

Date: July 29, 2021

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

National Stock Exchange of India Ltd
Bandra Kurla Complex
5th Floor, Exchange Plaza
Bandra (East), Mumbai - 400051

Dear Sir,

Sub: Submission of Scrutinizer Report
Ref: BSE: Scrip Code: 513121, NSE: ORICONENT

Pursuant to the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, we wish to inform you that the Special Resolution in respect of:

Sale of Business on Slump Sale basis by United Shippers Limited, a material subsidiary of the Company.

has been passed by the Members of the Company with requisite majority on 28th July, 2021 being the last date for receiving Postal Ballot and E-voting.

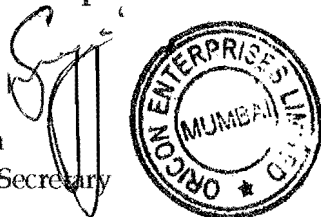
Also find enclosed herewith the combined report of the Scrutinizer on Postal Ballot and E-voting, issued by Ms. Nirali Mehta, Practicing Company Secretary.

We request you to kindly take the same on your records.

Thanking you,
Yours faithfully,

For Oricon Enterprises Limited

Sanjay Jain
Company Secretary



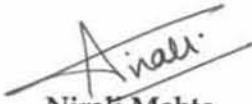
NIRALI MEHTA
COMPANY SECRETARY

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 Postal Ballot and remote e-voting by your members in respect to the resolution as set out in the postal ballot notice dated June 25, 2021 .

I am pleased to submit the Consolidated Scrutinizer's Report which is comprehensive.



Nirali Mehta
Company Secretary



Membership No.: A37734
COP No.: 20754
UDIN: A037734C000702211

Place: Mumbai
Date: July 28, 2021

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

REPORT OF SCRUTINIZER IN RESPECT OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

1. APPOINTMENT AS SCRUTINIZER

The Board of Directors of **ORICON ENTERPRISES LIMITED** (hereinafter referred to as the "Company") had appointed me as the Scrutinizer for the Postal Ballot/ Remote Electronic Voting ("hereinafter referred to as **E-voting**") pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification, amendment(s), clarification(s), re-enactment(s) or substitution(s) thereof for the time being in force) and other applicable provisions, if any and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "**LODR Regulations**"), for the matter in respect of the resolution as set out in the Postal Ballot Notice dated June 25, 2021 transacted by way of postal ballot / E-voting.

2. DISPATCH OF NOTICE OR POSTAL BALLOT

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 (Hereinafter referred to as "**NSDL**") and Central Depository Services (India) Limited (Hereinafter referred to as "**CDSL**") the Company commenced dispatch of the Notice of the Postal Ballot:

- **Electronic Mode:** On June 26, 2021, **19384** Members who had registered their email ids with the company/depositories were sent the notice of Postal Ballot along with postal ballot form and E-voting details by email.
- **Physical Mode:** On June 28, 2021, **4405** Members were sent the notice of the postal ballot, postal ballot form along with self-addressed pre-paid postage Business Reply Envelope in physical form through speed post

The notices sent (both through e-mail and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time

As prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company also released an advertisement in "The Free Press Journal", an English Daily and in "Navshakti", a Marathi Daily both dated June 29, 2021. The notice published in the aforesaid Newspapers carried all the required information as specified in the said Rules.



3. CUT-OFF DATE

Voting rights were reckoned as on Friday, June 25, 2021 being the cut-off date for the purpose of identifying the entitlement of Members for E-voting and voting through Postal Ballot.

4. REMOTE E-VOTING PROCESS

- **Agency:** The Company had appointed NSDL as the Service Provider, for the purpose of extending the facility of E-voting to the Members of the Company through their website www.evoting.nsdl.com.
- **E-voting period:** Remote e-voting platform was open from 09:00 AM on Tuesday, June 29, 2021 till 05:00 PM Wednesday, July 28, 2021 and the members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the remote e-voting platform provided by NSDL.

5. VOTING THROUGH POSTAL BALLOT

All the envelopes containing Postal Ballot Forms received by the Company till July 28, 2021 have been taken into consideration.

6. COUNTING PROCESS

- The votes were unblocked on July 28, 2021 after 05:00 PM in the presence of two witness who were not in the employment of the Company and the details containing the list of Members who voted "for" or "against" the resolution(s) was downloaded from thee-voting website of NSDL. They have signed below in confirmation of the same.



Mr. Jayesh Parte



Mr. Tushar Sasane

- All votes casted on NSDL e-voting platform up to 05:00 PM of July 28, 2021 were considered for my scrutiny.
- The physical ballots received till July 28, 2021 have been considered while preparing this report. The votes casted through Postal Ballot were reconciled with the records maintained by the Company and the Registrar and Share Transfer Agent of the Company
- The postal ballot forms which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
- Envelopes containing postal ballot forms returned undelivered were also not opened and they are kept separately.



7. RESULTS

We observed that after considering votes through e-voting and votes cast through Postal Ballot forms, the combined result of the voting is given below:

Item no. 1 of the Notice (As a Special Resolution) Approval for sale of business on slump sale basis by United Shippers Limited, a material subsidiary of the Company

i. Voted in favor of the resolution:

Type of Voting	No. of Members Voting	No. of votes cast by them	% of total no. of Voting cast by them
Ballot Voting	21	45,795	0.08
E- Voting	187	5,54,96,436	99.90
Total	208	5,55,42,231	99.98


ii. Voted against the resolution:

Type of Voting	No. of Members Voting	No. of votes cast by them	% of total no. of Voting cast by them
Ballot Voting	1	1	0.00
E- Voting	15	8,986	0.02
Total	16	8,987	0.02

iii. Invalid Votes:

Type of Voting	No. of Members Voting	No. of votes cast by them	% of total no. of Voting cast by them
Ballot Voting	2	101	0
E- Voting	0	0	0
Total	2	101	0

Based on the aforesaid results, I report that the Special Resolution(s) as set out in the Notice of the Postal Ballot dated June 25, 2021 have been passed with the requisite majority.


Nirali Mehta
Company Secretary



Membership No.: A37734
COP No.: 20754

Place: Mumbai
Date: July 28, 2021