



CORPORATE GOVERNANCE REPORT

In accordance with Clause 49 of the Listing Agreement with BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE) and some of the best practices followed internationally on Corporate Governance, the report containing the details of corporate governance systems and processes at Orbit Exports Limited is as follows:

At ORBIT EXPORTS LIMITED, Corporate Governance is all about maintaining a valuable relationship and trust with all stakeholders. At ORBIT EXPORTS LIMITED, we consider stakeholders as partners in our success, and we remain committed to maximizing stakeholder value, be it shareholders, employees, suppliers, customers, investors, communities or policy makers. This approach to value creation emanates from our belief that sound governance system, based on relationship and trust, is integral to creating enduring value for all. We have a defined policy framework for ethical conduct of businesses.

I. Company's philosophy on Corporate Governance

The Company's philosophy on Corporate Governance is to achieve business excellence and to meet the expectations of its customers, shareholders, employees, business associates, the society at large and in complying with the dictates of the regulatory frame work. The Company is committed to transparency in all its dealings and places high emphasis on business ethics. We believe that Corporate Governance is voluntary and self-discipline code which means not only ensuring compliance with regulatory requirements but also by being responsive to our stakeholders needs.

Best Corporate Governance practices

ORBIT EXPORTS LIMITED maintains the highest standards of corporate governance. It is the Company's constant Endeavour to adopt the best corporate governance practices. Some of the best implemented global governance norms include the following:

1. The Company has a designated Lead Independent Director with a defined role.
2. All securities related filings with Stock Exchanges and SEBI are reviewed every quarter by the Company's Shareholders'/ Investors' Grievance Committee of Directors.
3. The Company's internal audit is conducted by independent auditors.
4. The Company also undergoes secretarial audit conducted by an independent company secretary who is in whole-time practice. The annual secretarial audit report placed before the Board, is included in the Annual Report.

II. Board of Directors

The Board of the Company is well structured with adequate blend of Professional, Executive and Independent Directors.

The Company's Board comprises of Eight Directors: Two are Promoter Executive Directors, One is Executive Director and four are Non-Executive Independent Directors and One is a Non-Executive Non - Independent Director. The Chairman of the Board is a Promoter Executive Director. And 50% of the Board comprises of Independent Directors.

The composition of the Board is in conformity with the Clause 49 of the Listing Agreement entered into with the Stock Exchanges. All Independent Non-Executive Directors comply with the legal requirements of being "Independent".

None of the Directors on the Board is a Member of more than 10 Committees or Chairman of more than 5 Committees across all the Companies in which he is a Director. Necessary Disclosures regarding Committee positions in other Public Companies as on March 31, 2015 have been made by the Directors.



The Board met 9 (Nine) times during the year on 27th May, 2014, 18th June, 2014, 18th July, 2014, 02nd August, 2014, 07th August, 2014, 06th October, 2014, 05th November, 27th January, 2015 and 30th March, 2015.

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of directorships and Committee Chairmanships / Memberships held by them in other companies is given below. Other directorships do not include alternate directorships, directorships of Private Limited Companies, Section 8 Companies and of Companies incorporated outside India. Chairmanship / Membership of Board Committees include only Audit and Shareholders / Investors Grievance Committees.

Composition, Category, their Directorship and Committee Membership in other Companies

Name of Directors	Category	No. of Board Meetings attended during the year 2014 -15	Attendance at the last AGM	No. of Directorships in other Public Companies		No. of Committees and positions held in other public companies	
				Chairman	Member	Chairman	Member
Mr. Pankaj S. Seth (Managing Director)	Promoter – Executive	9	Yes	Nil	Nil	Nil	Nil
Ms. Anisha P. Seth	Promoter – Executive	9	No	Nil	Nil	Nil	Nil
Mr. Bruce Larry Kieval	Executive	1	No	Nil	Nil	Nil	Nil
Mr. Varun Daga	Non-Executive Non-Independent	8	No	Nil	Nil	Nil	Nil
Mr. G. B. Bubna	Non-Executive Independent	9	Yes	Nil	Nil	Nil	Nil
Mr. Saumil U. Marfatia	Non-Executive Independent	3	No	Nil	Nil	Nil	Nil
Mr. Balkrishna Patil	Non-Executive Independent	6	Yes	Nil	Nil	Nil	Nil
Mr. Pardeep Khosla (Appt. w.e.f. 18.07.2014)	Non-Executive Independent	5	NA	Nil	Nil	Nil	Nil

Details of Directors being appointed and re-appointed

(1) Shri Varun Daga who retires by rotation is proposed to be re-appointed as Director at the ensuing Annual General Meeting.

(In pursuance of clause 49 of the Listing Agreement)

Name : Shri Varun Daga
 DIN : 01932805
 Date of Birth : 02/05/1985
 Qualification : B.com
 Expertise : Finance
 Other Directorships : NIL



(2) Shri Pardeep Khosla who retires by rotation is proposed to be re-appointed as Director at the ensuing Annual General Meeting.

(In pursuance of clause 49 of the Listing Agreement)

Name : Shri Pardeep Khosla
 DIN : 06926523
 Date of Birth : 04/05/1953
 Qualification : MSc (hons.) in Physics, MA History, DCM, CAIIB
 Expertise : Banking & Finance
 Other Directorships : NIL

III. Committees of the board

With a view to have a more focused attention on business and for better governance and accountability, the Board has constituted the following mandatory committees viz. Audit Committee, Stakeholders’ Relationship Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Risk Management Committee. The terms of reference of these Committees are determined by the Board and their relevance reviewed from time to time. Meetings of each of these Committees are convened by the respective Chairman or any member of the Committee, who also informs the Board about the summary of discussions held in the Committee Meetings. The Minutes of the Committee Meetings are sent to all Directors individually and tabled at the Board Meetings.

1. Audit Committee

i) Terms of Reference

The Audit Committee has been mandated with the same terms of reference as specified in Clause 49 of the Listing Agreements with the Stock Exchanges and covers all the aspects stipulated by the SEBI Guidelines. The terms of reference also fully conform to the requirements of Section 177 of the Companies Act, 2013.

ii) Composition, Name of Member and Chairman

The Audit Committee comprises of Mr. Gopikrishna Bubna (Chairman), Mr. Saumil U. Marfatia (Member) & Mr. Varun Daga (Member).

During the year under review, the Committee met four times i.e. on 27th May, 2014, 07th August, 2014, 05th November, 2014 and 27th January, 2015.

Name of Member	Status	No. of Meetings attended
Mr. Gopikrishna Bubna	Chairman	4
Mr. Saumil U. Marfatia	Member	3
Mr. Varun Daga	Member	4



iii) The terms of reference of the Audit Committee are broadly as under:

- To oversee the Company’s financial reporting process and the disclosure of its financial information, to ensure that the financial statement is correct, sufficient and credible.
- To review the findings of the Internal Auditor relating to various functions of the Company.
- To review with the management the quarterly financial statements before submission to the Board for approval.
- To review with the management, performance of statutory and internal auditors and adequacy of the internal control systems.
- To make recommendations to the Board on any matter relating to the financial management of the Company, including Statutory & Internal Audit Reports.

2. Nomination And Remuneration Committee

The scope of the activities of the Nomination and Remuneration Committee is to recommend by the remuneration payable to the Executive Director of the Company, payment of commission and sitting fees to Non-Executive Directors and formulation and implementation of various Employee Stock Option Plans (ESOP) Schemes in the Company.

The Composition of the Nomination and Remuneration Committee and the details of meetings attended by the Members of the Nomination and Remuneration Committee are given below:

During the year under review, the Committee met two times i.e. on 26th May, 2014 , 18th July, 2014 , 2nd August, 2014 , 27th January, 2015 and 30th March, 2015

Name	Status	No. of Meetings attended
Mr. Saumil Marfatia	Chairman	2
Mr. Varun Daga	Member	4
Mr. Gopikishna Bubna	Member	5
Mr. Pankaj Seth	Member	5

3. Stakeholders’ Relationship Committee

Terms of Reference:

This Committee looks into redressal of shareholders’ grievances like transfer of shares, non-receipt of Annual Report and non-receipt of declared dividend, etc.

The Committee also reviews the processes and service standards adopted by the Registrar and Transfer Agent, the complaints received by the Company and their Resolution.

Composition:

The Stakeholders’ Relationship Committee consists of Mr. Gopikrishna Bubna (Chairman), Mr. Pankaj Seth (Member) and Mr. Saumil U. Marfatia (Member). The Shareholders’ Investors Grievance Committee met four times i.e. 27th May, 2014, 07th August, 2014, 05th November, 2014 and 27th January, 2015 the attendance at the Meetings was as follows.

Name of the Member	Status	No. of meetings attended
Mr. Gopikrishna Bubna	Chairman	4
Mr. Pankaj Seth	Member	4
Mr. Saumil U. Marfatia	Member	3



During the year, 58 Complaints were received from the shareholders, which were attended and resolved to the satisfaction of the shareholders. There were NIL complaints pending as on 31st March, 2015.

4. Corporate Social Responsibility (CSR) Committee

The terms of reference of the Corporate Social Responsibility Committee (CSR) broadly comprises:

- To review the existing CSR Policy and to make it more comprehensive so as to indicate the activities to be undertaken by the Company as specified in Schedule VII of the Companies Act, 2013;
- To provide guidance on various CSR activities to be undertaken by the Company and to monitor its progress. The composition of the Corporate Social Responsibility Committee as at March 31, 2015 and the details of Members' participation at the Meetings of the Committee are as under:

Name of the Member	Status	No. of meetings attended
Pankaj Seth	Chairman & M.D.	1
Anisha Seth	Member	1
Pradeep Khosla	Member	1
Gopi Krishna Bubna	Member	1

5. Risk Management Committee

Business Risk Evaluation and Management is an ongoing process within the Organization. The Company has a robust risk management framework to identify, monitor and minimize risks as also identify business opportunities.

The objectives and scope of the Risk Management Committee broadly comprises:

- Oversight of risk management performed by the executive management;
- Reviewing the BRM policy and framework in line with local legal requirements and SEBI guidelines;
- Reviewing risks and evaluate treatment including initiating mitigation actions and Ownership as per a pre-defined cycle;
- Defining framework for identification, assessment, monitoring, mitigation and reporting of risks.

Within its overall scope as aforesaid, the Committee shall review risks trends, exposure, potential impact analysis and mitigation plan.

The composition of the Risk Management Committee as at March 31, 2015 and the details of Members' participation at the Meetings of the Committee are as under:

Name of the Member	Status	No. of meetings attended
Pankaj Seth	Chairman & M.D.	1
Pardeep Khosla	Member	1
Varun Daga	Member	0
Mukesh Deopura	Member & CFO	1

6. Independent Directors' Meeting

The Company's Independent Directors meet at least once in every financial year without the presence of Executive Directors or management personnel. Such meetings are conducted informally to enable Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views to the Lead Independent Director. The Lead Independent Director takes appropriate steps to present Independent Directors' views to the Chairman and Managing Director.



One meeting of Independent Directors was held during the year.

During the year under review, the Independent Directors met on 30th January, 2015, inter alia, to discuss:

- Evaluation of the performance of the Non Independent Directors and Board of Directors as Whole;
- Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non Executive Directors.
- Evaluation of the quality, Content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties

All the Independent Directors were present at the Meeting

Details of Remuneration for the year ended March 31, 2015:

The remuneration paid by Company to Shri Pankaj Seth, Managing Director is as follows:

Basic : Rs.114,00,000/- p.a.
 Perquisites : Rs.19,00,000/- p.a.

The remuneration paid by Company to Smt. Anisha Seth, Whole Time Director is as follows:

Basic : Rs.114,00,000/- p.a.
 Perquisites : Rs.19,00,000/- p.a.

Non-Executive Director:

The details of sitting fees paid to Non-Executive Directors during the year 2014-2015 are as given below:

Name of Directors	Sitting Fees (Rs.)
Mr. Saumil Marfatia	39,000
Mr. G. B. Bubna	100,500
Mr. Balkrishna Patil	45,500
Mr. Varun Daga	77,000
Mr. Pardeep Khosla	39,500

Name and Address of the Compliance Officer:

Ms. Neha Poddar
Company Secretary
ORBIT EXPORTS LIMITED.
 E 27-29, Adi Marzaban Street (Manglore Street),
 S. Bhagat Singh Road, Ballard Estate,
 Mumbai – 400 038



IV. General Body Meetings

(i) Annual General Meetings

The details of the location and time of the last three Annual General Meetings are given below:

AGM for Financial Year	Date	Time	Location
2013- 2014	10th July, 2014	04.30 P.M.	Babasaheb Dubhash Sabhagriha, C/o. Maharashtra Chamber of Commerce, Industry & Agriculture, Oricon House, 6th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai – 400 001
2012-2013	03rd July, 2013	04.30 P.M.	Babasaheb Dubhash Sabhagriha, C/o. Maharashtra Chamber of Commerce, Industry & Agriculture, Oricon House, 6th Floor, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai – 400 001
2011-2012	27th June, 2012	04.30 P.M.	Aacharya Mahapraghn Vidhya Nidhi Foundation, Opp. Thaker Bhojnalaya, 32, Dadiseth Agyari Lane, Kalbadevi Road, Mumbai - 400002

(ii) Extra Ordinary General Meeting

No Extra-Ordinary General Meeting of the Members of the Company was held during the Financial Year 2014-2015.

(iii) Resolution passed through Postal Ballot

In 16th September, 2014, the Company had obtained the approval of its Members under Section 110 of the Companies Act, 2013 read with the rule 22 of Companies (Management and Administration) Rules, 2014, pertaining to:

Resolution No.(1): Special Resolution under Section(s) 180(1)(c), 180(2) of the Companies Act, 2013 for approving the borrowing limits of the Company upto Rs.400 crores.

Accordingly, the Special Resolution indicated above have been passed by the requisite majority.

Resolution No.(2): Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for creation of security in respect of borrowings limit of the Company upto Rs.400 crores.

Accordingly, the Special Resolution indicated above have been passed by the requisite majority.

Resolution No.(3): Special Resolution under Section 186 of Companies Act, 2013 to make loans or investments and to give guarantees or to provide Security upto an amount of Rs.400 crores.

Accordingly, the Special Resolution indicated above have been passed by the requisite majority.

Resolution No.(4): Special resolution under Section 180(1)(a) of the Companies Act, 2013 for taking approval for sale of undertaking(s) of the Company situated at D-5/1, Dombivali M.I.D.C. Industrial Area, Dombivali (East), Dist. Thane.

Accordingly, the Special Resolution indicated above have been passed by the requisite majority.



Resolution No.(5): Special resolution under Section 180(1)(a) of the Companies Act, 2013 for taking Approval for sale of undertaking(s) of the Company situated at Plot No G-99, Additional M.I.D.C. Jalgaon – 425 003.

Accordingly, the Special Resolution indicated above have been passed by the requisite majority.

Resolution No.(6): Ordinary Resolution under Sections 149, 152 of the Companies Act, 2013 for appointment of Shri Saumil Ushakant Marfatia (DIN: 02774221) as an Independent Director of the Company for a term of 5 (five) years w.e.f. 10.09.2014 to 09.09.2019.

Accordingly, the Ordinary Resolution indicated above have been passed by the requisite majority.

Resolution No.(7): Ordinary Resolution under Sections 149, 152 of the Companies Act, 2013 for appointment of Shri Gopikrishna Bilasrai Bubna (DIN: 01338170) as an Independent Director of the Company for a term of 5 (five) years w.e.f. 10.09.2014 to 09.09.2019.

Accordingly, the Ordinary Resolution indicated above have been passed by the requisite majority.

Resolution No.(8): Special resolution under Section 188 of the Companies Act, 2013 for Appointment of Ms. Vishakha Seth, daughter of Mr. Pankaj Seth, Managing Director and Mrs. Anisha Seth, Whole Time Director as VP - International Marketing w.e.f. 16th August, 2014.

Accordingly, the Special Resolution indicated above have been passed by the requisite majority.

Resolution No.(9): Special resolution under Section 188 of the Companies Act, 2013 for entering into related party transaction with Mr. Bruce Larry Kieval, Director of the Company.

Accordingly, the Special Resolution indicated above have been passed by the requisite majority.

V. Disclosures

Disclosure on materially significant related party transactions

There were no materially related party transactions that may have potential conflict with the interest of the Company at large. The transactions between the Company and the related parties are disclosed in the Notes to the Accounts in the Annual Report.

Compliance of Regulatory Requirements

The Company has complied with the requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets during the last three years. No strictures or penalties have been imposed on the Company by the Stock Exchanges, SEBI or any statutory authorities related to the above.

Disclosures of Accounting Treatment in preparation of Financial Statements

In preparation of its Financial Statements the Company has followed the Accounting Standards laid down by the Institute of Chartered Accountants of India (ICAI).

Risk Management

The Company has laid down the requisite procedures to inform the Board Members about the risk assessment and minimization procedures which are accordingly followed.



Code of Business Conduct and Ethics for Directors and Management Personnel

The Company has adopted a Code of Conduct for its Directors and Senior Management employees. This Code of Conduct has been communicated to each of them.

Code of Conduct for Prevention of Insider Trading Practices

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 1992, as amended, the Company has formulated, adopted and implemented a comprehensive Code of Conduct for its designated employees. The Code lays down guidelines on procedures to be followed and disclosures to be made while dealing with the shares of the Company and cautioning them of the consequences of violations.

Management Discussion & Analysis Report

The Management Discussion and Analysis Report (MDA) has been attached to the Directors' Report and forms part of this Annual Report.

Proceeds from public issue, right issue and preferential issue, etc.

During the year 2014-15 the Company has converted 450000 Optionally Fully Convertible Warrants (OFCWs) into 450000 Equity shares of Rs.10/- each at an issue price of Rs.76.57/- per Share (including Premium @ Rs.66.57/- per Share) in the Board Meeting held on 18th June, 2014 to Mr. Pankaj Seth (2,25,000 Equity Shares of Rs.10/- each) and Mrs. Anisha Seth (2,25,000 Equity Shares of Rs.10/- each) and the aggregate proceeds amounting to Rs.2,58,42,375/- in aggregate received balance 75% during the year through allotment and conversion of Warrants has been utilized for the object for which such issue was made.

Whistle Blower policy

The Company promotes ethical behaviour in all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has a Vigil mechanism and Whistle blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct.

The reportable matters may be disclosed to the Ethics and Compliance Task Force which operates under the supervision of the Audit Committee. Employees may also report to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee

Means of Communication

The quarterly results are published within 48 hours of the Board Meeting in the newspapers viz. Economic Times (in English), Economic Times (in Gujarati) and Mumbai Lakshadeep (in Marathi) and are also posted on the website of the Company.

Website

The Company's website contains a separate dedicated section 'Investor Relations' where shareholders' information is available. The Company's Annual Report is also available in a user-friendly and downloadable form.

Compliance with Mandatory Requirements

The Company has complied with all the mandatory requirements of Clause 49 of the Listing Agreement relating to Corporate Governance.



VI. General Shareholder Information

AGM : 32nd Annual General Meeting
 Date : August 24, 2015
 Time : 03.30 P.M.
 Venue : Babasaheb Dahanukar Sabhagriha,
 C/o. Maharashtra Chamber of Commerce,
 Industry & Agriculture, Oricon House,
 6th Floor, 12, K. Dubhash Marg,
 Kala Ghoda, Fort, Mumbai - 400 001

Tentative Financial Calendar

Financial Reporting and Limited Review Report

Date of submission to Stock Exchanges latest by

For the quarter ending 30th June, 2015	upto 14th August, 2015
For the quarter/half year ending 30th September, 2015	upto 14th November, 2015
For the quarter ending 31st December, 2015	upto 14th February, 2015

Results (Audited)

For the year ended March 31, 2016	upto 30th May, 2016
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i) Book Closure

The Register of Members and Share Transfer Books of the Company shall remain closed from August 08, 2015 to August 10, 2015 (Both Days Inclusive).

ii) Dividend

The Board of Directors had declared and paid an Interim dividend @ Rs.2.25/- per Share of Rs.10/- each (22.5%) aggregating to Rs. 3,21,73,087.5/- on 05th November, 2014.

The Board has recommended Dividend of Rs.2.25/- per share i.e. 22.5% on Equity Share Capital as Final Dividend aggregating to Rs.3,21,73,087.5/-.

The total dividend for the year 2014-15 will be Rs.4.50/- per share i.e. 45.00%.

iii) Listing on Stock Exchanges

a)	Stock Exchange	:	BSE Limited
	Address	:	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001
	Scrip Code	:	512626
	ISIN	:	INE231G01010
b)	Stock Exchange	:	National Stock Exchange of India Ltd.
	Address	:	Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051
	Trading Symbol	:	ORBTEXP
	ISIN	:	INE231G01010

**iv) Market Price Data**

The monthly high and low price and volume of shares traded during the year 2014-15 on the BSE Limited:

Month	BSE Limited		
	High (Rs.)	Low (Rs.)	Volume of Shares traded during the month (Nos.)
April, 2014	134.45	90.6	363372
May, 2014	129	105.1	138525
June, 201	138.05	107.8	165560
July, 2014	201	131	243102
August, 2014	265.3	175.5	213506
September, 2014	300	234.05	322079
October, 2014	337.85	270.6	442934
November, 2014	422.45	311	326204
December, 2014	483.8	365.05	216451
January, 2015	410.5	355	283186
February, 2015	422	365	57759
March, 2015	397.1	332	55286

The monthly high and low (based on the closing prices) during the year 2014-15 on the National Stock Exchange:

Month	NSE Limited		
	High (Rs.)	Low (Rs.)	Volume of Shares traded during the month (Nos.)
April, 2014	135	85.80	377371
May, 2014	126	100	153924
June, 201	138	108.50	167142
July, 2014	200	131.50	321805
August, 2014	272.95	175.55	278441
September, 2014	299	235.60	412839
October, 2014	337	264.20	753568
November, 2014	422	310.30	564802
December, 2014	423	365	277361
January, 2015	412	352	643153
February, 2015	420.90	365	129936
March, 2015	399.90	304.90	298291

v) Registrar and Transfer Agents

Link Intime India Private Limited
(Formerly known as Intime Spectrum Registry Ltd.)
C-13, Pannalal Silk Mills Compound,
L.B.S. Marg, Bhandup (West), Mumbai – 400 078
Ph.: +91-22 – 25946970; Fax: 25946969; email: rnt.helpdesk@linkintime.co.in

vi) Share Transfer System

The share transfers which are received in physical form are processed and the share certificates returned within the stipulated period of from the date of receipt, subject to the documents being valid and complete in all respects.



vii) **Shareholding Pattern as on 31st March, 2015**

Category	No. of Shares	% of Total
Promoter's Holding (including persons acting in concert)	7587972	53.07
Non Promoter's Holding		
a) Mutual Funds & UTI	255900	1.79
b) Banks, FIs and Insurance Company	6190	0.04
c) FIIs	0	0.00
Others		
a) Bodies Corporates	1808021	12.64
b) Individuals	4128763	28.87
c) NRIs/OCBs	465411	3.25
d) Market Maker	1075	0.01
e) Clearing Member	36185	0.25
f) HUF	9633	0.07
TOTAL	14299150	100.00

viii) **Distribution of Shareholding as on 31st March, 2015**

No. of Shares	No. of Shareholders	% of Shareholders	No. of Shares	% to Equity
Up to 500	6444	91.81	740055	5.18
501 - 1000	245	3.49	182963	1.28
1001 - 2000	135	1.92	195039	1.36
2001 - 3000	55	0.78	140943	0.99
3001 - 4000	16	0.23	56713	0.40
4001 - 5000	22	0.31	98536	0.69
5001 - 10000	34	0.48	235603	1.65
10001 - above	68	0.97	12649298	88.46
TOTAL	7019	100.0000	14299150	100.0000

ix) **Dematerialization of Shares and Liquidity**

The Company's shares are available for dematerialization on both the depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) 1,39,78,188 shares amounting to 97.76% of the capital have been dematerialized by investors as on 31st March, 2015.

ISIN: INE231G01010

Address of registrars for dematerialization of shares

M/s. Link Intime India Private Limited
C-13, Pannalal Silk Mills Compound,
L.B.S. Marg, Bhandup (West)
Mumbai – 400 078

Ph.: +91-22-25946970; Fax: 25946969; email: rnt.helpdesk@linkintime.co.in



x) Plant Locations

Surat

Plot No. 6, 7, 8 & 9, Fairdeal Textile Park,
Village Mahuvej, Taluka Mangrol,
Dist – Surat – 394 102 (Guj.)

Kalyan

Plot No 1, Building No B-12
Asmeeta Infratech Textile Park,
Additional Kalyan Bhiwandi Industrial Area,
Sarawali –Kon Village, Taluka – Bhiwandi, Dist Thane.

Dombivali

D-5/1, Dombivali MIDC Industrial Area,
Dombivali (East), Dist. Thane, Maharashtra

xi) Annual Report: The Annual Report containing, inter alia, Audited Financial Statement, Consolidated Financial Statements, Directors' Report, Auditors' Report and other important information is circulated to members and others entitled thereto. The Management's Discussion and Analysis (MD&A) Report forms part of the Annual Report and is displayed on the Company's website.

xii) NSE Electronic Application Processing System (NEAPS): The NEAPS is a web-based application designed by NSE for corporates. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on NEAPS.

xiii) BSE Corporate Compliance & Listing Centre (the 'Listing Centre'): BSE's Listing Centre is a web-based application designed for corporates. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are also filed electronically on the Listing Centre.

xiv) SEBI Complaints Redress System (SCORES): The investor complaints are processed in a centralised web-based complaints redress system. The salient features of this system are: Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status.

xv) Designated Exclusive email-id: The Company has designated the following email-ids exclusively for investor servicing:

For queries on Annual Report: investors@orbitexports.com

For queries in respect of shares in physical mode: investors@orbitexports.com

xvi) Address for Correspondence

i) for transfer/ dematerialization of share, change of members' address and other **queries relating to the shares of the Company**

M/s. Link Intime India Private Limited
C-13, Pannalal Silk Mills Compound,
L.B.S. Marg, Bhandup (West), Mumbai – 400 078
Ph.: +91-22-25946970; Fax: 25946969; email: rnt.helpdesk@linkintime.co.in

ii) **for queries related to dividend, annual reports, etc.**

The Company Secretary,
Orbit Exports Limited
E 27-29, Adi Marzaban Street (Manglore Street),
S. Bhagat Singh Road, Ballard Estate, Mumbai – 400 038
Ph.: -91-22-66256262; Fax: +91-22-2375 6599; email: investors@orbitexports.com

DECLARATION

As provided under Clause 49 of the Listing Agreement with the Stock Exchange, it is hereby declared that all the Board Members and Senior Management personnel of the Company have affirmed the compliance with Orbit Exports Limited Code of Conduct for the year ended 31st March, 2015.

By order of the Board of Directors

Place: Mumbai
Date: June 23, 2015

Pankaj Seth
Managing Director