

Date: September 23, 2020

To,

BSE Limited
Floor 25, P J Towers
Dalal Street
Mumbai - 400001

National Stock Exchange of India Limited
Bandra Kurla Complex
5th 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 50th Annual General Meeting of the Company held on Wednesday, September 23, 2020 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

NIRALI MEHTA
COMPANY SECRETARY

The Chairman,
Oricon Enterprises Limited,
CIN: L28100MH1968PLC014156
1076, Dr. E. Moses Road,
Worli, Mumbai-400018

Dear Sir,

I would like to thank you for appointing me as the Scrutinizer for remote e-voting and the voting by your members at the 50th Annual General Meeting (hereinafter referred to as "AGM") of your Company duly conducted on Wednesday, September 23, 2020 at 3.00pm

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


Nirali Mehta
Company Secretary



Membership No.: A37734
COP No.: 20754
UDIN: A037734B000755440

Place: Mumbai
Date: September 23, 2020

505, 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]

To,

The chairman of 50th Annual General Meeting of the Equity Shareholders of **ORICON ENTERPRISES LIMITED**, held on Wednesday, September 23, 2020 at 3:00 P.M through video conferencing platform provided by National Securities Depository Limited (hereinafter referred as "NSDL")

Dear Sir,

1. APPOINTEMENT AS SCRUTINIZER

I, **Nirali Mehta, Practicing Company Secretary**, have been appointed as scrutinizer by the Board of Directors of **ORICON ENTERPRISES LIMITED** (hereinafter referred as the "Company") for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolutions contained in the notice dated June 26, 2020 (hereinafter referred as "Notice") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "**MCA Circulars**"), Government of India, calling the 50th Annual General Meeting of its Equity Shareholders through Video conferencing. The AGM was convened on Wednesday, September 23, 2020 at 3:00 P.M IST through video conferencing.

2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize:

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

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. National Securities Depository Limited and Central Depository Services (India) Limited (hereinafter referred to as "**CDSL**") the Company commenced dispatch of the Notice of the 50th AGM through Electronic Mode on August 28, 2020, **17763** 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 50th AGM via Free Press General and 'Navshakti' dated August 29, 2020.

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 & Disclosure Requirements) Regulations 2015, ("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

My 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 me electronically by the Company and/ or NSDL for my 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., June 26, 2020 were entitled to vote on the resolutions (item nos. 1 to 4 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.

6. E-voting process:-

- i. The remote e-voting period remained open from Sunday September 20, 2020 (9:00 A.M) to Tuesday September 22, 2020 (5:00 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 my 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 23, 2020 after the conclusion of the AGM and was witnessed by two witnesses, Mr. Jayesh Parte and Mr. Tushar Sasane, who are not in the employment of the Company and/or NSDL. They have signed below in confirmation of the same.





Mr. Jayesh Parte

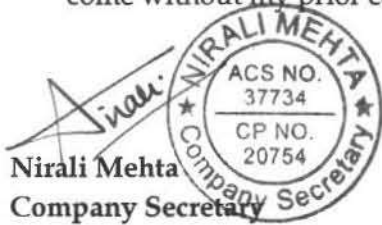


Mr. Tushar Sasane

8. I 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 me as under:-
9. The electronic data and all other relevant records relating to e-voting are under my 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, I 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 my prior consent in writing.



Membership No.: A37734
COP No.: 20754
UDIN: A037734B000755440

Place: Mumbai
Date: September 23, 2020

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	
Item 1: Consider and approve standalone and consolidated financial statements of the Company together with the Reports of the Board of Directors and Statutory Auditors thereon for the financial year ended March 31, 2020 (As an Ordinary Resolution)	104	99986592	99.992	7	7779	0.008	111	99994371	100	NA
Item 2: Re-Appointment of Mr. Susheel G. Somani (DIN: 00601727) as a Director who retires by rotation. (As an Ordinary Resolution)	101	83679790	99.954	8	38779	0.046	109	83718569	100	NA
Item 3: Re-Appointment of Mr. Varun Somani (DIN: 00015384) as a Director who retires by rotation. (As an Ordinary Resolution)	97	91735237	99.956	10	40679	0.044	107	91775916	100	8218455
Item 4: Ratification of remuneration of the Cost Auditor, Dilip M Malkar, Cost Accountants (Firm Registration No: 101222) (As an Ordinary Resolution)	104	99986592	99.992	7	7779	0.008	111	99994371	100	NA

