



30th December, 2016

To
Bombay Stock Exchange Limited
Corporate Relationship Department
The Stock Exchange, Mumbai
P.J. Towers, 1st Floor,
Dalal Street,
Mumbai - 400 023

National Stock Exchange Limited
Listing Department
Exchange Plaza, Bandra Kurla Complex
Bandra, Mumbai-400051

Dear Sir,

Sub.: Proceedings of the 16th Annual General Meeting held on Friday, 30th December, 2016

The 16th Annual General Meeting ("meeting") of the Members of Orbit Corporation Limited (the 'Company') was held at M. C. Ghia Hall, 4th Floor, Bhogilal Hargovindas Building, 18/20 K. Dubash Marg, Kala Ghoda, Mumbai 400001 on Friday, 30th December, 2016 at 10.30 a.m.

Total 61 members attended the meeting as per the records of attendance.

The meeting was chaired by Mr. Ravi Kiran Aggarwal. After ascertaining the requisite quorum, the Chairman called the meeting to order. The Chairman welcomed the shareholders and requested Mr. Ronak Kalathiya, Company Secretary to start the proceedings of the meeting.

The members were informed that pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided Remote E-Voting Facility to all members to exercise their votes. The Remote E-Voting was allowed for a period of 3 days, which started from 27th December 2016 (9.00 AM) upto 29th December 2016 (5.00 PM).

The members were informed of the appointment of Ms. Bhavika Bhagat, Practicing Company Secretary to independently scrutinize the Remote E-Voting and to conduct the Poll in fair and transparent manner.

It was further informed that shareholders who had not cast their votes earlier were allowed to cast their votes by dropping ballot papers in the Ballot Box kept in the meeting hall and the same would be considered by the Scrutinizer in his Report.

Several Shareholders addressed the meeting, raised queries on the financial performance and business operations of the company and also gave valuable suggestions. The shareholders queries were replied by the Chairman of the Company.

The members then filled their ballot papers and dropped the same in the ballot box kept for the purpose. After completion of the polling exercise, the scrutinizer took the Ballot Box in his custody who will accordingly prepare and submit her report on the E-Voting and Voting through Polling/Ballot Papers.

Thanking You,

Yours faithfully,

For Orbit Corporation Limited

Ronak Kalathiya
Company Secretary



ORBIT CORPORATION LIMITED
THE VIEW,
165, DR. ANNIE BESANT ROAD,
WORLI, MUMBAI - 400 018.
INDIA TEL: 91 22 30446910
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WEBSITE : www.orbitcorp.com
EMAIL : investor@orbitcorp.com
CIN : L72900MH2000PLC124729

Consolidated Scrutinizer report

(Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and amendment thereof)

To,
The Chairman
Orbit Corporation Limited
The View, 1st Floor,
165, Dr. Annie Besant Road,
Worli, Mumbai - 400 018, Maharashtra

Sub: Consolidated Scrutinizer's report on e-voting and voting through polling paper conducted pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013 (the Act) read with Rules of the Companies (Management and Administration) Rules, 2014 and amendment thereof.

I, Bhavika Bhagat, Practicing Company Secretary, having office at B-602, New Gokul Heights CHS, Opp. Cambridge School, Thakur Complex, Kandivali (East), Mumbai: 400 101, was appointed as a Scrutinizer by the Board of Directors of Orbit Corporation Limited ("the Company") pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013 (the Act) read with Rules of the Companies (Management and Administration) Rules, 2014 and amendment thereof and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for conducting remote e-voting and voting through polling paper in respect of the below mentioned resolution(s) proposed at 16th Annual General Meeting (AGM) on Friday, 30th December, 2016 at M C Ghia Hall, 4th Floor, Bhogilal Hargovindas Building, 18/20, K Dubash Marg, Kala Ghoda, Mumbai-400 001 at 10.30 a.m.

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 and polling paper received on the resolutions contained in the Notice of 16th Annual General Meeting of the Equity shareholders of the Company. My responsibility as a Scrutinizer is restricted to make a Consolidated Scrutinizer's report of votes cast "In favour" or "against" the resolutions state below based on the reports generated from the e-voting system provided by the M/s. Link Intime (India) Private

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CS Bhavika Bhagat

Practicing Company Secretary

Limited, the Authorised Agency appointed by the Company for providing remote e-voting facilities and polling paper received by the Company.

I have completed the scrutiny of online voting (remote e-voting) and polling papers received and submit my report as under:

- 1) The Company had provided the remote e-voting facility offered by M/s. Link Intime (India) Private Limited (Link Intime), to the shareholders of the Company.
- 2) In accordance with the Notice of the 16th AGM sent to the shareholders and the advertisement published pursuant to the Rule [20](3)(v) of the Companies (Management and Administration) Rules, 2014 and amendment thereof in Active Times in English and Mumbai Lakshadeep in Hindi on December 16, 2016.
- 3) The shareholders holding shares either in physical form or in dematerialized form as on the "cut off" date i.e. December 23, 2016 were entitled to vote on the proposed resolution(s) item no. 1 to 4 as set out in the Notice of AGM of the Company by remote e-voting or voting through polling paper at AGM.
- 4) The remote e-voting period remained open from 9.00 a.m. on December 27, 2016 upto 5.00 p.m. on December 29, 2016.
- 5) After close of period for remote e-voting, it was observed from the e-voting website of Central Depository Services Limited (CDSL) (www.evotingindia.com) that none of the shareholders have casted their votes through remote e-voting.
- 6) After the time fixed for closing of the poll by the Chairman, one ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- 7) The locked ballot box was subsequently unblocked on December 30, 2016 at 11.40 a.m. in my presence along with 2 (two) witnesses (1) Ms. Suchita Surve (2) Mr. Abdul Karim Kazi who are not in the employment of the Company and the poll papers were diligently scrutinized. The witnesses have signed below in confirmation of votes being unblocked in their presence. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer

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CS Bhavika Bhagat

Practicing Company Secretary

Agents of the Company and the authorizations/proxies lodged with the Company.

S. Surve

Raji

- 8) The poll papers, which were incomplete and/or which were other wise found defective have been treated as invalid and kept separately.
- 9) After counting, the votes casted by the members and proxy holders present at the 16th AGM, through polling paper, the votes casted through remote e-voting were unblocked on December 30, 2016 at 12.00 noon in the presence of 2 witnesses below in confirmation of the remote e-votes being unblocked in their presence.

S. Surve

Raji

The Consolidated report on the results of remote e-voting and voting through polling paper on each resolution are given hereunder:

Resolution No. 1- (Ordinary Resolution)

To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2016 including the audited Balance Sheet as at March 31, 2016, the Statement of Profit and Loss account for the year ended on that date and the report of the Board of Directors and Auditors thereon.

(i) Voted for resolution:

Mode of voting	Number of members voted	Number of votes casts in favour of the resolution	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through polling paper (in person or proxy)	55	14095246	99.99
Total	55	14095246	99.99

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Raji

CS Bhavika Bhagat

Practicing Company Secretary

(ii) Voted against resolution:

Mode of voting	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through polling paper (in person or proxy)	3	11	0.01
Total	3	11	0.01

(iii) Votes invalid:

Mode of voting	Number of members voted	Number of votes cast against the resolution
Remote e-voting	0	0
Voting through polling paper (in person or proxy)	3	121210
Total	3	121210

Resolution no. 2:

To appoint a Director in place of Mr. Ravi Kiran Aggarwal (DIN: 00133401), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted for resolution:

Mode of voting	Number of members voted	Number of votes casts in favour of the resolution	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through polling paper (in person or proxy)	55	14095246	99.99
Total	55	14095246	99.99

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CS Bhavika Bhagat

Practicing Company Secretary

(ii) Voted against resolution:

Mode of voting	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through polling paper (in person or proxy)	3	11	0.01
Total	3	11	0.01

(iii) Votes invalid:

Mode of voting	Number of members voted	Number of votes cast against the resolution
Remote e-voting	0	0
Voting through polling paper (in person or proxy)	3	121210
Total	3	121210

Resolution no. 3:

To appoint a Director in place of Mr. Pujit Aggarwal (DIN: 000133373), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted for resolution:

Mode of voting	Number of members voted	Number of votes casts in favour of the resolution	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through polling paper (in	55	14095246	99.99

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CS Bhavika Bhagat

Practicing Company Secretary

person or proxy)			
Total	55	14095246	99.99

(ii) Voted against resolution:

Mode of voting	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through polling paper (in person or proxy)	3	11	0.01
Total	3	11	0.01

(iii) Votes invalid:

Mode of voting	Number of members voted	Number of votes cast against the resolution
Remote e-voting	0	0
Voting through polling paper (in person or proxy)	3	121210
Total	3	121210

Resolution 4:

To appoint M/s Paresh Rakesh & Associates, Chartered Accountants (Firm Registration No. 119728W as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on such remuneration as agreed upon by the Board of Directors and the Auditors.

(i) Voted for resolution:

Mode of voting	Number of members voted	Number of votes casts in favour of the resolution	% of total number of valid votes cast
Remote e-voting	0	0	0

Correspondence office address: B-602, New Gokul Heights CHS, Opp. Cambridge School, Thakur Complex, Kandivali (East), Mumbai: 400 101

Voting through polling paper (in person or proxy)	55	14095246	99.99
Total	55	14095246	99.99

(ii) Voted against resolution:

Mode of voting	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through polling paper (in person or proxy)	3	11	0.01
Total	3	11	0.01

(iii) Votes invalid:

Mode of voting	Number of members voted	Number of votes cast against the resolution
Remote e-voting	0	0
Voting through polling paper (in person or proxy)	3	121210
Total	3	121210

10. The polling papers and other relevant records were sealed and handed over to the Company Secretary of the Company for safe keeping.

Yours faithfully,

B. M. Bhagat

Bhavika Bhagat
ACS: 21352
CP No.: 15046

Countersigned by
For Orbit Corporation Limited

Rajesh Jigaj
(Company Secretary)

