



Ashu Gupta & Co.

Company Secretaries

FORM No. MGT-13 Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
Mr. N.R. Srinivasan, Director,
Chairman (EGM-30.03.2015)
Orient Bell Limited
8, Industrial Area, Sikandrabad,
Distt. Bulandshahr (U.P.),
Uttar Pradesh-203 205

Scrutinizer's Report on Poll conducted at Extra-Ordinary General Meeting of the Shareholders of Orient Bell Limited held on 30th day of March, 2015 at 8, Industrial Area, Sikandrabad-203 205, Distt. Bulandshahr (U.P.)

Dear Sir,

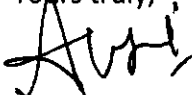
I, Ashu Gupta, Company Secretary in Practice, appointed as Scrutinizer for the purpose of the poll taken on the resolution contained in the notice of the Extra-Ordinary General Meeting of the Shareholders of Orient Bell Limited, held on 30th day of March, 2015 at 8, Industrial Area, Sikandrabad-203 205, Distt. Bulandshahr (U.P.), submit my report as under:

1. After completion of the poll the ballot box kept for polling was sealed in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence along with two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. 5 (Five) poll papers, which were incomplete and/or which were otherwise found defective has been treated as invalid and kept separately.
4. The result of the Poll is annexed as an annexure.



5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,
Yours truly,



Ashu Gupta

Practising Company Secretary

Membership No. 4123

C.P. No. 6646



Date: 31.03.2015

Annexure To Scrutinizer's Report on Poll

Result Of Voting through Poll

Resolution No	Subject of Resolution	Type of Resolution	Differential Voting Rights	Valid Votes						Total valid Votes cast	Invalid Votes	
				Votes in Favour (assent)			Votes casted Against (dissent)				No. of Members whose votes were declared invalid	No. of invalid votes cast
				No. of Member /Proxy	No. of Vote cast	% of total no of valid votes cast	No. of Member /Proxy	No. of Vote cast	% of total no of valid votes cast			
1	Modification in Remuneration payable to Mr. Madhur Daga, Whole Time Director of the company (designated as Joint Managing Director) for the period from 01.04.2014 to 30.09.2016 in terms of Companies Act, 2013.	Special	Nil	25	42627	100	0	0	0	42627	7	5087023

