

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, 26th September 2025 at 03:00 P.M. (IST) through video conferencing.

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, 26th September 2025 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, 26th September, 2025 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, General 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 and latest Circular No. 09/2024 (19 September 2024) collectively referred to as 'MCA Circulars' 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.



4. Total Polling Forms (13 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, 2025 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, 2025, 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
13	7671712	100

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

Number of members voting	Number of votes cast by them	% of Total number of valid votes cast
NIL	NIL	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 re - appoint M/s. K.C. Khanna & Co., Chartered Accountants as Statutory Auditors for second term and to fix their remuneration to pass following

RESOLVED THAT pursuant to the provisions of Section 139(1), 142, and other applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and on receipt of written consent for appointment and certificate towards their eligibility for re-appointment, placed before the Board, M/s. K.C. Khanna & Co., Chartered Accountants (ICAI Firm Registration No: 000481N), be and are hereby approved and recommended to the Shareholders for re-appointed as the Statutory Auditors of the Company for a second term of five consecutive years, to hold office from the conclusion of the ensuing Annual General Meeting (w.e.f. Financial Year 2025- 26) until the conclusion of the Annual General Meeting' 2030 (till Financial Year 2029-30).

FURTHER RESOLVED THAT the remuneration payable to M/s. K.C. Khanna & Co., Statutory Auditors of the Company, for conducting the audit for the financial year 2025-2026, be and is hereby fixed at Rs. 7,50,000 (Rupees Seven Lakh fifty thousand only), exclusive of applicable taxes and reimbursement of out of pocket expenses, as recommended by the board of directors."

(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	100

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

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	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-3:

To approve the revision and enhancement in the remuneration of Mr. Mohit Kumar Jindal (Director & KMP) for the Financial Year 2025-2026 in his professional capacity

"RESOLVED THAT pursuant to the provisions of Section 188(1)(f) of the Companies Act, 2013, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, and all other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded to increase in the remuneration payable to Mr. Mohit Kumar Jindal, Director and Key Managerial Person (KMP) of the Company, who holds an office or place of profit in the Company, from INR 48,54,102/- (Rupees Forty-Eight Lakh Fifty -Four Thousand One Hundred Two only) per annum to INR 53,40,108/- (Rupees Fifty-Three Lakh Forty Thousand One Hundred Eight only) per annum in his professional capacity with retrospective effect from 1st April, 2025 on such grounds and justification as specified in the explanatory statement annexed to this notice.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby severally authorized to take all necessary steps, do all such acts, deeds, and things, and file all necessary forms with the Registrar of Companies or any other regulatory authority as may be required to give effect to this resolution."

(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	100

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

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	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 -4:

To approve the revision and enhancement in the remuneration of Mr. Abhishek Jindal (Associate Director & KMP) for the Financial Year 2025-2026 in his professional capacity

"RESOLVED THAT pursuant to the provisions of Section 188(1)(f) of the Companies Act, 2013, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, and all other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded to increase in the remuneration in professional capacity payable to Mr. Abhishek Jindal, Associate Director and Key Managerial Person (KMP) of the Company, who holds an office or place of profit in the Company, from INR 64,74,108/- (Rupees Sixty Four Lakh Seventy-Four Thousand One Hundred and eight only) per annum to INR 69,60,108/- (Rupees Sixty-nine lakh, sixty thousand, one hundred and eight only) per annum with retrospective effect from 1st April, 2025 on such grounds and justification as specified in the explanatory statement annexed to this notice.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby severally authorized to take all necessary steps, do all such acts, deeds, and things, and file all necessary forms with the Registrar of Companies or any other regulatory authority as may be required to give effect to this resolution."

(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	100

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

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	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 -5:

To approve the revision and enhancement in the remuneration of Mr. Saurabh Jindal (Associate Director & KMP) for the Financial Year 2025-2026 in his professional capacity

"RESOLVED THAT pursuant to the provisions of Section 188(1)(f) of the Companies Act, 2013, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, and all other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded to increase the remuneration in professional capacity payable to Mr. Saurabh Jindal, Associate Director and Key Managerial Person (KMP) of the Company, who holds an office or place of profit in the Company, from INR 45,80,611/- (Forty-Five lakh, eighty thousand, six hundred and eleven only) per annum to INR 53,40,091/- (Fifty-three lakh, forty thousand, and ninety- one only) per annum, per annum, with retrospective effect from 1st April, 2025, on such grounds and justification as specified in the explanatory statement annexed to this notice.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby severally authorized to take all necessary steps, do all such acts, deeds, and things, and file all necessary forms with the Registrar of Companies or any other regulatory authority as may be required to give effect to this resolution."

(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	100

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

Number of members voting	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	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 -6:

To approve related party transaction to be entered by the company for the financial year 2025-26.

RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), consent of the shareholders be and is hereby accorded to enter into an agreement(s)/contract(s)/ transaction(s) with its related parties such terms and conditions as specified in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT any Director of the Company and/or Company Secretary be and are hereby severally authorized to take such steps and to do all such acts, deeds, matters, things and forms as may be required to give effect to the foregoing resolution."

(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	100

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

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



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.

Date: 27-09-2025
Place: Ghaziabad, NCR



Thanking you,
Yours faithfully,
For Globiz Legal

MANISH
KUMAR
BANSAL

Digitally signed by
MANISH KUMAR
BANSAL
Date: 2025.09.27
19:27:59 +05'30'

(Manish Kumar Bansal)
(Advocate)
Scrutinizer