



*orbit exports ltd.*

122, MISTRY BHAVAN, 2ND FLOOR, NEAR K C COLLEGE, DINSHAW WACHHA ROAD, CHURCHGATE,  
MUMBAI – 400 020. (MAH.) INDIA. TEL: +91-22-6625 6262, FAX: +91-22-22822031,  
E-mail: investors@orbitexports.com, Website: www.orbitexports.com;  
CIN NO: L40300MH1983PLC030872

Date: January 13 , 2023

To,  
The Manager,  
Listing Department,  
National Stock Exchange of India Ltd.,  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (East),  
Mumbai – 400051

Corporate Services Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street  
Mumbai – 400001

**Symbol: ORBTEXP**

**Security Code: 512626**

Dear Sir/Madam,

**Subject: Completion of extinguishment of 4,08,163 (Four Lakh Eight Thousand One Hundred and Sixty Three) equity shares of face value of ₹ 10/- each (“Equity Shares”) at a price of ₹ 245/- (Rupees Two Hundred and Forty Five only) by Orbit Exports Limited (the “Company”) for an amount not exceeding ₹ 10,00,00,000 (Rupees Ten Crore only) under tender offer route pursuant to the provisions of the SEBI (Buy-back of Securities) Regulations, 2018, (the “SEBI Buyback Regulations”) and the Companies Act, 2013 (the “Companies Act”), each as amended from time to time (the “Buyback”)**

Pursuant to the public announcement dated November 08, 2022 published on November 09, 2022 ("Public Announcement") and the letter of offer dated December 03, 2022 ("Letter of Offer"), the tendering period for the Buyback opened on Thursday, December 15, 2022 and closed on Wednesday, December 28, 2022. In accordance with the provisions of Regulation 11 of the SEBI Buyback Regulations, the following are the details of the Equity Shares bought back by the Company during the tendering period and extinguished:

Equity share capital before the said extinguishment (No. of Equity Shares)	Equity share capital extinguished and destroyed (No. of Equity Shares)	Equity share capital after the said extinguishment (No. of Equity Shares)
2,73,83,065	4,08,163	2,69,74,902

We hereby confirm that from the above mentioned 4,08,163 Equity Shares, 4,08,067 Equity Shares were held in Demat form and 96 Equity Shares were in Physical form which were extinguished and destroyed in the manner provided under Regulation 11 of SEBI Buyback Regulations, 2018.

Thus, in accordance with the provisions of Regulation 11 of the SEBI Buyback Regulations, we hereby enclose the following:

- i. A confirmation letter bearing no. CDSL/OPS/IPO-CA/2022-23/CA 355527.006 dated January 11, 2023 received from Central Depository Services (India) Limited towards the extinguishment of 4,08,067 Equity Shares - **Annexure I**;
- ii. Extinguishment certificate dated January 13, 2023 verified and signed by the Company, its two Directors (of which one is the Managing Director) and Company Secretary, the Registrar to the Buyback and the Statutory Auditor of the Company - **Annexure II**

The reconciliation statement of equity share capital of the Company, pre-Extinguishment and post Extinguishment, is as under:

Sr.No.	Particulars	Pre-Buyback		Post-Buyback	
		No. of Shares	Amount (₹ in Lakhs)	No. of Shares	Amount (₹ in Lakhs)
1	<b>Authorized Share Capital</b>				
	Equity Shares	3,50,00,000	3500.00	3,50,00,000	3500.00
	Preference Shares	-	-	-	-
2	Issued, Subscribed and Paid-up Capital	2,73,83,065	2738.30	2,69,74,902	2,697.49

The pre-Buyback and the post-Buyback shareholding pattern of the Company as provided in the Post-Buyback Public Announcement dated January 09, 2023 published on January 10, 2023 have been reproduced below for ease of reference:



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MUMBAI – 400 020. (MAH.) INDIA. TEL: +91-22-6625 6262, FAX: +91-22-22822031,  
E-mail: investors@orbitexports.com, Website: www.orbitexports.com;  
CIN NO: L40300MH1983PLC030872

Particulars	Pre-Buyback (as on record date)		Post Buyback	
	No. of equity shares	% of existing equity share	No. of equity shares	% of Post- Buyback equity share
Promoters and Promoter Group	1,81,06,682	66.12	1,78,94,390	66.34
Foreign Investors (including ADRs, Non-Resident Indians, FIIs, FPIs, Foreign Nationals and Overseas Corporate Bodies)	45,602	0.17	90,80,512	33.66
Financial Institutions / Banks, NBFCs & Mutual Funds	-	-		
Others (Public, Bodies Corporate, Clearing Members, Trusts and HUF)	92,30,781	33.71		
<b>Total</b>	<b>2,73,83,065</b>	<b>100.00</b>	<b>2,69,74,902</b>	<b>100.00</b>

The terms used but not defined in this letter shall have the same meaning as assigned in the Public Announcement and the Letter of Offer.

This is for your information and record.

Thanking you,  
Yours faithfully,

**For, Orbit Exports Limited**

**Ankit Kumar Jain**  
**Company Secretary & Compliance Officer**

**Enclosed: As above**



# Central Depository Services (India) Limited



**CDSL/OPS/IPO-CA/2022-23/CA-355527.006**

January 11 , 2023

**The Company Secretary,  
Orbit Exports Limited**  
122, Mistry Bhawan  
2nd Floor, Dinshaw Wachha Road  
Churchgate Mumbai, Maharashtra,  
India - 400020

Dear Sir,

**Sub:- Buyback**

This is to inform you that the file uploaded by you / your RTA for the above-mentioned purpose, has been successfully processed at **Central Depository Services (India) Limited**. The details of the same are as follows:

CA Seq. No.	ISIN	Type Of Security	Date Effected	No. of Records	No. of Securities
355527.006	Debit ISIN INE231G01010	Orbit Exports Limited- Equity Shares	09-Jan-2023	1	408067

Thanking you,

Yours faithfully,  
For **Central Depository Services (India) Limited**

**Vinifer T Kodia**  
**Asst. Vice President – Operations**

**c.c Link Intime India Private Limited**

Regd. Office : Marathon Futurex, Mafatlal Mill Compounds, A-Wing, 25th floor, N M Joshi  
Marg, Lower Parel (East), Mumbai - 400013.  
Phone: 91 - 22-2302-3333 • Fax: 91 - 22 - 2300 2035/2036. CIN: L67120MH1997PLC112443  
Website : [www.cdslindia.com](http://www.cdslindia.com)

**STATEMENT OF EXTINGUISHMENT OF EQUITY SHARES BY  
ORBIT EXPORTS LIMITED**

The certificate is being issued in compliance of with requirements of Regulation 11 of Securities Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended (“**Buyback Regulations**”).

Pursuant to the Public Announcement dated November 08, 2022 which was published on November 09, 2022, and the Letter of Offer dated December 03, 2022, the tendering period for the Buyback opened on December 15, 2022 and closed on December 28, 2022 (“**Tendering Period**”). The Company bought back 4,08,163 fully paid up equity shares of the face value of INR 10/- each (“**Equity Shares**”), from its existing shareholders, through tender offer route at INR 245/- per Equity Share. The following are the details of the Equity Shares bought back by the Company on conclusion of the Tendering Period and destroyed/ extinguished:

**A. EQUITY SHARES IN DEMATERISED FORM:**

<b>Name of the Depository</b>	<b>Name of the Depository Participant and DP ID No.</b>	<b>Company’s Client ID No.</b>	<b>Date of Extinguishment</b>	<b>Number of Equity Shares Extinguished</b>
Central Depository Services Limited (I) (CDSL)	Keynote Capitals Limited ID No.12024300	00084095	January 9, 2023	4,08,067

**B. EQUITY SHARES IN PHYSICAL FORM:**

<b>Sr. No.</b>	<b>Date of Extinguishment</b>	<b>Folio No.</b>	<b>Number of Equity Shares extinguished</b>	<b>Certificate Nos.</b>	<b>Distinctive Nos.</b>
1	January 9, 2023	0008192	72	23423 17365	2889501 – 2889522 8503875 - 8503924
2	January 9, 2023	0004534	24	23425	3043377 - 3043400
<b>Total</b>			<b>96</b>		

**C. TOTAL NUMBER OF EQUITY SHARES EXTINGUISHED/DESTROYED (A+B)**

Total number of Equity Shares extinguished/destroyed (A+B): **4,08,163 Equity Shares**

It is certified that the above Equity Shares of the Company were extinguished destroyed in compliance with and according to the provisions of Regulation 11 of the Buyback Regulations.

For *Orbit Exports Limited*

<p>PANKAJ SHYAM SUNDER SETH</p> <p>Digitally signed by PANKAJ SHYAM SUNDER SETH Date: 2023.01.13 14:49:16 +05'30'</p> <p><b>Pankaj Seth</b> <b>Managing Director</b> <b>DIN: 00027554</b></p>	<p>ANISHA PANKAJ SETH</p> <p>Digitally signed by ANISHA PANKAJ SETH Date: 2023.01.13 14:50:22 +05'30'</p> <p><b>Anisha Seth</b> <b>Director</b> <b>DIN: 00027611</b></p>	<p>ANKIT KUMAR JAIN</p> <p>Digitally signed by ANKIT KUMAR JAIN Date: 2023.01.13 14:50:54 +05'30'</p> <p><b>Ankit Kumar Jain</b> <b>Company Secretary &amp;</b> <b>Compliance Officer</b> <b>Membership No.: A54805</b></p>
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The Statutory Auditors, G.M. Kapadia & Co. and the Registrar to the Buyback, Link Intime have initialed this certificate for identification purpose only.

<p><b>For G.M. Kapadia &amp; Co.</b> <b>Chartered Accountants</b> <b>FRN: 104767W</b></p> <p>ATUL HIRALAL SHAH</p> <p>Digitally signed by ATUL HIRALAL SHAH Date: 2023.01.13 17:48:25 +05'30'</p> <p><b>Atul Shah</b> <b>Partner</b> <b>Membership Number: 039569</b></p>	<p><b>For Link Intime</b></p> <p>HARESH VASHUMA L HINDUJA</p> <p>Digitally signed by HARESH VASHUMAL HINDUJA Date: 2023.01.13 15:15:13 +05'30'</p> <p><b>Haresh Hinduja</b> <b>Head Primary Market</b></p>
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Date: January 13, 2023

Place: Mumbai

**Enclosed:** Confirmation letter dated January 11, 2023 from CDSL for extinguishment of Equity Shares in the dematerialised form.

**G. M. KAPADIA & CO.**  
(REGISTERED)

CHARTERED ACCOUNTANTS

1007, RAHEJA CHAMBERS, 213, NARIMAN POINT, MUMBAI 400 021. INDIA

PHONE : (91-22) 6611 6611 FAX : (91-22) 6611 6600

**Statutory Auditor's Report in respect of extinguishment of equity shares of Orbit Exports Limited, which were bought back**

To,  
Board of Directors  
**Orbit Exports Limited**  
122, 2nd Floor, Mistry Bhavan,  
Dinshaw Wachha Road,  
Churchgate, Mumbai – 400 020  
Maharashtra, India

**Dear Sir/ Madam,**

**Sub:** Statutory Auditor's Report in respect of extinguishment of equity shares of Orbit Exports Limited ('the Company'), which were bought back.

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1. This Report is issued in accordance with the terms of our communication dated January 07, 2023 with the Company.
2. For the purpose of the certificate, we have verified the particulars contained in the attached 'Statement of Extinguishment of Equity Shares bought back by the Company ('the Statement'), as prepared by the Company and confirmed by the Company's Registrar and Transfer Agent – Link Intime India Private Limited to be submitted pursuant to the requirements of Regulation 11 of Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 ('the Buyback Regulations'). We have initialed the Statement for the purpose of identification only.
3. We are informed by the Company that 4,08,163 equity shares of Rs. 10 each have been bought back during the period December 15, 2022 to December 28, 2022.
4. In connection with the aforesaid, we have been requested by the Management of the Company to provide a certificate with respect to extinguishment of the above equity shares for submission to Securities and Exchange Board of India ('SEBI'), National Stock Exchange of India Limited ('NSE') and Bombay Stock Exchange Limited ('BSE')

**Management's Responsibility**

5. The preparation of the Statement is the responsibility of the Management of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

6. The Management is responsible for extinguishment/ cancellation of the shares bought back through tender offer route beginning from December 15, 2022 to December 28, 2022 as set out in the Statement.
7. The Management is also responsible for ensuring extinguishment/ cancellation of shares and that the Company complies with the requirement of the Buyback Regulations and Companies Act, 2013 in relation to buyback of equity shares and for providing all the information to SEBI.

**Auditor's Responsibility**

8. Our responsibility for the purpose of this certificate, is limited to certifying the particulars stated in the Statement on the basis of verification of relevant records and documents obtained and maintained by the Company and furnished to us for the purpose and ensuring that the extinguishment of equity shares is in compliance with the Regulations.
9. Our engagement involves performing procedures to obtain sufficient appropriate evidence on the above reporting. The procedures selected depend on the auditor's judgment, including the assessment of the risks associated with the above reporting.

Within the scope of our work, we performed the following procedures:

- (i) Verified the cancellation of physical shares, if any, which were bought back by the Company in accordance with the Buyback Regulations;
  - (ii) Verified the share extinguishment confirmation received by the Company from Central Depository Services (India) Limited ('CDSL') with respect to shares held in dematerialized form which were bought back;
  - (iii) Examined the report from the share transfer agent on the specific shares bought back;
  - (iv) Examined the resolutions passed by the Board of Directors/ Buyback Committee of the Company relating to extinguishment of the shares which were bought back; and
  - (v) Obtained appropriate representations from the Management of the Company.
10. We conducted our examination of the Statement in accordance with the Guidance Note on Reports and Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India ('the Guidance Note'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
  11. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of



Historical Financial Information, and Other Assurance and Related Services Engagements.

**Opinion**

12. Based on enquiries conducted and our verification as above, we report that the particulars furnished by the Company in the Statement are in agreement with the relevant records and maintained by the Company as on the date of this certificate and the extinguishment is in compliance with the provisions of the Regulations.

**Restriction on Use**

13. This report has been issued at the request of the Company solely in connection with the extinguishment of equity shares bought back in accordance with the Buyback Regulation, for their onward submission to Securities and Exchange Board of India, Stock Exchanges, Public Shareholders and any other regulatory authority as per applicable law and (b) the Central Depository Services (India) Limited, National Securities Depository Limited and (iii) for providing to the Manager, each for the purpose of extinguishment of equity shares and may not be suitable for any other purpose, without our prior written consent.

**For G. M. Kapadia & Co.**  
Chartered Accountants  
Firm Registration No: 104767W

**Atul Shah**  
Partner

Place: Mumbai  
Dated this 13<sup>th</sup> day of January 2023

Membership No: 039569  
UDIN: 23039569BGUQAU2167