

Sabnam House, Ground Floor,  
Plot No.A-15/16, Central Cross Road-B,  
MIDC, Andheri (E), Mumbai- 400 093  
T: 22 4063 5100, F: 22 4063 5199  
Email: info@omnitex.com  
CIN: L17100MH1987PLC042391



omnitex  
industries  
(india) Ltd.

Date: 1<sup>st</sup> October, 2020

To,  
The Manager  
Dept. of Corporate Services  
BSE Ltd.  
Rotunda Building, 1<sup>st</sup> Floor  
Dalal Street, Mumbai-400001.

Stock Code: 514324

ISIN: INE814D01010

Dear Sir/Madam,

**Sub: Consolidated report of the Scrutinizer and voting results of 34th Annual General Meeting of the Company**

The details of Voting results of the 34th Annual General Meeting of the Company was held on 30<sup>th</sup> September, 2020 at 10.00 A.M. IST in accordance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 enclosed as Annexure I alongwith report of scrutinizer dated 1st October, 2020 on poll report and Consolidated Report on remote e-voting and poll during the AGM enclosed as Annexure II.

This is for your information and record.

Yours sincerely,  
For Omnitex Industries (India) Limited

Narendra Dalmia  
Managing Director (Chairman of the meeting)  
DIN: 00071559



## OMNITEX INDUSTRIES (INDIA) LIMITED

AGM voting results in format under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements), 2015:

Sr. No	Description	Particulars
1	Date of AGM/EGM	Annual General Meeting - Wednesday, September 30, 2020
2	Total Number of Shareholders on Record (Cut-off) Date	As of Cut-off date i.e. September 23, 2020 is 1865
3	No. of shareholders present in the meeting either in person or through proxy	
	Promoters & Promoter Group	7 (including 2 proxies)
	Public	13 (Including 1 Proxy)
4	No. of Shareholders attended the meeting through Video Conferencing:	
	Promoters & Promoter Group	NA
	Public	NA





Sr. No.	Agenda	Resolution required (Ordinary/Special)	Mode of Voting	Remarks
1.	To receive, consider and adopt the Audited Financial Statement including Balance Sheet as at 31st March 2020, the statement of Profit and Loss for the financial year ended 31st March, 2020 together with Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-voting and poll voting during the AGM	Passed with requisite majority
2.	To Re-appoint Mr. Durgaprasad Subhash Sabnis (DIN: 06607953) as a Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote e-voting and poll voting during the AGM	Passed with requisite majority
3.	To appoint Mrs. Sonu Fernandes as an Independent Woman Director for a term of 5 (five) consecutive Years.	Ordinary	Remote e-voting and poll voting during the AGM	Passed with requisite majority

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**Resolution No. - 1**

Resolution required: (Ordinary / Special)			Ordinary - To receive, consider and adopt the Audited Financial Statement including Balance Sheet as at 31st March 2020, the statement of Profit and Loss for the financial year ended 31st March, 2020 together with Reports of the Board of Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	Total 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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	2682719	2681719	99.9627	2681719	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total	2682719	2681719	99.9627	2681719	0	100.0000	0.0000	0
Public Institutions	E-Voting	300	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total	300	0	0.0000	0	0	0.0000	0.0000	0
Public-Others	E-Voting	1521081	73837	4.8542	73636	201	99.7278	0.2722	0
	Poll		12572	0.8265	12572	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total	1521081	86409	5.6808	86208	201	99.7674	0.2326	0
<b>Total</b>		4204100	2768128	65.8435	2767927	201	99.9927	0.0073	0

Q



**Resolution No. - 2**

Resolution required: (Ordinary / Special)			<b>Ordinary</b> - To Re-appoint Mr. Durgaprasad Subhash Sabnis (DIN: 06607953) as a Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	Total 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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	2682719	2681719	99.9627	2681719	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total	2682719	2681719	99.9627	2681719	0	100.0000	0.0000	0
Public Institutions	E-Voting	300	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total	300	0	0.0000	0	0	0.0000	0.0000	0
Public- Others	E-Voting	1521081	73837	4.8542	72936	901	98.7797	1.2203	0
	Poll		12572	0.8265	12572	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total	1521081	86409	5.6808	85508	901	98.9573	1.0427	0
<b>Total</b>		4204100	2768128	65.8435	2767227	901	99.9675	0.0325	0



**Resolution No. - 3**

Resolution required: (Ordinary / Special)			<b>Ordinary</b> - To appoint Mrs. Sonu Fernandes (DIN: 08769215) as an Independent Woman Director for a term of 5 (five) consecutive Years.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	Total 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	Invalid Votes
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting	2682719	2681719	99.9627	2681719	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total	2682719	2681719	99.9627	2681719	0	100.0000	0.0000	0
Public Institutions	E-Voting	300	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total	300	0	0.0000	0	0	0.0000	0.0000	0
Public-Others	E-Voting	1521081	73837	4.8542	73136	701	99.0506	0.9494	0
	Poll		12572	0.8265	12572	0	100.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total	1521081	86409	5.6808	85708	701	99.1887	0.8113	0
<b>Total</b>		4204100	2768128	65.8435	2767427	701	99.9747	0.0253	0

*a*





**CONSOLIDATED SCRUTINIZER'S REPORT ON E-VOTING AND POLL**

[Pursuant to Section 108 and Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014 and Rule 20 (3) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To  
The Chairman  
34<sup>th</sup> Annual General Meeting of the Members  
of OMNITEX INDUSTRIES (INDIA) LIMITED  
held on 30<sup>th</sup> September, 2020 at 10.00 A.M. at  
'Sabnam House', Plot No. A 15 /16,  
Central Cross Road B, M.I.D.C.,  
Andheri (East), Mumbai-400093.

Dear Sir,

I, **Shiv Hari Jalan**, Practising Company Secretary and Proprietor of **Shivhari Jalan & Co.**, Practising Company Secretary, appointed as Scrutinizer by the Board of Directors of **Omnitex Industries (India) Limited**, ("the Company") for the purpose of scrutinizing the e-voting process (remote e-voting) under the provision of Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, as amended and poll process under the provision of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (LODR), on the resolution(s) set out in the Notice to the 34<sup>th</sup> Annual General Meeting of the Members of Omnitex Industries (India) Limited held on 30<sup>th</sup> September 2020 at 10.00 A.M. at 'Sabnam House', Plot No. A 15 /16, Central Cross Road B, M.I.D.C., Andheri (East), Mumbai-400093, submit my Report as under:

1. The management of the Company is responsible to ensure the compliance with the requirement of The Companies Act, 2013 and the Rules framed thereunder relating to Remote e-voting and voting through poll for the resolutions contained in the Notice of the company. My responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), authorised under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means and based on the Polling Papers received from the shareholders of the Company.
2. In accordance with the Notice of 34<sup>th</sup> Annual General Meeting sent to the Shareholders, the voting through electronic means / remote e-voting period remained open from September 27, 2020 (Sunday) at 09.00 AM (IST) and ends on September 29, 2020 (Tuesday) at 05.00 PM (IST).
3. The shareholders holding shares as on the "cut-off" date i.e. September 23, 2020 were entitled to vote through e-voting on the proposed resolution(s) as set out in the Notice of 34<sup>th</sup> Annual General Meeting sent to the Shareholders.

**Head Office:** 1055, Level 10, Hubtown Solaris, N.S.Phadke Marg, Andheri (East), Mumbai - 400069  
**Branch Office:** 104, Mahavir Building, 44/46, Kalbadevi Road, Mumbai - 400002

✉: [shivharijalan@shivharijalan.com](mailto:shivharijalan@shivharijalan.com), ☎: (022) 22075834, 22075835, 26836215, 9869035834





4. After the close of period for remote e-voting and before the start of Annual General Meeting, the details of members, such as their names, folio Nos, Number of shares held, who has casted votes through e-voting, were accessed from the e-voting website of CDSL (<https://www.evotingindia.com>) for the purpose of ensuring that members who have casted their votes through remote e-voting do not vote again at the 34<sup>th</sup> AGM.
5. 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.
6. The locked ballot box was subsequently opened in my presence and in presence of two witnesses who are not in the employment of the company. The witness's have signed below in confirmation of the Ballot Box being unlocked in their presence. The polling papers were reconciled with the records maintained by M/s Adroit Corporate Services Private Limited the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
7. The polling papers, which were incomplete and/or which were otherwise defective have been treated as invalid and kept separately.
8. The votes for remote e-voting process were unblocked on 30<sup>th</sup> September, 2020 in the presence of two witnesses who are not in the employment of the company. Thereafter, the details containing, inter alia list of equity shareholders, who voted "for" and "against" were downloaded from the e-voting website of CDSL (<https://www.evotingindia.com>).
9. The Consolidated result of Remote e-voting and the poll is as under as per annexure 1:

Place: Mumbai

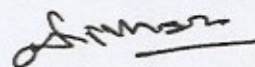
Date: 01.10.2020

UDIN: F005703B000836687

For Shiv Hari Jalan & Co.

Company Secretaries

FRN: S2016MH382700



(Shiv Hari Jalan)

Proprietor

FCS No: 5703

C.P.NO: 4226



FOR OMNITEX INDUSTRIES (INDIA) LIMITED

CHAIRMAN



**Combined Results (E-voting and poll)**

**Annexure 1**

**Ordinary Resolution: Item No. 1** - To receive, consider and adopt the Audited Financial Statement including Balance Sheet as at 31<sup>st</sup> March 2020, the statement of Profit and Loss for the financial year ended 31st March, 2020 together with Reports of the Board of Directors and Auditors thereon:

Particulars of Business	Total No. of Votes cast	Total No. of Valid Votes cast	Valid Votes in favour of the resolution			Valid Votes against the resolution			Invalid Votes	
			*Number of members voted	No's	%age	*Number of members voted	No's	%age	Number of members whose votes were declared invalid	No's
E-voting	2755556	2755556	28	2755355	99.9927	2	201	0.0073	0	0
Poll	12572	12572	7	12572	100.0000	0	0	0.0000	0	0
<b>Total</b>	<b>2768128</b>	<b>2768128</b>	<b>35</b>	<b>2767927</b>	<b>99.9927</b>	<b>2</b>	<b>201</b>	<b>0.0073</b>	<b>0</b>	<b>0</b>

**Ordinary Resolution: Item No. 2** - To Re-appoint Mr. Durgaprasad Subhash Sabnis (DIN: 06607953) as a Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.:

Particulars of Business	Total No. of Votes cast	Total No. of Valid Votes cast	Valid Votes in favour of the resolution			Valid Votes against the resolution			Invalid Votes	
			*Number of members voted	No's	%age	*Number of members voted	No's	%age	Number of members whose votes were declared invalid	No's
E-voting	2755556	2755556	26	2754655	99.9673	4	901	0.0327	0	0
Poll	12572	12572	7	12572	100.0000	0	0	0.0000	0	0
<b>Total</b>	<b>2768128</b>	<b>2768128</b>	<b>33</b>	<b>2767227</b>	<b>99.9675</b>	<b>4</b>	<b>901</b>	<b>0.0325</b>	<b>0</b>	<b>0</b>

0





**Ordinary Resolution: Item No. 3 – To appoint Mrs. Sonu Fernandes (DIN: 08769215) as an Independent Woman Director for a term of 5 (five) consecutive years:**

Particulars of Business	Total No. of Votes cast	Total No. of Valid Votes cast	Valid Votes in favour of the resolution			Valid Votes against the resolution			Invalid Votes	
			Number of members voted	No's	%age	Number of members voted	No's	%age	Number of members whose votes were declared invalid	No's
E-voting	2755556	2755556	27	2754855	99.9746	3	701	0.0254	0	0
Poll	12572	12572	7	12572	100.0000	0	0	0.0000	0	0
<b>Total</b>	<b>2768128</b>	<b>2768128</b>	<b>34</b>	<b>2767427</b>	<b>99.9747</b>	<b>3</b>	<b>701</b>	<b>0.0253</b>	<b>0</b>	<b>0</b>

\* Number of members voted are counted based upon their member ID.

*2*







**Shiv Hari Jalan & Co.**  
Company Secretaries

Shiv Hari Jalan  
B.Com, F.C.A; F.C.S

**FORM NO.MGT-13**  
**SCRUTINIZER'S REPORT**

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014)

To,  
The Chairman,  
34<sup>th</sup> Annual General Meeting of the Members  
of OMNITEX INDUSTRIES (INDIA) LIMITED  
held on 30<sup>th</sup> September, 2020 at 10.00 A.M. at  
'Sabnam House', Plot No. A 15 /16,  
Central Cross Road B, M.I.D.C.,  
Andheri (East), Mumbai-400093.

Dear Sir,

I, **Shiv Hari Jalan**, Practising Company Secretary and Proprietor of Shivhari Jalan & Co., Practising Company Secretary, appointed as Scrutinizer(s) by the Board of Directors of **Omnitex Industries (India) Limited** for the purpose of scrutinizing the poll process under the provision of Section 109 of the Act read with Rule 21 of the Companies (Management and administration) Rules, 2014, on the resolutions contained in the notice to the 34th Annual General Meeting of the members of the Company, held on 30<sup>th</sup> September 2020 at 10.00 A.M. at 'Sabnam House', Plot No. A 15 /16, Central Cross Road B, M.I.D.C., Andheri (East), Mumbai-400093, submit my report as under:

1. 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.
2. The locked ballot box was subsequently opened in my presence and in presence of two witnesses 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, M/s Adroit Corporate Services Private Limited, Mumbai and the authorizations/proxies lodged with the company.
3. The polling papers, which were incomplete and/or which were otherwise defective have been treated as invalid and kept separately.
4. The result of the poll is attached herewith as Annexure "A".
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.

Head Office: 1055, Level 10, Hubtown Solaris, N.S.Phadke Marg, Andheri (East), Mumbai - 400069  
Branch Office: 104, Mahavir Building, 44/46, Kalbadevi Road, Mumbai - 400002

✉ : shivharijalan@cs@gmail.com, ☎ : (022) 22075834, 22075835, 26836215, 9869035834



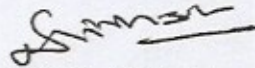


6. The Poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,

Place: Mumbai  
Date: 01.10.2020  
UDIN: F005703B000836687

For Shiv Hari Jalan & Co.  
Company Secretaries  
FRN: S2016MH382700

  
(Shiv Hari Jalan)  
Proprietor  
FCS No: 5703  
C.P.NO: 4226



For OMNITEX INDUSTRIES (INDIA) LIMITED



CHAIRMAN



Omnitex Industries (India) Limited - 34<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2020.

# RUSULTS OF POLL

Annexure-A

**Ordinary Resolution: Item No. 1** - To receive, consider and adopt the Audited Financial Statement including Balance Sheet as at 31<sup>st</sup> March 2020, the statement of Profit and Loss for the financial year ended 31<sup>st</sup> March, 2020 together with Reports of the Board of Directors and Auditors thereon:

Particulars		Number of members present and voting (in person or by proxy)	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	7	12572	100
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes	Total number of member (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	

**Ordinary Resolution: Item No. 2** - To Re-appoint Mr. Durgaprasad Subhash Sabnis (DIN: 06607953) as a Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment:

Particulars		Number of members present and voting (in person or by proxy)	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	7	12572	100
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes	Total number of member (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	

*[Handwritten signature]*





**Ordinary Resolution: Item No. 3** – To appoint Mrs. Sonu Fernandes (DIN: 08769215) as an Independent Woman Director for a term of 5 (five) consecutive years:

Particulars		Number of members present and voting (in person or by proxy)	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	7	12572	100
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes	Total number of member (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	

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