

August 2, 2019

Bombay Stock Exchange Limited  
New Trading Ring,  
Rotunda Building, P J Towers,  
Dalal Street, Fort  
Mumbai-400001  
Security Code: 535754

National Stock Exchange of India Limited  
"Exchange Plaza", Plot No. C-1, Block G  
Bandra – Kurla Complex, Bandra (East),  
Mumbai – 400 051

Symbol: ORIENTCEM

Sub: Voting results- Regulation 44(3) of SEBI (LODR) Regulations, 2015


Dear Sir,

Pursuant to regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) 2015, please find attached voting results of 8<sup>th</sup> Annual General Meeting of the Company held on August 1, 2019 alongwith the report of the scrutinizer.

This is for your information and record.

Thanking you,

Yours sincerely,  
For Orient Cement Limited

  
Nidhi Bisaria  
(Company Secretary)



Encl: a/a

ORIENT CEMENT LIMITED	
Date of the AGM/EGM	01-08-2019
Total number of shareholders on record date	30255
No. of shareholders present in the meeting either in person or through proxy.	
Promoters and Promoter Group:	16
Public:	30
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	ORDINARY - Adoption of the audited financial statements of the Company for the financial year ended March 31, 2019 together with the Report of the Board of Directors and Auditors thereon.										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting		76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0	
	Poll		76,549,922	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting		51,658,972	71.5919	51,658,972	0	100.0000	0.0000	0	120,817	
	Poll		72,157,612	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		51,658,972	71.5919	51,658,972	0	100.0000	0.0000	0	120,817	
Public- Non Institutions	E-Voting		19,424,225	34.3036	19,424,225	5	100.0000	0.0000	3,519,850	0	
	Poll		56,161,226	0.2829	158,898	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		19,424,225	34.5865	19,424,220	5	100.0000	0.0000	3,519,850	0	
	Total	204,868,760	147,633,119	72.0623	147,633,114	5	100.0000	0.0000	3,519,850	120,817	



Resolution No.	2	ORDINARY - Declaration of final dividend of Rupee 0.75 (75%) per equity share (face value of Rupee 1 each) for the financial year ended March 31, 2019									
Resolution required: (Ordinary/ Special)	No	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Category											
Mode of Voting											
E-Voting			76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0	
Poll		76,549,922		0.0000	0	0	0.0000	0.0000	0	0	
Postal Ballot (if applicable)											
Promoter and Promoter Group											
Total			76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0	
Mode of Voting											
E-Voting			51,779,407	71.7588	51,779,407	0	100.0000	0.0000	0	382	
Poll		72,157,612		0.0000	0	0	0.0000	0.0000	0	0	
Postal Ballot (if applicable)											
Public- Institutions											
Total			51,779,407	71.7588	51,779,407	0	100.0000	0.0000	0	382	
Mode of Voting											
E-Voting			19,265,327	34.3036	19,265,307	20	99.9999	0.0001	3,519,850	0	
Poll		56,161,226		0.2829	158,898	0	100.0000	0.0000	0	0	
Postal Ballot (if applicable)											
Public- Non Institutions											
Total			19,424,225	34.5865	19,424,205	20	99.9999	0.0001	3,519,850	0	
Total		204,868,760	147,753,554	72.1211	147,753,534	20	100.0000	0.0000	3,519,850	382	

Resolution No.	3	ORDINARY - Re-appointment of Mr. Chandrakant Birla (DIN 00118473), as director of the Company, who retires by rotation									
Resolution required: (Ordinary/ Special)	No	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Category											
Mode of Voting											
E-Voting			76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0	
Poll		76,549,922		0.0000	0	0	0.0000	0.0000	0	0	
Postal Ballot (if applicable)											
Promoter and Promoter Group											
Total			76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0	
Mode of Voting											
E-Voting			51,779,407	71.7588	51,770,579	8,828	99.9830	0.0170	0	382	
Poll		72,157,612		0.0000	0	0	0.0000	0.0000	0	0	
Postal Ballot (if applicable)											
Public- Institutions											
Total			51,779,407	71.7588	51,770,579	8,828	99.9830	0.0170	0	382	
Mode of Voting											
E-Voting			19,265,327	34.3036	19,265,321	6	100.0000	0.0000	3,519,850	0	
Poll		56,161,226		0.2829	158,898	0	100.0000	0.0000	0	0	
Postal Ballot (if applicable)											
Public- Non Institutions											
Total			19,424,225	34.5865	19,424,219	6	100.0000	0.0000	3,519,850	0	
Total		204,868,760	147,753,554	72.1211	147,744,720	8,834	99.9940	0.0060	3,519,850	382	



Resolution No.	ORDINARY - Re-appointment of M/s S.R. Batliboi & Co. LLP, Chartered Accountants (ICAI Firm Registration Number 301003E/ E300005), as Statutory Auditors of the Company for a term of two years till the conclusion of the tenth Annual General Meeting to be held in the year 2021									
Resolution required: (Ordinary/ Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0	
	Poll	76,549,922	0	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0	0	
Total		76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	72,157,612	71.7588	51,658,972	120,435	99.7674	0.2326	0	382	
	Poll		0	0.0000	0	0	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0	0	
Total		72,157,612	71.7588	51,658,972	120,435	99.7674	0.2326	0	382	
Public- Non Institutions	E-Voting	56,161,226	34.3036	19,265,321	6	100.0000	0.0000	3,519,850	0	
	Poll		158,898	0.2829	158,898	0	100.0000	0.0000	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
Total		56,161,226	34.3036	19,265,321	6	100.0000	0.0000	3,519,850	0	
Total	204,868,760	147,753,554	72.1211	147,633,113	120,441	99.9185	0.0815	3,519,850	382	

Resolution No.	ORDINARY - Appointment of Mrs. Varsha Vasant Purandare (DIN 05288076) as an Independent Director, to hold the office upto February 7, 2024, not liable to retire by rotation									
Resolution required: (Ordinary/ Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0	
	Poll	76,549,922	0	0.0000	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
Total		76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting	72,157,612	71.7588	51,779,407	120,435	99.7674	0.2326	0	382	
	Poll		0	0.0000	0	0	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
Total		72,157,612	71.7588	51,779,407	120,435	99.7674	0.2326	0	382	
Public- Non Institutions	E-Voting	56,161,226	34.3036	19,265,321	6	100.0000	0.0000	3,519,850	0	
	Poll		158,898	0.2829	158,898	0	100.0000	0.0000	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	
Total		56,161,226	34.3036	19,265,321	6	100.0000	0.0000	3,519,850	0	
Total	204,868,760	147,753,554	72.1211	147,753,548	6	100.0000	0.0000	3,519,850	382	



Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Janat Shah (DIN 01625535) as an Independent Director to hold the office from April 30, 2019 upto April 29, 2024, not liable to retire by rotation									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	Total
Promoter and Promoter Group	E-Voting	76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0	0
	Poll	76,549,922	0	0	0	0.0000	0.0000	0	0	0
Public- Institutions	E-Voting	51,779,407	100.0000	76,549,922	0	100.0000	0.0000	0	0	0
	Poll	72,157,612	0	0	0	0.0000	0.0000	0	0	0
Public- Non Institutions	E-Voting	19,265,327	100.0000	34,395,124	17,384,283	66.4263	33.5737	0	382	0
	Poll	56,161,226	0	0	0	0.0000	0.0000	0	0	0
Total	E-Voting	147,753,554	72.1211	130,368,065	17,385,489	88.2335	11.7665	3,519,850	382	0
	Poll	204,868,760	0	0	0	0.0000	0.0000	0	0	0

Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Rabindranath Jhunjhunwala (DIN 00050729) as an Independent Director to hold the office from August 9, 2019 upto August 8, 2024, not liable to retire by rotation.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	Total
Promoter and Promoter Group	E-Voting	76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0	0
	Poll	76,549,922	0	0	0	0.0000	0.0000	0	0	0
Public- Institutions	E-Voting	51,779,407	100.0000	76,549,922	0	100.0000	0.0000	0	0	0
	Poll	72,157,612	0	0	0	0.0000	0.0000	0	0	0
Public- Non Institutions	E-Voting	19,265,327	100.0000	34,395,124	17,384,283	66.4263	33.5737	0	382	0
	Poll	56,161,226	0	0	0	0.0000	0.0000	0	0	0
Total	E-Voting	147,753,554	72.1211	130,368,065	17,385,494	88.2335	11.7665	3,519,850	382	0
	Poll	204,868,760	0	0	0	0.0000	0.0000	0	0	0



Resolution No.	8	SPECIAL - Re-appointment of Mr. Rajeev Jhawar (DIN 00086164) as an Independent Director to hold the office from August 9, 2019 upto August 8, 2024, not liable to retire by rotation.									
Resolution required: (Ordinary/ Special)	No										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained		
Promoter and Promoter Group	Mode of Voting	76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0		
	E-Voting		0	0.0000	0	0.0000	0.0000	0	0		
	Postal Ballot (if applicable)	76,549,922			0	0.0000	0.0000	0	0		
Public- Institutions	Total	76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0		
	E-Voting	50,806,627	70.4106	33,422,344	17,384,283	65.7834	34.2166	0	973,162		
	Postal Ballot (if applicable)	72,157,612	0	0.0000	0	0.0000	0.0000	0	0		
Public- Non Institutions	Total	50,806,627	70.4106	33,422,344	17,384,283	65.7834	34.2166	0	973,162		
	E-Voting	19,265,327	34.3036	19,264,116	1,211	99.9937	0.0063	3,519,850	0		
	Postal Ballot (if applicable)	56,161,226	0	0.0000	0	0.0000	0.0000	0	0		
Total	204,868,760	146,780,774	71.6462	129,395,280	17,385,494	88.1555	11.8445	3,519,850	973,162		

Resolution No.	9	ORDINARY - Approval of the terms of remuneration of Mr. Somnath Mukherjee, Cost Auditor of the Company for the financial year ended March 31, 2020.									
Resolution required: (Ordinary/ Special)	No										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained		
Promoter and Promoter Group	Mode of Voting	76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0		
	E-Voting		0	0.0000	0	0.0000	0.0000	0	0		
	Postal Ballot (if applicable)	76,549,922			0	0.0000	0.0000	0	0		
Public- Institutions	Total	76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0		
	E-Voting	51,779,407	71.7588	51,779,407	0	100.0000	0.0000	0	382		
	Postal Ballot (if applicable)	72,157,612	0	0.0000	0	0.0000	0.0000	0	0		
Public- Non Institutions	Total	51,779,407	71.7588	51,779,407	0	100.0000	0.0000	0	382		
	E-Voting	19,265,327	34.3036	19,265,321	6	100.0000	0.0000	3,519,850	0		
	Postal Ballot (if applicable)	56,161,226	0	0.0000	0	0.0000	0.0000	0	0		
Total	204,868,760	147,753,554	72.1211	147,753,548	6	100.0000	0.0000	3,519,850	382		

Resolution No.	SPECIAL - Approval of the terms of remuneration of Mr. Desh Deepak Khetrapal, Managing Director & CEO (DIN 023626533) for the financial year ended March 31, 2020.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting		76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)	76,549,922								
	Total		76,549,922	100.0000	76,549,922	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting		41,247,366	57.1629	8,731,229	32,516,137	21.1680	78.8320	0	10,532,423
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)	72,157,612								
	Total		41,247,366	57.1629	8,731,229	32,516,137	21.1680	78.8320	0	10,532,423
Public- Non Institutions	E-Voting		19,265,316	34.3036	19,265,290	26	99.9999	0.0001	3,519,850	11
	Poll		158,898	0.2829	158,898	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)	56,161,226								
	Total		19,424,214	34.5865	19,424,188	26	99.9999	0.0001	3,519,850	11
	Total	204,868,760	137,224,502	66.9802	104,705,339	32,516,163	76.9039	23.6961	3,519,850	10,532,434



## A. K. LABH

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



## A. K. LABH & Co.

*Company Secretaries*

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Website : [www.aklabh.com](http://www.aklabh.com)

### **CONSOLIDATED SCRUTINIZER'S REPORT**

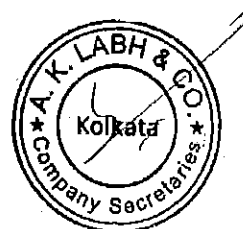
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014]

The Chairman  
of the 8<sup>th</sup> Annual General Meeting of  
Orient Cement Limited  
Unit VIII, Plot No. 7  
Bhoinagar, Bhubaneswar  
Odisha-751012

*Dear Sir,*

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 8<sup>th</sup> Annual General Meeting of the members of "*Orient Cement Limited*" ("*Company*") held on Thursday, 1<sup>st</sup> day of August, 2019 at Unit-VIII, Plot No. 7, Bhoinagar, Bhubaneswar-751012, (Odisha) at 02.00 P.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated 29<sup>th</sup> day of April, 2019. My responsibility as a scrutinizer for remote e-voting and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of Karvy Fintech Private Limited ("*Karvy*") and of voting through physical ballots as provided by Karvy, the agency engaged by the Company to provide remote e-voting / physical ballot facilities.





## A. K. LABH

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



## A. K. LABH & Co.

**Company Secretaries**

40, Weston Street, 3rd Floor, Kolkata - 700 013

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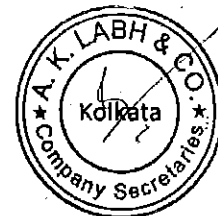
Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

I submit my report as under:

1. The remote e-voting period remained open from 9.00 A.M. IST on Monday, the 29<sup>th</sup> July, 2019 up to 5.00 P.M. IST on Wednesday, the 31<sup>st</sup> July, 2019.
2. The Shareholders holding shares as on the "cut off" date, i.e. 25<sup>th</sup> July, 2019 were entitled to vote on the proposed 10 (Ten) resolutions as mentioned in the Notice dated 29<sup>th</sup> April, 2019 of the Annual General Meeting of the Company.
3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
4. The locked ballot box was subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
5. The votes were unblocked on Thursday, the 1st August, 2019 around 03:25 P.M. after the completion of the Annual General Meeting in the presence of two witnesses, namely, Ms. Ankita Singh, residing at 76, Bhairav Dutta Lane, Howrah – 711 106 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Kolkata-700060, who are not in employment of the Company.
6. The ballots, if any, which were incomplete and/or which were otherwise found defective have been treated as invalid.
7. The combined result of the remote e-voting [EVEN : 4607] and votes casted through physical ballot papers distributed at the AGM venue are as under:



# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., 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, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

## <A> ORDINARY BUSINESS:

### a) Resolution 1

*To receive, consider and adopt the Financial Statements of the Company for the financial year ended March 31, 2019, including the audited Balance Sheet as at March 31, 2019, the Statement of Profit & Loss and Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon*

#### (i) Voted in favour of the Resolution:

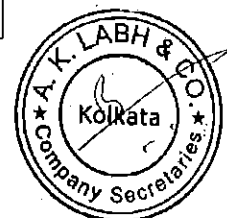
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	85	147474216	
Voting by ballot	21	158898	
Total	106	147633114	99.999997%

#### (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
Remote e-voting	1	5	
Voting by ballot	0	0	
Total	1	5	0.000003%

#### (iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	3519850



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### b) Resolution 2

*To declare a final dividend of Re. 0.75/- per equity share of face value of Re. 1/- each for the financial year ended March 31, 2019*

(i) *Voted in favour of the Resolution:*

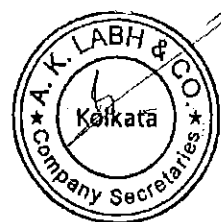
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	86	147594636	
Voting by ballot	21	158898	
<b>Total</b>	<b>107</b>	<b>147753534</b>	<b>99.999986%</b>

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	1	20	
Voting by ballot	0	0	
<b>Total</b>	<b>1</b>	<b>20</b>	<b>0.000014%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	3519850



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### c) Resolution 3

*To appoint a director in place of Mr. Chandrakant Birla (DIN: 00118473), who retires by rotation and being eligible, seeks reappointment*

(i) *Voted in favour of the Resolution:*

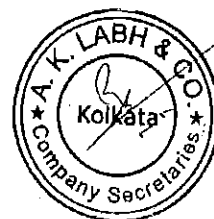
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	84	147585822	
Voting by ballot	21	158898	
<b>Total</b>	<b>105</b>	<b>147744720</b>	<b>99.994021%</b>

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	3	8834	
Voting by ballot	0	0	
<b>Total</b>	<b>3</b>	<b>8834</b>	<b>0.005979%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	3519850



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### d) Resolution 4

*Re-appointment of M/s S. R. Batliboi & Co. LLP, Chartered Accountants (ICAI Firm Registration Number 301003E/E300005), as Statutory Auditors of the Company*

(i) *Voted in favour of the Resolution:*

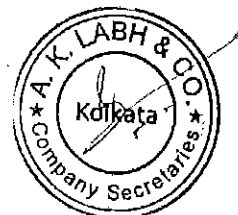
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	84	147474215	
Voting by ballot	21	158898	
<b>Total</b>	<b>105</b>	<b>147633113</b>	<b>99.918485%</b>

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	3	120441	
Voting by ballot	0	0	
<b>Total</b>	<b>3</b>	<b>120441</b>	<b>0.081515%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	3519850



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### <B> SPECIAL BUSINESS:

#### e) Resolution 5 : Ordinary Resolution

*Appointment of Mrs. Varsha Vasant Purandare (DIN: 05288076) as an Independent Director*

##### (i) *Voted in favour of the Resolution:*

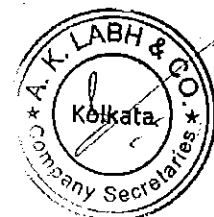
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	85	147594650	
Voting by ballot	21	158898	
<b>Total</b>	<b>106</b>	<b>147753548</b>	<b>99.999996%</b>

##### (ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	2	6	
Voting by ballot	0	0	
<b>Total</b>	<b>2</b>	<b>6</b>	<b>0.000004%</b>

##### (iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	3519850



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### f) Resolution 6 : Special Resolution

*Re-appointment of Mr. Janat Shah (DIN: 01625535) as an Independent Director*

*(i) Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	67	130209167	
Voting by ballot	21	158898	
<b>Total</b>	<b>88</b>	<b>130368065</b>	<b>88.233455%</b>

*(ii) Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	20	17385489	
Voting by ballot	0	0	
<b>Total</b>	<b>20</b>	<b>17385489</b>	<b>11.766545%</b>

*(iii) Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	3519850



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### g) Resolution 7 : Special Resolution

*Re-appointment of Mr. Rabindranath Jhunjhunwala (DIN: 00050729) as an Independent Director*

(i) *Voted in favour of the Resolution:*

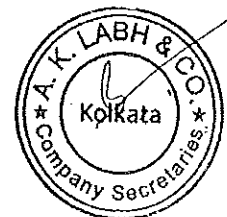
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	66	130209162	
Voting by ballot	21	158898	
<b>Total</b>	<b>87</b>	<b>130368060</b>	<b>88.233451%</b>

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	21	17385494	
Voting by ballot	0	0	
<b>Total</b>	<b>21</b>	<b>17385494</b>	<b>11.766549%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	3519850





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### h) Resolution 8 : Special Resolution

*Re-appointment of Mr. Rajeev Jhavar (DIN: 00086164) as an Independent Director*

(i) *Voted in favour of the Resolution:*

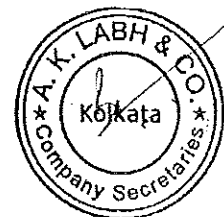
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	64	129236382	
Voting by ballot	21	158898	
<b>Total</b>	<b>85</b>	<b>129395280</b>	<b>88.155469%</b>

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	21	17385494	
Voting by ballot	0	0	
<b>Total</b>	<b>21</b>	<b>17385494</b>	<b>11.844531%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	3519850



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## i) Resolution 9 : Ordinary Resolution

*Fixing the remuneration of Mr. Somnath Mukherjee, Cost Auditor of the Company*

(i) *Voted in favour of the Resolution:*

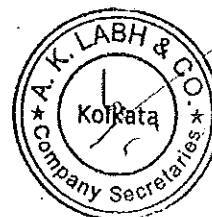
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	85	147594650	
Voting by ballot	21	158898	
<b>Total</b>	<b>106</b>	<b>147753548</b>	<b>99.999996%</b>

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	2	6	
Voting by ballot	0	0	
<b>Total</b>	<b>2</b>	<b>6</b>	<b>0.000004%</b>

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared Invalid</i>	<i>Total number of votes cast by them</i>
1	3519850



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Website : [www.aklabh.com](http://www.aklabh.com)**j) Resolution 10 : Special Resolution**

*Approval of the terms of remuneration of Mr. Desh Deepak Khetrpal, Managing Director & CEO (DIN 02362633)*

*(i) Voted in favour of the Resolution:*

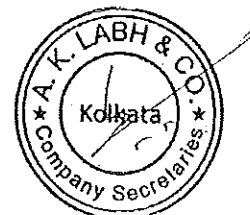
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	53	104546441	
Voting by ballot	21	158898	
<b>Total</b>	<b>74</b>	<b>104705339</b>	<b>76.303886%</b>

*(ii) Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	24	32516163	
Voting by ballot	0	0	
<b>Total</b>	<b>24</b>	<b>32516163</b>	<b>23.696114%</b>

*(iii) Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
1	3519850



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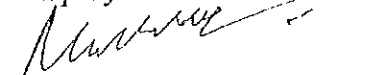
e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

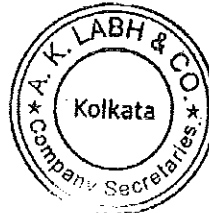
Website : www.aklabh.com

8. All the resolutions proposed hereinabove have been passed with requisite majority.
9. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly  
For A. K. LABH & Co.  
Company Secretaries

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



Place: Kolkata  
Dated: 02.08.2019



## A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
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Website : [www.aklabh.com](http://www.aklabh.com)

*Witness :*

1. Ankita Singh

(Ankita Singh)

76, Bhairav Dutta Lane,  
Howrah - 711 106

2. Anushree Dasgupta

(Anushree Dasgupta)

28/N, Dwijen Mukherjee Road,  
Kolkata-700 060



Received the Report of the Scrutinizer  
For Orient Cement Limited

Nidhi Bisaria

(Nidhi Bisaria)  
Company Secretary  
FCS: 5634

