

Ref. No. - OIL/CO/SE/2023-24/51

September 23, 2023

Listing Department
BSE Limited,
Floor 25, P J Towers,
Dalal Street,
Mumbai- 400 001

Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, C-1 Block G
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Scrip Code: 530135

Symbol: OPTIEMUS

Sub: Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s),

In furtherance to the proceedings of 30th Annual General Meeting ('AGM') of the Company held on Friday, September 22, 2023 at 11:00 a.m. through Video Conferencing/Other Audio Visual Means, submitted by the Company, please find enclosed herewith the following:

1. Voting Results pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Combined Scrutinizer's Report on remove e-voting & e-voting at AGM pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014

Kindly note that all the resolutions as set out in the Notice of 30th Annual General Meeting stand passed with requisite majority.

You are requested to take note of the same on your records.

Thanking You,

Yours Faithfully,
For Optiemus Infracom Limited

Vikas Chandra
Company Secretary & Compliance Officer

Enclosure: As above

OPTIEMUS INFRACOM LIMITED

CIN : L64200DL1993PLC054086

Reg. Office: K-20, 2nd Floor, Lajpat Nagar-II, New Delhi-110024

P.: 011-29840906-907 | Fax: 011-29840908 | www.optiemus.com

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General information about company

Scrip code	530135
NSE Symbol	OPTIEMUS
MSEI Symbol	NOTLISTED
ISIN	INE350C01017
Name of the company	Optiemus Infracom Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	22-09-2023
Start time of the meeting	11:08 AM
End time of the meeting	11:38 AM

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Scrutinizer Details

Name of the Scrutinizer	INE350C01017
Firms Name	S.K. BATRA & ASSOCIATES
Qualification	CS
Membership Number	F7714
Date of Board Meeting in which appointed	12-08-2023
Date of Issuance of Report to the company	22-09-2023

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Voting results	
Record date	15-09-2023
Total number of shareholders on record date	21680
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	6
b) Public	48
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	Add Notes

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of 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	64300541	64300541	100.0000	64300541	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		64300541	64300541	100.0000	64300541	0	100.0000
Public- Institutions	E-Voting	22115	21154	95.6545	21154	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		22115	21154	95.6545	21154	0	100.0000
Public- Non Institutions	E-Voting	21534535	5378931	24.9782	5373813	5118	99.9049	0.0951
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21534535	5378931	24.9782	5373813	5118	99.9049
Total		85857191	69700626	81.1820	69695508	5118	99.9927	0.0073
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Mr. Ashok Gupta (DIN: 00277434) who retires by rotation and being eligible, offers himself for re-appointment				
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	64300541	58545647	91.0500	58545647	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		64300541	58545647	91.0500	58545647	0	100.0000
Public- Institutions	E-Voting	22115	21154	95.6545	21154	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		22115	21154	95.6545	21154	0	100.0000
Public- Non Institutions	E-Voting	21534535	5378931	24.9782	5372913	6018	99.8881	0.1119
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		21534535	5378931	24.9782	5372913	6018	99.8881
Total		85857191	63945732	74.4792	63939714	6018	99.9906	0.0094
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



S. K. BATRA & ASSOCIATES

Company Secretaries

IBBI Registered Valuer

Ph. 09873428930, 011-47532430

Email: skbatrapcs@gmail.com, info@skbatra.com

To
The Chairman
Optiemus Infracom Limited
K-20, 2nd Floor, Lajpat Nagar-II,
New Delhi-110024

Subject: Consolidated Scrutinizer's Report on Remote E-voting conducted pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and E-voting at the 30th Annual General Meeting of Optiemus Infracom Limited held on Friday, 22nd September, 2023 through VC / OAVM

Dear Sir,

We express our gratitude for being appointed as the Scrutinizer for the remote e-voting process and voting by the members during the 30th Annual General Meeting ("AGM") of your esteemed Company held on Friday, 22nd September, 2023, through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM").

Further, our role as the Scrutinizer encompassed overseeing and ensuring the fairness and transparency of the entire e-voting procedure and member voting process. The main objective was to uphold the principles of integrity and accuracy, maintaining the highest standards of corporate governance.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Thanking you

Yours Sincerely
For S.K. Batra & Associates

Sumit
Kumar

Digitally signed
by Sumit Kumar
Date: 2023.09.22
16:34:53 +05'30'

SUMIT KUMAR
SCRUTINIZER
C. P. NO. 8072
UDIN: F007714E001060568
Peer Reviewed Unit UIN- S2008DE794900

Date: 22nd September, 2023
Place: New Delhi

**SCRUTINIZER'S REPORT ON REMOTE E-VOTING & E-VOTING
DURING THE AGM OF OPTIEMUS INFRACOM LIMITED**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20
of the Companies (Management and Administration) Rules, 2014]*

Name of the Company	Optiemus Infracom Limited
Meeting	30th Annual General Meeting
Day, Date & Time	Friday, 22nd September, 2023 at 11:00 A.M.
Deemed Venue	Registered Office of the Company situated at K-20, 2nd Floor, Lajpat Nagar-II, New Delhi-110024
Mode	Video Conferencing (VC) / Other Audio Visual Means (OAVM)

1. Appointment as Scrutinizer

I, Sumit Kumar, proprietor of S.K. Batra & Associates, Practicing Company Secretary was appointed as a Scrutinizer by the Board of Directors of Optiemus Infracom Limited (hereinafter referred to as the "Company") at their meeting held on 12th August, 2023, for the purpose of scrutinizing remote e-voting process and e-voting as per Section 108 of the Companies Act, 2013 on resolution(s) set forth in the Notice of 30th Annual General Meeting of the Company dated 12th August, 2023, (hereinafter referred to as the "AGM Notice"). Our responsibility as a scrutinizer was to ensure that voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

- 2.1** Pursuant to Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 respectively, followed by Circular Nos. 10/2022 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 issued by Securities & Exchange Board of India ("SEBI Circular") for holding the AGM of the members through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), the advertisements were published in Financial Express, English (All Editions) and Jansatta, Hindi (Delhi Edition) Newspaper(s) on 24th August, 2023 specifying the date and time of the AGM, availability of the Notice of the AGM along with the Annual Report 2022-2023 on the Company's website, website of the Stock Exchanges i.e. BSE Limited ("BSE") & National Stock Exchange of India Limited ("NSE") and on the website of CDSL, manner of registration of e-mail IDs by the members (both physical and demat) who are yet to register their e-mail IDs with the Company / Depository Participants, manner of voting through remote e-voting or e-voting system at the AGM etc.
- 2.2** The AGM Notice dated 12th August, 2023, along with the Annual Report 2022-2023 has been hosted on the website of the Company at www.optiemus.com under Investor Relations Section, on the website of the Stock Exchanges i.e. BSE and NSE at www.bseindia.com and www.nseindia.com respectively, and on the website of CDSL at www.evotingindia.com.
- 2.3** The Company informed that the AGM Notice along with the Annual Report 2022-2023 of the Company was sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/RTA/Depositories as on cut-off date i.e 18th August, 2023.

3. Cut-off Date

Voting Rights with respect to the agenda items were reckoned as on Friday, 15th September, 2023, being the cut-off date for the purpose of deciding the entitlement of the members for remote e-voting and e-voting during the AGM.

4. Remote e-voting Process

4.1 Agency

The Company engaged Central Depository Services (India) Limited ("CDSL") as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the Shareholders electronically on all the items of business (ordinary business) sought to be transacted at the 30th AGM of the Company, which was held on Friday, 22nd September, 2023. CDSL had set up e-voting facility on their website at www.evotingindia.com.

4.2 Remote e-voting period

The e-voting facility was kept open from Tuesday, 19th September, 2023 (9:00 A.M. IST) to Thursday, 21st September, 2023 (5:00 P.M. IST) and members were required to cast their votes electronically conveying their assent or dissent in respect of resolutions on the remote e-voting platform provided by CDSL.

5. Voting at the AGM

- 5.1 This AGM was being held pursuant to the MCA Circulars and SEBI Circular through VC/OAVM, hence physical attendance of Members had been dispensed with. Accordingly, the facility for appointment of proxies by the Members was also not available for this AGM.
- 5.2 Members attending the AGM through VC / OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 5.3 In line with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the AGM, the Scrutinizer had access after the closure of the period of remote e-voting and before the start of AGM, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/ folios, number of shares held but not the manner in which they have voted.

6. Counting Process

6.1 At the end of the voting period on 21st September, 2023 at 5:00 P.M. (IST), the Voting Portal of the service provider was blocked forthwith. On 22nd September, 2023 after the completion of the AGM, I unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e-voting platform and downloaded the results for scrutiny in the presence of two witnesses, who were not in the employment of the Company.

6.2 Particulars of all votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.

7. Result

On the basis of scrutiny & review of remote e-voting and votes tendered therein based on the data downloaded from the e-voting website, the consolidated results with respect to the agenda items as set out in the Notice of 30th AGM dated 12th August, 2023 are enclosed herewith.

CONSOLIDATED RESULTS:

AGENDA ITEM NO.: 1 – ORDINARY BUSINESS BY ORDINARY RESOLUTION

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 and the Reports of Board of Directors and Auditors thereon.

Particulars	Remote e-voting		E-Voting at the AGM		Total		Percentage
	Number of Members	Votes	Number of Members	Votes	Number of Members	Votes	%
Assent	87	69694046	3	1462	90	69695508	99.99
Dissent	13	3318	3	1800	16	5118	0.01
Total	100	69697364	6	3262	106	69700626	100

AGENDA ITEM NO.: 2 – ORDINARY BUSINESS BY ORDINARY RESOLUTION

To appoint a Director in place of Mr. Ashok Gupta (DIN: 00277434), who retires by rotation, and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		E-Voting at the AGM		Total		Percentage
	Number of Members	Votes	Number of Members	Votes	Number of Members	Votes	%
Assent	*84	*63938252	3	1462	87	63939714	99.99
Dissent	15	4218	3	1800	18	6018	0.01
Total	99	63942470	6	3262	105	63945732	100

Note: The Votes cast by Mr. Ashok Gupta has been excluded as Item No. 2 is relating to his own appointment.

Based on the aforesaid results, we report that all the resolutions as set out in Item Nos. 1 & 2 in the Notice of 30th AGM dated 22nd August, 2023 have been passed with the requisite majority.

I hereby confirm that I have maintained the electronic voting data downloaded/ made available by the Service Provider, in respect of the votes cast through Remote e-voting and E-voting done by the members of the Company at the Annual General Meeting. All relevant records shall remain in my safe custody until the Chairman considers, approves and signs the minutes in this regard and thereafter, it will be handed to the Company Secretary of the Company or such other person who is authorized by the Board or by the Chairman of the meeting.

Thanking you,

**Yours Sincerely
For S.K. Batra & Associates**

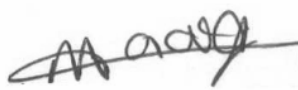
Counter Signed by

ASHOK Digitally signed
by ASHOK GUPTA
GUPTA Date: 2023.09.22
16:44:12 +05'30'

Sumit Digitally signed
by Sumit Kumar
Kumar Date:
2023.09.22
16:35:31 +05'30'

**SUMIT KUMAR
SCRUTINIZER
C. P. No. 8072
UDIN : F007714E001060568
Peer Reviewed Unit UIN- S2008DE794900**

.....
**Chairman of AGM of
Optimus Infracom Limited**


Witness 1: Mayank


Witness 2: Garima Chugh

**Place : New Delhi
Date : 22nd September, 2023**