

8<sup>th</sup> August 2023

The Secretary  
Corporate Relationship Department  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Fort, Mumbai-400001  
SCRIP CODE: BSE: 502420

The Manager  
Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block G, 5th floor  
Bandra Kurla Complex  
Bandra (E) Mumbai-400051  
TRADING SYMBOL: ORIENTPPR

Dear Sir/Madam,

**Sub: Outcome of the 87<sup>th</sup> Annual General Meeting.**

This is to inform you that the 87<sup>th</sup> Annual General Meeting of the Company was held on Tuesday, 8<sup>th</sup> August 2023, commenced at 11:00 A.M. and concluded at 11:50 A.M., through Video Conferencing/ Other Audio Visual Means, and the business mentioned in the Notice dated 12<sup>th</sup> July, 2023 were transacted.

In this regard, we are enclosing herewith the following:

- a. Summary of the proceedings of the 87th Annual General Meeting, as required under Regulation 30, Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**Listing Regulations**') (attached as **Annexure-A**); and
- b. Report of the scrutinizer dated 8<sup>th</sup> August, 2023, pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (attached as **Annexure-B**).

We further submit that all resolutions as set out in the notice of the 87th Annual General Meeting were approved by the members with requisite majority.

The detailed voting results as per Regulation 44 of the Listing Regulations will be submitted with the Stock Exchanges in due course.

Please take the above information on your records.

Thanking you,

Yours faithfully,  
For ORIENT PAPER & INDUSTRIES LIMITED

(R.P. Dutta)  
Company Secretary  
ACS 14337

Encl. as above

**Summary of the proceedings of the 87<sup>th</sup> Annual General Meeting of the Shareholders of the Company held on Tuesday, 8<sup>th</sup> August, 2023 at 11:00 A.M. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).**

The 87<sup>th</sup> Annual General Meeting ("the AGM") of the Company was held on Tuesday, 8<sup>th</sup> August, 2023, at 11:00 AM through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") wherein e-voting facility was provided by National Securities Depository Limited ("NSDL").

The Company Secretary welcomed all the shareholders and the dignitaries to the 87<sup>th</sup> AGM conducted through Video Conferencing/Other Audio-Visual Means as per the Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India and in compliance with the applicable provisions of the Companies Act, 2013 ("the Act") and the Rules made thereunder.

Thereafter, the Company Secretary informed the shareholders that Notice of AGM along with the Annual Report for the year 2022-23 was sent by electronic mode to the Members whose e-mail address was registered with the Company's Registrar and Share Transfer Agent and with the Depository Participants as on Friday, 7<sup>th</sup> July 2023.

The Company Secretary further informed that the Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts or Arrangements in which Directors are interested, maintained under Section 170 and 189 of the Act respectively and copies of documents referred in the notice were available for inspection at the e-Voting page of the NSDL and on the website of the Company during the continuation of proceedings of the AGM.

The Company Secretary also informed that remote e-voting facility commenced from 4<sup>th</sup> August, 2023 (9:00 AM) and closed at 7<sup>th</sup> August, 2023 (5:00 PM). Further, in accordance with Section 108 of the Companies Act, 2013, relevant MCA Circulars and SEBI Circulars, the Company had also provided electronic means of voting at the AGM ("AGM E-Voting"). Members holding shares as on the cut-off date (i.e., 1<sup>st</sup> August, 2023) and had not cast their vote by remote e-voting, can exercise their right to vote on resolutions, as set out in the Notice of the 87<sup>th</sup> Annual General Meeting during the meeting through NSDL. He also confirmed the presence of requisite quorum.

Mr. Chandra Kant Birla, Chairman of the Company, chaired the AGM and welcomed the shareholders to the 87<sup>th</sup> AGM of the Company. Thereafter he introduced Mr. S. Vishvanathan, Independent Director, Chairman of Audit Committee and Nomination & Remuneration Committee and Member of Stakeholder Relationship Committee and Risk Management Committee, Mr. Ashwin J. Laddha, Managing Director & CEO, Mr. Pradeep Kumar Sonthalia, Chief Financial Officer, and Mr. R. P. Dutta, Company Secretary. He then requested other members of the Board present in the meeting through Video Conferencing to introduce themselves.

Mr. Raj Kumar Agrawal, Independent Director, Member of Audit Committee, Nomination & Remuneration Committee and Chairman of Risk Management Committee and of Mr. Ashwin Bishnoi, Independent Director and Member of the Audit Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee introduced themselves and confirmed their presence at AGM of the Company from their respective locations.

The Chairman also acknowledged the presence of Ms. Seema Mohnot, representative of B S R & Co. LLP, Chartered Accountants, Statutory Auditors of the Company, Mr. A. K. Labh of A K Labh & Co., Practicing Company Secretaries, Secretarial Auditor of the Company and Scrutinizer for the AGM, from their respective locations.

Orient Paper and Industries Limited

Birla Building 9<sup>th</sup> fl, 9/1 R.N. Mukherjee Road, Kolkata – 700 001, India +91 033 40823700 Email: info@opil.in

Registered Office: Unit VIII, Plot No 7, Bhoinagar, Bhubaneswar -751 012, India www.orientpaperindia.com

CIN: L21011OR1936PLC000117

Thereafter, the Chairman delivered his address to the shareholders. With the permission of the shareholders, the Notice of AGM and Directors' Report along with annexures were taken as read. Since there was no qualification or adverse remark in the Statutory Auditors' Report on the financials of the Company for the financial year 2022-23 and the Secretarial Auditors' Report for that year, the same were taken as read.

The following items of business, as per the Notice of AGM, dated 12<sup>th</sup> July, 2023, were transacted at the meeting. The Chairman read out the item no. 1 and 2 and requested Mr. S. Vishvanathan, Independent Director of the company to chair the meeting for item no. 3 since Mr. C. K. Birla was interested in that agenda item and resumed as Chairman for item no. 4, 5 and 6. The Chairman then ordered voting on all the resolutions set in the notice of Annual General Meeting.

## **ORDINARY BUSINESS**

### **Item no. 1**

To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023 together with Report of the Board of Directors and Auditors' thereon.

### **Item No. 2**

To declare dividend of Re. 1 (100%) per equity share of face value of Re. 1/- each for the financial year ended 31<sup>st</sup> March, 2023.

### **Item No. 3**

Appointment of a Director in place of Shri C. K. Birla (DIN: 00118473), who retires by rotation and being eligible, offers himself for re-appointment.

## **SPECIAL BUSINESS**

### **Item No. 4**

To ratify and confirm remuneration payable to the Cost Auditor of the Company for the financial year 2023-24.

### **Item No. 5**

To ratify revision in remuneration payable to Mr. Ashwin J. Laddha, Managing Director & Chief Executive Officer of the Company.

### **Item No. 6**

To waive excess remuneration paid to Mr. Ashwin J. Laddha, Managing Director & Chief Executive Officer of the Company.

Thereafter, the Chairman requested the shareholders registered as speaker to give their valuable opinions and suggestions. The Chairman addressed the queries of the Speaker Shareholders as well as those received over emails.

The Chairman also announced that the e-voting window was active for voting during the proceeding of the AGM for those shareholders who did not cast their vote through remote e-voting. He further informed that the e-voting window will be closed after 15 minutes from the end of the meeting.

The Chairman further informed that the scrutinizer will submit his report on voting after considering the results of remote e-voting and results of e-voting during the AGM and severally authorized the Chief Financial Officer and Company Secretary of the Company to receive the

Scrutinizer's Report and declare the results and submit the same to the Stock Exchanges and also to make available on the website of the Company.

The Chairman on behalf of the Board of Directors of the Company, thanked all the stakeholders for their continued support and announced formal closure of the Annual General Meeting.

The meeting concluded with a vote of thanks to the Chair at 11:50 A.M.

Based on the Consolidated Scrutinizer's Report dated 8<sup>th</sup> August, 2023, all the resolutions nos. 1 to 6 as set out in the Notice of 87<sup>th</sup> Annual General Meeting of the Company, have been passed with requisite majority.

For ORIENT PAPER & INDUSTRIES LIMITED

R. P. Dutta  
Company Secretary  
ACS 14337

## A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



## A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : [aklabh@aklabh.com](mailto:aklabh@aklabh.com) / [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com)

Website : [www.aklabh.com](http://www.aklabh.com)

### **CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014]

The Chairman  
of the 87<sup>th</sup> Annual General Meeting of  
Orient Paper & Industries Limited  
Unit VIII, Plot No. 7  
Bhoinagar, Bhubaneswar  
Odisha-751012

*Dear Sir,*

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 87<sup>th</sup> Annual General Meeting (“AGM”) of the members of “*Orient Paper & Industries Limited*” (“*Company*”) held on Tuesday, the 8<sup>th</sup> day of August, 2023 at 11:00 A.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021, 02/2022 dated 5th May, 2022 and 10/2022 dated 28th December, 2022 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting (“e-voting”) process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 12<sup>th</sup> day of July, 2023. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM 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”), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.



## A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



## A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

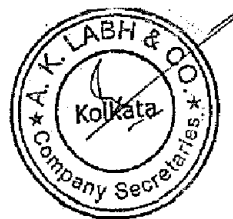
Mobile : 98300-55689

e-mail : [aklabh@aklabh.com](mailto:aklabh@aklabh.com) / [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com)

Website : [www.aklabh.com](http://www.aklabh.com)

I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Friday, the 4<sup>th</sup> day of August, 2023 up to 5:00 P.M. IST on Monday, the 7<sup>th</sup> day of August, 2023.
2. The shareholders holding shares as on the "cut off" date, i.e. the 1<sup>st</sup> day of August, 2023 were entitled to vote on the proposed 6 (Six) resolutions as mentioned in the Notice of the AGM dated the 12<sup>th</sup> day of July, 2023.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Tuesday, the 8<sup>th</sup> day of August, 2023 around 12:10 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Rohit Kumar, residing at Basundhara Apartment, Flat No. 6, 3rd Floor, 1 No. Airport, North 24 Parganas, Kolkata - 700079 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata - 700060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVEN : 124455] are as under:



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



# A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## <A> ORDINARY BUSINESS:

### a) Resolution 1

To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023, together with the Report of the Board of Directors and Auditors thereon

(i) Voted in favour of the Resolution:

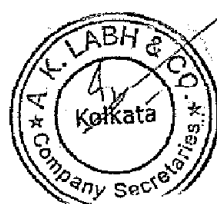
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	266	118847147	
E-voting at AGM	1	291	
<b>Total</b>	<b>267</b>	<b>118847438</b>	<b>99.9989%</b>

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	6	1248	
E-voting at AGM	0	0	
<b>Total</b>	<b>6</b>	<b>1248</b>	<b>0.0011%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	5269404



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
*Practising Company Secretary*



# A. K. LABH & Co.

*Company Secretaries*

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## b) Resolution 2

To declare dividend of Re. 1/- (100%) per equity share of face value of Re. 1/- each for the financial year ended 31st March, 2023

(i) Voted in favour of the Resolution:

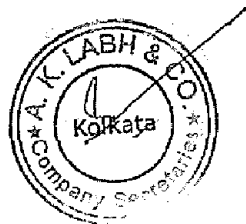
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	269	118847390	
E-voting at AGM	1	291	
<b>Total</b>	<b>270</b>	<b>118847681</b>	<b>99.9992%</b>

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	985	
E-voting at AGM	0	0	
<b>Total</b>	<b>3</b>	<b>985</b>	<b>0.0008%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	5269404





# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



# A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## c) Resolution 3

To appoint a Director in place of Mr. Chandra Kant Birla (DIN: 00118473), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment

(i) Voted in favour of the Resolution:

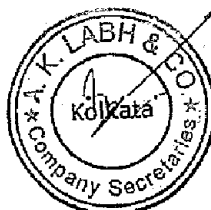
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	260	118844970	
E-voting at AGM	1	291	
<b>Total</b>	<b>261</b>	<b>118845261</b>	<b>99.9971%</b>

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	3405	
E-voting at AGM	0	0	
<b>Total</b>	<b>12</b>	<b>3405</b>	<b>0.0029%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	5269404



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



# A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## <B> SPECIAL BUSINESS:

### d) Resolution 4 : Ordinary Resolution

To ratify and confirm remuneration payable to the Cost Auditor of the Company for the financial year 2023-24

(i) Voted in favour of the Resolution:

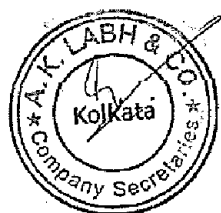
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	259	118845129	
E-voting at AGM	1	291	
<b>Total</b>	<b>260</b>	<b>118845420</b>	<b>99.9975%</b>

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	2946	
E-voting at AGM	0	0	
<b>Total</b>	<b>12</b>	<b>2946</b>	<b>0.0025%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	5269404



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



# A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## e) Resolution 5 : Special Resolution

To revise the remuneration payable to Mr. Ashwin J. Laddha (DIN: 09538310),  
Managing Director & Chief Executive Officer of the Company

(i) Voted in favour of the Resolution:

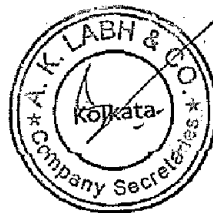
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	238	111501764	
E-voting at AGM	1	291	
<b>Total</b>	<b>239</b>	<b>111502055</b>	<b>93.8185%</b>

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	34	7346636	
E-voting at AGM	0	0	
<b>Total</b>	<b>34</b>	<b>7346636</b>	<b>6.1815%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	5269404



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



# A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## f) Resolution 6 : Special Resolution

To waive excess remuneration paid to Mr. Ashwin J. Laddha (DIN: 09538310),  
Managing Director & Chief Executive Officer of the Company

(i) Voted in favour of the Resolution:

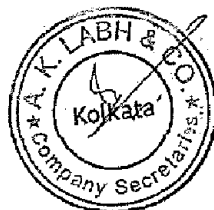
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	242	118824619	
E-voting at AGM	1	291	
<b>Total</b>	<b>243</b>	<b>118824910</b>	<b>99.9799%</b>

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	30	23831	
E-voting at AGM	0	0	
<b>Total</b>	<b>30</b>	<b>23831</b>	<b>0.0201%</b>

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	5269404



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



# A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

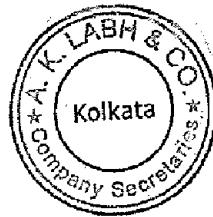
Website : [www.aklabh.com](http://www.aklabh.com)

7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

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

(CS A. K. LABH)  
Practising Company Secretary  
FCS : 4848 / CP No. : 3238  
UIN : S1999WB026800  
PRCN : 1038/2020  
UDIN : F004848E000766171



Place : Kolkata  
Dated : 08-08-2023



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
Practising Company Secretary



# A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com


Website : [www.aklabh.com](http://www.aklabh.com)

Witness:

1. Rohit Kumar

(Rohit Kumar)

Basundhara Apartment, Flat No. 6, 3<sup>rd</sup> Floor  
1 No. Airport, North 24 Parganas  
Kolkata - 700079

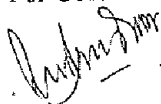
2. 

(Anushree Dasgupta)

28/N, Dwijen Mukherjee Road, Behala  
Kolkata - 700060



Received the Report of the Scrutinizer  
For Orient Paper & Industries Limited



(R. P. Dutta)  
Company Secretary  
ACS 14337

