

Ref. No. - OIL/CO/SE/2022-23/44

August 29, 2022

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: Outcome of Board Meeting held on 29th August, 2022

Dear Sir(s),

With reference to the captioned subject, this is to inform you that the Board of Directors at its meeting held today, the 29th Day of August, 2022, has considered and approved the following:

1. Re-appointment of Whole-Time Director

Upon the recommendation of Nomination and Remuneration Committee, the Board of Directors has approved the re-appointment of Mr. Ashok Gupta as Whole-Time Director (designed as Executive Chairman) of the Company for a further period of 3 (Three) years commencing from 1st April , 2023 to 31st March , 2026, subject to the approval of shareholders at the ensuing Annual General Meeting.

Further, he is not debarred from holding the office of director by virtue of any SEBI order or any other such authorities.

The detail as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 is enclosed herewith as Annexure-I.

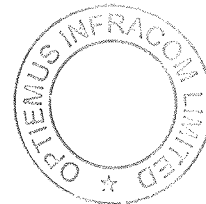
2. Resignation of Director

Mrs. Renu Gupta (DIN: 00030849) has tendered her resignation from the position of Non-Executive Director of the Company with effect from the closure of business hours of 29th August, 2022 due to her pre-occupation and commitments. The Board considered and took note of the same.

The detail as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 is enclosed herewith as Annexure-I.

3. Re-appointment of Statutory Auditors

Upon the recommendation of Audit Committee, the Board of Directors has approved the re-appointment of M/s. Mukesh Raj & Co., Chartered Accountants, (Firm Registration No. 016693N) as the Statutory Auditors of the Company for a further term of 5 (Five) years i.e. from the conclusion of 29th Annual General Meeting till the conclusion of 34th Annual General Meeting to be held in the year 2027, subject to the approval of shareholders at the ensuing Annual General Meeting.



OPTIEMUS INFRACOM LIMITED

CIN : L64200DL1993PLC054086

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

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The detail as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 is enclosed herewith as **Annexure-II**.

4. Amendment in Memorandum of Association

The Board of Directors has accorded its approval for inserting of following new sub-clause numbered as sub-clause 9 in Clause III (A) of the existing Memorandum of Association dealing with the main objects of the Company, subject to the approval of shareholders at the ensuing Annual general Meeting:

"9. To carry on the business of buying, selling, reselling, import, export, transporting, storing, developing, promoting, marketing or supplying, trading, dealing in any manner whatsoever in all type of goods including but not limited to, hearable, wearable, advance licensing, telecom equipment etc. on retail as well as on wholesale basis in India or elsewhere."

5. Amendment in Optiemus Employee Stock Option Scheme – 2016

Upon the recommendation of Nomination and Remuneration Committee, the Board of Directors has accorded its approval for:

- a) amendment in Optiemus Employee Stock Option Scheme – 2016 for inclusion of grant of stock options to the employees of Group Company including associate company, in India or outside India, of the company;
- b) increase in exercise period under Optiemus Employee Stock Option Scheme – 2016 by 30 (Thirty) days and thus, making the total exercise period of 60 (Sixty) days from the date of respective vesting for all the future grants of options to be made, under the Scheme.

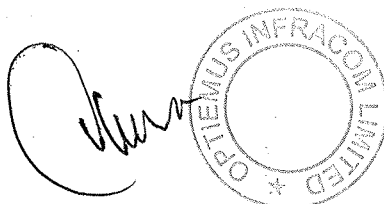
and recommended the same for the approval of shareholders at the ensuing Annual general Meeting.

6. Schedule of 29th Annual General Meeting

The 29th Annual General Meeting of the members of the Company will be held on Thursday, the 29th Day of September, 2022 at 11.00 A.M. through Video Conferencing / Other Audio Visual Means (VC/OAVM).

7. Book Closure

Pursuant to Section 91 of the Companies Act, 2013 read with rules made thereunder and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements), 2015, this is to inform that the Register of Members and Share Transfer Books of the Company will remain closed from Friday, 23rd September, 2022 to Thursday, 29th September, 2022 (both days inclusive) for taking record of the Members of the Company for the purpose of 29th Annual General Meeting of the Company to be held on Thursday, 29th September, 2022.

The image shows a handwritten signature in black ink on the left, followed by a circular stamp on the right. The stamp contains the text "OPTIEMUS INFRACOM LIMITED" around the perimeter and a small star symbol at the bottom.

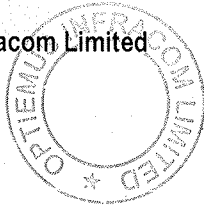
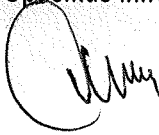
The meeting of Board of Directors commenced at 3:00 P.M. and concluded at 05:45 P.M.

Kindly take the same on your records.

Thanking You,

Yours truly,

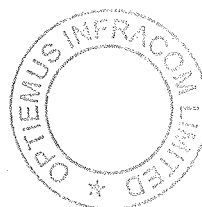
For Optiemus Infracom Limited



Vikas Chandra
Company Secretary & Compliance Officer

Annexure-I

S. No.	Particulars	Details	
	Name of Director	Mr. Ashok Gupta (Whole time Director)	Mrs. Renu Gupta (Non-Executive Non Independent Director)
1.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment The present term of Mr. Ashok Gupta as Whole-time Director (designated as Executive Chairman) of the Company will be expiring on 31 st March, 2023. The Board has been re-appointed him as Whole -time Director (designated as Executive Chairman) of the Company for a further term of 3 (three) years commencing from 1 st April , 2023 up to 31 st March, 2026, subject to the approval of Shareholders.	Cessation Mrs. Renu Gupta (DIN: 00030849) has tendered her resignation from the position of Non-Executive Director of the Company with effect from the closure of business hours of 29 th August, 2022 due to her pre-occupation and commitments.
2.	Date of appointment/cessation & term of appointment	Mr. Ashok Gupta has been re-appointed for a term of 3 (Three) years commencing from 1 st April , 2023 up to 31 st March, 2026	Mrs. Renu Gupta will resign from the closure of business hours of 29 th August, 2022
3.	Brief Profile (in case of appointment)	Mr. Ashok Gupta is a Whole-time Director (designative Chairman) of the Company. He is a Graduate. He has been on the Board of Directors of the Company since 2009. Mr. Ashok Gupta is responsible for overall operations of the Company. He is having a huge & knowledgeable experience of 42 years in the business activities in Telecom Industry, Construction, Import of Mobile Handset and Accessories. Mr. Ashok Gupta has the excellent quality of entrepreneurship as well as involvement in top managerial related assignments. He has promoted various companies in the field of Communication, Telecom, Construction and Allied Industries.	Not Applicable
4.	Inter-se relationships between Directors (in case of appointment of a Director)	Mr. Ashok Gupta is father of Mr. Neetesh Gupta, Non-Executive Director of the Company. No relationship exist with any other Directors/KMP.	Not Applicable



Annexure-II

S. No.	Particulars	Details
1.	Reason for change	<p>M/s. Mukesh Raj & Co., Chartered Accountants (Firm Registration No. 016693N), was appointed as the Statutory Auditors of the Company at the 24th (Twenty Forth) Annual General Meeting ("AGM") of the Company for a term of 5 (five) years i.e. up to the conclusion of the ensuing 29th (Twenty Ninth) AGM of the Company. His first term of office is valid upto the ensuing 29th AGM.</p> <p>Therefore, based upon the recommendation of Audit Committee, the Board of Directors has approved and recommended the re-appointment of M/s. Mukesh Raj & Co., Chartered Accountants (Firm Registration No. 016693N) as the Statutory Auditors of the Company for a second term of 5 (five) consecutive years, i.e., from the conclusion of 29th (Twenty Ninth) AGM till the conclusion of 34th (Thirty Fourth) AGM of the Company to be held in year 2027, subject to the approval of the Shareholders at the ensuing AGM of the Company.</p>
2.	Date of appointment & term of appointment	Term of 5 (five) years commencing from the conclusion of 29 th (Twenty Ninth) AGM till the conclusion of the 34 th (Thirty Fourth) AGM of the Company, to be held in year 2027
3.	Brief Profile	<p>M/s. Mukesh Raj & Co., Chartered Accountants (Firm Registration No. 016693N) is a professionally managed chartered accountancy firm operating from National Capital Region of Delhi, India from past 22 years (Since 1999). It's a full service accounting, audit and business advisory firm offering all kind of Audit & Assurance (Including, Statutory Audit, Internal Audit, Forensic Audit, Concurrent Audit, Tax Audit), Risk Advisory, Financial Services, Certified Quick Books Pro advisors, Indirect Tax, Direct Tax, Company Law, FEMA/RBI, Economic Zone and Accounting Services.</p> <p>The firm has been carrying out statutory audit of reputed Companies and has a good professional track-record.</p>

