

**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL
ORICON ENTERPRISES LIMITED**

To,
The Chairman,
Oricon Enterprises Limited

Sub: Passing of Resolution through E-Voting and Poll conducted at the 44th Annual General Meeting (AGM) M/s. Oricon Enterprises Limited held on Thursday, 11th September, 2014

I, CS Prabhat Maheshwari, Partner, GMJ & Associates, Company Secretaries hereby submit combined Scrutinizer Report on E-Voting AND Poll conducted at the AGM of Oricon Enterprises Limited held on Thursday, 11th September, 2014.

The Board of Directors of the Company at their meeting held on Thursday, 29th May, 2014, have appointed me as the Scrutinizer for the e-voting held between Friday, 5th September, 2014 from 9:00 A.M. to Sunday, 7th September, 2014 upto 6:00 P.M. and the Chairman of the AGM has appointed me as the Scrutinizer for the Poll held at the AGM of the Company on the Thursday, 11th September, 2014.

The Company has appointed M/s. National Securities Depositories Limited as the Service Provider for providing the facility of electronic voting to the shareholders of the Company from Friday, 5th September, 2014 from 9:00 A.M. to Sunday, 7th September, 2014 upto 6:00 P.M., M/s. Bigshare Services Private Limited are the Registrar and Share Transfer Agent of the Company. The e-voting results were unblocked by me on Tuesday, 9th September, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer's Report dated Monday, 10th September, 2014 attached herewith.

At the AGM of the Company held on Thursday, 11th September, 2014, the Chairman of the Company had called for a Poll to facilitate the members present at the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizer's Report in Form MGT 13 dated Friday, 12th September, 2014.

The result of the E-voting together with that of the Poll is as under:



Number of members who cast their votes through e-voting	Total number of Shares held by them	Total number of Valid Votes (as per details provided under each one of the Resolution(s) mentioned hereunder
31	52901766	Various as mentioned under each of the Resolution

Item of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No.1 of the Notice (As an Ordinary Resolution)	E-voting	52901766	100	--	--	--	--
	Poll	193528	100	--	--	1080	--
	TOTAL	53095294	100	--	--	1080	--
Item No.2 of the Notice (As an Ordinary Resolution)	E-voting	52901766	100	--	--	--	--
	Poll	193528	100	--	--	1080	--
	TOTAL	53095294	100	--	--	1080	--
Item No.3 of the Notice (As an Ordinary Resolution)	E-voting	33058956	100	--	--	16289880	--
	Poll	193528	100	--	--	1080	--
	TOTAL	33252484	100	--	--	16290960	--
Item No.4 of the Notice (As an Ordinary Resolution)	E-voting	32593966	100	--	--	15643030	--
	Poll	193528	100	--	--	1080	--
	TOTAL	32787494	100	--	--	15644110	--
Item No.5 of the Notice (As an Ordinary Resolution)	E-voting	52901766	100	--	--	--	--
	Poll	193528	100	--	--	1080	--
	TOTAL	53095294	100	--	--	1080	--
Item No. 6 of the Notice (As an Ordinary Resolution)	E-voting	52901336	99.99	430	0.01	--	--
	Poll	193528	100	--	--	1080	--
	TOTAL	53094864	99.99	430	--	1080	--



Item of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No.7 of the Notice (As an Ordinary Resolution)	E-voting	52901336	99.99	430	0.01	--	--
	Poll	193528	100	--	--	1080	--
	TOTAL	53094864	99.99	430	--	1080	--
Item No.8 of the Notice (As an Ordinary Resolution)	E-voting	52901336	99.99	430	0.01	--	--
	Poll	193528	100	--	--	1080	--
	TOTAL	53094864	99.99	430	--	1080	--
Item No.9 of the Notice (As an Ordinary Resolution)	E-voting	52901336	99.99	430	0.01	--	--
	Poll	193528	100	--	--	1080	--
	TOTAL	53094864	99.99	430	--	1080	--
Item No.10 of the Notice (As an Ordinary Resolution)	E-voting	52901336	99.99	430	0.01	--	--
	Poll	193528	100	--	--	1080	--
	TOTAL	53094864	99.99	430	--	1080	--

All the Resolutions stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through E-voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking You,

Yours Faithfully
For GMJ & Associates
Company Secretaries

Prabhat Maheshwari

[PRABHAT MAHESHWARI]
PARTNER
FCS: 2405 COP: 1432
PLACE: MUMBAI
DATE: 12th SEPTEMBER, 2014.

