

orbit exports ltd.

E-27-29, ADI MARZABAN STREET (MAGLORE STREET), BALLARD ESTATE, MUMBAI - 400 38. (MAH.) INDIA
TEL.: +91-22-6625 6262 • FAX: +91-22-2375 6599 • E-MAIL: RECEPTION@ORBITEXPORTS.COM • WEBSITE: WWW.ORBITEXPORTS.COM
CIN : L40300MH1983PLC030872

Date: August 27, 2015

- (1) Dept. of Corporate Services /
Corporate Relationship Department,
BSE Limited, P. J. Towers,
Dalal Street, Mumbai - 400023
- (2) National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

Ref: Scrip Code: 512626 (BSE) AND ORBTEXP (NSE)

Dear Sir,

Sub: Intimation under Clause 35A of the Listing Agreement

With reference to the above subject, we would like to inform you that the 32nd Annual General Meeting (AGM) of the Company was held today i.e. on Monday, August 24, 2015 at 3.30 P.M. at Babasaheb Dahanukar Sabhagriha, C/o. Maharashtra Chamber of Commerce, Industry & Agriculture, Orion House, 6th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai - 400001.

The following resolutions were moved at the AGM:-

1.	Consideration and Adoption of: (a) the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2015.	Ordinary Resolution
2.	Declaration of Final Dividend on Equity Shares	Ordinary Resolution
3.	Appointment of Director in place of Shri Varun Daga, who retires by rotation and being eligible has offered himself for re-appointment	Ordinary Resolution
4.	Appointment of M/s. G. M. Kapadia & Co. as Statutory Auditors of the Company	Ordinary Resolution
5.	Appointment of Shri Pardeep Khosla as an Independent Director	Ordinary Resolution
6.	Approval of the Remuneration of the Cost Auditors.	Ordinary Resolution
7.	Alteration of the Articles of Association of the Company	Special Resolution

The Chairman in compliance of the provisions of the Companies Act, 2013 and as per rule 20 of the Companies (Management and Administration) Rules, 2014 ordered for polling on all the resolutions.

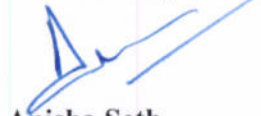
We also Enclosing the consolidated Report of the scrutinizer on E-voting, Physical ballot forms and Voting of the AGM.

You are requested to kindly take note of the same.

Thanking You,

Yours faithfully,

For **Orbit Exports Limited**



Anisha Seth
C.O.O.

FORM NO. MGT-13

Report On Scrutinizer

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

To,

The Chairperson of Orbit Exports Limited

32nd Annual General Meeting of the Shareholders of ORBIT EXPORTS LIMITED held on Monday 24th August, 2015 at Babasaheb Dahanukar Sabhagriha, C/o. Maharashtra Chamber of Commerce, Industry & Agriculture, Orion House, 6th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai - 400 001 at 3.30 P.M.

Dear Madam,

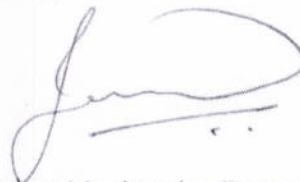
I, Dr. S. K. Jain, Practicing Company Secretary, appointed as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Clause 35B of the Listing Agreement for the purpose of Scrutinizing the remote e-voting and voting by poll taken at the 32nd Annual General Meeting of the Equity Shareholders of ORBIT EXPORTS LIMITED held on Monday 24th August, 2015 at Babasaheb Dahanukar Sabhagriha, C/o. Maharashtra Chamber of Commerce, Industry & Agriculture, Orion House, 6th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai - 400 001 at 3.30 P.M., submit my report as under:

A. Relating to E-Voting:

1. The remote E-Voting period remained open from 9.00 A.M. on Friday 21st August, 2015 upto 5.00 P.M. on Sunday 23rd August, 2015.



Name: Ms. Uma Bohra



Name: Ms. Jasmina Romani



B. Relating to voting by Poll:

1. Members present in person / through authorised representatives-	53
Members present but did not participate in Poll as they had exercised their votes through E-Voting-	13
Members present but did not participate in Poll and also did not had exercised their votes through E-Voting-	11
Members who cast vote through Poll-	30

2. After the time fixed for closing of the poll by the Chairman one ballot box kept for polling was locked in my presence with due identification mark placed by me.
3. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
4. One poll paper was found unsigned and has been treated as invalid and kept separately.

C. Result of E-Voting and Poll:

1. The voting rights were reckoned as on 17th August, 2015, being cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.
2. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked. The ballot box was opened and polling papers were removed and examined.
3. Thereafter, the details of equity shareholders, who voted for or against was extracted from the polling papers and the list of equity shareholders who voted "For" or "Against" were downloaded from the E-Voting website of Central Depository Services (India) Limited (CDSL) (<https://www.evotingindia.com>)
4. The combined result of remote E-voting and poll is as under:



RESOLUTION NO 1: (AS AN ORDINARY RESOLUTION)

To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon and the audited consolidated financial statement of the Company for the financial year ended March 31, 2015.

(I) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	19	9288033	98.1212
Voting by poll	28	177833	01.8787
Total	47	9465866	99.9999

(II) Voted against the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	0	0	0
Voting by poll	1	7	0.0001
Total	1	7	0.0001

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	2951
Total	1	2951



RESOLUTION NO 2: (AS AN ORDINARY RESOLUTION)

To declare Final Dividend on Equity Shares.

(I) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	19	9288033	98.1212
Voting by poll	28	177833	01.8787
Total	47	9465866	99.9999

(II) Voted against the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	0	0	0
Voting by poll	1	7	0.0001
Total	1	7	0.0001

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	2951
Total	1	2951



RESOLUTION NO 3: (AS AN ORDINARY RESOLUTION)

To appoint a Director in place of Shri Varun Daga, who retires by rotation and being eligible has offered himself for re-appointment.

(I) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	18	9153033	98.0941
Voting by poll	28	177833	1.9059
Total	47	9330866	99.9999

NOTE: No. of votes cast is excluding 135000 votes casted by 1 member through E-Voting as the member is interested party in Resolution no. 3

(II) Voted against the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	0	0	0
Voting by poll	1	7	0.0001
Total	1	7	0.0001

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	2951
Total	1	2951



RESOLUTION NO 4: (AS AN ORDINARY RESOLUTION)

To appoint M/s G.M. Kapadia & Co., Chartered Accountants, as Statutory Auditors of the Company for a period of 5 (Five) years.

(I) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	19	9288033	98.1212
Voting by poll	28	177833	01.8787
Total	47	9465866	99.9999

(II) Voted against the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	0	0	0
Voting by poll	1	7	0.0001
Total	1	7	0.0001

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	2951
Total	1	2951



RESOLUTION NO 5: (AS AN ORDINARY RESOLUTION)

To appoint Shri Pardeep Khosla as an Independent Director.

(I) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	19	9288033	98.1212
Voting by poll	28	177833	01.8787
Total	47	9465866	99.9999

(II) Voted against the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	0	0	0
Voting by poll	1	7	0.0001
Total	1	7	0.0001

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	2951
Total	1	2951



RESOLUTION NO 6: (AS AN ORDINARY RESOLUTION)

To approve the remuneration of M/s. N. Ritesh & Associates, Cost Accountants of the Company.

(I) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	19	9288033	98.1212
Voting by poll	28	177833	01.8787
Total	47	9465866	99.9999

(II) Voted against the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	0	0	0
Voting by poll	1	7	0.0001
Total	1	7	0.0001

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	2951
Total	1	2951



RESOLUTION NO 7: (AS A SPECIAL RESOLUTION)

To alter the Articles of Association of the Company.

(I) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	19	9288033	98.1212
Voting by poll	28	177833	01.8787
Total	47	9465866	99.9999

(II) Voted against the resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% total number of valid votes cast
E-voting	0	0	0
Voting by poll	1	7	0.0001
Total	1	7	0.0001

(III) Invalid Votes:

	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0
Voting by poll	1	2951
Total	1	2951



SR. NO.	RESOLUTION	NATURE OF RESOLUTION	FAVOUR IN (%)	AGAINST IN (%)
1.	To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon and the audited consolidated financial statement of the Company for the financial year ended March 31, 2015.	Ordinary Resolution	99.9999%	0.0001%
2.	To declare Final Dividend on Equity Shares.	Ordinary Resolution	99.9999%	0.0001%
3.	To appoint a Director in place of Shri Varun Daga, who retires by rotation and being eligible has offered himself for re-appointment.	Ordinary Resolution	99.9999%	0.0001%
4.	To appoint M/s G.M. Kapadia & Co., Chartered Accountants, as Statutory Auditors of the Company for a period of 5 (Five) years.	Ordinary Resolution	99.9999%	0.0001%
5..	To appoint Shri Pardeep Khosla as an Independent Director.	Ordinary Resolution	99.9999%	0.0001%
6.	To approve the remuneration of M/s. N. Ritesh & Associates, Cost Accountants of the Company.	Ordinary Resolution	99.9999%	0.0001%
7.	To alter the Articles of Association of the Company.	Special Resolution	99.9999%	0.0001%



Result of Remote E-voting and by Poll as per Clause 35 A of the Listing Agreement is as under:

Resolution No 1

Ordinary Resolution: To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon and the audited consolidated financial statement of the Company for the financial year ended March 31, 2015.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Valid Votes in Favour	No. of Valid Votes against	% of Votes in Favo ur on valid votes polled	% of votes against on valid votes polled
(1)	(2)	(3)	(4)	(6)	7 = [3/2*(100)]	(8)	(9)	10 = [8/4*(100)]	11 = [9/4*(100)]
Promoter and Promoter Group	7586972	7532488	7532488	0	99.28%	7532488	0	100%	0
Public Institution al holders	262160	0	0	0	0	0	0	0	0
Public Others	6450018	1936336	1933385	2951	30.02%	1933378	7	99.99 96%	0.0004 %
Total	14299150	9468824	9465873	2951	66.22%	9465866	7	99.99 99%	0.0001 %



Resolution No 2

Ordinary Resolution: To declare Final Dividend on Equity Shares.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstand ing Shares	No. of Valid Votes in Favour	No. of Valid Vote s agai nst	% of Votes in Favour on valid votes polled	% of votes against on valid votes polled
(1)	(2)	(3)	(4)	(6)	7 = [3/2*(10 0)]	(8)	(9)	10 = [8/4*(100)]	11 = [9/4*(10 0)]
Promoter and Promoter Group	7586972	7532488	7532488	0	99.28%	7532488	0	100%	0
Public Institution al holders	262160	0	0	0	0	0	0	0	0
Public Others	6450018	1936336	1933385	2951	30.02%	1933378	7	99.9996 %	0.0004%
Total	14299150	9468824	9465873	2951	66.22%	9465866	7	99.9999 %	0.0001 %



Resolution No 3

Ordinary Resolution: To appoint a Director in place of Shri Varun Daga, who retires by rotation and being eligible has offered himself for re-appointment.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes(exe luding interested parties)	No. Of Invalid Votes	No. of votes polled by interested parties	% of Votes Polled on outstandi ng Shares	No. of Valid Votes in Favour	No. of Valid Vote s agai nst	% of Votes in Favour on valid votes polled	% of votes against on valid votes polled
(1)	(2)	(3)	(4)	(6)	7	8 = [3/2*(100)]	(9)	(10)	11 = [9/4*(100)]	12 = [10/4*(100)]
Promoter and Promoter Group	7586972	7532488	7532488	0	0	99.28%	7532488	0	100%	0
Public Institution al holders	262160	0	0	0	0	0	0	0	0	0
Public Others	64500018	1936336	1798385	2951	135000	30.02%	1798378	7	99.9996 %	0.0004%
Total	14299150	9468824	9330873	2951	135000	66.22%	9330866	7	99.9999 %	0.0001 %

NOTE: No. of votes cast is excluding 135000 votes casted by 1 member through E-Voting as the member is interested party in Resolution no. 3



Resolution No 4

Ordinary Resolution: To appoint M/s G.M. Kapadia & Co., Chartered Accountants, as Statutory Auditors of the Company for a period of 5 (Five) years.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstand ing Shares 7 = [3/2*(10 0)]	No. of Valid Votes in Favour (8)	No. of Valid Vote s agai nst (9)	% of Votes in Favour on valid votes polled 10 = [8/4*(100)]	% of votes against on valid votes polled 11 = [9/4*(10 0)]
(1)	(2)	(3)	(4)	(6)					
Promoter and Promoter Group	7586972	7532488	7532488	0	99.28%	7532488	0	100%	0
Public Institution al holders	262160	0	0	0	0	0	0	0	0
Public Others	6450018	1936336	1933385	2951	30.02%	1933378	7	99.9996 %	0.0004%
Total	14299150	9468824	9465873	2951	66.22%	9465866	7	99.9999 %	0.0001 %



Resolution No 5

Ordinary Resolution: To appoint Shri Pardeep Khosla as an Independent Director.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstandi ng Shares	No. of Valid Votes in Favour	No. of Valid Vote s agai nst	% of Votes in Favour on valid votes polled	% of votes against on valid votes polled
(1)	(2)	(3)	(4)	(6)	7 = [3/2*(100)]	(8)	(9)	10 = [8/4*(100)]	11 = [9/4*(100)]
Promoter and Promoter Group	7586972	7532488	7532488	0	99.28%	7532488	0	100%	0
Public Institution al holders	262160	0	0	0	0	0	0	0	0
Public Others	6450018	1936336	1933385	2951	30.02%	1933378	7	99.9996 %	0.0004%
Total	14299150	9468824	9465873	2951	66.22%	9465866	7	99.9999 %	0.0001 %



Resolution No. 6

Ordinary Resolution: To approve the remuneration of M/s. N. Ritesh & Associates, Cost Accountants of the Company.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstand ing Shares 7 = [3/2*(10 0)]	No. of Valid Votes in Favour (8)	No. of Valid Vote s agai nst (9)	% of Votes in Favour on valid votes polled 10 = [8/4*(100)]	% of votes against on valid votes polled 11 = [9/4*(10 0)]
Promoter and Promoter Group	7586972	7532488	7532488	0	99.28%	7532488	0	100%	0
Public Institution al holders	262160	0	0	0	0	0	0	0	0
Public Others	6450018	1936336	1933385	2951	30.02%	1933378	7	99.9996 %	0.0004%
Total	14299150	9468824	9465873	2951	66.22%	9465866	7	99.9999 %	0.0001 %



Resolution No. 7

Special Resolution: To alter the Articles of Association of the Company.

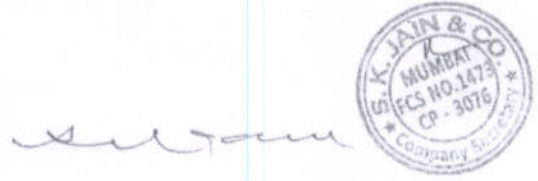
Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstand ing Shares 7 = [3/2*(10 0)]	No. of Valid Votes in Favour (8)	No. of Valid Vote s agai nst (9)	% of Votes in Favour on valid votes polled 10 = [8/4*(100)]	% of votes against on valid votes polled 11 = [9/4*(10 0)]
Promoter and Promoter Group	7586972	7532488	7532488	0	99.28%	7532488	0	100%	0
Public Institution al holders	262160	0	0	0	0	0	0	0	0
Public Others	6450018	1936336	1933385	2951	30.02%	1933378	7	99.9996 %	0.0004%
Total	14299150	9468824	9465873	2951	66.22%	9465866	7	99.9999 %	0.0001 %



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,



Name and Signature of the Scrutinizer

S.K. Jain

Practicing Company Secretary

Place: Mumbai

Date: 25th August, 2015

For Orbit Exports Limited

Director