



STAR EXPORT HOUSE

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CIN : L22219MH1987PLC042083



25<sup>th</sup> September, 2023

BSE Ltd.,  
Department of Corporate Services,  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001

The National Stock Exchange of India Ltd.,  
Listing Department,  
Exchange Plaza,  
Bandra Kurla Complex  
Bandra (East)  
Mumbai 400 051

Scrip Code: 526325

Trading symbol: ORIENTLTD

Dear Sir(s),

**Ref: Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Sub: Summary of the proceedings of the 35<sup>th</sup> Annual General Meeting of the Company held on September 25, 2023**

Pursuant to the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations") read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith summary of the proceedings of the 35<sup>th</sup> Annual General Meeting of Orient Press Limited held on Monday, 25<sup>th</sup> September, 2023 at 11.30 A.M. through Video Conferencing (VC) / Other Audio Video Means (OAVM) as **Annexure A**. The results of the voting will be filed separately after the receipt of Scrutinizer Report.

You are requested to kindly take the same on record.

Thanking you

Yours faithfully  
For Orient Press Limited



**Shubhangi Lohia**  
Company Secretary & Compliance Officer

Encl: As above

ANNEXURE-A

**SUMMARY OF THE PROCEEDINGS OF 35<sup>th</sup> ANNUAL GENERAL MEETING OF ORIENT PRESS LIMITED HELD ON MONDAY, 25<sup>th</sup> SEPTEMBER, 2023 AT 11.30 A.M.**

1. The 35<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Monday, 25<sup>th</sup> September, 2023 at 11.30 A.M. (IST) through video conferencing and other audio-visual means. The Company Secretary welcomed the Shareholders/Members and informed that 35<sup>th</sup> Annual General Meeting of the Company is held through video conferencing and other audio-visual means provided by CDSL as permitted by the Ministry of Corporate Affairs, Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and Rules made thereunder.
2. She informed that soft copy of notice dated 12.08.2023 together Board's Report, Report on Corporate Governance, Management Discussion & Analysis, Audited Financial Statements for the FY 2022-23 had been emailed to all the Shareholders of the Company whose emails are registered with the Company and/or Depository participants.
3. Thereafter, she informed the shareholders that voting instructions are in compliance with the Companies Act, 2013, SEBI Regulation and MCA circular and that the Company has provided facility to cast vote electronically through remote e-voting services administered by CDSL on all the resolutions set forth in the notice dated 12.08.2023. Remote e-voting commenced on Friday, 22<sup>nd</sup> September, 2023 at 9.00 a.m. (IST), and ended on Sunday, 24<sup>th</sup> September, 2023 at 5.00 p.m. (IST). The members who have not casted their votes through remote-e-voting may cast their votes through e-voting system available on the page of the CDSL during the continuance of the AGM. Since, AGM is conducted through Video Conferencing and other Audio Visual means eleven resolutions set out in the notice has already been put to vote through remote e-voting and as voting facility is also available during AGM there is no need for proposing and seconding of these resolutions.
4. Company Secretary requested all the Directors participating in the meeting through Video Conferencing mode to confirm their location of joining and confirm the receipt of notice of AGM. Further to state that they all are participating alone and screen is visible/voice is clear. All the Directors confirmed the receipt of Notice through email and further confirmed that they are alone and screen is visible and voice is clear.
5. Mr. R.V. Maheshwari Chairman & Managing Director thereafter, chaired the proceedings of the Meeting.
6. The requisite quorum being present, the Chairman called the Meeting to order.
7. The Chairman delivered his speech and the Notice of the meeting was taken as read. Also, since report of the Statutory Auditors is unqualified, without any observations. remark, comments in their report, with the permission of the Members/Shareholders the Auditors' Report was taken as read.



8. The Company Secretary informed that Mr. Ghanshyam Das Mundra, Chairman of Audit Committee, Mr. Vilas Dighe, Chairman of Nomination & Remuneration Committee and Mrs. Vinita Chhapparwal, Chairman of the Stakeholders Relationship Committee were present in the AGM. Further the representatives of Statutory Auditors M/s. Sarada & Pareek LLP and Mr. Vinod Mandawaria, Secretarial Auditor were present in the AGM.
9. Company Secretary informed that the Register of Directors' and Key Managerial Personnel and their shareholding along with Register of Contracts or Arrangements in which the Directors are interested were kept open for inspection for the members during continuance of the meeting on the investor info tab of the Company's website.
10. Thereafter, the following items of business as set out in the Notice convening the AGM were put for the approval of Members.

**Ordinary Business and Ordinary Resolutions**

- (i) Consideration and adoption of the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023 and Board's Report and Auditors' Report thereon.
- (ii) Re-appointment of Mr. Prakash Maheshwari (DIN: 00249736), a Director who retires by rotation.

**Special Business**

- (iii) Ratification of Remuneration of Cost Auditors (M/s Bhanwarlal Gurjar & Co., CMA, Surat, (Membership No. 22597) for the financial year ended 31<sup>st</sup> March, 2023 by way of Ordinary resolution.
- (iv) Continuation of the Directorship of Mr. Kannan Ramamirtham (DIN: 00227980) as an Independent Director" of the Company on attaining Age of 75 Years.
- (v) Not to fill the vacancy of Mr. Sanjay Maheshwari who retires by rotation & does not seek re-election:
- (vi) Re-appointment of Mr. Ramvilas Maheshwari as a Managing Director of the Company.
- (vii) Re-appointment of Mr. Rajaram Maheshwari as a Whole-time Director of the Company.
- (viii) Re-appointment of Mr. Prakash Maheshwari as a Whole-Time Director of the Company.
- (ix) Approval for the payment of remuneration to Executive Directors who are Promoters in excess of 5% of the net profits of the Company in a year as per Regulation 17(6)(e)(ii) of SEBI (LODR) Regulations 2015.
- (x) Approval for the Alteration of the Object Clause of the Memorandum of Association of the Company.
- (xi) Approval for the acceptance of fixed deposits from the Member of the Company.



The Company Secretary informed the Members that Mr. Vinod Kumar Mandawaria of V.K. Mandawaria &Co., Practicing Company Secretary (Membership No.: 2209; CP No: 2036) has been appointed as Scrutinizer for scrutinizing the e-voting process, before and during the AGM in a fair and transparent manner.

11. The Company Secretary then requested the Members who had registered themselves as speaker to ask questions concerning the Annual Report (including the Notice). Certain Members raised questions on the future prospects and turnaround of the Company into profit making which were answered by Chairman satisfactorily.
12. The Chairman informed that the results would be declared within 48 hours from the conclusion of the AGM, based on the Scrutinizer's Report after taking into consideration the votes cast through remote e-voting and votes cast through e-voting at the AGM and the aforesaid would be displayed on the website of the Company and Central Depository Services (India) Limited (the agency appointed for conducting remote e-voting and e-voting at the AGM) post intimation to the Stock Exchanges.
13. The Chairman informed that e-voting facility would continue to remain open for 15 minutes post conclusion of the AGM and requested the Members who had not exercised their votes through the remote e-voting facility, to cast their votes through this e-voting facility.
14. The Chairman thanked the Members for attending and participating in the Meeting and the AGM concluded at 12.20 p.m. Thereafter, the voting process concluded.
15. The Company Secretary and the Chairman thanked the Members for attending and participating in the Meeting, and concluded the meeting at 12.20 p.m.

**For Orient Press Limited**

**Shubhangi Lohia**  
**Company Secretary & Compliance Officer**

