

Ref. No. - OIL/CO/SE/2022-23/52

September 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: Proceedings / Outcome of 29th Annual General Meeting of Optiemus Infracom Limited held on Thursday, September 29, 2022

Dear Sir(s),

Pursuant to the provisions of Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the 29th Annual General Meeting of the Company held today i.e. on Thursday, September 29, 2022 at 11:00 A.M. through Video Conferencing/Other Audio Visual Means.

The Remote E-voting on all the Resolutions set out in the Notice of 29th Annual General Meeting was conducted during the e-voting period commencing from Monday, September 26, 2022 to Wednesday, September 28, 2022 and for those who did not cast their vote through remote e-voting, the facility to cast vote through e-voting during the AGM was also made available to the shareholders.

Kindly take the same on your records.

Thanking You,

Yours truly,
For Optiemus Infracom Limited

Vikas Chandra
Digitally signed
by Vikas Chandra
Date: 2022.09.29
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Vikas Chandra
Company Secretary & Compliance Officer

Encl: 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

PROCEEDINGS OF THE 29TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON THURSDAY, THE 29TH DAY OF SEPTEMBER, 2022 AT 11:00 A.M. THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS

The 29th Annual General Meeting ('AGM') of the Company was held on Thursday, the 29th day of September, 2022 at 11:00 A.M. through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'). Following Officials of the Company were present at the meeting:

1. Mr. Ashok Gupta, Executive Chairman
2. Mr. Gautam Kanjilal, Independent Director and Chairman of Audit Committee
3. Mr. Tejendra Pal Singh Josen, Independent Director, Chairman of Nomination & Remuneration Committee and Stakeholders Relationship Committee
4. Mr. Charan Singh Gupta, Independent Director
5. Mr. Naresh Kumar Jain, Independent Director
6. Ms. Ritu Goyal, Independent Director
7. Mr. Parveen Sharma, Chief Financial Officer
8. Mr. Vikas Chandra, Company Secretary & Compliance Officer
9. Mr. Mukesh Srivastava, Partner of M/s. Mukesh Raj & Co., Statutory Auditors Firm
10. Mr. Sumit Kumar, Proprietor of M/s. S.K. Batra & Associates, Secretarial Auditor and Scrutinizer

Total Number of Members attended the AGM through VC / OAVM: 58

Promoter and Promoter Group: 6

Public: 52

In terms of the circulars issued by Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI), the requirement of appointing proxies was not applicable, except for authorised representative of corporate shareholders.

Mr. Vikas Chandra, Company Secretary and Compliance Officer commenced the meeting by welcoming the Directors, Shareholders and other invitees who joined the AGM through VC/OAVM. He briefed the shareholders about certain important points regarding video conferencing. He introduced the directors on the Board and Auditors of the Company who were present at the meeting through VC/OAVM from their respective locations.

Thereafter, he requested the Chairman, Mr. Ashok Gupta to chair the meeting.

Mr. Ashok Gupta, Executive Chairman of the Company chaired the meeting and welcomed all the Shareholders, Directors and other invitees at the AGM. He informed the members that this AGM is being organized through VC/OAVM in compliance with the guidelines issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Upon confirmation of quorum, the Chairman called the meeting to order. With the consent of shareholders, the Annual Report including the Notice of AGM were taken as read.

The members were further informed regarding the qualifications made by Secretarial Auditors in his report and Managements' Reply thereof. With the permission of shareholders, the Auditors Report issued by the Statutory Auditors and Secretarial Auditors were also taken as read.

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**Vikas
Chandra**  Digitally signed
by Vikas Chandra
Date: 2022.09.29
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The Chairman delivered his formal speech on the performance and business outlook of the Company and thanked the Shareholders, directors and invitees for their active participation in the meeting and thereafter, handed over the proceedings to the Company Secretary.

The Company Secretary informed the members that pursuant to the provisions of Companies Act, 2013 and the SEBI Listing Regulations, the Company had provided the members the facility to cast vote electronically on all the 7 (Seven) resolutions as set out in the notice of AGM. Members who were present at the Annual General Meeting and had not cast their votes electronically through remote e-voting were provided an opportunity to cast their votes by e-voting during the AGM. The members were informed regarding the appointment of Mr. Sumit Kumar, Company Secretary in Practice & Proprietor of M/s. S.K. Batra & Associates as the Scrutinizer for scrutinizing the remote e-voting and e-voting at the Annual General Meeting.

Thereafter, the Company Secretary called the Members to express their views and raise queries. After giving sufficient time to the Members who wished to speak, the Chairman answered the queries raised by the Members.

The following business items as set out in the Notice of 29th AGM were placed before the members for their consideration and approval:

Ordinary Business:

1. Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2022 along with the reports of the Board of Directors & the Auditors thereon.
2. Re-appointment of Mr. Neetesh Gupta (DIN: 00030782) as Director, who retires by rotation, and being eligible, offered himself for re-appointment.
3. Re-appointment of M/s. Mukesh Raj & Co., Chartered Accountants (Firm Registration No. 016693N) as Statutory Auditors of the Company for a second term of 5 (Five) consecutive years.

Special Business:

4. Re-appointment of Mr. Ashok Gupta (DIN: 00277434) as a Whole Time Directors, designated as Executive Chairman of the Company.
5. Alteration of Object Clause of Memorandum of Association of the Company.
6. Approval for 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.
7. Approval for increase in exercise period under Optiemus Employee Stock Option Scheme-2016.

The members were informed that results of e-voting will be declared within 2 (Two) working days after considering the e-voting done today by members participating in this AGM and also the remote e-voting already done by certain members and the result declared along with the Scrutinizer's Report shall be placed on the Company's website www.optiemus.com and on the website of CDSL www.evotingindia.com immediately.

Thereafter, the Company Secretary gave vote of thanks to everyone participated in the meeting and declared the meeting closed at 11:52 A.M.

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by Vikas
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After the proceeding, the e-voting facility was kept open for further 15 minutes to enable the Members to cast their votes.

Yours truly,
For Optiemus Infracom Limited

Vikas Chandra
Digitally signed
by Vikas Chandra
Date: 2022.09.29
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Vikas Chandra
Company Secretary & Compliance Officer

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