

MINISTRY OF CORPORATE AFFAIRS**RECEIPT****G.A.R.7**

SRN : Q65205494

Service Request Date : 23/11/2015

Payment made into : ICICI Bank

Received From :

Name : A K LABH AND CO
Address : COMPANY SECRETARIES
40 WESTON STREET
3RD FLOOR
KOLKATA, WEST BENGAL
INDIA - 700013

Entity on whose behalf money is paid

CIN : L21011OR1936PLC000117
Name : ORIENT PAPER AND INDUSTRIES LTD.
Address : UNIT-VIII PLOT NO 7BHOINAGAR
BHUBANESWAR, ORISSA
INDIA - 751012

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee For Form No. MGT-7	Normal	600.00
	Total	600.00

Mode of Payment: Credit Card/Prepaid Card - ICICI Bank

Received Payment Rupees: Six Hundred only

FORM NO. MGT-7

[Pursuant to sub-section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L21011OR1936PLC000117

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACO3279J

(a) Name of the company

ORIENT PAPER AND INDUSTRIE

(b) Registered office address

UNIT-VIII PLOT NO 7BHOINAGAR
BHUBANESWAR
Orissa
INDIA
751012

(c) *email-ID of the company

cosec@orientpaperindia.com

(d) *Telephone number with STD code

06742396364

(e) Website

www.orientpaperindia.com

(iii) Date of Incorporation

25/07/1936

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE LTD.	1
2	NATIONAL STOCK EXCHANGE LTD.	1,024

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

12/1/5 MANOHARPUKUR ROAD
KOLKATA

(vii) *Financial year From 01/04/2014 (DD/MM/YYYY) To 31/03/2015 (DD/MM/YYYY)

(iii) *Whether Annual General Meeting (AGM) held Yes No

(a) If yes, date of AGM 20/08/2015

(b) Due date of AGM 30/09/2015

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C3	Wood and wood products, furniture, paper and paper products	28.35
2	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	71.65

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/ Associate/ Joint Venture	% of shares held
1				

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Total number of equity shares	750,000,000	204,887,970	204,868,760	204,868,760
Total amount of equity shares (in rupees)	750,000,000	204,887,970	204,868,760	204,868,760

Number of classes

1

Class of shares				
EQUITY				
Number of equity shares	750,000,000	204,887,970	204,868,760	204,868,760
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	750,000,000	204,887,970	204,868,760	204,868,760

(b) Preference share capital

Particulars				
Total number of preference shares	2,500,000	0	0	0
Total amount of preference shares (in rupees)	250,000,000	0	0	0

Number of classes

1

Class of shares				
PREFERENCE				
Number of preference shares	2,500,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	250,000,000	0	0	0

(c) Unclassified share capital

Total amount of unclassified shares	0
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(d) Break-up of paid-up share capital

Equity shares				
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At the beginning of the year	204,868,760	204,868,760	204,868,760	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	
ii. Rights issue	0	0	0	
iii. Bonus issue	0	0	0	
iv. Private Placement/ Preferential allotment	0	0	0	
v. ESOPs	0	0	0	
vi. Sweat equity shares allotted	0	0	0	
vii. Conversion of Preference share	0	0	0	
viii. Conversion of Debentures	0	0	0	
ix. SDRs/ADRs	0	0	0	
x. Others, specify	0	0	0	
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	
ii. Shares forfeited	0	0	0	
iii. Reduction of share capital	0	0	0	
iv. Others, specify	0	0	0	
At the end of the year	204,868,760	204,868,760	204,868,760	

Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	
ii. Re-issue of forfeited shares	0	0	0	
iii. Others, specify	0	0	0	
Decrease during the year	0	0	0	0

i. Redemption of shares	0	0	0	
ii. Shares forfeited	0	0	0	
iii. Reduction of share capital	0	0	0	
iv. Others, specify 0	0	0	0	
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of Previous AGM		22/08/2014	
Date of Registration of Transfer		31/10/2014	
Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	500	Amount per Share/ debenture/ unit (in Rs.)	33.3
Ledger Folio of Transferor		11420	

Transferor's Name	JOSEPH		HAROLD
	Surname	Middle Name	First Name
Ledger Folio of Transferee	18306		
Transferee's Name	JOSEPH		HAROLD
	Surname	Middle Name	First Name

Date of Registration of Transfer	31/10/2014		
Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	

Number of Shares/ Debentures/ Units Transferred	160	Amount per Share/ debenture/ unit (in Rs.)	33.35
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Ledger Folio of Transferor	R11420		
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Transferor's Name	JOSEPH		HAROLD
	Surname	Middle Name	First Name

Ledger Folio of Transferee	18306		
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Transferee's Name	JOSEPH		HAROLD
	Surname	Middle Name	First Name

Date of Registration of Transfer	10/11/2014		
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Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
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Number of Shares/ Debentures/ Units Transferred	10	Amount per Share/ debenture/ unit (in Rs.)	29
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Ledger Folio of Transferor	12732		
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Transferor's Name	RAMPURIA	KUMAR	CHANDRA
	Surname	Middle Name	First Name
Ledger Folio of Transferee	18307		
Transferee's Name	SINGHAL		SURENDRA
	Surname	Middle Name	First Name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			2,840,019,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			970,203,000
Deposit			368,556,000
Total	0		4,178,778,000

Details of debentures

Class of Debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total			0		0

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

16,688,540,000

(ii) Net worth of the Company

3,933,545,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	7,371,250	3.6	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	70,958,672	34.64	0	

10.	Others	0	0	0	
	Total	78,329,922	38.23	0	0

Total number of shareholders (promoters)

18

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	37,433,123	18.27	0	
	(ii) Non-resident Indian (NRI)	1,399,295	0.68	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	4,000	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	15,371,455	7.5	0	
4.	Banks	164,560	0.08	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	2,580,750	1.26	0	
7.	Mutual funds	27,049,572	13.2	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	38,808,843	18.94	0	
10.	Others Foreign companies & OCB	3,727,240	1.82	0	
	Total	126,538,838	61.77	0	0

Total number of shareholders (other than promoters)

19,435

Total number of shareholders (Promoters+Public/Other than promoters)

19,453

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

2

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
SAIF ADVISORS MAUR	HSBC SECURITIES SERVICES , 414 S			2,575,750	1.26
ELARA INDIA OPPORT	C/O ICICI BANK, 414 SENAPATI BAI			5,000	0

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	18	18
Members (other than promoters)	22,753	19,435
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	1	0	1	0	1.41
B. Non-Promoter	1	4	1	5	0.02	0.01
(i) Non-Independent	1	0	1	1	0.02	0
(ii) Independent	0	4	0	4	0	0.01
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks and FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	5	1	6	0.02	1.43

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

9

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any)
CHANDRA KANT BIRLA	00118473	Director	2,897,570	
AMITABHA J. GHOSH	00055962	Director	7,000	
BASANT KUMAR JHAVERI	00086237	Director	0	
MICHAEL BASTIAN	00458062	Director	24,000	
NARENDRA SINGH SINGH	06363951	Director	0	
GAURI RASGOTRA	06862334	Additional director	0	
MANOHAR LAL PACHIPATI	00065431	Managing Director	36,640	
PRADEEP KUMAR SOOD	ALQPS6822D	CFO	14,920	
RAM PRASAD DUTTA	AGNPD1188M	Company Secretary	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

1

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
GAURI RASGOTRA	06862334	Additional director	26/09/2014	APPOINTMENT

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/CLB/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members who attended the meeting	% of total shareholding of attended members
ANNUAL GENERAL MEETING	22/08/2014	20,633	40	43.18

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	as %age of total directors
1	08/05/2014	6	5	83.33

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	as %age of total directors
2	22/07/2014	6	6	100
3	26/09/2014	7	7	100
4	05/11/2014	7	6	85.71
5	03/02/2015	7	6	85.71
6	30/03/2015	7	5	71.43

C. COMMITTEE MEETINGS

Number of meetings held

12

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	as %age of total members
1	AUDIT COMM	08/05/2014	4	3	75
2	AUDIT COMM	22/07/2014	4	4	100
3	AUDIT COMM	05/11/2014	5	4	80
4	AUDIT COMM	03/02/2015	5	4	80
5	AUDIT COMM	30/03/2015	5	4	80
6	MANAGEMEN	19/02/2015	2	2	100
7	NOMINATION	08/05/2014	3	2	66.67
8	NOMINATION	22/07/2014	3	3	100
9	NOMINATION	26/09/2014	3	3	100
10	NOMINATION	05/11/2014	3	2	66.67

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	20/08/2015
								(Y/N/NA)
1	CHANDRA KA	6	5	83.33	0	0	0	No
2	AMITABHA J.	6	5	83.33	9	7	77.78	No
3	BASANT KUM	6	3	50	11	6	54.55	No
4	MICHAEL BAS	6	6	100	10	10	100	Yes
5	NARENDRA S	6	6	100	6	6	100	No
6	GAURI RASG	4	4	100	3	3	100	No
7	MANOHAR LA	6	6	100	2	2	100	Yes

***REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing-Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MANOHAR LAL PA	MANAGING DIF	23,610,000	0	0	8,465,782	32,075,782
	Total		23,610,000	0	0	8,465,782	32,075,782

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PRADEEP KUMAR	CFO	11,665,950	0	0	1,198,999	12,864,949
2	RAM PRASAD DUT	COMPANY SEC	1,342,400	0	0	47,333	1,389,733
	Total		13,008,350	0	0	1,246,332	14,254,682

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	CHANDRA KANT B	CHAIRMAN	0	0	0	220,000	220,000
2	BASANT KUMAR J	INDEPENDENT	0	0	0	450,000	450,000

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	AMITABHA J. GHO	INDEPENDENT	0	0	0	560,000	560,000
4	MICHAEL BASTIAN	INDEPENDENT	0	0	0	760,000	760,000
5	NARENDRA SINGH	INDEPENDENT	0	0	0	590,000	590,000
6	GAURI RASGOTRA	DIRECTOR	0	0	0	400,000	400,000
	Total		0	0	0	2,980,000	2,980,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A. *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013

during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

ATUL KUMAR LABH

Whether associate or fellow

Associate Fellow

Certificate of practice number

3238

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.

Declaration

I am authorised by the Board of Directors of the company vide resolution no. dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

MANOHAR
LAL
PACHISIA

DIN of the director

00065431

To be digitally signed by

RAM
PRASAD
DUTTA

- Company Secretary
 Company Secretary in Practice

Membership number

Certificate of practice number

Attachments

1. list of share holders, debenture holders;
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any.

List of attachments

Attach
Attach
Attach
Attach

Annexure to IX (c).pdf ORIENT PAPER-MGT-8.pdf
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Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the registrar of companies through electronic mode and on the basis of statement of correctness given by the company

A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
☎ (033) 2221-9381, 4063-0236, Fax : (033) 2221-9381
Mobile : 98300-55689 / 98300-57689
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com

FORM - MGT-8

(Pursuant to Section 92(2) of the Companies Act 2013 and Rule 11(2) of the Companies
(Management and Administration) Rules, 2014)

I have examined the registers, records and books and papers of **M/s. Orient Paper & Industries Limited** (the Company) having its Registered Office at Unit VIII, Plot No. 7, Bhoingar, Bhubaneswar – 751 012, Odisha, as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31.03.2015**. In my opinion and to the best of my information and according to the examination carried out by me and explanations furnished to me by the company, its officers and agents, I certify that :

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the company has complied with provisions of the Act & Rules made there under, *to the extent and as were applicable to it*, in respect of:
 1. Its status under the Act;
 2. Maintenance of registers / records & making entries therein, as applicable, within the time prescribed therefore;
 3. Filing of forms and returns as stated in the annual return with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities, as applicable, within the prescribed time;
 4. Calling / convening / holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Books / registers maintained for the purpose and the same have been signed;



Certified Filing Centre for e-filing under MCA-21, Registered by Ministry of Corporate Affairs, Govt. of India
Certified Filing Centre for e-filing under ACES (Central Excise & Service Tax)



A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
☎ (033) 2221-9381, 4063-0236, Fax : (033) 2221-9381
Mobile : 98300-55689 / 98300-57689
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com

5. Closure of Register of Members / Security holders, as the case may be;
6. Advances / loans to its directors and / or persons or firms or companies referred in Section 185 of the Act;
7. Contracts / arrangements with related parties as specified in Section 188 of the Act;
8. Issue or allotment or transfer or transmission or buy back of securities / redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities and issue of security certificates in all instances;
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. Declaration / payment of dividend; transfer of unpaid / unclaimed dividend / other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 205 of the Companies Act, 1956;
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub sections (3),(4) and (5) thereof;
12. Constitution / appointment / re-appointments / retirement / filling up casual vacancies / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. Appointment / reappointment / filling up casual vacancies of auditors as per the provisions of Section 139 of the Act;
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act. However, the Company's application for ratification of payment of remuneration to the Managing Director is pending with the Central Government (Ministry of Corporate Affairs);



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Certified Filing Centre for e-filing under ACES (Central Excise & Service Tax)



A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013
☎ (033) 2221-9381, 4063-0236, Fax : (033) 2221-9381
Mobile : 98300-55689 / 98300-57689
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com
Website : www.aklabh.com

15. Acceptance / renewal / repayment of deposits;
16. Borrowings from its directors, members, public financial institutions, banks and others and creation / modification / satisfaction of charges in that respect, wherever applicable;
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
18. Alteration of the provisions of the Memorandum and Articles of Association of the Company.

Place : Kolkata

Dated : 20.11.2015



For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)
Practicing Company Secretary
FCS - 4848 / CP No. - 3238



November 19, 2016

M/s A. K. LABH & Co.
Company Secretaries
40, Weston Street, 3rd Floor,
Kolkata – 700 013

We do hereby confirm the following in connection with Section 92 of the Companies Act, 2013 and the Rules mentioned thereunder, as amended, pertaining to the Annual Return (MGT-7) of the Company for the financial year ended on 31.03.2015:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the company has complied with provisions of the Act & Rules made there under, *to the extent and as were applicable to it*, in respect of:
 1. Its status under the Act;
 2. Maintenance of registers / records & making entries therein, as applicable, within the time prescribed therefore;
 3. Filing of forms and returns as stated in the annual return with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities, as applicable, within the prescribed time;
 4. Calling / convening / holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Books / registers maintained for the purpose and the same have been signed;
 5. Closure of Register of Members / Security holders, as the case may be;
 6. Advances / loans to its directors and / or persons or firms or companies referred in Section 185 of the Act;
 7. Contracts / arrangements with related parties as specified in Section 188 of the Act;



Orient Paper and Industries Limited

Birla Building 13th fl, 9/1 RN Mukherjee Road, Kolkata 700001, India +91 033 30573700 Email: info@orientpaperindia.com
Registered Office: Unit VIII, Plot No 7, Bhoingar, Bhubaneshwar 751012, India www.orientpaperindia.com CIN:
L21011OR1936PLC000117

8. Issue or allotment or transfer or transmission or buy back of securities / redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities and issue of security certificates in all instances;
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. Declaration / payment of dividend; transfer of unpaid / unclaimed dividend / other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 205 of the Companies Act, 1956;
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub sections (3),(4) and (5) thereof;
12. Constitution / appointment / re-appointments / retirement / filling up casual vacancies / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. Appointment / reappointment / filling up casual vacancies of auditors as per the provisions of Section 139 of the Act;
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. Acceptance / renewal / repayment of deposits;
16. Borrowings from its directors, members, public financial institutions, banks and others and creation / modification / satisfaction of charges in that respect, wherever applicable;
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
18. Alteration of the provisions of the Memorandum and Articles of Association of the Company.

For **ORIENT PAPER & INDUSTRIES LIMITED**


(R.P. Dutta)
Company Secretary
(ACS 14337)

Sreenagar 3, Madhyamgram
Kolkata 700 129

Orient Paper and Industries Limited

Birla Building 13th fl, 9/1 RN Mukherjee Road, Kolkata 700001, India +91 033 30573700 Email: info@orientpaperindia.com

Registered Office: Unit VIII, Plot No 7, Bhojnagar, Bhubaneswar 751012, India www.orientpaperindia.com CIN:

L21011OR1936PLC000117

A. K. LABH

M.Com., MBA, FCS, ACMA (ICAI), ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

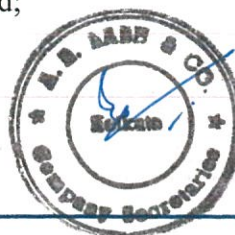
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Website : www.aklabh.com

FORM - MGT-8

*(Pursuant to Section 92(2) of the Companies Act 2013 and Rule 11(2) of the Companies
(Management and Administration) Rules, 2014)*

I have examined the registers, records and books and papers of **M/s. Orient Paper & Industries Limited** (the Company) having its Registered Office at Unit VIII, Plot No. 7, Bhoingar, Bhubaneswar – 751 012, Odisha , as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31.03.2015**. In my opinion and to the best of my information and according to the examination carried out by me and explanations furnished to me by the company, its officers and agents, I certify that :

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the company has complied with provisions of the Act & Rules made there under, *to the extent and as were applicable to it*, in respect of:
 1. Its status under the Act;
 2. Maintenance of registers / records & making entries therein, as applicable, within the time prescribed therefore;
 3. Filing of forms and returns as stated in the annual return with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities, as applicable, within the prescribed time;
 4. Calling / convening / holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Books / registers maintained for the purpose and the same have been signed;



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Practicing Company Secretary



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5. Closure of Register of Members / Security holders, as the case may be;
6. Advances / loans to its directors and / or persons or firms or companies referred in Section 185 of the Act;
7. Contracts / arrangements with related parties as specified in Section 188 of the Act;
8. Issue or allotment or transfer or transmission or buy back of securities / redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities and issue of security certificates in all instances;
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. Declaration / payment of dividend; transfer of unpaid / unclaimed dividend / other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 205 of the Companies Act, 1956;
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13. Appointment / reappointment / filling up casual vacancies of auditors as per the provisions of Section 139 of the Act;
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act. However, the Company's application for ratification of payment of remuneration to the Managing Director is pending with the Central Government (Ministry of Corporate Affairs);



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17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
18. Alteration of the provisions of the Memorandum and Articles of Association of the Company.

For A. K. LABH & Co.
Company Secretaries

(CS A. K. LABH)
Practicing Company Secretary
FCS - 4848 / CP No. - 3238



Place : Kolkata

Dated : 20.11.2015