



**Orient Paper
& Industries Limited**

9/1, R.N. Mukherjee Road
Kolkata 700 001

Phone: (033) 30573700 / 30410900
Fax : (033) 2243 0490
Email : Info@orientpaperindia.com
Website: www.orientpaperindia.com

December 11, 2014

The Secretary
BSE Ltd.
Corporate Relationship Department, 1st floor
New Trading Ring, Rotunda Building P.J. Tower
Dalal Street, Fort, Mumbai-400001
corp.relations@bseindia.com

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G, 5th floor
Bandra Kurla Complex
Bandra (E) Mumbai-400051
cmllist@nse.co.in

Dear Sir,

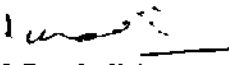
In terms of the Company's Postal Ballot notice dated 27.10.2014, the Company has declared Voting Results of postal ballot and e-voting on Wednesday, 10th December 2014. All the resolutions contained in the notice of the said postal ballot have been passed with requisite majority.

In this respect a copy of the Scrutinizer Report dated 10th December, 2014 submitted by the Scrutinizer Mr. A. K. Labh, Company Secretary in Practice (FCS 4848 / CP No. 3238) is attached herewith for your record.

The said details are also being uploaded on the website of the Company

Thanking you,

Yours faithfully,
For ORIENT PAPER & INDUSTRIES LTD.


(P.K. Sonthalia)
President (Finance) & CFO

Encl: as above

A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)
DIN, DHRD, PGDMS, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
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SCRUTINIZER'S REPORT

To
The Chairman
ORIENT PAPER & INDUSTRIES LIMITED
Unit VIII, Plot No.7, Bhoinagar,
Bhubaneswar-751 012
Orissa

Dear Sir,

- (1) The Board of Directors of the Company vide its meeting held on the 26th day of September, 2014 have appointed us as Scrutinizer for conducting the postal ballot voting process.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and postal ballot on the resolution contained in the Notice of the postal ballot dated the 27th day of October, 2014. Our responsibility as a scrutinizer for the voting process through electronic means and postal ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Limited ("NSDL") and of voting through postal ballots as provided by the Registrar and Transfer Agent of the Company, M/s MCS Limited, the agencies engaged by the Company to provide e-voting / postal ballot facilities.
- (3) We submit our report as under :
 - (a) The Company has completed the dispatch of physical postal ballot forms along with postage prepaid business reply envelope and postal ballot via electronic mode by 31st day of October, 2014 to its Members whose name(s) appeared on the Register of Members / list of beneficiaries as on the 24th day of October, 2014.
 - (b) Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
 - (c) The postal ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes commencing the scrutiny of such postal ballot forms.
 - (d) The ballot boxes were opened after the closure of the working hours of the Company on the 5th day of December, 2014 in our presence.
 - (e) The postal ballot forms were duly opened in our presence and scrutinized.



A. K. LABH

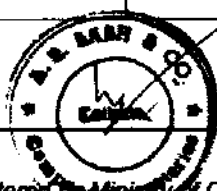
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DNI, DHRD, PGHDSM, DIRPM
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- (f) All postal ballot forms received upto the closure of working hours of the Company on the 5th day of December, 2014, the last date and time fixed by the Company for receipt of the forms, were considered for our scrutiny.
- (g) Envelopes containing postal ballot forms received after the closure of the working hours of the Company on the 5th day of December, 2014, if any, were not considered for our scrutiny.
- (h) We did not find any defaced ballot paper.
- (i) Summary of the Postal Ballot votes casted through Physical Mode is as follows :-

	RES NO. 1	RES NO. 2	RES NO. 3	RES NO. 4	RES NO. 5	RES NO. 6
Total No. of Postal Ballot Forms Received	277	277	277	277	277	277
Total No. of Invalid Postal Ballot Forms	4	4	4	4	4	4
Total No. of Valid Postal Ballot Forms	273	273	273	273	273	273
Total No. of Valid Postal Ballot Forms in favour of the Resolution	259	259	261	258	251	219
Total No. of Valid Postal Ballot Forms against the Resolution	14	14	12	15	22	54
Total No. of valid votes/shares casted	93343396	93341901	93341601	93341901	93341301	93354731
Total No. of valid votes/shares in favour of the Resolution	93314903	93314066	93314018	93314063	93300050	93223126
Total No. of valid Votes / Shares against the Resolution	28493	27835	27583	27838	41251	131605



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(j) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by NSDL e-voting system (www.evoting.nsdl.com).

(k) The e-voting period remained open from 10.00 A.M. IST on Thursday, the 6th day of November, 2014 up to 6.00 PM IST on Friday, the 5th day of December, 2014.

(l) The Shareholders holding shares as on the "cut off" date, i.e. 24th day of October, 2014 were entitled to vote on the proposed resolution as mentioned in the notice of the postal ballot dated 27th day of October, 2014.

(m) The result of the electronic voting was downloaded after the closure of the working hours of the Company on the 5th day of December, 2014 from NSDL website providing the platform for e-voting system (www.evoting.nsdl.com) and were unlocked in the presence of Mr. Narayan Chandra Saha and Ms. Suchita Tiwari (not being the employees of the Company) and has been included in our report.

(n) Summary of the votes casted through Electronic Voting System [EVEN: 101368] is as follows :

	RES NO. 1	RES NO. 2	RES NO. 3	RES NO. 4	RES NO. 5	RES NO. 6
Total Folios Voted	118	119	119	116	117	116
Total No. of Folio voted in favour	108	109	116	113	107	65
Total No. of Folio voted against	10	10	3	3	10	51
Total No. of Votes/Shares casted through e-voting system	23333791	23333841	23333811	23332729	23329631	3877410
Total No. of Votes/Shares casted in favour of the Resolution	20826713	20827213	23331781	23331999	23321455	1343031
Total No. of Votes/Shares casted against of the Resolution	2507078	2506628	2030	730	8176	2534379



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(o) Hence, final summary of the votes casted (aggregate of Physical and Electronic Voting System) is as follows :-

Resolution No. 1 (Ordinary Resolution)

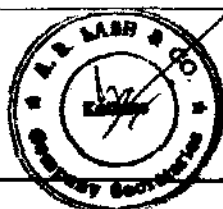
Appointment of Mr. Basant Kumar Jhawar(DIN:00086237) as Independent Director of the Company

Sr. No.	Votes casted	By Physical Ballot	By Electronic Voting	Total No. of Votes / Shares	%
1.	Favour	93314903	20826713	114141616	97.82
2.	Against	28493	2507078	2535571	2.18
Total				116677187	100.00

Resolution No. 2 (Ordinary Resolution)

Appointment of Mr. Amitabha Ghosh (DIN: 00055962) as Independent Director of the Company

Sr. No.	Votes casted	By Physical Ballot	By Electronic Voting	Total No. of Votes / Shares	%
1.	Favour	93314066	20827213	114141279	97.82
2.	Against	27835	2506628	2534463	2.18
Total				116675742	100.00



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Resolution No. 3 (Ordinary Resolution)

Appointment of Mr. Michael Bastian (DIN: 00458062) as Independent Director of the Company

Sr. No.	Votes casted	By Physical Ballot	By Electronic Voting	Total No. of Votes / Shares	%
1.	Favour	93314018	23331781	116645799	99.97
2.	Against	27583	2030	29613	0.03
Total				116675412	100.00

Resolution No. 4 (Ordinary Resolution)

Appointment of Mr. Narendra Singh Sisodia (DIN: 06363951) as Independent Director of the Company

Sr. No.	Votes casted	By Physical Ballot	By Electronic Voting	Total No. of Votes / Shares	%
1.	Favour	93314063	23331999	116646062	99.98
2.	Against	27838	730	28568	0.02
Total				116674630	100.00

Resolution No. 5 (Special Resolution)

To create Charge, Mortgage on the assets of the Company.

Sr. No.	Votes casted	By Physical Ballot	By Electronic Voting	Total No. of Votes / Shares	%
1.	Favour	93300050	23321455	116621505	99.96
2.	Against	41251	8176	49427	0.04
Total				116670932	100.00



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Resolution No. 6 (Special Resolution)

To waive recovery of excess remuneration paid to Mr. M.L.Pachisia, Managing Director of the Company during the period 01.04.2013 - 31.03.2014

Sr. No.	Votes casted	By Physical Ballot	By Electronic Voting	Total No. of Votes / Shares	%
1.	Favour	93223126	1343031	94566157	97.26
2.	Against	131605	2534379	2665984	2.74
Total				97232141	100.00

4. We have handed over the postal ballot forms, e-voting register and other related papers / registers and records for safe custody to Mr. R. P. Dutta, Company Secretary, authorised by the Board to supervise the postal ballot process.
5. The proposed resolutions have therefore been approved by the Shareholders of the Company with the requisite majority.
6. You may accordingly declare the result of the voting by Postal Ballot.

Thanking You,

Yours truly
For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)
Practicing Company Secretary
FCS - 4848 / CP No. - 3238



Place: Kolkata
Dated: 10.12.2014

