Corporate Office : 20, Pragati Industrial Estate
N. M. Joshi Marg, Mumbai 400 011, India
T : +91-22-4028 5800/809 ● F : +91-22-2308 0785

E : orient@orientpressltd.com ● W : www.orientpressltd.com

CIN: L22219MH1987PLC042083



26th September, 2016

BSE Ltd.,

Department of Corporate Services, 25th Floor, Phiroz Jeejeebhoy Towers

Dalal Street

Mumbai 400 001

Scrip Code: 526325

The National Stock Exchange of India Ltd.,

Listing Department,

Exchange Plaza,

Bandra Kurla Complex

Bandra (East)

Mumbai 400 051

Scrip Code: ORIENTLTD

Dear Sir(s),

### Re.: Submission of details of Voting Results - 28th Annual General Meeting

This is to inform you that the 28th Annual General Meeting (AGM) of the Company was held on Saturday, 24th day of September, 2016 at 12.30 P.M. at the registered office of the Company at Plot No. L-31, MIDC, Tarapur Industrial Area, Boisar -401506, Dist. Palghar, Maharashtra.

In this regard please find enclosed the following:-

- 1. Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2. Report of Scrutinizer, Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended.

This is for your information and record.

Thanking you

Yours faithfully

For Orient Press Limited

Ramvilas Maheshwari

Chairman & Managing Director

DIN: 00250378

Regd. Office : L-31, M.I.D.C., Tarapur Industrial Area, Boisar 401506, Dist. Thane, Maharashtra, India

T: +91-02525-655332

Office: 1102, "G" Wing, 11th Floor, Lotus Corporate Park, Off: Western Express Highway, Goregaon (East), Mumbai 400 063, Maharashtra, India. Tel. No. (Board): +91 (022) 42977310

### Orient Press Limited - 28th Annual General Meeting - Voting Results

Disclosure as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the Annual General Meeting	Saturday, 24th September 2016
Total No. of Shareholders on record date 17 <sup>th</sup>	2877
September, 2016	
No. of Shareholders present in the Meeting either	
in person or through proxy:	
i) Promoter & Promoter Group:	10
ii) Public:	10
No. of Shareholders attended the meeting through	Not arranged
Video Conferencing:	
i) Promoters & Promoters Group:	
ii) Public:	

#### Agenda wise disclosure

Resolution 1: Adoption of the Audited Financial Statements of the Company for the year ended 31st March, 2016 and Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

Whether promote interested in the age	nda/resolutio	group are on		0.77	N	No. of	% of Votes	% of Votes
		No. of shares held (1)	polled (2)	Polled on outstanding	Votes - in favour (4)	Votes - against (5)	in favour on votes	against on votes polled (7)=[(5)/(2)]*100
Promoter and	E-Voting	6056250	1641500	27.10	1641500	0	100	0.00
Promoter Group	Poll	0000200	4414750	72.90	4414750	0	100	0.00
Tromoter Group	Total		6056250	100.00	6056250	0	100	0.00
D 11:	E-Voting	900	0	0.00	0	0	0.00	0.00
Public	Poll	1 700	0	0.00	0	0	0.00	0.00
Institutional	Total	-	0	0.00	0	0	0.00	0.00
D 11: Non		2017850	0	0.00	0	0	0.00	0.00
Public Non-		2017000	7653	0.38	7653	0	100	0.00
Institutional	Poll Total	-	7653	0.38	7653	0	100	0.00
Total	10181	8075000	6063903	75.10	6063903	0	100	0.00

FOR CORENT PRESS LIMITED

**Managing Director** 

Resolution 2: Declaration of a dividend of Rs. 1.25/- per Equity Share of Rs. 10/- each. (Ordinary Resolution)

interested in the ag Category		No. of shares held (1)	polled (2)		Votes – ir favour (4)		on votes	against or votes polled (7)=[(5)/(2)]*10
Promoter and	8	6056250	1641500	27.10	1641500	0	100	
Promoter Group	Poll	Ì	4414750	72.90			100	0.00
	Total		6056250	100.00	4414750	0	100	0.00
Public	E-Voting	900	0		6056250	0	100	0.00
Institutional	Poll		0	0.00	0	0	0.00	0.00
	Total	-	0	0.00	0	0	0.00	0.00
Public Non-	E-Voting	2017850		0.00	0	0	0.00	0.00
Institutional	Poll	-017000	0	0.00	0	0	0.00	0.00
	Total	ļ-	7653	0.38	7653	0	100	0.00
Total		8075000	7653	0.38	7653	0	100	0.00
		00/3000	6063903	75.10	6063903	0	100	0.00

Resolution 3: Appointment of a director in place of Mr. Rajaram Maheshwari (DIN: 00249954), who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

interested in the ag Category		group are on No. of shares held (1)	Yes  No. of votes polled (2)		Votes - in favour (4)	f No. on Votes - against (5)		against or votes polled (7)=[(5)/(2)]*10
Promoter and	- Totale	6056250	1641500	27.10	1641500	0	100	
Promoter Group	Poll		4414750	72.90	4414750		100	0.00
	Total		6056250	100.00		0	100	0.00
Public	E-Voting	900	0	0.00	6056250	0	100	0.00
Institutional	Poll	-	0		0	0	0.00	0.00
·	Total	· -	0	0.00	0	0	0.00	0.00
Public Non-		2017850	0	0.00	0	0	0.00	0.00
Institutional	Poll			0.00	0	0	0.00	0.00
	Total	-	7653	0.38	7653	0	100	0.00
<b>Fotal</b>		8075000	7653	0.38	7653	0	100	0.00
		00/3000	6063903	75.10	6063903	0	100	0.00

FOR ORIENT PRESS LIMITED

**Managing Director** 

## Resolution 4: Ratification of the appointment of M/s. B.L. Sarda & Associates, Chartered Accountants (Firm Registration No. 109266W), as the Statutory Auditors of the Company (Ordinary Resolution)

Wheather promot	ter/promoter	group are	No					
interested in the age	enda/resoluti	on						
Category	1	No. of shares held (1)	No. of votes polled (2)		Votes - in	Votes -		
Promoter and	E-Voting	6056250	1641500	27.10	1641500	0	100	0.00
Promoter Group	Poll		4414750	72.90	4414750	0	100	0.00
	Total		6056250	100.00	6056250	0	100	0.00
Public	E-Voting	900	0	0.00	0	0	0.00	0.00
Institutional	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non-	E-Voting	2017850	0	0.00	0	0	0.00	0.00
Institutional	Poll		7653	0.38	7653	0	100	0.00
	Total		7653	0.38	7653	0	100	0.00
Total		8075000	6063903	75.10	6063903	0	100	0.00

#### Resolution 5: Ratification of the Remuneration of Cost Auditors (Ordinary Resolution)

whether promote	er/promoter	group are	No		· · · · · · · · · · · · · · · · · · ·			
interested in the age	enda/resoluti	ion						
	<del></del>	No. of shares held (1)	No. of votes polled (2)		Votes - in	Votes -		
Promoter and	E-Voting	6056250	1641500	27.10	1641500	0	100	0.00
Promoter Group	Poll		4414750	72.90	4414750	0	100	0.00
	Total		6056250	100.00	6056250	0	100	0.00
Public	E-Voting	900	0	0.00	0	0	0.00	0.00
Institutional	Poll		0	0.00	0	0	0.00	0.00
	Total	·	0	0.00	0	0	0.00	0.00
Public Non-	E-Voting	2017850	0	0.00	0	0	0.00	0.00
Institutional	Poll	·	7653	0.38	7653	0	100	0.00
	Total		7653	0.38	7653	0	100	0.00
Total		8075000	6063903	75.10	6063903	0	100	0.00

OI ORIENT PRESS LIMITED

Vianaging Director

### Resolution 6: Re-appointment of Mr. R.V. Maheshwari as Managing Director. (Special Resolution)

whether promote	er/promoter	group are	Yes.					
interested in the age								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	i	Votes - in	Votes -	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	
Promoter and	E-Voting	6056250	1641500	27.10	1641500	0	100	0.00
Promoter Group	Poll		4414750	72.90	4414750	0	100	0.00
	Total		6056250	100.00	6056250	0	100	0.00
Public	E-Voting	900	0	0.00	0	0	0.00	0.00
Institutional	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non-	E-Voting	2017850	0	0.00	0	0	0.00	0.00
Institutional	Poll		7653	0.38	7653	0	100	0.00
	Total		7653	0.38	7653	0	100	0.00
Total		8075000	6063903	75.10	6063903	0	100	0.00

## Resolution 7: Borrowing of Money in excess of paid up share capital & free reserve of the company (Special Resolution)

whether promot interested in the age	er/promoter		No					
Category	T	No. of shares held (1)	polled (2)	1	Votes - in	Votes -		
Promoter and	E-Voting	6056250	1641500	27.10	1641500	0	100	0.00
Promoter Group	Poll		4414750	72.90	4414750	0	100	0.00
	Total		6056250	100.00	6056250	0	100	0.00
Public	E-Voting	900	0	0.00	0	0	0.00	0.00
Institutional	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non-	E-Voting	2017850	0	0.00	0	0	0.00	0.00
Institutional	Poll		7653	0.38	7653	0	100	0.00
	Total		7653	0.38	7653	0	100	0.00
Total		8075000	6063903	75.10	6063903	0	100	0.00

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### Resolution 8: Creation of charge on the Assets of the Company. (Special Resolution)

interested in the age Category	Mode of	No. of shares	polled (2)	Polled on outstanding	Votes - in favour (4)	Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*	
	E-Voting	6056250	1641500	27.10	1641500	0	100	0.00
Promoter and		0030230	4414750	72.90	4414750	0	100	0.00
Promoter Group	Poll	-	6056250	100.00	6056250	0	100	0.00
	Total	000	0030230	0.00	0	0	0.00	0.00
Public	E-Voting	900	0	0.00	0	0	0.00	0.00
Institutional	Poll	4	0	0.00	0	0	0.00	0.00
	Total	2017050	0	0.00	0	0	0.00	0.00
Public Non-		2017850	7653	0.38	7653	0	100	0.00
Institutional	Poll	4		0.38	7653	0	100	0.00
Total	Total	8075000	7653 <b>6063903</b>	75.10	6063903	<del>                                     </del>	100	0.00

Resolution 9: Keeping of Register of Members at any other place instead of registered office of the Company. (Special Resolution)

(Special It	coolulion)							
interested in the age	Mode of	No. of shares	polled (2)	Polled on outstanding	Votes - in favour (4)	Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	against on
	F. Vating	6056250	1641500	27.10	1641500	0	100	0.00
Promoter and		0030230	4414750	72.90	4414750	0	100	0.00
Promoter Group	Poll	-		100.00	6056250	0	100	0.00
	Total		6056250	0.00	0030230	0	0.00	0.00
Public	E-Voting	900	0		0	0	0.00	0.00
Institutional	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public Non-	E-Voting	2017850	0	0.00		0	100	0.00
Institutional	Poll		7653	0.38	7653		100	0.00
	Total		7653	0.38	7653	0	100	0.00
Total		8075000	6063903	75.10	6063903	0	100	0.00
		utions were nas	ead with the re-	quisite majori	.tv.			

All the aforesaid resolutions were passed with the requisite majority.

For Orient Press Limited

Ramvilas Maheshwari

Chairman & Managing Director

DIN: 00250378

### V.K. MANDAWARIA & CO.

#### **Company Secretaries**

VINOD KUMAR MANDAWARIA, B. Com., F.C.S., F.C.A.

28, Mogal Bldg., 2<sup>nd</sup> Floor, 25, Vaju Kotak Road, Fort, Mumbai-400 001

Tel : 2265 5377, Email: vinodmandawaria@gmail.com

Consolidated Scrutinizer's Report {Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended}

To.

The Chairman of 28<sup>th</sup> Annual General meeting of the Members of Orient Press Limited held on 24th, September, 2016 at Plot No. L-31 MIDC Tarapur, Industrial Area, Boisar 401506, Dist Palghar, Maharashtra.

#### Dear Sir,

- 1. I, Vinod Kumar Mandawaria, a Practicing Company Secretary, has been appointed as a scrutinizer by the Board of Directors of Orient Press Limited (the Company) for the purpose of:
  - (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (Management and Administration) Rules, 2014, as amended (Rules) and
  - (ii) Poll through ballot papers under the provisions of Section 109 of the Companies Act, 2013 Act read with Rule 21 of the Rules, on the resolutions contained in the Notice to the 28<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company held on 24th September, 2016 at Plot No. L-31 MIDC Tarapur, Industrial Area, Boisar 401506, DistPalghar, Maharashtra.
- 2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e by remote e-voting] and voting by poll through ballot paper at the AGM for the Resolutions contained in the Notice to the AGM of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means(i.e. by remote e-voting) and voting by poll through ballot paper at the AGM is restricted to make a Consolidated scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions stated below, based on the reports generated from the e-voting system provided by Central Depository Services (India) Ltd (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means and voting by poll through ballot paper at the AGM.
- 3. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in my presence with due identification marks placed by me.
- 4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 5. I did not find any poll papers invalid.
- 6. I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means and voting by poll through ballot paper at the AGM as under:-



R.V.M

(2)

Cut off date: 17th September, 2016.

Remote e-voting commencement date: 9.00 AM, 21st September, 2016.

Remote e-voting end date: 5.00 PM, 23rd September, 2016.

The results of remote e-voting together with that of ballot forms and papers are as under:-

#### **Item and Resolution No.1**

Adoption of Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2016 along with the reports of Directors' and Auditors thereon. (As an Ordinary Resolution)

vote	ers who casted	No. of	shares held	l by them		% of Total Paid up share Capital			
28		606390	03		75.10				
	Remote E-	voting	Voting at Ballot Pap		Total				
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%			
Assent	. 16	1641500	12	44,22,403	6063903	100			
Dissent	0	0	0	0	0	0			
Invalid	0	0	0	0	0	0	†		
Total	16	1641500	12	44,22,403	6063903	100	1		

The Resolution has been approved by the Members unanimously as an Ordinary Resolution.

## <u>Item and Resolution No.2</u> <u>Declaration of dividend on Equity shares.(As an Ordinary Resolution)</u>

vote				l by them	<b>I</b>	% of Total Paid up share Capital			
28		606390	03		75.10				
	Remote E-	voting	Voting at a Ballot Pap		Total				
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%			
Assent	16	1641500	12	44,22,403	6063903	100	1		
Dissent	0	0	0	0	0	0			
Invalid	0	0	0	0	0	0	1		
Total	16	1641500	12	44,22,403	6063903	100	1		

The Resolution has been approved by the Members unanimously as an Ordinary Resolution.

#### **Item and Resolution No.3**

## Appointment of Shri RajaramMaheshwari as Director who retires by rotation.(As an Ordinary Resolution)

No. of Memberote	No. of	No. of shares held by them			% of Total Paid up share Capital			
28		606390	03		75.1	75.10		
	Remote E-	voting	Voting at	AGM by	Total			
			Ballot Pap	ers				
	No. of	No. of	No. of	No. of	No. of	%	7	
	Members	Shares	Members	Shares	Shares			
		held.		held.	held.			
Assent	16	1641500	12	44,22,403	6063903	100	1	
Dissent	0	0	0	0	0	0	1	
Invalid	0	0	0	0	0	0	1	
Total	16	1641500	12	44,22,403	6063903	100	1	

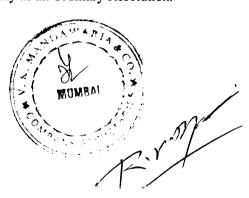
The Resolution has been approved by the Members unanimously as an Ordinary Resolution.

### **Item and Resolution No.4**

### Ratification of appointment of AuditorsM/S B.L. Sarda&Associates and to fix their remuneration. (As an Ordinary Resolution)

No. of Members who casted vote		No. of	No. of shares held by them			% of Total Paid up share Capital		
28		606390	03		75.1	0		
	Remote E-voti		ting Voting at AGM by Ballot Papers		Total			
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%		
Assent	16	1641500	12	44,22,403	6063903	100	1	
Dissent	0	0	0	0	0	0	1	
Invalid	0	0	0	0	0	0	1	
Total	16	1641500	12	44,22,403	6063903	100	1	

The Resolution has been approved by the Members unanimously as an Ordinary Resolution.



## <u>Item and Resolution No.5</u> <u>Ratification of remuneration of Cost Auditors.(As an Ordinary Resolution)</u>

No. of Members	No. of	No. of shares held by them			% of Total Paid up share Capital			
28		606390	)3		75.1	75.10		
	Remote E-	voting	Voting at .	AGM by	Total			
				allot Papers				
	No. of	No. of	No. of	No. of	No. of	%	1	
	Members	Shares	Members	Shares	Shares			
		held.		held.	held.			
Assent	16	1641500	12	44,22,403	6063903	100	1	
Dissent	0	0	0	0	0	0		
Invalid	0	0	0	0	0	0		
Total	16	1641500	12	44,22,403	6063903	100		

The Resolution has been approved by the Members unanimously as an Ordinary Resolution.

#### Item and Resolution No.6

## Reappointment and remuneration of Shri RamvilasMaheshwari as Managing Director. (As a Special Resolution)

No. of Members who casted vote	No. of shares held by them	% of Total Paid up share Capital
28	6063903	75.10

	Remote E-			Voting at AGM by Ballot Papers		
	No. of	No. of	No. of	No. of	No. of	%
	Members	Shares	Members	Shares	Shares	
		held.		held.	held.	
Assent	16	1641500	12	44,22,403	6063903	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	16	1641500	12	44,22,403	6063903	100

The Resolution has been approved by the Members unanimously as a Special Resolution.

PIN

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# <u>Item and Resolution No.7</u> <u>Borrowing of money in excess of paid up share capital & free reserves of the Company.(As a Special Resolution)</u>

No. of Members who casted vote	No. of shares held by them	% of Total Paid up share Capital
28	6063903	75.10

	Remote E-	Remote E-voting		Voting at AGM by Ballot Papers		
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%
Assent	16	1641500	12	44,22,403	6063903	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	16	1641500	12	44,22,403	6063903	100

The Resolution has been approved by the Members unanimously as a Special Resolution. **Item and Resolution No.8** 

### Creation of charge on the Assets of the Company. (As a Special Resolution)

No. of Members who casted vote		No. of	No. of shares held by them			% of Total Paid up share Capital		
28	606390	03		75.1	0			
	Remote E-voi		ting Voting at AG Ballot Papers		Total	Total		
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%		
Assent	16	1641500	12	44,22,403	6063903	100		
Dissent	0	0	0	0	0	0	,	
Invalid	0	0	0	0	0	0		
Total	16	1641500	12	44,22,403	6063903	100		

The Resolution has been approved by the Members unanimously as a Special Resolution.

# <u>Item and Resolution No. 9</u> <u>Keeping of Register of Members at any other place instead of Registered off ice of the Company.(As a Special Resolution)</u>

No. of Members who casted vote	No. of shares held by them	% of Total Paid up share Capital
28	6063903	75.10

	Remote E-	Remote E-voting		Voting at AGM by Ballot Papers		· · · · · · · · · · · · · · · · · · ·
	No. of Members	No. of Shares held.	No. of Members	No. of Shares held.	No. of Shares held.	%
Assent	16	1641500	12	44,22,403	6063903	100
Dissent	0	0	0	0	0	0
Invalid	0	0	0	0	0	0
Total	16	1641500	12	44,22,403	6063903	100

The Resolution has been approved by the Members unanimously as a Special Resolution.

7. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handled over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the AGM.

Thanking You,

Yours faithfully,

Vinod Kumar Mandawaria

Practicing Company Secretary

FCS-2209 Proprietor,

V. K. Mandawaria & Co.

Company Secretaries.

Counter signed by: For Orient Press Limited

( Ramvilas Maheshwari) Chairman and Managing Director.