



Ref: OK/BSE/2025-26/ 055

Dated: 01st October, 2025

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 36th Annual General Meeting of the Company held on Tuesday, 30 September 2025, have been passed with the requisite majority.

Total Number of shareholders on cut-off date	37043
No. of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	Not Applicable
No. of Shareholders present in the meeting through Video Conferencing: Promoter and Promoter Group: Public:	5 48

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

This is for your reference and record.

Yours faithfully,

For OK Play India Limited

Company Secretary

OK PLAY INDIA LIMITED

Corporate office :124, New Manglapuri, Mehrauli, New Delhi-110030 **Tel :**+91 11 46190000 **Fax :**+91 11 46190090

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 in Practice

M. No-9999492771

Off- 3029, Sant Nagar, Rani Bagh, New Delhi-110034

CONSOLIDATED SCRUTINIZER REPORT FOR REMOTE E-VOTING & VOTING (ELECTRONICALLY)
[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 & 21 of
The Companies (Management and Administration) Rules, 2014]

To,

The Chairman

OK PLAY INDIA LIMITED

CIN: L28219HR1988PLC030347

Regd. Office: 17 ROZ KA MEO INDUSTRIAL ESTATE SOHNA, HARYANA, Haryana, India, 122103

Dear Sir,

I, Puneet Kumar Pandey, Practicing Company Secretary (M. No. 29848 and COP No. 10913), appointed as Scrutinizer by the Board of Directors of **OK PLAY INDIA LIMITED** ("the Company") under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), for the purpose of scrutinizing the e-voting process of remote e-voting which commenced on Saturday, September 27, 2025 at 9:00 A.M. (IST) and ended on Monday, September 29, 2025 at 5:00 P.M. (IST) and e-voting during the 36th Annual General Meeting ("AGM") held on Tuesday, September 30, 2025 at 01:00 P.M through video conferencing / other audio visual means ("VC/OAVM"), on the resolutions contained in the Notice dated September 5, 2025 ("AGM Notice").

The Ministry of Corporate Affairs, Government of India ("MCA") has vide its General Circular No. 9/2024 dated September 19, 2024, read with circular 20/2020 dated May 5, 2020, 17/2020 dated April 13, 2020 and 14/2020 dated April 8, 2020 (collectively referred to as "MCA Circulars"), allowing inter-alia, conducting of AGMs through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM") facility on or before September 30, 2025 in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular dated May 05, 2020. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 ("Listing Regulations"). In compliance with these Circulars, provisions of the Act and the Listing Regulations, the 36th AGM of the Company is being conducted through VC/ OAVM facility, without the physical presence of members at a common venue. The deemed venue for the 36th AGM shall be the Registered Office of the Company.

Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("Listing Regulations") relating to e-voting on the resolutions contained in the AGM Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.



Scrutinizer's Responsibility

Our responsibility as a scrutinizer for the voting process is restricted to make Consolidated Scrutinizer's Report of the votes casted "in favour" or "against" the resolutions stated in the AGM Notice, based on the scrutiny of the reports generated from the e-voting system (both remote e-voting and e-voting during the AGM) provided by National Securities Depositories Limited ("NSDL"), the authorized agency to provide e-voting facilities as appointed by the Company.

We submit our Report as under:

1. In compliance with the provisions of the Act, Listing Regulations and MCA Circulars and SEBI Circulars, the 36th Annual General Meeting of the Company was held on Tuesday, September 30, 2025 at 01:00 p.m through VC / OAVM.
2. The Company has availed the services of National Securities Depository Limited ("NSDL") for conducting AGM through VC/OAVM. Further, NSDL has also been engaged for facilitating e-voting to enable the members to cast their votes electronically using remote e-voting system or e-voting during the AGM on all items of the business/(es) transacted at the AGM of the Company.
3. The remote e-voting facility was commenced on Saturday, September 27, 2025 at 9:00 A.M. (IST) and ended on Monday, September 29, 2025 at 5:00 P.M. (IST) and e-voting during the AGM was also open for 15 minutes after conclusion of the meeting. Further, as per SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 Company enabled e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.
4. The cut-off date (Record date) for the purposes of identifying the Shareholders who were entitled to vote on the resolutions placed for the approval of the shareholders was September 23, 2025. As on the cut-off date, there were 37043 Shareholders of the Company.
5. Particulars of all votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.
6. For remote e-voting and e-voting by the members at the AGM, results were unblocked by us around 2:15 P.M. on September 30, 2025 in the presence of two witnesses who are not in the employment of the Company, on the NSDL e-voting platform and the voting summary statement was downloaded from NSDL pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015. After unblocking the votes cast, the total votes cast both through remote e-voting and e-voting during the AGM, were consolidated and Scrutinizer's Report was prepared.
7. The consolidated summary of results of remote e-voting and e-voting during the AGM are as under:



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

To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2025, together with the reports of the Board of Directors and Auditors thereon and in this regard, to pass with or without modification the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2025 together with the reports of the Board of Directors and Auditors thereon be and are hereby received, considered and adopted."

Particulars	No. of Members who cast their vote	No. of Equity shares of the Nominal Value of Rs. 1/- Each	% of valid votes
Votes received by Remote E-voting	96	140667295	100
Votes received by E-voting during the AGM	1	1220	0
Total No. of votes	97	140668515	100
Total No. of Invalid Votes	0	0	0
Total no. of valid votes	97	140668515	100
Total no of votes against the resolution	4	40	0.00
Total no. of votes in favour of the Resolution	93	140668475	100

Therefore, the Resolution No. 1 has been approved with requisite majority.

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

"RESOLVED THAT Mr. Rajan Handa (DIN: 00194590) who retires by rotation at this meeting and being eligible, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

Particulars	No. of Members who cast their vote	No. of Equity shares of the Nominal Value of Re. 1/-Each	% of valid votes
Votes received by Remote E-voting	94	60801675	100
Votes received by E-voting during the AGM	2	95220	0
Total No. of votes	96	60896895	100
Total No. of Invalid Votes	0	0	0
Total no. of valid votes	96	60896895	100
Total no of votes against the resolution	7	96260	0.15
Total no. of votes in favour of the Resolution	89	60800635	99.85



Therefore, the Resolution No. 2 has been approved with requisite majority.

Resolution No.-3

Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s Goyal & Associates, Cost Accountants (Firm Registration No. 000100) appointed as the Cost Auditor by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2025-26 on a remuneration of Rs. 90,000/- per annum, be and is hereby ratified."

Particulars	No. of Members who cast their vote	No. of Equity shares of the Nominal Value of Re. 1/-Each	% of valid votes
Votes received by Remote E-voting	97	140670295	100
Votes received by E-voting during the AGM	1	1220	0
Total No. of votes	98	140671515	100
Total No. of Invalid Votes	0	0	0
Total no. of valid votes	98	140671515	100
Total no of votes against the resolution	6	1057	0
Total no. of votes in favour of the Resolution	92	140670458	100

Therefore, the Resolution No. 3 has been approved as Special Resolution.

SPECIAL BUSINESS

Resolution No.-4

Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit Committee and Board of Directors of the Company, Mr. Puneet Kumar Pandey, Company Secretary in practice be and is hereby appointed as Secretarial Auditor of the Company to conduct the Secretarial Audit of the Company for a term of 5 (five) consecutive years i.e. from F.Y. 2025-26 to F.Y. 2029-30, at such remuneration as may be determined by the Board of Directors of the Company on the recommendation of the Audit Committee from time to time.



RESOLVED FURTHER THAT the Board or any Committee thereof, be and is hereby authorized to do all such acts, deeds and things as may be considered necessary, expedient or desirable, in order to give effect to the foregoing resolution or as otherwise deemed by the Board to be in the best interest of the Company."

Particulars	No. of Members who cast their vote	No. of Equity shares of the Nominal Value of Re. 2/-Each	% of valid votes
Votes received by Remote E-voting	97	140670295	100
Votes received by E-voting during the AGM	1	1220	0
Total No. of votes	98	140671515	100
Total No. of Invalid Votes	0	0	0
Total no. of valid votes	98	140671515	100
Total no of votes against the resolution	4	40	0
Total no. of votes in favour of the Resolution	94	140671475	100

Therefore, the Resolution No. 4 has been approved as Special Resolution.

Resolution No-5

Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 188,197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, and subject to approval of the Central Government, if necessary, the consent of the Company be and is hereby accorded for the re-appointment and payment of remuneration to Mr. Rishab Handa (DIN 08174892) as Whole Time Director of the Company after the expiry of her current term for a period of three years from 20 March, 2026 to 19 March, 2029 with liberty to Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said remuneration be paid including perquisites subject to the same not exceeding the limits specified under Schedule V of the Companies Act 2013 as set out hereunder:

I. Salary: Basic Salary: Rs.4,00,000/- (Rupees Four Lakh only) per month with effect from 20th March,2026.

II. Allowances & Perquisites Allowances & Perquisites shall be allowed in addition to Salary. However, it shall be restricted to an amount equal to Rs. 4,00,000/- per month. Allowances and Perquisites are broadly classified as follows, viz., House Rent Allowance, Gas, Electricity, Water & Furnishing, PF & retirement benefits and Leave Travel Concession as per rules of the Company, Personal Accident Insurance, Meal vouchers, Books & Periodicals, use of Company's car with driver, Residential Telephones, Special Allowances etc. For the purpose of calculating the above ceiling, perquisites will be evaluated as per Income Tax Rules, wherever applicable. In the absence of any such rules, perquisites shall be evaluated at actual cost. However, ceilings under each of the above



heads shall be fixed/re- fixed as may be mutually agreed to between the Company and the Appointee so as not to exceed the limit of Rs. 4,00,000/- or to allow any other perquisite.

RESOLVED FURTHER THAT in the event of any loss or inadequacy of profit in any financial year or during the tenure of Mr. Rishab Handa (DIN 08174892), as Whole Time Director, the remuneration (including perquisites) as set out aforesaid be paid to him as minimum remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to vary, increase, modify or alter the remuneration and perquisites in such manner as may be agreed between the Board of Directors and Mr. Rishab Handa within and in accordance with the provisions of the Companies Act, 2013 or any statutory modification thereto and as may be stipulated by the Central Government.

RESOLVED FURTHER THAT Directors of the Company be and is hereby authorized to take such steps as may be necessary to give effect to this resolution."

Particulars	No. of Members who cast their vote	No. of Equity shares of the Nominal Value of Re. 2/-Each	% of valid votes
Votes received by Remote E-voting	96	115645295	100
Votes received by E-voting during the AGM	1	1220	0
Total No. of votes	97	115646515	100
Total No. of Invalid Votes	0	0	0
Total no. of valid votes	97	115646515	100
Total no of votes against the resolution	8	2317	0
Total no. of votes in favour of the Resolution	89	115644198	100

Therefore, the Resolution No. 5 has been approved as Special Resolution.

Resolution No-6

Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 188,196,197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rule 2014, SEBI(LODR) Regulations,2015 and subject to approval of the Central Government, if necessary, the consent of the Company be and is hereby accorded for the re-appointment and payment of remuneration to Mr. Rajan Handa (DIN 00194590) as Managing Director of the Company after the expiry of his current term for a period of three years from 01 March 2026 to 28 February 2029 with liberty to Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said remuneration be paid including perquisites subject to the same not exceeding the limits specified under Schedule V of the Companies Act 2013 as set out hereunder:

I. Salary: Basic Salary: Rs. 7,00,000/- (Rupees Seven Lakh Only) per month with effect from 01 March 2026.



II. Allowances & Perquisites Allowances & Perquisites shall be allowed in addition to Salary. However, it shall be restricted to an amount equal to Rs. 7,00,000/- per month. Allowances & Perquisites are broadly classified as follows, viz., House Rent Allowance, Gas, Electricity, Water & Furnishing, PF & retirement benefits and Leave Travel Concession as per rules of the Company, Personal Accident Insurance, Meal vouchers, Books & Periodicals, use of Company's car with driver, Residential Telephones, Special Allowances etc. For the purpose of calculating the above ceiling, perquisites will be evaluated as per Income Tax Rules, wherever applicable. In the absence of any such rules, perquisites shall be evaluated at actual cost. However, ceiling under each of the above heads shall be fixed/re-fixed as may be mutually agreed to between the Company and the Appointee so as not to exceed the limit of Rs. 7,00,000/- or to allow any other perquisite.

RESOLVED FURTHER THAT in the event of any loss or inadequacy of profits in any financial year or during the tenure of Mr. Rajan Handa (DIN- 00194590), as Managing Director, the remuneration (including perquisites) as set out aforesaid be paid to him as minimum remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to vary, increase, modify or alter the remuneration and perquisite in such manner as may be agreed between the Board of Directors and Mr. Rajan Handa within and in accordance with the provisions of the Companies Act, 2013 or any statutory modification thereto and as may be stipulated by the Central Government.

RESOLVED FURTHER THAT the Directors of the Company be and is hereby authorized to take such steps as may be necessary to give effect to this resolution."

Particulars	No. of Members who cast their vote	No. of Equity shares of the Nominal Value of Re. 2/-Each	% of valid votes
Votes received by Remote E-voting	94	60801675	100
Votes received by E-voting during the AGM	2	95220	0
Total No. of votes	96	60896895	100
Total No. of Invalid Votes	0	0	0
Total no. of valid votes	96	60896895	100
Total no of votes against the resolution	9	96317	0.15
Total no. of votes in favour of the Resolution	87	60800578	99.85

Therefore, the Resolution No. 6 has been approved with requisite majority.

Resolution No-7

Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Bhavika Sharma (DIN:08846865), who has submitted a declaration that she meets the criteria for independence as



provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Non-Executive Director of the Company to hold office for a term of five consecutive years with effect from 1st October 2025."

Particulars	No. of Members who cast their vote	No. of Equity shares of the Nominal Value of Re. 2/-Each	% of valid votes
Votes received by Remote E-voting	97	140670295	100
Votes received by E-voting during the AGM	1	1220	0
Total No. of votes	98	140671515	100
Total No. of Invalid Votes	0	0	0
Total no. of valid votes	98	140671515	100
Total no of votes against the resolution	5	1040	0
Total no. of votes in favour of the Resolution	93	140670475	100

Therefore, the Resolution No. 7 has been approved with requisite majority.

8. All relevant records of voting shall remain in my safe custody until the Chairman considers, approves and sign the minutes of the 36th AGM and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking You

Yours,



CS Puneet Kumar Pandey
M. No.A29848; C.P.No. 10913 (Company Secretary in Practice)
Practicing Company Secretaries

Date: 01.10.2025

Place : New Delhi

UDIN: A029848G001418171

For OK Play India Limited

Managing Director
Counter signed By