



Oriental Veneer Products Ltd.

CIN of the Company: L35100MH1991PLC060686

Corporate Office: 16, Mascarenhas Road, Mazgaon, Mumbai – 400 010.

Tel : +91 22 6138 9400 . Fax: 6138 9401 . Email: compliance.ovpl@gmail.com . Website: www.ovpl.co.in

October 22, 2018

BSE Limited,
Department of Corporate Services
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Scrip Code : **531859**

Dear Sir,

Sub: Result of Postal Ballot

We wish to inform the Exchange that Mr. Shiv Hari Jalan, Scrutinizer appointed for postal ballot process has submitted his Report to the Executive Chairman of the Company and based on Scrutinizer's Report, result of postal ballot has been announced by the Executive Chairman today i.e on October 22, 2018.

Accordingly, following resolutions have been passed by the members of the Company by postal ballot (including E-voting) by requisite majority:

- (i) Increase in the Authorised Share Capital of the Company.
- (ii) Sub-division of Equity Shares of the Company from the Face Value of Rs. 10/- per share to Face Value of Rs. 1/- per share
- (iii) Alteration of Capital Clause of Memorandum of Association of the Company

Please find enclosed herewith:

- a) Disclosure pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- b) Report of Mr. Shiv Hari Jalan, Scrutinizer dated October 22, 2016 on postal ballot including E-voting.

This is for your information and record.

Thanking You,

Yours truly,

For **ORIENTAL VENEER PRODUCTS LIMITED**

PRIYA BHAGAT
COMPANY SECRETARY

Encl: A/a



Oriental Veneer Products Limited – Postal Ballot – Voting Results	
Disclosure as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
Date of AGM/EGM (the resolution was passed through Postal Ballot including e-voting)	21.10.2018 (Last date for receipt of duly completed postal ballot forms/e-voting) 22.10.2018 (Date of declaration of Result of Postal Ballot)
Total number of shareholders on record date (as on September 14, 2018)	1326
Number of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	N.A
Public	
Number of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	N.A
Public	



Resolution 1: Increase in the Authorised Share capital of the Company								
Resolution required: (Ordinary/Special):			Ordinary Resolution					
Whether Promoter/Promoter group are interested in the Agenda/Resolution?			No					
Category	Mode of Voting	Number of shares held	Number of votes polled	% of votes polled on outstanding shares	Number of votes – In Favour	Number of votes – Against	% of votes in Favour on votes polled	% of votes Against on votes polled
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100
Promoter and Promoter Group	E-Voting	3118550	3118550	100	3118550	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	0
	Postal Ballot		0	0	0	0	0	0
	Total		3118550	100	3118550	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	2271750	1488055	65.50	1488055	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	0
	Postal Ballot		0	0	0	0	0	0
	Total		1488055	65.50	1488055	0	100	0
Total		5390300	4606605	85.46	4606605	0	100	0

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Resolution 2: Sub-division of Equity Shares of the Company from the Face Value of Rs.10/- per share to Face Value of Rs.1/- per share								
Resolution required: (Ordinary/Special):			Ordinary Resolution					
Whether Promoter/Promoter group are interested in the Agenda/Resolution?			No					
Category	Mode of Voting	Number of shares held	Number of votes polled	% of votes polled on outstanding shares	Number of votes – In Favour	Number of votes – Against	% of votes in Favour on votes polled	% of votes Against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3118550	3118550	100	3118550	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	0
	Postal Ballot		0	0	0	0	0	0
	Total		3118550	100	3118550	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	2271750	1488055	65.50	1488055	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	0
	Postal Ballot		0	0	0	0	0	0
	Total		1488055	65.50	1488055	0	100	0
Total		5390300	4606605	85.46	4606605	0	100	0

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Resolution 3: Alteration of Capital Clause of Memorandum of Association of the Company								
Resolution required: (Ordinary/Special):			Special Resolution					
Whether Promoter/Promoter group are interested in the Agenda/Resolution?			No					
Category	Mode of Voting	Number of shares held	Number of votes polled	% of votes polled on outstanding shares	Number of votes – In Favour	Number of votes – Against	% of votes in Favour on votes polled	% of votes Against on votes polled
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100
Promoter and Promoter Group	E-Voting	3118550	3118550	100	3118550	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	0
	Postal Ballot		0	0	0	0	0	0
	Total		3118550	100	3118550	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	2271750	1488055	65.50	1488055	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	0
	Postal Ballot		0	0	0	0	0	0
	Total		1488055	65.50	1488055	0	100	0
Total		5390300	4606605	85.46	4606605	0	100	0

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SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
ORIENTAL VENEER PRODUCTS LIMITED
Aghai (Via) Kalyan Railway Station,
Thane, Maharashtra - 421301.

Dear Sir,

I, **Shiv Hari Jalan**, Company Secretary in whole- time Practice had been appointed as Scrutinizer by the Board of Directors of **Oriental Veneer Products Limited**, ("the Company"), to conduct the postal ballot process on the following resolution(s) set out in the Notice dated September 17, 2018 issued under Section 110 and other applicable provisions of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration), Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015:

- a. Approval for Increase in the Authorised Share Capital of the Company from Rs. 6,00,00,000 to Rs. 10,00,00,000.
 - b. Approval for sub-division of 1 (one) Equity Share of the Company of face value of Rs. 10/- each into 10 (ten) Equity Shares of face value of Rs. 1/- each.
 - c. Approval for Alteration of Capital Clause of Memorandum of Association of the Company.
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 postal ballot 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 postal ballot forms received from the shareholders of the Company.
 2. The notice dated September 17, 2018 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the above mentioned resolutions proposed through Postal Ballot.
 3. The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company.
 4. The shareholders of the company holding shares as on the "cut-off" date of September 14, 2018 were entitled to vote on the resolutions as contained in the Notice.
 5. The voting period for remote e-voting commenced on Saturday, September 22, 2018 at 11:15 AM (IST) and ended on Sunday, October 21, 2018 at 05:00 p.m. (IST) and the CDSL e-voting module was disabled thereafter.
 6. The votes for remote e-voting process were unblocked on October 22, 2018 in the presence of two witnesses who are not in the employment of the company. Votes cast through Physical ballot forms received up to Sunday, October 21, 2018 were also considered.



Head Office: 1055, Level 10, Hubtown Solaris, N.S.Phadke Marg, Andheri (East), Mumbai - 400 069.

Branch Office: 104, Mahavir Building, 44/46, Popatwadi Lane, Kalbadevi Road, Mumbai - 400 002.

✉ shivharijalanacs@gmail.com ☎ (022) 2683 6215, 2683 6216, 2683 6235, +91-98690 35834

7. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system and only one physical ballot form received respectively and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 as amended.
8. My responsibility as scrutinizer for the physical postal ballot and remote e-voting is restricted to making a Scrutinizers Report of the votes cast in favour or against the resolutions.
9. I submit my Report as under on the result of the voting through Postal Ballot Form and E-voting in respect of the said Resolutions.

Resolution No. 1 - Ordinary Resolution: - Approval for Increase in the Authorised Share Capital of the Company from Rs. 6,00,00,000 to Rs. 10,00,00,000:

a. Voting through Postal Ballot Forms:

Particulars		Number of members Voted through Postal Ballot Forms	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	0	0	0
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes (Note 1)	Total number of member whose votes were declared invalid	Total number of votes cast by them	
		1	1	100

b. Voting through E-voting:

Particulars		Number of members Voted through E-voting (Note 2)	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	39	4606605	100
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes	Total number of member whose votes were declared invalid	Total number of votes cast by them	
		0	0	0

Resolution No. 2 - Ordinary Resolution: - Approval for sub-division of 1 (one) Equity Share of the Company of face value of Rs. 10/- each into 10 (ten) Equity Shares of face value of Rs. 1/- each.:

a. Voting through Postal Ballot Forms:

Particulars		Number of members Voted through Postal Ballot Forms	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	0	0	0
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes (Note 1)	Total number of member whose votes were declared invalid	Total number of votes cast by them	
		1	1	100



b. Voting through E-voting:

Particulars		Number of members Voted through E-voting (Note 2)	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	39	4606605	100
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes	Total number of member whose votes were declared invalid	Total number of votes cast by them	
		0	0	0

Resolution No. 3 - Special Resolution: - Approval for Alteration of Capital Clause of Memorandum of Association of the Company:

a. Voting through Postal Ballot Forms:

Particulars		Number of members Voted through Postal Ballot Forms	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	0	0	0
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes (Note 1)	Total number of member whose votes were declared invalid	Total number of votes cast by them	
		1	1	100

b. Voting through E-voting:

Particulars		Number of members Voted through E-voting (Note 2)	Number of vote cast by them.	% of total number of valid votes cast
(i)	Voted in favour of the resolution	39	4606605	100
(ii)	Voted against the resolution	0	0	0
(iii)	Invalid Votes	Total number of member whose votes were declared invalid	Total number of votes cast by them	
		0	0	0

10. The consolidated summary of Votes (voting through physical postal ballot forms and e-voting) is as under:

Resolution No. 1 - Ordinary Resolution: - Approval for Increase in the Authorised Share Capital of the Company from Rs. 6,00,00,000 to Rs. 10,00,00,000:

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	4606605	4606605	100	0	0	0	0
Postal Ballot	1	0	0	0	0	1	100
Total	4606606	4606605	100	0	0	1	0



Resolution No. 2 - Ordinary Resolution: - Approval for sub-division of 1 (one) Equity Share of the Company of face value of Rs. 10/- each into 10 (ten) Equity Shares of face value of Rs. 1/- each.:

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	4606605	4606605	100	0	0	0	0
Postal Ballot	1	0	0	0	0	1	100
Total	4606606	4606605	100	0	0	1	0

Resolution No. 3 - Special Resolution: - Approval for Alteration of Capital Clause of Memorandum of Association of the Company:

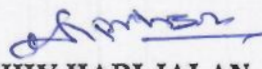
Particulars of Business	Total No. of Votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
		No's	%age	No's	%age	No's	%age
E-voting	4606605	4606605	100	0	0	0	0
Postal Ballot	1	0	0	0	0	1	100
Total	4606606	4606605	100	0	0	1	0

Note 1: One (No's) of Postal Ballot Form Received is treated invalid as member cast his vote by postal ballot form and e-voting, then voting done through e-voting shall prevail and voting done by post will be treated as Invalid.

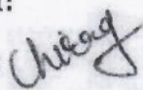
Note 2: No of Folios Voted is counted as Number of members Voted through E-voting.

Place: Mumbai

Date: 22.10.2018


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

Witness-1:

Signature: 

Name: Chirag Bhuptani



Witness-2:

Signature: 

Name: Sweptil