



Ref: OK/BSE/2022-23/ 503

Dated: 25<sup>th</sup> March, 2023

BSE Limited,

Phiroze Jeejeebhoy Tower, Dalal Street,

Mumbai – 400001.

**Scrip Code: 526415**

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

Dear Sir,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to inform you that the resolutions proposed at the Extra Ordinary General Meeting of the Company held on Saturday, 25<sup>th</sup> March 2023, have been passed with the requisite majority.

Total Number of shareholders on cut-off date	10164
<b>No. of Shareholders present in the meeting either in person or through proxy:</b> Promoter and Promoter Group: Public:	Not Applicable
<b>No. of Shareholders present in the meeting through Video Conferencing:</b> Promoter and Promoter Group: Public:	3 36

The details of the voting results as per the resolutions are enclosed herewith the Scrutinizer's Report.

This is for your reference and record.

Yours faithfully,

**For OK Play India Limited**

MEENU  
GOSWAMI

Digitally signed by  
MEENU GOSWAMI  
Date: 2023.03.25  
17:55:21 +05'30'

**Company Secretary**

**OK PLAY INDIA LIMITED**

**Corporate Office:** 124, New Manglapuri, Mehrauli, New Delhi -110030 **Tel:** +91 11 4619000 **Fax:** +91 11 4619090  
**Registered Office & Works:** Plot No 17 & 18, Roz Ka Meo, Industrial Estate, Tehsil Nuh, District Mewat, Haryana-122103  
**Tel:** +91 124 2362335-36 **Fax:** +91 124 2362326 **CIN-L28219HR1988PLC030347**  
**Website:** www.okplay.in **Email:** info@okplay.in



**PUNEET KUMAR PANDEY**  
**Company Secretary**  
**R/o-C-4/216, Sector-6**  
**Rohini, New Delhi-110085**

### **SCRUTINIZER'S REPORT ON E-VOTING**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration), Rules 2014]

To,  
**The Chairman** of Extra Ordinary General Meeting of the Members of **"OK PLAY INDIA LIMITED"** held on 25<sup>th</sup> March, 2023 at 12:30 P.M. Indian Standard Time ("IST"), through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM")

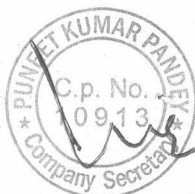
**Re: Scrutinizer's Report on voting through electronic means in term of section 108 of the Companies Act, 2013 read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014**

Dear Sir,

I, Puneet Kumar Pandey, Company Secretary in whole-time practice, was appointed as scrutinizer for the Extra Ordinary General Meeting of the Equity Shareholders of **"OK PLAY INDIA LIMITED"** held on Saturday, 25<sup>th</sup> March, 2023 at 12:30 P.M. Indian Standard Time ("IST"), through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM") for the purpose of scrutinizing the e-voting process in a fair and transparent manner ascertaining the requisite majority on e-voting carried out as per the provision of the Companies act, 2013 and Sub rule (xi) of Rule 20 of the Companies (Management and Administration) Rules 2014 on the resolutions referred to in this report.

#### **I submit my report as under:**

1. The E-voting period remained open from 9.00 A.M on Monday, the 22<sup>nd</sup> of March, 2023 upto 5.00 P.M. on Friday, the 24<sup>th</sup> March, 2023.
2. The Shareholder holding shares as on **"Cut off"** date, i.e. March 18<sup>th</sup>, 2023 were entitled to vote on the proposed 4 (Four Resolutions) as mentioned in notice of the Extra Ordinary General Meeting of **"OK PLAY INDIA LIMITED"** (Item No. 1 to 4 of notice of Extra Ordinary General Meeting of **OK PLAY INDIA LIMITED**).
3. Accordingly, the electronic votes cast were taken in to account and at the end of this voting period on 24<sup>th</sup> March, 2023 at 5:00 p.m., the <http://www.evotingindia.com/> portal was blocked for e-voting and again resumed for 15 minutes after the conclusion of EGM for those members who don't cast their votes during the e-voting period.
4. The votes were unblocked on Saturday, the 25<sup>th</sup> of March, 2023 at around 01:07 p.m. in the presence of two witnesses viz. Mr. Inder Mehta residing at 3029, Sant Nagar, Rani bagh, New Delhi-110034 and Mr. Baldev Garg residing at 3029, Sant Nagar, Rani bagh, New Delhi-110034 who are not in employment of the Company.





**PUNEET KUMAR PANDEY**  
**Company Secretary**  
**R/o-C-4/216, Sector-6**  
**Rohini, New Delhi-110085**

They have signed below in confirmation of votes being unblocked in their presence.

*gmds.*

(Inder Mehta)

*Baldev Garg*

(Baldev Garg)

5. Thereafter the details containing, inter-alia, list of Equity Shareholder, who have voted “for” and “against” were downloaded from E-voting Website of <http://www.evotingindia.com/> under the scrutinizer login page.

6. The result of the E-voting is as under:

**RESOLUTION 1:**

To receive, consider and adopt: **SPECIAL RESOLUTION**

**ISSUANCE OF 1,35,30,000 FULLY CONVERTIBLE EQUITY WARRANTS ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO PROMOTER, PROMOTER GROUP AND NONPROMOTER CATEGORY**

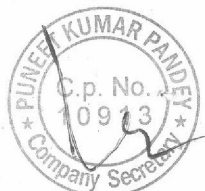
Particulars	Remote e-voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	47	649024	0	0	47	649024	99.99
Dissent	5	8	1	1	6	9	0.01
Invalid	5	6258357	0	0	5	6258357	
Total	57	6907390	1	1	58	6907390	100

**RESOLUTION 2:**

To receive, consider and adopt: **ORDINARY RESOLUTION**

**TO INCREASE AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION IN CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

Particulars	Remote e-voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	51	6907231	0	0	51	6907231	99.99
Dissent	5	8	1	1	6	9	0.001
Invalid	0	0	0	0	0	0	0
Total	56	6907239	1	1	57	6907240	100





**PUNEET KUMAR PANDEY**  
**Company Secretary**  
**R/o-C-4/216, Sector-6**  
**Rohini, New Delhi-110085**

**RESOLUTION 3:**

To receive, consider and adopt: **SPECIAL RESOLUTION**

**SALE AND TRANSFER OF TOY SEGMENT BUSINESS**

Particulars	Remote e-voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	48	682207	0	0	48	682207	99.99
Dissent	6	32	1	1	7	33	0.01
Invalid	2	6225000	0	0	2	6225000	
Total	56	6907239	1	1	57	6907240	100

**RESOLUTION 4:**

To receive, consider and adopt: **SPECIAL RESOLUTION**

**SALE AND TRANSFER OF AUTOMOTIVE COMPONENT BUSINESS**

Particulars	Remote e-voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	48	682181	0	0	48	682181	99.99
Dissent	6	58	1	1	7	59	0.01
Invalid	2	6225000	0	0	2	6225000	
Total	56	6907240	1	1	57	6907240	100







**PUNEET KUMAR PANDEY**  
**Company Secretary**  
**R/o-C-4/216, Sector-6**  
**Rohini, New Delhi-110085**

The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and sign the Minutes of the aforesaid Extra Ordinary General Meeting and the same shall be handed over to the Company for safe custody.

Thanking You  
Yours Faithfully



**Puneet Kumar Pandey**  
(Company Secretaries)  
ACS 29848  
CP No. 10913  
UDIN: A029848D003321554

**Place: New Delhi**  
**Date: 25.03.2023**



**PUNEET KUMAR PANDEY**  
**Company Secretary**  
**R/o-C-4/216, Sector-6**  
**Rohini, New Delhi-110085**

**COMBINED RESULT OF SCRUTINIZER ON E-VOTING**

To,

**The Chairman** of Extra Ordinary General Meeting of the Members of **“OK PLAY INDIA LIMITED”** held on 25th March, 2023 at 12:30 P.M. Indian Standard Time (“IST”), through Video Conferencing/ Other Audio-Visual Means (“VC/OAVM”)

I, Puneet Kumar Pandey, Company Secretary in Whole-time Practice was appointed as Scrutinizer to scrutinize the remote e- voting and e-voting at AGM under the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 (3) (xi) and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 at the Extra Ordinary General Meeting (EGM) of **“OK PLAY INDIA LIMITED”** held on Saturday, 25th March, 2023 at 12:30 P.M. Indian Standard Time (“IST”), through Video Conferencing/ Other Audio-Visual Means (“VC/OAVM”).

I, am scrutinizer have separately issued Scrutinizer’s Report dated 25th March, 2023 on electronic voting.

I am requested by the management to submit a combined report on the voting by the shareholder through electronic voting (e-voting). Accordingly, I am submitting herewith a combined report on result in respect of each resolution.

**RESOLUTION 1: SPECIAL RESOLUTION**

To receive, consider and adopt:

**ISSUANCE OF 1,35,30,000 FULLY CONVERTIBLE EQUITY WARRANTS ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO PROMOTER, PROMOTER GROUP AND NON PROMOTER CATEGORY**





**PUNEET KUMAR PANDEY**  
**Company Secretary**  
**R/o-C-4/216, Sector-6**  
**Rohini, New Delhi-110085**

Category	Mode of voting	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	11509462	0	0	0	--	0	--
	Poll		--	--	--	--	--	--
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	11509462	0	0	0	--	0	--
Public Institutional Holder	E-voting	41600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	41600	0	0	0	0	0	0
Public-other	E-voting	7657053	649033	8.4763%	649024	9	99.9986	0.0014
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	7657053	649033	8.4763%	649024	9	99.9986	0.0014
Total		19208115	649033	3.3790	649024	9	99.9986	0.00014

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	6236950
Public Institutions	0
Public - Non Institutions	21407





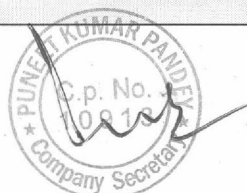
**PUNEET KUMAR PANDEY**  
**Company Secretary**  
**R/o-C-4/216, Sector-6**  
**Rohini, New Delhi-110085**

**RESOLUTION 2: ORDINARY RESOLUTION**

**TO INCREASE AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION IN CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

Category	Mode of voting	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)=[(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	11509462	6236950	54.1897%	6236950	--	100.00	--
	Poll		--	--	--	--	--	--
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	11509462	6236950	54.1897%	6236950	--	100	--
Public Institutional Holder	E-voting	41600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	41600	0	0	0	0	0	0
Public-other	E-voting	7657053	670290	8.7539	670281	9	99.999	0.001
	Poll		0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	7657053	670290	8.7539	670281	9	99.999	0.001
Total		19208115	6907240	35.9600	6907231	9	99.9999	0.0001

Details of Invalid Votes	
Category	No. of Votes





**PUNEET KUMAR PANDEY**  
**Company Secretary**  
**R/o-C-4/216, Sector-6**  
**Rohini, New Delhi-110085**

Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

### RESOLUTION 3: SPECIAL RESOLUTION

### SALE AND TRANSFER OF TOY SEGMENT BUSINESS

Category	Mode of voting	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3) = [(2)/(1)] *100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	11509462	11950	0.1038%	11950	--	100.00	--
	Poll		--	--	--	--	--	--
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	11509462	11950	0.1038%	11950	--	100.00	--
Public Institutional Holder	E-voting	41600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	41600	0	0	0	0	0	0
Public-other	E-voting	7657053	670290	8.7539	670257	33	99.995	0.005
	Poll		0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	7657053	670290	8.7539	670257	33	99.995	0.005
Total		19208115	682240	3.5518	682207	33	99.995	0.005
Details of Invalid Votes								
Category			No. of Votes					
Promoter and Promoter Group			6225000					





**PUNEET KUMAR PANDEY**  
**Company Secretary**  
**R/o-C-4/216, Sector-6**  
**Rohini, New Delhi-110085**

Public Institutions	0
Public - Non Institutions	0

#### RESOLUTION 4: SPECIAL RESOLUTION

#### SALE AND TRANSFER OF AUTOMOTIVE COMPONENT BUSINESS

Category	Mode of voting	No. of share held (1)	No of votes polled (2)	% of votes polled on outstanding shares(3)= [(2)/(1)]*100	No of Votes-in favour (4)	No. votes of Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	11509462	11950	0.1038%	11950	--	100.00	--
	Poll		--	--	--	--	--	--
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	11509462	11950	0.1038%	11950	--	100.00	--
Public Institutional Holder	E-voting	41600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	41600	0	0	0	0	0	0
Public-other	E-voting	7657053	670290	8.7539	670231	59	99.9912	0.0088
	Poll		0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total	7657053	670290	8.7539	670231	59	99.9912	0.0088
Total		19208115	682240	3.5518	682181	59	99.9914	0.0086





**PUNEET KUMAR PANDEY**  
**Company Secretary**  
**R/o-C-4/216, Sector-6**  
**Rohini, New Delhi-110085**

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	6225000
Public Institutions	0
Public - Non Institutions	0

Thanking You

Yours Faithfully



**Puneet Kumar Pandey**  
(Company Secretaries)

ACS 29848

CP No. 10913

UDIN: A029848D003321554

Date: 25.03.2023

Place: New Delhi

Countersigned and received the report

SIGNED BY CHAIRMAN