



RAMESH CHANDRA MISHRA & ASSOCIATES
Company Secretary in Practice & Corporate Legal Advisor

Combined Scrutinizer's Report on Remote e-Voting & e-Voting conducted at the EGM of ORIENT
TRADELINK LIMITED held on Monday, December 23, 2024

26-12-2024

To,
The Chairman
ORIENT TRADELINK LIMITED
CIN: L65910GJ1994PLC022833
Regd. Office: No. - 801-A, 8th Floor,, Mahalay Building,
Behind Fairdeal House, off: C. G. Road, Swastik Cross Roads,
Navrangpura, Ahmedabad, Gujarat, 380009

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-Voting process and e-Voting by your Members during the Extra-Ordinary General Meeting of your Company held on Monday, the 23rd day of December, 2024 at 3:00 P.M (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizers Report, which is comprehensive and self explanatory in all respects.

FOR RAMESH CHANDRA MISHRA & ASSOCIATES,

Ramesh Chandra Mishra
Practicing Company Secretary
Membership No.: 5477
COP No.: - 3987
UDIN: F005477F003493104
Peer Review Certificate No.: 1133/2021



Place: Mumbai
Date: 26/12/2024



RAMESH CHANDRA MISHRA & ASSOCIATES
Company Secretary in Practice & Corporate Legal Advisor

CONSOLIDATED SCRUTINIZER'S REPORT

26-12-2024

To,
The Chairman
ORIENT TRADELINK LIMITED
CIN: L65910GJ1994PLC022833
Regd. Office: No. - 801-A, 8th Floor,, Mahalay Building,
Behind Fairdeal House, off: C. G. Road, Swastik Cross Roads,
Navrangpura, Ahmedabad, Gujarat, 380009

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote e-Voting & e-Voting conducted at the EGM of ORIENT TRADELINK LIMITED held on Monday, December 23, 2024 at 3:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

We, M/s Ramesh Chandra Mishra & Associates, Practicing Company Secretaries firm, was appointed as Scrutinizer by the Board of Directors of Orient Tradelink Limited ('the Company') at their Meeting held on November 20, 2024, for conducting remote e-Voting process as well as to scrutinize the e-Voting conducted at the EGM (remote e-Voting and e-Voting at the EGM collectively referred to as 'e-Voting') in a fair and transparent manner to transact the businesses, as set forth in the Notice of the Meeting dated November 20, 2024.

In compliance with Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India and in accordance with the General Circular Nos. 14/2020, 17/2020, 20/2020, 2/2021, 19/2021, 21/2021 and 2/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 and December 28, 2022, respectively issued by the Ministry of Corporate Affairs ('MCA') and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 & SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 respectively issued by Securities and Exchange Board of India ("SEBI") (collectively referred to as "Circulars"), the Company had provided facility for e-Voting to all Members of the Company, to enable them to cast their votes electronically.

The Company had engaged Central Depository Service (India) Limited ('CDSL'), as the Electronic Voting Service Provider ('EVSP') who had made necessary arrangements to facilitate e-Voting by Members of the Company on their website at www.evotingindia.com

The Company had sent the Notice including all requisite information required to cast the vote, in electronic form only to all its Members who have registered their e-mail addresses with the Company/ Depository Participants/ Registrar & Transfer Agents. The communication of the assent or dissent of the Members was sought through the e-Voting system only.

Ramesh



The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules thereof including Circulars and Listing Regulations relating to the items being placed for approval of the Members through remote e-Voting and e-Voting at the EGM. Our responsibilities as Scrutinizer is restricted to scrutinize that the e-Voting process is conducted in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast 'For' or 'Against' the Resolutions stated in the Notice and also mentioned herein below, based on the reports generated from the e-Voting system provided by the EVSP.

Item No.	Resolution	Type of Resolution
1.	Preferential issue and allotment of 5,00,00,000 convertible warrants into equity shares of face value of Rs. 10 /- each at an issue price of Rs 16/- each to Non-promoter(s) of the company	Special
2.	To consider and approve the increase in authorized share capital of the company up to rs 62,50,00,000/- (rupees sixty - two crore fifty lacs) consisting of 6,25,00,000 (six crore twenty - five lacs) equity shares of face value of rs. 10/- (rupees ten only) equity shares of face value of rs.10/- under section 61 of the companies act, 2013	Special
3.	Modification of T&C of Remuneration of MD of The Company	Ordinary
4.	Shifting registered office of the company from the State of Gujarat to the State of union territory of Delhi & Haryana	Special
5.	To consider and approve the increase in borrowing limit and creation of security on the assets of the company under section 180 of the companies act, 2013	Special
6.	Approval of Loans, Investments, Guarantee or Security Under Section 185 of Companies Act, 2013	Special
7.	To make loans or investment(s) or provide security and guarantee in excess of the prescribed limits under section 186 of the companies act, 2013	Special
8.	Creation of charges - to mortgage and/or charge all or any part of the movable and/or immovable properties of the company as security for borrowing	Special

In connection with the above referred matters, we hereby submit my report as under:

1. The Company had completed the dispatch of the Notice of the EGM on Saturday, November 30, 2024 by electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar & Transfer Agent of the Company or the Depositories on November 29, 2024 ('Internal Cut-off date').
2. The Company had published an advertisement on Sunday, December 01, 2024 regarding completion of dispatch of EGM Notice including all requisite information required to cast the vote, to eligible Members in English Daily "Financial Express" and on Monday, December 02, 2024 in Regional Daily "Financial Express" editions respectively;
3. In compliance with provision of the Act and applicable circulars issued from time to time, the Members of the Company holding shares as on December 16, 2024 ('Cut- off Date') had an option to vote through the e-Voting facility. The Company had also provided option for e-Voting to those Members, who held shares in Physical form;

The Company had offered e-Voting facility to its Members for casting their votes electronically. The e-Voting process commenced on Thursday, December 19, 2024 at 9:00 a.m and ended on Sunday, December 22, 2024 at 5:00 p.m.;

4. At the EGM of the Company held through VC/OAVM means, on Monday, December 23, 2024 after considering all the items of business, the facility to vote electronically was provided to facilitate those Members who were attending the Meeting through VC/OAVM but could not participate in the remote e-Voting to record their votes.
5. The remote e-Voting has been unblocked on Monday, December 23, 2024 after 04:00 P.M. in our presence and in the presence of two witnesses' Rakesh Pal and Sachin Shivgan (who are not in the employment of the Company);
6. After unblocking the votes cast, the total votes cast both through remote E-voting Process and by e-Voting the EGM, were consolidated and has been considered for the purpose of this report.

The result of the remote e-Voting together with that of the voting conducted at the EGM by way of electronic means are as under:

ORDINARY BUSINESS

Item No. 1 (As a Special Resolution):

Preferential issue and allotment of 5,00,00,000 convertible warrants into equity shares of face value of Rs. 10 /- each at an issue price of Rs 16/- each to Non-promoter(s) of the company

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes polled on outstan- ding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	311137	20966	6.74	20966	-	100%	-
Public - Institutional Holders	-	-	-	-	-	-	-
Public - others	11953863	2618382	21.90	2618377	5	99.99	0.0002
Total	1,22,65,000	2639348	21.52	2639343	5	99.99	0.0002

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 1 as set forth in the EGM Notice dated November 20, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Monday, December 23, 2024.**

Item No. 2 (As a Special Resolution):

To consider and approve the increase in authorized share capital of the company up to Rs 62,50,00,000/- (rupees sixty - two crore fifty lacs) consisting of 6,25,00,000 (six crore twenty - five

lacs) equity shares of face value of Rs. 10/- (rupees ten only) equity shares of face value of rs.10/- under section 61 of the companies act, 2013

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes polled on outstan ding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	311137	20966	6.74	20966	-	100%	-
Public - Instituti onal Holders	-	-	-	-	-	-	-
Public - others	11953863	2618382	21.90	2618377	5	99.99	0.0002
Total	1,22,65,000	2639348	21.52	2639343	5	99.99	0.0002

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 2 as set forth in the EGM Notice dated November 20, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Monday, December 23, 2024.**

Item No. 3 (As an Ordinary Resolution)

Modification of T&C of Remuneration of MD of the Company

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes polled on outstan ding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	311137	20966	6.74	20966	-	100%	-
Public - Instituti onal Holders	-	-	-	-	-	-	-
Public - others	11953863	2618382	21.90	2618377	5	99.99	0.0002

Total	1,22,65,000	2639348	21.52	2639343	5	99.99	0.0002
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As the number of vote cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as per Item No. 3 as set forth in the EGM Notice dated November 20, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Monday, December 23, 2024.**

Item No. 4 (As a Special Resolution):

Shifting registered office of the company from the State of Gujarat to the State of union territory of Delhi & Haryana

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	311137	20966	6.74	20966	-	100%	-
Public - Institutional Holders	-	-	-	-	-	-	-
Public - others	11953863	2618382	21.90	2618377	5	99.99	0.0002
Total	1,22,65,000	2639348	21.52	2639343	5	99.99	0.0002

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 4 as set forth in the EGM Notice dated November 20, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Monday, December 23, 2024.**

Item No. 5 (As a Special Resolution):

To consider and approve the increase in borrowing limit and creation of security on the assets of the company under section 180 of the companies act, 2013

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter &	311137	20966	6.74	20966	-	100%	-

Promoter Group							
Public - Institutional Holders	-	-	-	-	-	-	-
Public - others	11953863	2618382	21.90	2618377	5	99.99	0.0002
Total	1,22,65,000	2639348	21.52	2639343	5	99.99	0.0002

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 5 as set forth in the EGM Notice dated November 20, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Monday, December 23, 2024.**

Item No. 6 (As a Special Resolution):

Approval of Loans, Investments, Guarantee or Security Under Section 185 of Companies Act, 2013

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	311137	20966	6.74	20966	-	100%	-
Public - Institutional Holders	-	-	-	-	-	-	-
Public - others	11953863	2618382	21.90	2618367	15	99.99	0.0006
Total	1,22,65,000	2639348	21.52	2639333	15	99.99	0.0006

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 6 as set forth in the EGM Notice dated November 20, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Monday, December 23, 2024.**

Item No. 7 (As a Special Resolution):

To make loans or investment(s) or provide security and guarantee in excess of the prescribed limits under section 186 of the companies act, 2013

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes polled on outstan ding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	311137	20966	6.74	20966	-	100%	-
Public - Institutional Holders	-	-	-	-	-	-	-
Public - others	11953863	2618382	21.90	2618367	15	99.99	0.0006
Total	1,22,65,000	2639348	21.52	2639333	15	99.99	0.0006

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 7 as set forth in the EGM Notice dated November 20, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Monday, December 23, 2024.**

Item No. 8 (As a Special Resolution):

Creation of charges - to mortgage and/or charge all or any part of the movable and/or immovable properties of the company as security for borrowing

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes polled on outstan ding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	311137	20966	6.74	20966	-	100%	-
Public - Institutional Holders	-	-	-	-	-	-	-
Public - others	11953863	2618382	21.90	2618367	15	99.99	0.0006
Total	1,22,65,000	2639348	21.52	2639333	15	99.99	0.0006

As the number of vote cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as per Item No. 8 as set forth in the EGM Notice dated November 20, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Monday, December 23, 2024.**

The said result along with the Scrutinizer's report would be intimated to the Stock Exchange where the Company's securities are listed viz. www.bseindia.com, displayed on the website of CDSL viz. www.evotingindia.com and the Company's website viz. www.orienttradelink.in

Thanking you,

Yours Faithfully

For RAMESH CHANDRA MISHRA & ASSOCIATES



Ramesh Mishra
Company Secretary in Practice
Membership No.:5477
COP NO.:3987



Place: Mumbai
Date: 26-12-2024

UDIN: F005477F003493104
Peer Review Certificate No.: 1133/2021

The following were the witnesses to the unblocking of the votes
on 23rd December, 2024 :

Rakesh Pal



Sachin Shivgan

