

GLOBALIZ LEGAL

attorney at law

FORM NO. MGT.13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,

Annual General Meeting of the members of **Omega Icehill Private Limited** Held on Friday, 27TH September 2024 at 03:00 P.M. (IST)

Dear Sir,

I, Manish Kumar Bansal, Managing Partner of Globiz Legal, Advocates having address 3FCS-08, 3rd Floor, Ansal Plaza, Vaishali, Ghaziabad (U.P.) 201010 appointed as Scrutinizer for the purpose of scrutinizing the poll taken on the below-mentioned resolution(s), at the Annual General Meeting (AGM) of Omega Icehill Private Limited, held on Friday, 27th September, 2024 through video conferencing at 03:00 P.M. (IST), submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting at the AGM by the shareholders on the resolution(s) set out in the Notice of the Annual General Meeting of the Company is the responsibility of the management.

My responsibility as Scrutinizer is to ensure that the voting process was conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the below-mentioned resolutions in paragraph no. 6 hereunder.

2. The Company held its AGM on Friday, 27th September, 2024 through video conferencing at 03:00 P.M. (IST) in accordance with the provisions of Companies Act, 2013 (the Act) read with the General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2021 dated December 08, 2021, General Circular No. 03/2022 dated 05.05.2022, General Circular No. 11/2022 dated 28.12.2022, and Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs.
3. The Company had sent Polling Form (in Form MGT-12) in accordance with the provisions of section 109 of the Act read with Rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014 by e-mail to all the members at their registered e-mail address and by registered post, in compliance of the provisions of Secretarial Standard (SS-2) Issued by the Institute of Company Secretaries of India, in order to exercise their votes on the resolution(s) mentioned in the Notice of the AGM.



HEAD OFF: 3FCS - 08 (3RD FLOOR),
ANSAL PLAZA, VAISHALI,
DELHI NCR - 201010 (INDIA)

CAMP OFF: 307 (3RD FLOOR),
79 - SHYAM LAL ROAD, DARYA GANJ,
NEW DELHI - 110002 (INDIA)

CAMP OFF: RADHESHYAM KUNJ,
NEAR RAILWAY CROSSING, RAMNAGAR ROAD,
KASHIPUR, U.S. NAGAR, UTTARAKHAND - 244713 (INDIA)

4. Total Polling Forms (14 Nos.) received by e-mail were downloaded from the Scrutinizer's/Company's mailbox and Polling Forms were diligently scrutinized. The Polling forms received were reconciled with the records maintained by the Company and the authorizations lodged with the Company. No Polling form was found invalid.
5. Then the summary of the votes cast in favour of and against each resolution was prepared.
6. The result of the voting poll is as under:

Resolution-1:

To receive, consider and adopt the Audited Financial Statement for the year ended 31st March, 2024 along with the report of the Board of Director's and Auditor's thereon.

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended March 31st, 2024, and report of the Board of Directors and the Auditor's Report thereon be and are hereby received, considered and adopted."

- (i) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast by them	% of Total number of valid votes cast
14	8173109	100

- (ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them	% of Total number of valid votes cast
NIL		

- (iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	

Hence, the resolution be treated as having been passed with the requisite majority. The chairman may declare the result accordingly.

Resolution-2:

To regularize of Mr. Mohit Kumar Jindal (DIN-00599846) from Additional Director to Director of the company.

“RESOLVED THAT pursuant to the provisions of Section 152 read with Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) Mr. Mohit Kumar Jindal (DIN: 00599846) who was appointed as an Additional Director at the meeting of the Board of Directors of the Company w.e.f. 14.06.2024 who ceases to hold office at the ensuing Annual General Meeting, be and is hereby appointed as a Director of the Company.”

(i) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
13	7671712	93.87

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
1	501397	6.13

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
	NIL

Hence, the resolution be treated as having been passed with the requisite majority. The chairman may declare the result accordingly.

Resolution-3:

To regularize of Mr. Harold Mulder (DIN-08242233) from Additional Director to Director of the company.

“RESOLVED THAT pursuant to the provisions of Section 152 read with Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) Mr. Harold Mulder (DIN:08242233) who was appointed as an Additional Director at the meeting of the Board of Directors of the Company w.e.f. 14.06.2024 who ceases to hold office at the ensuing Annual General Meeting, be and is hereby appointed as a Director of the Company.”

(j) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
14	8173109	100

(iv) Voted **against** the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
NIL		

(v) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	

Hence, the resolution be treated as having been passed with the requisite majority. The chairman may declare the result accordingly.

Resolution -4:

To revise and approve the remuneration of Mr. Abhishek Jindal (Associate director) for the Financial Year 2024-25.

“RESOLVED THAT pursuant to section 188 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 and the rules and regulations including the Rule 15 of the Companies (Meeting of Board and its Power) Rules, 2014 and other applicable provisions and rules thereto, members of the Company do hereby confirm and approve the increment of the remuneration payable to Mr. Abhishek Jindal, Associate Director of the Company from INR 48,54,108/- to INR 64,74,108/- per annum with retrospective effect from 1st April, 2024, who holds an office or place of profit in the Company on such grounds as specified in the explanatory statement annexed in this notice.”

(k) Voted **in favour** of the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
13	7671712	93.87

(vi) Voted **against** the resolution:

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
1	501397	6.13

(vii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
	NIL

Hence, the resolution be treated as having been passed with the requisite majority. The chairman may declare the result accordingly.

7. All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairman for safekeeping.

Thanking you,
Yours faithfully,
For **Globiz Legal**

Date: 27-09-2023
Place: Ghaziabad, NCR

(Manish Kumar Bansal)
(Advocate)
Scrutinizer