

24<sup>th</sup> September, 2022

To,  
The Manager - Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051.

Reference: - Omfurn India Limited;  
NSE Code - OMFURN;  
ISIN: INE338Y01016.

Dear Sir/Madam,

**Sub: Summary of the Proceedings/Outcome and E-voting results along with the Consolidated report of the scrutinizer for 25<sup>th</sup> Annual General Meeting of Omfurn India Limited held on Saturday, 24<sup>th</sup> September, 2022.**

We hereby inform you that the 25<sup>th</sup> Annual General Meeting (AGM) of the members of Omfurn India Limited ("Company") was held on Saturday, 24<sup>th</sup> September, 2022 at 11.00 a.m through Video Conferencing (VC)/Other Audio Visual Means (OAVM) and all the business(es) mentioned in the AGM Notice dated 30<sup>th</sup> July, 2022 were transacted.

In this regard and as required under SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act, 2013, we submit the following:

1. Summary of the Proceedings for the 25<sup>th</sup> AGM pursuant to Regulation 30, Part A of Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015;
2. Voting Results for the 25<sup>th</sup> AGM pursuant to Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015;
3. Consolidated Report of the Scrutinizer on Remote E-Voting and electronic voting done at the AGM.

It may be noted that all the resolutions mentioned in the Notice of 25<sup>th</sup> AGM were approved by the members with requisite majority.

The meeting commenced at 11.00 a.m and concluded at 11.16 a.m

The Result along with the Scrutinizers report would be uploaded on the Company's website [www.omfurnindia.com](http://www.omfurnindia.com)

Kindly take the same on record and acknowledge the receipt.

Thanking You,

Yours' faithfully

For Omfurn India Limited



Dhara Pratik Shah  
Company Secretary



**SUMMARY OF THE PROCEEDINGS OF THE 25<sup>TH</sup> ANNUAL GENERAL MEETING PURSUANT TO REGULATION 30, PART A OF SCHEDULE III OF THE SEBI LISTING REGULATIONS.**

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 we wish to inform you about the proceedings of the 25<sup>th</sup> Annual General Meeting of the Company.

**DIRECTORS AND OTHERS IN ATTENDANCE THROUGH VIDEO CONFERENCE:**

NAME	DESIGNATION
Mr. Rajendra C Vishakarma	Chairman & Managing Director
Mr. Mahendra C Vishwakarma	Whole Time Director & CFO
Mr. Narendra C Vishwakarma	Director & CEO
Mr. Jayshankar A Chandira	Director
Mr. Parag Edwankar	Independent Director
Mr. Sudhir Shah	Independent Director
Ms. Geeta Shetty	Independent Director
Ms Dhara Pratik Shah	Company Secretary
Mr. Prashant S. Mehta	Secretarial Auditor
Mr. Chirag Mehta	Statutory Auditor

**QUORUM OF THE MEETING:**

Date of the Annual General Meeting	24 <sup>th</sup> September, 2022
Total number of shareholders on cut-off date i.e. 16 <sup>th</sup> September, 2022	166
No. of shareholders present in the meeting either in person or through	0
Promoters and promoter	proxy: 0
Public:	Group: 0
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and promoter	Group: 6
Public:	1

The 25<sup>th</sup> Annual General Meeting ('AGM') of the Members of Omfurn India Limited ('the Company') was held on Saturday, 24<sup>th</sup> September, 2022 at 11.00 A.M (IST) through video conferencing and other audio-visual means ('VC'). The meeting was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs ('MCA') and circulars issued by the Securities and Exchange Board of India ('SEBI') and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

The meeting commenced at 11.00 A.M (IST) and concluded at 11.16 A.M (IST).

Mrs. Dhara Pratik Shah, Company Secretary and Compliance officer welcomed all the shareholders to the 25<sup>th</sup> AGM and also introduced the Board to the members of the Company and then handed over the proceedings to the Chairman.



Mr. Rajendra C Vishwakarma, Chairman and Managing Director chaired the proceedings of the AGM. The Chairman informed that the AGM is being held through video conferencing in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. The requisite quorum being present, the Chairman called the meeting to order. The Chairman welcomed all shareholders, auditors and other invitees who joined over VC and delivered his speech. The Chairman informed that the Company had provided members the facility to cast their vote electronically, on all resolutions set forth in the Notice. It was further informed that there would be no voting by show of hands.

The following items of business, as per the Notice of AGM dated 30<sup>th</sup> July, 2022, were tabled at the meeting. Shareholders were provided a facility to ask questions or express their views through VC.

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 along with the Reports of the Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Narendra C Vishwakarma (DIN: 00103447), who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS:**

3. To appoint Mr. Jayshankar A. Chandira (DIN: 09490280) as Executive Director of the Company and to fix his Remuneration.

Then the Company Secretary informed the members that the combined results of voting will be placed within two working days on the website of the Company i.e [www.omfurnindia.com](http://www.omfurnindia.com) and also on the website of stock exchange i.e SME Emerge Platform of National Stock Exchange of India. There were no queries raised by the members at the meeting.

He thanked the members, Auditors, Board Members and the invitees for their participation in the meeting. He then concluded the AGM.

You are requested to take the same on record.

Thanking You

Yours' faithfully  
For Omfurn India Limited

*D.P.Shah*

Dhara Pratik Shah  
Company Secretary



Voting Results for the 25<sup>th</sup> AGM pursuant to Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015;

Resolution 1 : To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 along with the Reports of the Directors' and Auditors' thereon.								
Resolution required :(Ordinary / Special)			Ordinary Resolution					
Whether promoter/promoter group are interested in the agenda/resolution ?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	5000000	5000000	100.00	5000000	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL	5000000	5000000	100.00	5000000	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	1812000	264000	14.57	258000	6000	97.73	2.27
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL	1812000	264000	14.57	258000	6000	97.73	2.27
TOTAL		6812000	5264000	77.28	5258000	6000	99.89	0.11



**Resolution 2 :** To appoint a Director in place of Mr. Narendra C Vishwakarma (DIN: 00103447), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required :(Ordinary/ Special)      Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution ?      No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	5000000	5000000	100.00	5000000	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		5000000	5000000	100.00	5000000	0	100.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		0	0	0.00	0	0	0.00
Public-Non Institutions	E-VOTING	1812000	264000	14.57	258000	6000	97.73	2.27
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		1812000	264000	14.57	258000	6000	97.73
<b>TOTAL</b>		<b>6812000</b>	<b>5264000</b>	<b>77.28</b>	<b>5258000</b>	<b>6000</b>	<b>99.89</b>	<b>0.11</b>



**Resolution 3:** To appoint Mr. Jayshankar A. Chandira (DIN: 09490280) as Executive Director of the Company and to fix his Remuneration

Resolution required :(Ordinary/  
Special)

Special Resolution

Whether promoter/promoter group  
are interested in the  
agenda/resolution ?

NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	5000000	5000000	100.00	5000000	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	5000000	5000000	100.00	5000000	0	100.00	0.00
Public - Institutions	E-VOTING	0	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	0	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	1812000	264000	14.57	258000	6000	97.73	2.27
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	1812000	264000	14.57	258000	6000	97.73	2.27
<b>TOTAL</b>		<b>6812000</b>	<b>5264000</b>	<b>77.28</b>	<b>5258000</b>	<b>6000</b>	<b>99.89</b>	<b>0.11</b>





**P. MEHTA & ASSOCIATES**  
Practising Company Secretaries

FORM No. MGT-13

Consolidated Scrutinizer Report

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

NAME OF COMPANY	Omfurn India Limited.
MEETING	25 <sup>th</sup> Annual General Meeting.
DATE & TIME	September 24, 2022 AT 11:00 A.M.
VENUE	Video Conference ("VC") / Other Audio Visual Means ("OAVM") and deemed to be Registered Office of the Company.

To,  
Mr. Rajendra C Vishwakarma  
Chairman,  
Omfurn India Limited,  
109, Gundecha Industrial Complex,  
Akurli Road, Kandivali (East),  
Mumbai-400 101.



Dear Sir,

Sub: Consolidated Report on voting through Remote e-Voting and e-Voting at the 25<sup>th</sup> Annual General Meeting (AGM) of the Members of Omfurn India Limited ("the Company"), held on September 24, 2022, at 11:00 a.m. (IST) through VC / OAVM in terms of provisions of the Companies Act, 2013 (hereinafter the Act) read with the Rules issued thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, P. Mehta & Associates, Practising Company Secretaries, represented by Prashant S. Mehta, was appointed as Scrutiniser by the Board of the Directors of the Company at its meeting held on July 30, 2022, for the purpose of scrutinising the e-voting process (remote e-voting and e-voting at the AGM), conducted for the 25<sup>th</sup> Annual General Meeting held on Saturday, September 24, 2022, in a fair and transparent manner, hereby submit my report as under:

1. Pursuant to Sections 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of the Notice convening the 25<sup>th</sup> AGM of the Company and explanatory statement along with the procedure for remote e-Voting and e-Voting during the AGM were sent to the shareholders whose e-mail addresses were registered with the Company / Depository Participant(s) for communication purposes in compliance with the Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December

Scrutinizer's Report - 2022

- 14, 2021, May 5, 2022 read with the relevant Circulars issued by the Securities and Exchange Board of India, from time to time, and other applicable provisions of the SEBI (Listing Regulations and Disclosure Requirement) Regulation 2015 and Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India.
2. The Company completed dispatch of Notice along with explanatory statement on September 1, 2022, to those Members whose name(s) appeared on the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Monday, August 29, 2022.
  3. The voting right of the members was considered in proportion to the shares held by them as on the cut-off date i.e. Friday, September 16, 2022.
  4. The Members of the Company were given an option to vote electronically on Remote E-Voting system, provided by NSDL. The Remote E-voting period commenced on Wednesday, September 21, 2022, at 9.00 a.m. (IST) and ended on Friday, September 23, 2022, at 5:00 p.m. (IST).
  5. The Members who have not voted during the remote e-voting but were present in the AGM through VC / OAVM facility, were allowed to vote through e-voting system during the AGM.
  6. After the conclusion of the AGM on September 24, 2022 I have downloaded, scrutinised and counted the votes cast through remote e-Voting and e-voting at the AGM, for the purpose of this report.
  7. I have unblocked the electronic votes cast through remote e-voting and e-voting at the AGM in the presence of the witnesses not in employment of the Company from the e-voting website of NSDL.
  8. My responsibility as Scrutiniser for e-voting process (i.e. remote e-voting and e-voting at the Meeting) is restricted to only making a Scrutiniser's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the Agency authorized in accordance with the applicable Rules under the Act and engaged by the Company to provide the facility of remote e-voting and e-voting at the Meeting and attendant papers / documents furnished to me electronically by the Company and / or NSDL and/or Bigshare Services Private Limited for my verification.
  9. The consolidated results of the e-voting process i.e remote e-voting and voting at the AGM is as under:

The result of the voting is as under:





**ORDINARY BUSINESS:****Resolution No.1- Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 along with the Reports of the Directors' and Auditors' thereon.

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

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
11	52,58,000	99.89
<b>B. E-voting at the AGM</b>		
00	00	0.00
<b>C. Combined (A+B)</b>		
11	52,58,000	99.89

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

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
01	6,000	0.11
<b>B. E-voting at the AGM</b>		
00	00	0.00
<b>C. Combined (A+B)</b>		
01	6,000	0.11

**(iii) Invalid votes:**

Number of Members whose votes were invalid	Number of votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
00	00	--
<b>B. E-voting at the AGM</b>		
00	00	--
<b>C. Combined (A+B)</b>		
00	00	--



**Resolution No.2- Ordinary Resolution:**

Re-appointment of Mr. Narendra C. Vishwakarma, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
11	52,58,000	99.89
<b>B. E-voting at the AGM</b>		
00	00	0.00
<b>C. Combined (A+B)</b>		
11	52,58,000	99.89

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
01	6,000	0.11
<b>B. E-voting at the AGM</b>		
00	00	0.00
<b>C. Combined (A+B)</b>		
01	6,000	0.11

(iii) Invalid votes:

Number of Members whose votes were invalid	Number of votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
00	00	--
<b>B. E-voting at the AGM</b>		
00	00	--
<b>C. Combined (A+B)</b>		
00	00	--



**SPECIAL BUSINESS****Resolution No.3- Special Resolution:**

To appoint Mr. Jayshankar A. Chandira (DIN: 09490280) as Executive Director of the Company and to fix his Remuneration.

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

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
11	52,58,000	99.89
<b>B. E-voting at the AGM</b>		
00	00	0.00
<b>C. Combined (A+B)</b>		
11	52,58,000	99.89

## (ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
01	6,000	0.11
<b>B. E-voting at the AGM</b>		
00	00	0.00
<b>C. Combined (A+B)</b>		
01	6,000	0.11

## (iii) Invalid votes:

Number of Members whose votes were invalid	Number of votes cast by them	% of total number of valid votes cast
<b>A. Remote e-voting</b>		
00	00	---
<b>B. E-voting at the AGM</b>		
00	00	---
<b>C. Combined (A+B)</b>		
00	00	---




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A softcopy containing a list of equity shareholders who voted "FOR"/"AGAINST" for each resolution above relating to Remote E- Voting and E-Voting at the AGM & all other relevant records were handed over to Ms. Dhara Shah - Company Secretary of Omfurn India Limited authorized by the Board for safe keeping.

Based on the above results of voting, I report that all the above Three (3) resolutions have been passed by the Shareholders with the requisite majority.

Thanking You,  
Yours Faithfully,

  
Prashant S. Mehta  
Membership No: A5814  
COP: 17341


**PRASHANT S. MEHTA**  
COMPANY SECRETARY  
M. NO. 5814 CP. NO. 17341



Date: September 24, 2022.  
Place: Mumbai.

UDIN: A005814D001036681  
PR.No: 2354/2022

The Scrutiniser unblocked the votes from the e-voting system in our presence:

  
Alka Mehta  
Witness

  
Jayati Mehta  
Witness