

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

104, MAHAVIR BUILDING, 44/46, POPATWADI LANE, KALBADEVI, MUMBAI-400002  
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**FORM NO.MGT-13**  
**SCRUTINIZER'S REPORT**

(Pursuant to section 109 of the companies ACT, 2013 and rule 21(2) of the companies (Management and administration) Rules, 2014

To  
The Chairman  
24<sup>th</sup> Annual General Meeting of the Equity Shareholders  
Of ORIENTAL VENEER PRODUCTS LIMITED  
held on 30<sup>th</sup> September 2015 At 04.00 P.M. at  
Aghai (via) Kalyan Railway Station, Thane - 421301

Dear Sir,

I, Shiv Hari Jalan, Company Secretary in whole time Practice, appointed as Scrutinizer(s) by the Board of Directors of Oriental Veneer Products Limited, for the purpose of scrutinizing the 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 resolutions contained in the notice to the 24<sup>th</sup> Annual General Meeting of the members of the Company, held on 30<sup>th</sup> September 2015 At 04.00 P.M. at Aghai (Via). Kalyan Railway Station, Thane, 421301, submit my report as under:

1. 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.
2. The locked ballot box was subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the registrar and share transfer agents of the company, M/s. Adroit Corporate Services Private Limited. Mumbai and the authorizations/proxies lodged with the company.
3. No poll papers were incomplete and/or defective.
4. The result of the poll is attached herewith as **Annexure "A"**.
5. Compilation of data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

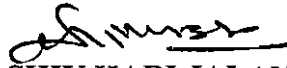


6. The Poll papers and all other relevant records were sealed and handed over to the Managing Director for safe keeping.

Thanking You,

Place: Mumbai

Date: 01.10.2015

  
SHIV HARI JALAN  
COMPANY SECRETARY  
C.P.NO. : 4226  
FCS : 5703

Witness-1:

Signature:



Name: Chirag Bhuptani



Witness -2

Signature:



Name: Jiney Gupta

**RUSULTS OF POLL**

**Annexure-A**

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

- (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2015 together with the Reports of the Directors and Auditors thereon; and
- (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2015 together with the Reports of the Auditors thereon.

Particulars		Number of members present and voting (in person or by proxy)	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	6	540100	100
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes	Total number of member (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	0

**Ordinary Resolution: Item no.2** - To appoint a Director in place of Mr. Karim Nooruddin Mithiborwala (DIN 00171326) who retires by rotation at this Annual General Meeting and being eligible, offers himself for reappointment:

Particulars		Number of members present and voting (in person or by proxy)	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	6	540100	100
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes	Total number of member (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	0

**Ordinary Resolution: Item no.3** - Ratification of Re-appointment of M/s Anil Bansal & Associates, Chartered Accountants and M/s. NBS & Co., Chartered Accountants as Statutory auditors of the company & to fix their remuneration:



Particulars		Number of members present and voting (in person or by proxy)	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	6	540100	100
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes	Total number of member (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	0

**Ordinary Resolution: Item no.4 - Appointment of Mrs. Deepa Dinesh Raut (DIN: 07177364) as an Independent Director of the Company:**

Particulars		Number of members present and voting (in person or by proxy)	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	6	540100	100
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes	Total number of member (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	0

**Ordinary Resolution: Item no.5 - Appointment of Mr. Suresh Govind Mane (DIN: 07247232) as an Independent Director of the Company:**

Particulars		Number of members present and voting (in person or by proxy)	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	6	540100	100
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes	Total number of member (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	0



**Special Resolution: Item no.6 - To approve Related Party Transactions under Section 188 of Companies Act, 2013:**

Particulars		Number of members present and voting (in person or by proxy)	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	6	540100	100
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes	Total number of member (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	0

