

FORM No. MGT-13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rule, 2014]

To,
The Chairman,
44th Annual General Meeting of the Equity Shareholders of M/s. Oricon Enterprises Limited
held on Thursday, 11th September, 2014 at 10.15 A.M. at Shri S K Somani Memorial Hall,
Hindi Vidhya Bhavan, 79 Marine Drive, Mumbai - 400002.

Dear Sir,

I, CS Prabhat Maheshwari, Partner, GMJ & Associates, Company Secretaries appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of M/s. Oricon Enterprises Limited (the Company) held on Thursday, 11th September, 2014 at 10.15 A.M. at Shri S K Somani Memorial Hall, Hindi Vidhya Bhavan, 79 Marine Drive, Mumbai - 400002, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, TWO Ballot Box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked Ballot Box was subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



The result of the Poll is as under:

(1) As an Ordinary Resolution - Item No. 1. Passed with the requisite majority

Consider and adopt the Annual Financial Statements of the Company for the year ended 31st March, 2014 together with Reports of Board of Directors and Auditor's thereon.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	193528	100
(ii) Voted against the resolution	0	0	0.00
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	1080	

(2) As an Ordinary Resolution - Item No. 2. Passed with the requisite majority

To Declare Dividend

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	193528	100
(ii) Voted against the resolution	0	0	0.00
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	1080	



(3) As an Ordinary Resolution - Item No. 3. Passed with the requisite majority

To Re-appoint Shri. Surendra Somani, who retire by rotation and being eligible offer himself for re-appointment as director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	193528	100
(ii)Voted against the resolution	0	0	0.00
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	1080	

(4) As an Ordinary Resolution - Item No. 4. Passed with the requisite majority

To appoint of Shri Adarsh Somani , who retire by rotation and being eligible offer himself for re-appointment as director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	193528	100
(ii)Voted against the resolution	0	0	0.00
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	1080	



(5) As an Ordinary Resolution - Item No. 5. Passed with the requisite majority

Re-appointment of M/s. Khandelwal Jain & Co. as Statutory Auditor.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	193528	100
(ii) Voted against the resolution	0	0	0.00
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	1080	

(6) As an Ordinary Resolution - Item No. 6. Passed with the requisite majority

Appointment of Shri S J Taparia as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	193528	100
(ii) Voted against the resolution	0	0	0.00
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	1080	



(7) As an Ordinary Resolution - Item No. 7. Passed with the requisite majority

Appointment of Shri V N Khanna as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	193528	100
(ii) Voted against the resolution	0	0	0.00
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	1080	

(8) As an Ordinary Resolution - Item No. 8. Passed with the requisite majority

Appointment of Shri Vinod Mimani as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	193528	100
(ii) Voted against the resolution	0	0	0.00
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	1080	



(9) As an Ordinary Resolution - Item No. 9. Passed with the requisite majority

Appointment of Shri Sanjay Dosi as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	193528	100
(ii) Voted against the resolution	0	0	0.00
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	1080	

(10) As an Special Resolution - Item No. 10. Passed with the requisite majority

Approval pursuant to section 180(1) (c) to the Board of Director to borrow monies.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	193528	100
(ii) Voted against the resolution	0	0	0.00
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	1	1080	



4. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

For GMJ & ASSOCIATES
Company Secretaries

Prabhat Maheshwari

[CS PRABHAT MAHESHWARI]
PARTNER
FCS : 2405; COP : 1432

PLACE : MUMBAI
DATE: 12th SEPTEMBER, 2014.

