

*orbit exports ltd.*

122, MISTRY BHAWAN, 2ND FLOOR, NEAR K C COLLEGE, DINSHAW WACHHA ROAD, CHURCHGATE,  
MUMBAI - 400 020. (MAH.) INDIA. TEL : 91 22 66256262 • FAX NO. 22822031 • WEBSITE : www.orbitexports.com  
CIN : L40300MH1983PLC030872

Date: September 29, 2021

Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeebhoy Towers  
1<sup>st</sup> Floor, New Trading Ring,  
Dalal Street,  
Mumbai - 400001  
Security code: 512626

National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor,  
Plot No. C/1, G - Block  
Bandra Kurla Complex,  
Bandra East,  
Mumbai - 400051  
Symbol : ORBTEXP

**Sub: Proceedings of 38<sup>th</sup> Annual General Meeting of the Company**

Dear Sir,

In terms of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, please find enclosed herewith, Proceedings of the 38<sup>th</sup> Annual General Meeting ("AGM") of the Company held on **Wednesday, September 29, 2021 at 03.00 p.m.** (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Kindly take the same on record.

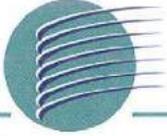
Thanking You,

For Orbit Exports Limited

  
Neha Devpura  
Company Secretary & Compliance Officer



Encl: A/a



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**Summary of proceedings of the 38<sup>th</sup> Annual General Meeting of the Company held on  
Wednesday, September 29, 2021**

• **Date, Time and Venue of the Annual General Meeting ('AGM')**

The 38<sup>th</sup> Annual General Meeting of the Members of Orbit Exports Limited ('the Company') was held on **Wednesday, September 29, 2021** at **03:00 P.M. (IST)** through Video Conferencing ('VC')/ Other Audio - Visual Means ('OAVM') facility, , in compliance of the Ministry of Corporate Affairs vide circular dated April 08, 2020 and April 13, 2020, May 05, 2020 and January 13, 2021 (referred as 'MCA Circulars') and SEBI vide its Circular dated May 12, 2020 & January 15, 2021 and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

The Meeting commenced at 03.00 p.m. (IST) and concluded at 03.22 p.m. (IST). The registered office of the Company was deemed to be the venue of the 38<sup>th</sup> AGM.

• **Proceedings of the Meeting**

Ms. Neha Devpura, Company Secretary and Compliance Officer welcomed the Members present at the 38<sup>th</sup> Annual General Meeting of the Company and introduced other panel members including the Board of Directors, Representative of Statutory Auditor and Secretarial Auditor who were attending the Meeting from their respective locations.

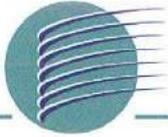
She also welcomed the Members present and informed the Members that in view of the continuing COVID-19 pandemic and complying with the social distancing norms, the 38<sup>th</sup> Annual General Meeting of the Company was being convened through VC/OAVM, in accordance with various circulars issued by the Ministry of Corporate Affairs in this regard and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Members were further informed that the Company had availed the services of National Securities Depository Limited ('NSDL') for conducting the Meeting through Video Conferencing and for enabling participation of the Members at the Meeting, Remote e-voting and E-voting during the Meeting.

She then requested Mr. Pankaj Seth, Chairman and Managing Director of the Company to take the Chair and conduct the AGM proceedings. Mr. Pankaj Seth, upon confirmation that the necessary quorum is present, called the meeting to order and commenced the formal proceedings of the meeting. He then welcomed all the Members and Board Members and the Auditors, both Statutory and Secretarial present at the Meeting.

Mr. Atul Shah, Representative of M/s. G.M. Kapadia & Co., Chartered Accountants, Statutory Auditors and Dr. S.K. Jain, Proprietor of S.K. Jain & Co., Practising Company Secretary, Secretarial Auditors and Scrutinizer also joined the Meeting virtually from their remote location.





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The Chairman of the Audit Committee, Stakeholders' Relationship Committee and Nomination & Remuneration Committee were present during the Meeting.

Ms. Neha Devpura, Company Secretary informed the Members that as the Meeting was being held through video conferencing, the provisions for the appointment of proxies by the Members were not applicable and Statutory registers and Certificate of Auditor w.r.t. implementation ESOP Scheme as required under the relevant provisions were made available electronically for inspection by the Members during the Meeting.

The Company Secretary then briefed the Members about the guidelines to be followed during the Meeting for Members and registered speakers. The Company Secretary with the permission of the Chairman further informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, the Company had provided to its Members, facility to cast their votes by electronic means through remote e-voting platform of NSDL in respect of all resolutions as set out in the Notice convening the 38<sup>th</sup> AGM dated September 06, 2021. The remote e-voting commenced at 09.00 a.m. (IST) on September 26, 2021 and concluded at 5.00 p.m. (IST) on September 28, 2021.

The Chairman apprised that the Notice convening 38<sup>th</sup> AGM together with the Annual Report were already circulated to the Members and hosted on the website of the Company and Stock Exchanges and the same were taken as read.

The Statutory Auditors' Report on the Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, did not have any qualifications, observations or comments on the financial transactions or matters, having any adverse effect on the functioning of the Company and accordingly with the permission of the Members present was taken as read. The observation made in the Secretarial Audit Report forming part of the Annual Report 2020-21 was read out and necessary justification was given towards the same.

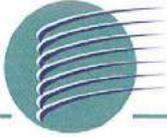
The Chairman then delivered his speech and briefed Members on the financial performance of the Company for the Financial Year ended March 31, 2021 and its future outlook.

The Company Secretary then read out the resolutions proposed to be passed at the Meeting forming part of the Notice convening the 38<sup>th</sup> AGM She stated that since the Meeting was held through VC and the resolutions provided in the Notice were being put to vote through e-voting/remote-e-voting, there will be no proposing and seconding of the resolutions.

- **Agenda items transacted at the Meeting**

The following agenda items were transacted as set out in the Notice of AGM dated September 06, 2021:





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Sr. No.	Details of Agenda	Type of Resolution
1.	Approval and adoption of: a) the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021, the Reports of the Board of Directors and Auditors thereon; and  b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Report of Auditors thereon.	Ordinary Resolution
2.	Approval of appointment of a Director in place of Mrs. Anisha Seth (DIN: 00027611), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary Resolution
3.	Ratification of remuneration Cost Auditors of the Company.	Ordinary Resolution
4.	Approval for entering into Material Related Party Transactions with Rainbow Line Trading L.L.C., an Associate Company.	Ordinary Resolution
5.	Approval of Orbit Exports Limited Employees Stock Option Scheme 2021.	Special Resolution
6.	Grant of Employee Stock Options to Employees of Subsidiaries.	Special Resolution

• **Voting by Members**

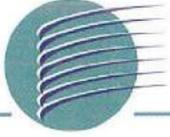
The Company Secretary apprised that the Members who had not casted their votes through remote e-voting could cast their votes through e-voting platform provided by NSDL and the instructions of the same are provided in the Notice of the AGM. She further stated that the e-voting facility would be kept open for 15 minutes after conclusion of the Meeting to enable the Members to cast their vote.

Members were informed that Dr. S. K. Jain, Proprietor of S. K. Jain & Co., Practicing Company Secretary was appointed as the Scrutinizer for the purpose of scrutinizing the votes casted at the Meeting and remote e-voting process and submit a Consolidated Report thereon.

The Company Secretary with the permission of Chair, requested the registered speakers to ask the questions and seek the queries if any.

The Chairman then informed the Members that the Results of e-voting and remote e-voting shall be declared within 48 hours from the conclusion of the Meeting and shall be communicated to the Stock Exchanges and uploaded on Company's and NSDL's website.





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There being no other business to transact, the meeting concluded with a vote of thanks to the Chair at 03:22 p.m. (IST).

**Notes:**

- i. The Company will separately intimate the results of e-voting to the stock exchanges.
- ii. This document does not constitute minutes of the proceedings of the AGM of the Company.

Thanking You,

**For Orbit Exports Limited**

(Neha Devpura)

Company Secretary & Compliance Officer

