

V.K. MANDAWARIA & CO.

Company Secretaries

VINOD KUMAR MANDAWARIA, B. Com., F.C.S., F.C.A.

28, Mogal Bldg., 2nd Floor, 25, Vaju Kotak Road, Fort, Mumbai-400 001

Tel : 2265 5377, Email: vinodmandawaria@gmail.com

Consolidated Scrutinizer's Report

{Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended}

To,
The Chairman of 27th Annual General meeting of the Members of Orient Press Limited held on 31st August, 2015 at Plot No. L-31 MIDC Tarapur, Industrial Area, Boisar 401506, Dist Palghar, Maharashtra.

Dear Sir,

I, Vinod Kumar Mandawaria, a Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Orient Press Limited (the Company) for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (Management and Administration) Rules, 2014, as amended (Rules) and

- (ii) Poll through ballot papers under the provisions of Section 109 of the Companies Act, 2013 Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the 27th Annual General Meeting (AGM) of the Equity Shareholders of the Company held on 31st August, 2015 at Plot No. L-31 MIDC Tarapur, Industrial Area, Boisar 401506, Dist Palghar, Maharashtra.

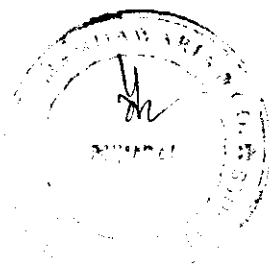
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e by remote e-voting] and voting by poll through ballot paper at the AGM for the Resolutions contained in the Notice to the AGM of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means(i.e. by remote e-voting) and voting by poll through ballot paper at the AGM is restricted to make a Consolidated scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Ltd (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means and voting by poll through ballot paper at the AGM.

3. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in my presence with due identification marks placed by me.

4. 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 Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

5. I did not find any poll papers invalid.

6. I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means and voting by poll through ballot paper at the AGM as under:-



(2)

Cut off date: 24th August, 2015.

Remote e-voting commencement date: 9.00 AM, 28th August 2015.

Remote e-voting end date: 5.00 PM, 30th August 2015.

The results of remote e-voting together with that of ballot forms and papers are as under:-

Item and Resolution No.1

Adoption of Audited Financial Statements of the Company for the year ended 31st March, 2015 along with the reports of Directors' and Auditors thereon. (As an Ordinary Resolution)

No. of Members who casted vote	No. of shares held by them	% of Total Paid up share Capital
19	5705843	70.66

	Remote E-voting		Voting at AGM by Ballot Papers		Total	
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%
Assent	0	0	19	5705843	5705843	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	0	0	19	5705843	5705843	100

The Resolution has been approved by the Members unanimously as an Ordinary Resolution.

Item and Resolution No.2

Declaration of dividend on Equity shares. (As an Ordinary Resolution)

No. of Members who casted vote	No. of shares held by them	% of Total Paid up share Capital
19	5705843	70.66

	Remote E-voting		Voting at AGM by Ballot Papers		Total	
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%
Assent	0	0	19	5705843	5705843	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	0	0	19	5705843	5705843	100

The Resolution has been approved by the Members unanimously as an Ordinary Resolution.



(3)

Item and Resolution No.3**Appointment of Shri Prakash Maheshwari as Director who retires by rotation. (As an Ordinary Resolution)**

No. of Members who casted vote	No. of shares held by them	% of Total Paid up share Capital
19	5705843	70.66

	Remote E-voting		Voting at AGM by Ballot Papers		Total	
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%
Assent	0	0	19	5705843	5705843	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	0	0	19	5705843	5705843	100

The Resolution has been approved by the Members unanimously as an Ordinary Resolution.

Item and Resolution No.4**Ratification of appointment of Auditors M/S B.L. Sarda & Associates and to fix their remuneration. (As an Ordinary Resolution)**

No. of Members who casted vote	No. of shares held by them	% of Total Paid up share Capital
19	5705843	70.66

	Remote E-voting		Voting at AGM by Ballot Papers		Total	
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%
Assent	0	0	19	5705843	5705843	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	0	0	19	5705843	5705843	100

The Resolution has been approved by the Members unanimously as an Ordinary Resolution.

Item and Resolution No.5**Appointment of Ms. Vinita Chhaparwal as an Independent Director.(As an Ordinary Resolution)**

No. of Members who casted vote	No. of shares held by them	% of Total Paid up share Capital
19	5705843	70.66



(4)

	Remote E-voting		Voting at AGM by Ballot Papers		Total	
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%
Assent	0	0	19	5705843	5705843	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	0	0	19	5705843	5705843	100

The Resolution has been approved by the Members unanimously as an Ordinary Resolution.

Item and Resolution No.6

Reappointment and remuneration of Shri Ramvilas Maheshwari as Managing Director. (As a Special Resolution)

No. of Members who casted vote	No. of shares held by them	% of Total Paid up share Capital
19	5705843	70.66

	Remote E-voting		Voting at AGM by Ballot Papers		Total	
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%
Assent	0	0	19	5705843	5705843	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	0	0	19	5705843	5705843	100

The Resolution has been approved by the Members unanimously as a Special Resolution.

Item and Resolution No.7

Reappointment and remuneration of Shri Rajaram Maheshwari as a Whole time Director designated as Executive Director. (As a Special Resolution)

No. of Members who casted vote	No. of shares held by them	% of Total Paid up share Capital
19	5705843	70.66

	Remote E-voting		Voting at AGM by Ballot Papers		Total	
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%
Assent	0	0	19	5705843	5705843	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	0	0	19	5705843	5705843	100

The Resolution has been approved by the Members unanimously as a Special Resolution.



(5)

Item and Resolution No.8**Reappointment and remuneration of Shri Sanjay Maheshwari as a Whole time Director. (As a Special Resolution)**

No. of Members who casted vote	No. of shares held by them	% of Total Paid up share Capital
19	5705843	70.66

	Remote E-voting		Voting at AGM by Ballot Papers		Total	
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%
Assent	0	0	19	5705843	5705843	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	0	0	19	5705843	5705843	100

The Resolution has been approved by the Members unanimously as a Special Resolution.

Item and Resolution No.9**Reappointment and remuneration of Shri Prakash Maheshwari as a Whole time Director. (As a Special Resolution)**

No. of Members who casted vote	No. of shares held by them	% of Total Paid up share Capital
19	5705843	70.66

	Remote E-voting		Voting at AGM by Ballot Papers		Total	
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%
Assent	0	0	19	5705843	5705843	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	0	0	19	5705843	5705843	100

The Resolution has been approved by the Members unanimously as a Special Resolution.

Item and Resolution No.10.**Payment of Commission to Directors other than Managing Director and Whole-time Directors of the Company. (As an Ordinary Resolution)**

(6)

No. of Members who casted vote	No. of shares held by them	% of Total Paid up share Capital
19	5705843	70.66

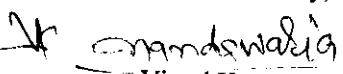
	Remote E-voting		Voting at AGM by Ballot Papers		Total	
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%
Assent	0	0	19	5705843	5705843	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	0	0	19	5705843	5705843	100

The Resolution has been approved by the Members unanimously as an Ordinary Resolution.

7. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the AGM.

Thanking You,

Yours faithfully,


Vinod Kumar Mandawaria
Practicing Company Secretary
FCS-2209
Proprietor,
V.K.Mandawaria & Co.
Company Secretaries.



Counter signed by:
For Orient Press Limited


(Ramvilas Maheshwari)
Chairman and Managing Director.