

SHIV HARI JALAN
B.COM., F.C.A., F.C.S.
COMPANY SECRETARY

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CONSOLIDATED SCRUTINIZER'S REPORT ON E-VOTING AND POLL

[Pursuant to Section 108 and Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014 and Rule 20 (3) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To
The Chairman
25th Annual General Meeting of the Equity Shareholders
Of ORIENTAL VENEER PRODUCTS LIMITED
held on 30th September 2016 At 12:30 P.M. at
Aghai (Via) Kalyan Railway Station,
Thane Maharashtra 421301.

Dear Sir,

I, **Shiv Hari Jalan**, Company Secretary in whole- time Practice appointed as Scrutinizer by the Board of Directors of **Oriental Veneer Products Limited**, ("the Company") for the purpose of scrutinizing the e-voting process (remote e-voting) under the provision of section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, as amended and poll process under the provision of section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolution(s) set out in the Notice to the 25th Annual General Meeting of the Equity Shareholders of Oriental Veneer Products Limited held on 30th September 2016 At 12.30 P.M. at Aghai (Via) Kalyan Railway Station, Thane Maharashtra 421301, submit my Report as under:

1. The management of the Company is responsible to ensure the compliance with the requirement of The Companies Act, 2013 and the Rules framed thereunder relating to Remote e-voting and voting through poll for the resolutions contained in the Notice of the company. My responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the votes cast "in favour "or "against" the resolution stated above, based on the report generated from the e-voting system provided by CDSL, authorised under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means and based on the Polling Papers received from the shareholders of the Company.
2. In accordance with the Notice of 25th Annual General Meeting sent to the Shareholders, the voting through electronic means / remote e-voting period remained open from 27th September, 2016 (9.30 AM) to 29th September, 2016 (5.00 P.M).
3. The shareholders holding shares as on the "cut-off" date i.e. 23rd September, 2016 were entitled to vote through e-voting on the proposed resolution(s) as set out in the Notice of 25th Annual General Meeting sent to the Shareholders.




4. After the close of period for remote e-voting and before the start of annual general meeting, the details of members, such as their names, folio Nos, Number of shares held, who has casted votes through e-voting, were accessed from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>) for the purpose of ensuing that members who have casted their votes through remote e-voting do not vote again at the 25th AGM.
5. 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.
6. The locked ballot box was subsequently opened in my presence and in presence of two witnesses who are not in the employment of the company. The witnesses have signed below in confirmation of the Ballot Box being unlocked in their presence. The polling papers were reconciled with the records maintained by M/s Adroit Corporate Services Pvt. Ltd. the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
7. No poll papers were incomplete and/or defective.
8. The votes for remote e-voting process were unblocked on 30th September, 2016 in the presence of two witnesses who are not in the employment of the company. Thereafter, the details containing, inter alia list of equity shareholders, who voted "for" and "against" were downloaded from the e-voting website of CDSL (<https://www.evotingindia.com>).
9. The Consolidated result of Remote e-voting and the poll is as under as per annexure 1:

Place: Mumbai

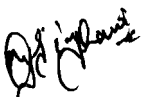
Date: 01.10.2016

Witness-1:

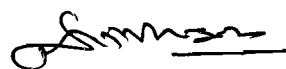
Signature: 

Name: Chirag Bhutani

Witness -2

Signature: 

Name: Mohit Jain Singhani



**SHIV HARI JALAN
COMPANY SECRETARY**

C.P.NO. : 4226

FCS : 5703



Oriental Veneer Products Limited - 25th Annual General Meeting held on 30th September, 2016.

Combined Results (E-voting and poll)

Annexure 1

Ordinary Resolution: Item no.1 - To receive, consider and adopt

- a) the Audited Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016, together with the Report of the Auditors thereon:

Particulars of Business	Total No. of Votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
		No's	%age	No's	%age	No's	%age
E-voting	0	0	0	0	0	0	0
Poll	4233298	4233298	100	0	0	0	0
Total	4233298	4233298	100	0	0	0	0

Ordinary Resolution: Item no. 2 - To appoint a Director in place of Mr. Karim N Mithiborwala (DIN 00171326), who retires by rotation and, being eligible, offers himself for re-appointment:

Particulars of Business	Total No. of Votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
		No's	%age	No's	%age	No's	%age
E-voting	0	0	0	0	0	0	0
Poll	4011498	4011498	100	0	0	0	0
Total	4011498	4011498	100	0	0	0	0

Ordinary Resolution: Item no. 3 – To ratify the appointment of M/s. Anil Bansal & Associates, Chartered Accountants (ICAI Firm Registration No.100421W) and M/s. NBS & Co. Chartered Accountants (Reg. No. 110100W) as the Statutory Auditors of company:

Particulars of Business	Total No. of Votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
		No's	%age	No's	%age	No's	%age
E-voting	0	0	0	0	0	0	0
Poll	4233298	4233298	100	0	0	0	0
Total	4233298	4233298	100	0	0	0	0



Ordinary Resolution: Item no. 4: To Authorise Board of Directors to Levy Charge for Delivery of Documents to Shareholders through a Particular Mode on their Request:

Particulars of Business	Total No. of Votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
		No's	%age	No's	%age	No's	%age
E-voting	0	0	0	0	0	0	0
Poll	4233298	4233298	100	0	0	0	0
Total	4233298	4233298	100	0	0	0	0

Special Resolution: Item no. 5: Alteration of Articles of Association of the company:

Particulars of Business	Total No. of Votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
		No's	%age	No's	%age	No's	%age
E-voting	0	0	0	0	0	0	0
Poll	4233298	4233298	100	0	0	0	0
Total	4233298	4233298	100	0	0	0	0

