

Date: September 23, 2021

To,

**BSE Limited**

Floor 25, P J Towers

Dalal Street

Mumbai - 400001

**National Stock Exchange of India Limited**

Bandra Kurla Complex

5<sup>th</sup> Floor, Exchange Plaza

Bandra (East), Mumbai - 400051

**Sub:** *Submission of Scrutinizer's Report.*

**Ref:** BSE: Scrip Code: **513121**, NSE SYMBOL: **ORICONENT**

Dear Sir/Madam,

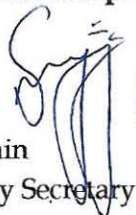
With reference to the captioned subject, we are enclosing herewith Report of Scrutinizer for remote e-voting & e-voting at 51<sup>st</sup> Annual General Meeting of the Company held on Wednesday, September 22, 2021 at 03:00 P.M. through Video Conferencing/ Other Audio Visual Means.

We hope you will find it in order and request you to take the same on your records.

Thanking you,

Yours faithfully,

For **Oricon Enterprises Limited**

  
Sanjay Jain  
Company Secretary



**P. P SINGH & CO.**  
PRACTICING COMPANY SECRETARIES

**The Chairman,**

**Oricon Enterprises Limited,**  
**CIN: L28100MH1968PLC014156**  
1076, Dr. E. Moses Road,  
Worli, Mumbai – 400 018

**Dear Sir,**

We would like to thank you for appointing us as the Scrutinizer for remote e-voting and the voting by your members at the 51<sup>st</sup> Annual General Meeting (hereinafter referred to as “AGM”) of your Company duly conducted on Wednesday, September 22, 2021 at 03:00 PM.

We are pleased to submit the Consolidated Scrutinizer’s Report in regard to the e-voting done in reference to the AGM, the copy of which is attached herewith as annexure. It is submitted that the report in itself is comprehensive and self-explanatory.

**For P. P. Singh & Co.**

**Pushpendra Pratap Singh**  
**Practicing Company Secretary**  
**Membership No.: A33381**  
**COP No.: 15570**  
**UDIN: A033381C000990471**  
**Place: Mumbai**  
**Date: September 22, 2021**

712-714, C- Wing, Trade World, Kamla Mill Compound,  
Senapati Bapat Marg, Lower Parel, Mumbai - 400013  
Contact: +91 8169175537/+91 9819733214  
PAN: AZRPM4701G

## CONSOLIDATED SCRUTINIZER'S REPORT

**[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]**

The Chairman of 51<sup>st</sup> Annual General Meeting of the Equity Shareholders of **ORICON ENTERPRISES LIMITED**, held on Wednesday, September 22, 2021 at 03:00 P.M through Video Conferencing (hereinafter referred to as "VC")/Other Audio Visual Means (hereinafter referred to as "OAVM") provided by National Securities Depository Limited (hereinafter referred to as "NSDL")

Dear Sir,

### 1. APPOINTMENT AS SCRUTINIZER

We, **P. P. Singh & Co., Practicing Company Secretaries**, have been appointed as scrutinizer by the Board of Directors of **ORICON ENTERPRISES LIMITED** (hereinafter referred to as the "Company") for the purpose of scrutinizing the process of voting through electronic means ("hereinafter referred to as **e-voting**") on the resolutions contained in the Notice dated August 18, 2021 (hereinafter referred to as "Notice") issued in accordance with General Circular bearing No. 14/2020, 17/2020, 20/2020 and 02/21 dated April 08, 2020, April 13, 2020, May 05, 2020 and January 13, 2021 respectively, issued by Ministry of Corporate Affairs (hereinafter referred to as "MCA") (hereinafter collectively referred to as "**MCA Circulars**"), Government of India and Circular bearing No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by Securities Exchange Board of India (hereinafter collectively referred to as "**SEBI Circulars**") calling the 51<sup>st</sup> Annual General Meeting of its Equity Shareholders through VC/OAVM. The AGM was convened on Wednesday, September 22, 2021 at 03:00 PM IST through video conferencing.

2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 (hereinafter referred to as the "Act") read with Rule 20 of the

Companies (Management and Administration) Rules, 2014, as amended (hereinafter referred to as the “**Rules**”). As the Scrutinizer, We have to scrutinize:

- i. The process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM (hereinafter referred to as “**remote e-voting**”); and
- ii. The process of e-voting at the AGM through electronic voting system.

### **3. DISPATCH OF NOTICE CONVENING THE AGM**

The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by the Depositories viz. NSDL and Central Depository Services (India) Limited (hereinafter referred to as “**CDSL**”) the Company commenced dispatch of the Notice of the 51<sup>st</sup> AGM through Electronic Mode on August 18, 2021; 19,069 members who had registered their email ids with the company/depositories were sent the Annual Report and the Notice of the AGM of the Company by email.

The Company had given public notice to its shareholders about the 22<sup>nd</sup> AGM via “**Free Press Journal**” (English Newspaper) and “**Navshakti**” (Marathi Newspaper) dated August 20, 2021

### **4. 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 and Disclosure Requirements) Regulations 2015, (hereinafter referred to as “**LODR**”) relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

### **5. SCRUTINIZER'S RESPONSIBILITY**

Our responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-

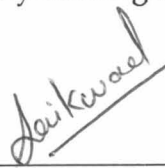
voting system provided by NSDL authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to us electronically by the Company and/or NSDL for our verification.

**6. Cut-off date**

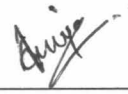
The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., September 15, 2021 were entitled to vote on the resolutions (item nos. 1 to 8 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

**7. E-voting process:-**

- i. The remote e-voting period remained open from Sunday, September 19, 2021 (09:00 A.M) to Tuesday, September 21, 2021 (05:00 P.M)
- ii. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL under our instructions.
- iii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company/NSDL and the authorizations lodged with the Company/NSDL on test check basis.
- iv. The votes cast were unblocked on Wednesday, September 22, 2021 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Sayalee Gaikwad and Ms. Anuja Jain, who are not in the employment of the Company and/or NSDL.
- v. They have signed below in confirmation of the same.



Ms. Sayalee Gaikwad



Ms. Anuja Jain

8. We submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by NSDL, scrutinized on test check basis and relied upon by us.
9. The electronic data and all other relevant records relating to e-voting are under our safe custody and will be handed over to Mr. Sanjay Jain , Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

**10. RESTRICTION ON USE**

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing.

**For P. P. Singh & Co.**

**Pushendra Pratap Singh**  
**Practicing Company Secretary**

**Membership No.:** A33381

**COP No.:** 15570

**UDIN:** A033381C000990471

**Place:** Mumbai

**Date:** September 22, 2021

**CONSOLIDATED RESULTS**

Item No. of the Notice	Votes in favor of the Resolution			Votes against the Resolution			Total			Invalid Votes
	Number	Votes	As percentage of total no. of valid votes	Number	Votes	As percentage of total no. of valid votes	Number	Votes	Percentage	
<b>Item 1:</b> Receive Consider and adopt Standalone audited financial statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon (As an <b>Ordinary Resolution</b> )	123	75762069	99.703	9	225627	0.297	132	75987696	100	0
<b>Item 2:</b> Declaration of a Dividend on Equity shares for the Financial Year ended March 2021. (As an <b>Ordinary Resolution</b> )	125	75762784	99.704	8	225027	0.296	133	75987811	100	0
<b>Item 3:</b> Re-appointment of Mrs. Sujata Parekh Kumar (DIN: 00016335) as a Director liable to retire by rotation and being eligible offers herself for reappointment as a Director. (As an <b>Ordinary Resolution</b> )*	121	75581699	99.702	11	226112	0.298	132	75807811	100	0
<b>Item 4:</b> Re-appointment of Mr. Susheel G. Somani (DIN: 00601727) as a Director liable to retire by rotation and being eligible offers himself for reappointment as a Director..(As an Ordinary Resolution)	119	59257942	99.618	12	227112	0.382	131	59485054	100	1
<b>Item 5:</b> Appointment of Mr. Sumant Mimani (DIN: 01251535) as an Independent Director of the Company for the period of Five years.(As an Ordinary Resolution)	121	75761679	99.702	12	226132	0.298	133	75987811	100	0
<b>Item 6:</b> Re-appointment of Mr. B.K. Toshniwal (DIN: 00048019) as an Executive Director of the Company. (As an Special Resolution)	118	75634189	99.700	14	227622	0.300	132	75861811	100	0
<b>Item 7:</b> Increasing remuneration of Mr. Adarsh Somani (DIN: 00192609), Joint Managing Director of the Company. (As an Special Resolution)	107	59922217	99.573	23	257136	0.427	130	60179353	100	0
<b>Item 8:</b> Ratification of remuneration of Cost Auditor. (As an Ordinary Resolution)	120	75761209	99.702	13	226602	0.298	133	75987811	100	0