

Date: September 21, 2019

**BSE Limited**  
Floor 25, P J Towers  
Dalal Street  
Mumbai – 400001

**National Stock Exchange of India Ltd**  
Bandra Kurla Complex  
5<sup>th</sup> Floor, Exchange Plaza  
Bandra (East), Mumbai – 400051

Dear Sir,

**Sub: Proceedings of 49<sup>th</sup> Annual General Meeting of the Company held on Saturday, September 21, 2019.**

**Ref: BSE: Scrip Code: 513121, NSE: ORICONENT**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, this is to inform you that the Shareholders of the Company at the 49<sup>th</sup> Annual General Meeting (AGM) of the Company held on Saturday, September 21, 2019 at 10:00 A.M at Shri S K. Somani Memorial hall, Hindi Vidya Bhavan, Marine Drive, Mumbai – 400002 transacted the following business.

**Ordinary Business**

- i. Adoption of the Standalone & Consolidated Audited Financial Statements for the year ended March 31, 2019 and Reports of the Directors and Auditors thereon.
- ii. Declaration of Dividend on Equity Shares for the Financial Year ended March 31, 2019.
- iii. Re-appointment of Mr. Varun Somani (DIN: 00015384) as the Director of the Company liable to retire by rotation.
- iv. Re-appointment of Mrs. Sujata Parekh Kumar (DIN: 00016335) as the Director of the Company liable to retire by rotation.

**Special Business**

- v. Re-appointment of Mr. Vinod Mimani (DIN: 00053976) as an Independent Director of the Company for second term of 5 years, not liable to retire by rotation, from conclusion of this Annual General Meeting till the Conclusion of 54<sup>th</sup> Annual General Meeting of the Company.
- vi. Re-appointment of Mr. Rajendra Somani (DIN: 00332465) as Managing Director of the Company for a period of 5 years commencing from 01<sup>st</sup> April, 2020 to 31<sup>st</sup> March, 2025 and to increase his remuneration.
- vii. Re-appointment of Mr. Adarsh Somani (DIN: 00192609) as Joint Managing Director of the Company for a period of 5 years commencing from 01<sup>st</sup> June, 2020 to 31<sup>st</sup> May, 2025 and to increase his remuneration.

- viii. Approval of remuneration of Mr. B.K. Toshniwal (DIN: 00048019) in excess of limits prescribed under regulation 17(6)(e)(i) of SEBI (LODR) Regulations, 2015
- ix. Ratification of remuneration of Cost Auditor M/s Dilip M. Malkar & Co., Cost Accountants.


The business items of the AGM were conducted through remote e-voting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. The Company also conducted poll at the venue of the AGM for the Members who attended the AGM.

The combined report of the scrutinizer on e-voting and poll is awaited, on receipt of the scrutinizer report it will be determined that the above resolutions has been passed with the required majority or not.

The Company shall submit the scrutinizer report on or before September 23, 2019 to the Stock Exchange(s).

We request you to kindly take the same on your records.

Thanking you,  
Yours faithfully,  
For **Oricon Enterprises Limited**

  
Sanjay Jain  
Company Secretary



Place: Mumbai