



CONSOLIDATED SCRUTINIZER'S REPORT

To

The Chairman

Orient Paper & Industries Limited

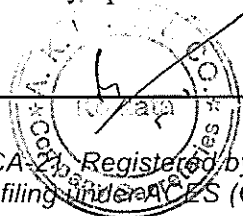
Unit-VIII, Plot No. 7, Bhoinagar

Bhubaneswar - 751012

Odisha

Dear Sir,

- (1) We have been appointed as Scrutinizer by the Company for conducting the postal ballot and e-voting process in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 1st August, 2017.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and postal ballot on the resolution contained in the Notice of the postal ballot and e-voting dated the 2nd August, 2017. Our responsibility as a scrutinizer for the voting process through electronic means and postal ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the e-voting system of National Securities Depository Limited (NSDL) and of voting received through postal ballots as provided by M/s MCS Share Transfer Agent Limited, Kolkata, the agencies engaged by the Company to provide e-voting / postal ballot facilities.
- (3) We submit our report as under :
 - (a) The Company has completed the dispatch of Postal Ballot Notice and Postal Ballot forms (containing e-voting instructions) through e-mail / other permitted modes as applicable on 16th August, 2017 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 4th day of August, 2017.
 - (b) The postal ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes.
 - (c) The ballot boxes were opened after 5 p.m. on Monday, 18th day of September, 2017 in our presence.
 - (d) The postal ballot forms were duly opened in our presence and scrutinized.



A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

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

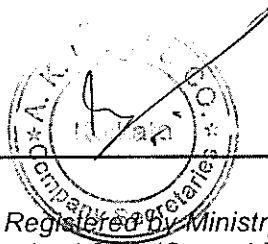
© (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

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Website : www.aklabh.com

- (e) Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
- (f) All postal ballot forms received on or before 5 p.m. on Monday, 18th September, 2017 the last date as fixed by the Company for receipt of the forms, were considered for our scrutiny.
- (g) Envelopes containing postal ballot forms received after 5 p.m. on Monday, 18th day of September, 2017, *if any*, were not considered for our scrutiny.
- (h) We did not find any defaced ballot paper.
- (i) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by NSDL e-voting system (www.evoting.nsdl.com).
- (j) The e-voting period remained open from 09:00 A.M. IST on Saturday, the 19th day of August, 2017 up to 5:00 P.M. IST on Monday, the 18th day of September, 2017.
- (k) The Shareholders holding shares as on the “cut off” date, i.e. 4th day of August, 2017 were entitled to vote on the proposed resolution as mentioned in the notice of the postal ballot and e-voting dated 2nd day of August, 2017.
- (l) The result of the electronic voting was downloaded after 5 p.m. on Monday, 18th day of September, 2017 from NSDL website providing the platform for e-voting system (www.evoting.nsdl.com) and were unblocked in the presence of two witnesses, namely, Mr. Asit Kumar Labh, residing at 71, N. D. Road, Kolkata – 700008 and Ms. Sunayna Jaiswal, residing at 17, Karbala Tank Lane, Kolkata – 700006 and has been included in our report.
- (m) The consolidated summary of the votes casted [aggregate of Physical and Electronic Voting System (**EVEN: 106809**) is as follows :-



A. K. LABH

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



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SPECIAL BUSINESS:

Ordinary Resolution

Appointment of Miss Avani Birla, a relative of Shri C.K. Birla, Director and Chairman of the Company as Senior Executive of Orient Electric, a division of Orient Paper & Industries Limited at an annual remuneration of Rs. 75,11,020/- (Rupees Seventy Five Lacs Eleven Thousand Twenty Only)

(i) Voted in favour of the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
E-voting	188	126892847	
Voting by ballot	141	161365	
Total	329	127054212	99.01%

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
E-voting	46	1267013	
Voting by ballot	15	7149	
Total	61	1274162	0.99%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
29	55448

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4. The proposed resolution has therefore been passed with requisite majority by the Shareholders of the Company.
5. You may accordingly declare the result of e-voting and Postal Ballot.
6. The postal ballot forms, e-voting register and other related papers / registers and records shall remain in our safe custody until the Chairman considers, approves and signs the minutes of postal ballot and e-voting.

Thanking You,

Yours truly

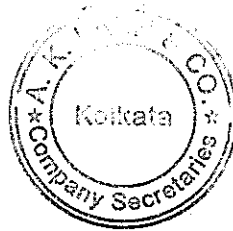
For A. K. LABH & Co.

Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary

FCS - 4848 / CP No. - 3238



Place: Kolkata

Dated: 20.09.2017

Witness:

1. (Asit Kumar Labh)
71, N. D. Road
Kolkata - 700008

2. (Sunayna Jaiswal)
17, Karbala Tank Lane
Kolkata - 700006

Received the Report of the Scrutinizer

For Orient Paper & Industries Limited

(R. P. Dutta)

Company Secretary