil
Ordinary Resolution to ratify the appointment of M/s. Nahta Jain & Associates (Firm Registration No.106801W) Chartered Accountants, as statutory Auditors and to fix their remuneration.	5	378511	100%	Nil	Nil	Nil
Ordinary Resolution to appoint Ms. Chinara Rajkumar Jethwani (DIN: 07141393) as an Independent Director.	5	378511	100%	Nil	Nil	Nil
Special Resolution to adopt New sets of Article of Association of the company.	5	378511	100%	Nil	Nil	Nil

Voting Pattern of Physical Ballot						
Particulars	Votes in favour of resolution	No. of Shares in favour	% of shares in favour	Votes against The resolution	No. of Shares Against	% of shares against
Ordinary Resolution for adoption of Audited financial statements for the year ended 31 st March, 2015 and the Reports of the Board of Directors and the Auditors thereon	13	374052	100%	NIL	NIL	NIL



Ordinary Resolution to ratify the appointment of M/s. Nahta Jain & Associates (Firm Registration No.106801W) Chartered Accountants, as statutory Auditors and to fix their remuneration.	13	374052	100%	NIL	NIL	NIL
Ordinary Resolution to appoint Ms. Chinar Rajkumar Jethwani (DIN: 07141393) as an Independent Director.	13	374052	100%	NIL	NIL	NIL
Special Resolution to adopt New sets of Article of Association of the company.	13	374052	100%	NIL	NIL	NIL

Combined Summary						
Particulars	Votes in favour of resolution	No. of Shares in favour	% of shares in favour	Votes against The resolution	No. of Shares Against	% of shares against
Ordinary Resolution for adoption of Audited financial statements for the year ended 31 st March, 2015 and the Reports of the Board of Directors and the Auditors thereon	18	752563	100%	NIL	NIL	NIL
Ordinary Resolution to ratify the appointment of M/s. Nahta Jain & Associates (Firm Registration No.106801W) Chartered Accountants, as statutory Auditors and to fix their remuneration.	18	752563	100%	NIL	NIL	NIL
Ordinary Resolution to appoint Ms. Chinar Rajkumar Jethwani (DIN: 07141393) as an Independent Director.	18	752563	100%	NIL	NIL	NIL
Special Resolution to adopt New sets of Article of Association of the company.	18	752563	100%	NIL	NIL	NIL



8. The resolutions accordingly stand passed with requisite majority
9. The Electronic data and all other relevant records relating to remote e-voting is under my safe custody and all will be handled over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM..

Thanking You,

Yours faithfully,

Umesh H. Ved

Umesh Ved
FCS: 4411
CP : 2924



Date: 30th September, 2015
Place: Ahmedabad