



Date: September 27, 2024

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400001
SCRIP CODE: 513121

To,
National Stock Exchange India Limited
5th Floor, Exchange Plaza, Bandra (E),
Mumbai - 400051
NSE SYMBOL: ORICONENT

Sub: Scrutinizer's Report for the 54th Annual General Meeting of the Company

Dear Sir/Madam,

With reference to the captioned subject and In compliance with requirements of Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we enclose herewith Scrutinizer Report along with Combined voting results of the remote e-voting with e-voting conducted at 54th Annual General Meeting of the Company held on Thursday, September 26, 2024 at 01:00 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

CS MAYURI THAKKAR

F.C.S., L.L.B.,

Practicing Company Secretary

Membership No. F12337; COP No. 26189, Peer Review Certificate no. 2858/2022 Mobile No. +91-99203
04440, +91-86554 78170, Email Id: mayurithakkar2006@gmail.com;

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 a Scrutinizer for remote e-voting and the voting by your members at the 54th Annual General Meeting (hereinafter referred to as “AGM”) of your Company duly conducted on Thursday, September 26, 2024 at 1:00 PM through Video Conferencing /Other Audio-Visual Means.

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



Mayuri Bharat Thakkar

Practicing Company Secretary

UDIN: F012337F001343282

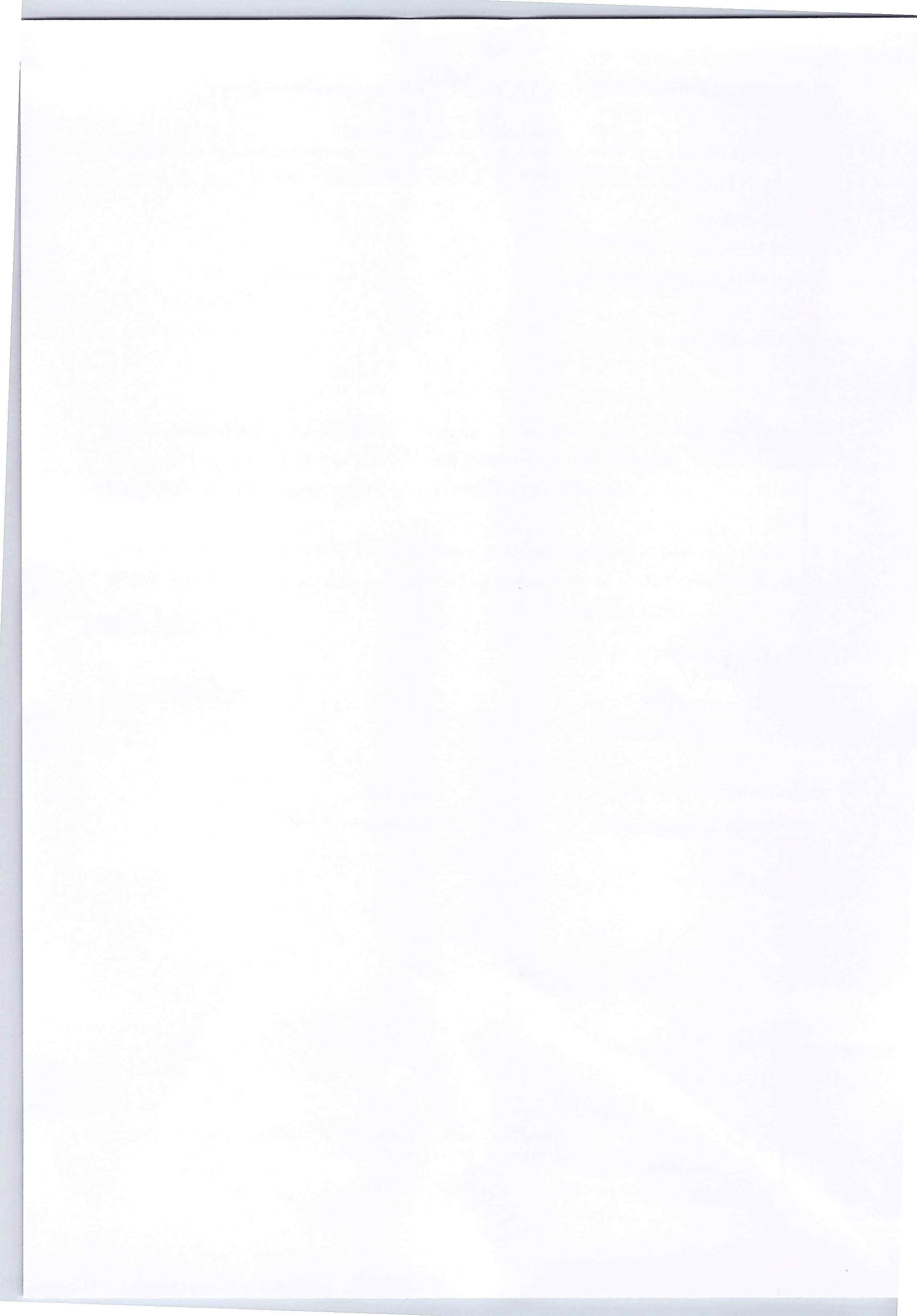
Place: Mumbai

Membership No.: F12337

Date: September 27, 2024

COP No.: 26189

PR No.: 2858/2022



CS MAYURI THAKKAR

F.C.S., L.L.B.,

Practicing Company Secretary

Membership No. F12337; COP No. 26189, Peer Review Certificate no. 2858/2022 Mobile No. +91-99203 04440, +91-86554 78170, Email Id: mayurithakkar2006@gmail.com;

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]

The Chairman of 54th Annual General Meeting of the Equity Shareholders of **ORICON ENTERPRISES LIMITED**, held on Thursday, September 26, 2024 at 1:00 PM through Video Conferencing (hereinafter referred to as "VC")/Other Audio-Visual Means (hereinafter referred to as "OAVM") provided by National Securities Depository Limited (hereinafter referred to as "NSDL")

Dear Sir,

1. APPOINTMENT AS SCRUTINIZER

I, **Mayuri Thakkar, Practicing Company Secretary**, was appointed as scrutinizer by the Board of Directors of **ORICON ENTERPRISES LIMITED** (hereinafter referred to as the "Company") was appointed as a Scrutinizer, inter alia, for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the Annual General Meeting carried out pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars/ SEBI Circulars, on the resolutions contained in the notice dated August 14, 2024 (Notice) issued in accordance with its General Circulars No. 20/2020 dated May 5, 2020, 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022, the latest being 09/2023 dated September 25, 2023 (collectively referred to as 'MCA Circulars') permitting the holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. Further, the Securities and Exchange Board of India ('SEBI') vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023 and the latest being October 7, 2023 ('SEBI Circulars') has also granted certain relaxations for holding e-AGM. In compliance with the provisions of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), MCA Circulars and SEBI Circulars as aforesaid, this 54th Annual General

OFFICE NO. 712-714, 7TH FLOOR, C-WING, TRADE WORLD. KAMLA MILLS COMPOUND, SENAPATI BAPAT MARG, LOWER PAREL (WEST), MUMBAI- 400013



CS MAYURI THAKKAR

F.C.S., L.L.B.,

Practicing Company Secretary

Membership No. F12337; COP No. 26189, Peer Review Certificate no. 2858/2022 Mobile No. +91-99203 04440, +91-86554 78170, Email Id: mayurithakkar2006@gmail.com;

Meeting of the Oricon Enterprises Limited was held through VC/OAVM on Thursday, 26th day of September, 2024 at 01.00 p.m.

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

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

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. NSDL and Central Depository Services (India) Limited (hereinafter referred to as “CDSL”) the Company commenced dispatch of the Notice of the 54th AGM through Electronic Mode on August 29, 2024 47,368 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 54th AGM via “Free Press Journal” (English Newspaper) and “Navshakti” (Marathi Newspaper) dated August 31, 2024.

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 and Disclosure Requirements) Regulations 2015, (hereinafter referred to as “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.

OFFICE NO. 712-714, 7TH FLOOR, C-WING, TRADE WORLD. KAMLA MILLS COMPOUND, SENAPATI BAPAT MARG, LOWER PAREL (WEST), MUMBAI- 400013

CS MAYURI THAKKAR

F.C.S., L.L.B.,

Practicing Company Secretary

Membership No. F12337; COP No. 26189, Peer Review Certificate no. 2858/2022 Mobile No. +91-99203
04440, +91-86554 78170, Email Id: mayurithakkar2006@gmail.com;

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., September 19, 2024 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.

7. E-VOTING PROCESS

- i. The remote e-voting period remained open from Monday, September 23, 2024 (9:00 A.M) to Wednesday, September 25, 2024 (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 Thursday, September 26, 2024 after the conclusion of the AGM and was witnessed by two witnesses, Ms. Priyanka Chhutani and Ms. Nirali Mehta, who are not in the employment of the Company and/or NSDL. They have signed below in confirmation of the same.



Priyanka Chhutani



Nirali Mehta



CS MAYURI THAKKAR

F.C.S., L.L.B.,

Practicing Company Secretary

Membership No. F12337; COP No. 26189, Peer Review Certificate no. 2858/2022 Mobile No. +91-99203 04440, +91-86554 78170, Email Id: mayurithakkar2006@gmail.com;

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.

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.


Mayuri Bharat Thakkar
Practicing Company Secretary

UDIN: F012337F001343282

Place: Mumbai

Membership No.: F12337

Date: September 27, 2024

COP No.: 26189

PR No.: 2858/2022

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 - To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the year ended March 31, 2024 together with the Report(s) of Board of Directors and Auditors thereon.	139	77393695	99.99	4	1457	0.01	143	77395152	100	0
Item 2 - To declare Dividend on Equity Shares for the Year ended March 31, 2024.	140	77393712	99.99	3	1440	0.01	143	77395152	100	0
Item 3 - To Re-appoint Mr. Varun Somani (DIN: 00015384), as a Director liable to retire by rotation.	128	61549610	99.99	7	2562	0.01	135	61552172	100	5390520
Item 4 - To consider and if thought fit to pass the following resolution with or without modification(s) as an Ordinary Resolution for Ratification of remuneration of Cost Auditor	136	77392590	99.99	7	2562	0.01	143	77395152	100	0



Voting results	
Record date	18-09-2024
Total number of shareholders on record date	50881
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	23
b) Public	34
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	Add Notes

**SANJAY
JAIN**


Digitally signed by SANJAY JAIN
 DN: c=IN, o=PERSONAL, title=4975,
 pseudonym=1ba3568e6f664fa8992fd994bc
 5570b,
 2.5.4.20=6de02f4ae59b97e5d665f007a287
 21ef10b55b999fd90a38157c214473a1,
 postalCode=400053, st=Maharashtra,
 serialNumber=d01e8b73f225108186f3e7992
 3a3b855f0daab3ba3f0c0cf68711d926a49fd3
 2, cn=SANJAY JAIN
 Date: 2024.09.27 16:20:07 +05'30'

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Consider and approve the Standalone and Consolidated Audited Financial Statements of the Company for the year ended March 31, 2024 together with the Report(s) of Board of Directors and Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	105168809	74503632	70.8419	74503632	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		105168809	74503632	70.8419	74503632	0	100.0000
Public- Institutions	E-Voting	2726325	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2726325	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	49152581	2891520	5.8827	2890063	1457	99.9496	0.0504
	Poll							
	Postal Ballot (if applicable)							
	Total		49152581	2891520	5.8827	2890063	1457	99.9496
Total		157047715	77395152	49.2813	77393695	1457	99.9981	0.0019
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

SANJAY JAIN

Digitally signed by SANJAY JAIN
 DN: c=IN, o=PERSONAL, title=4975, pseudonym=1ba3568e6f664fa8992fd994bc5570b,
 2.5.4.20=6de05f4ee59bf97e56d665f007a2872fe10b55b99fd80a38157c3214473a1, postalCode=400053, st=Maharashtra, serialNumber=d01e8b73f225108186f3e79923a3b855f0daab3ba3f0c0c68711d926a49fd32, cn=SANJAY JAIN
 Date: 2024.09.27 16:20:29 +05'30'

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Declare Dividend on Equity Shares for the Year ended March 31, 2024				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	105168809	74503632	70.8419	74503632	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		105168809	74503632	70.8419	74503632	0	100.0000
Public- Institutions	E-Voting	2726325	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2726325	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	49152581	2891520	5.8827	2890080	1440	99.9502	0.0498
	Poll							
	Postal Ballot (if applicable)							
	Total		49152581	2891520	5.8827	2890080	1440	99.9502
Total		157047715	77395152	49.2813	77393712	1440	99.9981	0.0019
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	


 Digitally signed by SANJAY JAIN
 DN: cn=IN, o=PERSONAL, title=4975,
 pseudonym=1ba3568e6f664fa8992fd99
 4b:c5570b,
 2.5.4.20=6de05f4ee59bf97e56d665f007a
 2872fe1f10b55b99fddf80a38157c3214473
 a1, postalCode=400053, st=Maharashtra,
 serialNumber=d01e8b73f225108186f3e7
 9923a3b855f0daab3ba3f0c0cf68711d926
 a49fd32, cn=SANJAY JAIN
 Date: 2024.09.27 16:20:48 +05'30'

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To Re-appoint Mr. Varun Somani (DIN: 00015384), as a Director liable to retire by rotation.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	105168809	58660652	55.7776	58660652	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		105168809	58660652	55.7776	58660652	0	100.0000
Public-Institutions	E-Voting	2726325	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2726325	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	49152581	2891520	5.8827	2888958	2562	99.9114	0.0886
	Poll							
	Postal Ballot (if applicable)							
	Total		49152581	2891520	5.8827	2888958	2562	99.9114
Total		157047715	61552172	39.1933	61549610	2562	99.9958	0.0042
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	5390520
Public Insitutions	0
Public - Non Insitutions	0

Digitally signed by SANJAY JAIN
 DN: c=IN, o=PERSONAL, title=4975, pseudonym=1ba3568e6f664fa8992fd994bc5570b, 2.5.4.20=6de05f4ee59b97e56d665f007a2872fe110b5b99fd80a38157c3214473a1, postalCode=400053, st=Maharashtra, serialNumber=d01e8b73f225108186f3e79923a3b855f0daab3ba3f0c0cf68711d926a49fd32, cn=SANJAY JAIN
 Date: 2024.09.27 16:21:04 +05'30'

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and if thought fit to pass the following resolution with or without modification(s) as an Ordinary Resolution for Ratification of remuneration of Cost Auditor				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	105168809	74503632	70.8419	74503632	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		105168809	74503632	70.8419	74503632	0	100.0000
Public-Institutions	E-Voting	2726325	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2726325	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	49152581	2891520	5.8827	2888958	2562	99.9114	0.0886
	Poll							
	Postal Ballot (if applicable)							
	Total		49152581	2891520	5.8827	2888958	2562	99.9114
Total		157047715	77395152	49.2813	77392590	2562	99.9967	0.0033
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

SANJAY JAIN

Digitally signed by SANJAY JAIN
 DN: c=IN, o=PERSONAL, title=4975,
 pseudonym=1ba3568e6f664fa8992fd99
 4bc5570b,
 2.5.4.20=6de05f4ee59bf97e56d665f007a
 2872fe10b55b99fd080a38157c3214473
 a1, postalCode=400053, st=Maharashtra,
 serialNumber=d01e8b73f225108186f3e7
 9923a3b855f0daab3ba3f0c0cf68711d92
 6a49fd32, cn=SANJAY JAIN
 Date: 2024.09.27 16:21:23 +05'30'