



ORSON HOLDINGS CO. LTD.

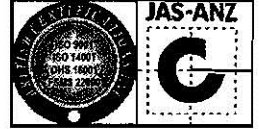
Regd. Office:

"SHREE VIHAR", 14-C RAJA SANTOSH ROAD, ALIPORE, KOLKATA 700027, INDIA

Phone: +91 33 24496767 / 24796878 • Fax: +91 33 24798931

E-mail: sales@orsonholdings.com

CIN: L67120WB1982PLC034468



To
The Secretary
The Calcutta Stock Exchange Ltd.
7, Lyons Range, Kolkata-700001

28.03.16

Dear Sir

Sub: Voting results of the Extra Ordinary General Meeting
Ref: Scrip Code: 25059

Pursuant to clause 35A of the Listing Agreement, we reproduce below the voting results (both remote e-voting and ballot) of the Extra Ordinary General Meeting of the Company held on Friday, the 25th day of March, 2016 at 11.00 A.M. at the registered office of the Company at 14C Raja Santosh Road, Alipore, Kolkata-700027

Sr. No.	Particulars	Details
1	Date of the Extra Ordinary General Meeting	25 th March, 2016
2	Total Number of Shareholders as on cut-off date	14
3	Cut-off Date	18 th March, 2016
4	Number of shareholders present in the meeting either in person or through proxy	7

The details of voting results as per requirement of clause 35A of the Listing Agreement in the prescribed format & scrutinizers report on remote e-voting and ballot are enclosed in Annexure-I & II respectively.

This is for your information and record.

Thanking You

For Orson Holdings Co. Ltd.

(Vivek Kumar Bhartia)

Mg. Director

DIN: 00003182



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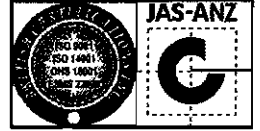
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EXTRA ORDINARY GENERAL MEETING HELD ON 25TH MARCH 2016

Declaration of Results of e-voting and poll

As per the provisions of the Companies Act, 2013 as also the listing agreement, the Company had provided the facility of e-voting to the shareholders to enable them to cast their vote electronically on the resolution proposed in the notice of the Extra Ordinary General Meeting (EGM). The e-voting was open from Tuesday 22nd March, 2016, 9.00 A.M. to Thursday 24th March, 2016 5.00 P.M.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by show of hands was not permitted at the Extra Ordinary General Meeting where e-voting has been offered to the Shareholders. Therefore at the EGM, voting was conducted by means of poll.

The Board of Directors had appointed Mr. Navin Kothari, proprietor of M/s N.K. & Associates, Company Secretaries, as the scrutinizer for e-voting and poll. The scrutinizer has carried out the scrutiny of all the electronic votes received upto the closing of voting hours on 24th March, 2016 and by poll on 25th March, 2016 at 12.00 noon after the conclusion of Extra Ordinary General Meeting and he has submitted his report on 26th March, 2016.

The consolidated results as per the Scrutinizer's report dated 26th March, 2016 is as follows:

Resolution No.	Particulars	% votes in favour	% votes against
1.	Voluntary Delisting of Equity Shares of the Company From Calcutta Stock Exchange	100	0

Based on the consolidated report of the Scrutinizer the resolution as set out in the notice of the Extra Ordinary General Meeting, 2016 have been duly approved and passed by the shareholders with requisite majority.

For Orson Holdings Co. Ltd.

(Vivek Kumar Bhartia)

Mg. Director

Place: Kolkata

Date: 26th March, 2016



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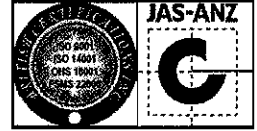
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Details of Voting Results

Date of AGM	: 25 th March, 2016
Total No. of Shareholders on record date (i.e. 18 th March, 2016- cut off date for e-voting process)	: 14
No. of share holders present in meeting either in Person or through proxy	: 7
Promoter and promoter group	: 7
Public	: Nil
Total	: 7
No. of shareholders attending the meeting through Video conferencing	: Not arranged
No. of Shareholders voted through e- voting	: 7

Resolution No. 1: Voluntary Delisting of Equity Shares of the Company from Calcutta Stock Exchange (Special Resolution)

Total Votes	420000
Total valid votes cast	419930
Total votes cast in favour of the Resolution	419930
Total votes cast against the resolution	Nil
% of valid votes cast in favour of the Resolution	100
% of valid votes cast against the Resolution	Nil

Since the votes cast in favour of the above resolution are more than the votes cast against the resolution, I hereby declare that the Resolution has been passed as Special Resolution

For Orson Holdings Co. Ltd.

(Vivek Kumar Bhartia)

Mg. Director

Place: Kolkata

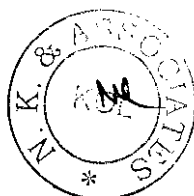
Date: 26th March, 2016

To
The Chairman
ORSON HOLDINGS CO. LIMITED
14C, Raja Santosh Road, Alipore,
Kolkata-700027

SUB: COMBINED REPORT OF SCRUTINIZER FOR E-VOTING AND BALLOT PAPER

Dear Sir,

1. I, Mr. Navin Kothari, Proprietor of M/s N.K & Associates, Practicing Company Secretaries have been appointed by the Board of Directors of Orson Holdings Co. Limited (The Company) as a Scrutinizer for the purpose of Scrutinizing the e-voting process along with Ballot forms, and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, on the Resolutions contained in the notice (hereinafter referred to as "the resolution") of the Extra Ordinary General Meeting of the members of the Company, held on 25th March, 2016 at 11.00 a.m. at 14C, Raja Santosh Road, Alipore, Kolkata-700027.
2. I submit my report as under:
 - a. As per the information provided to me, the company has completed the dispatch of Notice, along with the Proxy Form to the Members whose name appeared in the Register of Members/list of Beneficial Owners as on 19.02.2016.
 - b. The E Voting period remained open from 9.00 A.M. on Tuesday, 22nd March, 2016 up to 5.00 P.M. on Thursday, 24th March, 2016.
 - c. The Shareholders holding shares as on the "cut off" date, i.e. 18th March, 2016 were entitled to vote on the proposed resolution as mentioned in the Notice of the Extra-Ordinary General Meeting of the Company.
 - d. The Company has made arrangement for voting through Ballot Paper at the place of General Meeting but the shareholders that have present at the meeting have already casted their vote through e-voting and hence no voting was casted through Ballot Paper.



- e. The e-votes were unblocked on Friday, 25th March, 2016 around 04.35 P.M. in the presence of two witnesses, namely, Ms. Bharti Jhanwar, and Mr. Abhishek Chakraborty who are not in employment of the Company.
- f. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against" were downloaded from the E Voting website Central Depository Securities Limited (CDSL).

3. The result of the voting is as under:

a) **Resolution 1**

VOLUNTARY DELISTING OF EQUITY SHARES OF THE COMPANY

"RESOLVED THAT subject to all the applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactments thereof for the time being in force) and to the extent Rules notified, the Securities Contract (Regulation) Act, 1956, and the rules framed thereunder, the Listing Agreement with The Calcutta Stock Exchange Limited ('CSE'), Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 as amended from time to time, and subject to such approvals, permissions and sanctions, as may be necessary, and subject to the compliance with other statutory formalities and subject to such conditions and modifications as may be prescribed or imposed by any authority including the Stock Exchange, while granting such approvals, permissions or sanctions, which may be agreed by the Board of Directors of the Company (hereinafter referred to as "the Board") or a Committee of Directors/ persons authorized by the Board, the consent of the shareholders be and is hereby accorded to the Board to voluntarily delist the equity shares of the Company from CSE."

(i) Voted in favour of Resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	07	419930	100
Ballot Paper	NIL	NIL	NIL
Total	07	419930	100



(ii) Voted against the Resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot Paper	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes:

Mode of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot Paper	NIL	NIL	NIL
Total	NIL	NIL	NIL



RESULTS:-

As the number of votes cast in favour of all the resolutions i.e. 100%, I report that all the resolutions as per the Notice dated 27.02.2016 have been passed by the shareholders of the company with requisite majority.

4. The Registers, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairnan considers, approves and signs the minutes of the aforesaid Extra Ordinary General Meeting and thereafter the same would be handed over to the Company Secretary of the Company.

I thank you for the opportunity given to act as a scrutinizier.

Thanking You,

Yours faithfully,

**For N. K. & ASSOCIATES
Company Secretaries**

Navin Kothari

**(NAVIN KOTHARI)
Proprietor
FCS NO. 5935
C. P. NO. 3725**



Place: Kolkata

Dated: 26.03.2016

We the undersigned have witnessed that the votes cast through remote e-voting and voting at the EGM venue were unblocked from CDSL's e-voting website www.evotingindia.com in our presence on Friday, 25th March, 2016 at 04.35 P.M.

Bharti Jhanwar

**BHARTI JHANWAR
Address: Vinayak Garden
41B, Simla Road,
102 Raja Dinendra Street.
Kolkata-700006**

Abhishek Chakraborty
ABHISHEK CHAKRABORTY

**Address: Laxmi Apartment
Fd-9/6a ,Vidyasagarally
Baguiati
Kolkata - 700059**