



OBL:HO:SEC:00:

New Delhi : 07.08.2024

BSE Limited
Corporate Relation Department
1st Floor, New Trading Ring
Rotunga Building Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001

Stock Code - 530365

National Stock Exchange of India Ltd.
Exchange Plaza,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E)
Mumbai-400 051

Stock Code: ORIENTBELL

Sub. : Submission of the Consolidated results of remote e-voting conducted for the 47th Annual General Meeting on the resolutions envisaged in the notice calling 47th AGM along with Scrutinizer's Report.

Dear Sir/Madam,

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules, 2014 as amended upto date, please find enclosed the consolidated results of remote e-voting on the resolutions envisaged in the notice dated 24.06.2024 calling 47th Annual General Meeting (AGM) of the Company held on 06.08.2024 along with Scrutinizer's report submitted by Ms. Ashu Gupta, Practising Company Secretary (Membership no. FCS 4123; CP No. 6646) thereon.

The Consolidated Results on remote e-voting along with the Consolidated Scrutinizer's Report has also been uploaded on the website of the Company www.orientbell.com.

Kindly take it on record and acknowledge the receipt.

Yours faithfully,
for Orient Bell Limited

YOGESH
MENDIRATTA

Digitally signed by
YOGESH MENDIRATTA
Date: 2024.08.07 18:34:09
+05'30'

Yogesh Mendiratta
Company Secretary & Head-Legal
(Authorized Representative)

Encl: as above

Orient Bell Limited



Declaration of Result of remote e-voting for the resolutions contained in notice dated 24-06-2024 calling 47th Annual General Meeting of Orient Bell Limited which was held on Tuesday, 06-08-2024 at 10:30 a.m through Video Conferencing(VC)/ Other Audio Visual Means (OAVM) deemed to be held at its Registered Office at 8, Industrial Area, Sikandrabad- 203 205, Distt Bulandshahr, Uttar Pradesh.

To

The Members of the Company

For the purpose of casting votes for passing of resolutions envisaged in the Notice calling 47th Annual General Meeting [AGM] of the Company, the members were given facility of Remote e-voting to cast their votes electronically from 03rd August, 2024 (900 hrs) to 05th August, 2024 (1700 hrs). For the members attending the AGM who have not casted their votes by Remote E-voting were provided with the option to cast their vote through remote e-voting during the AGM on all the Resolutions as set out in the Notice of AGM.

The Board of Directors has appointed Ms. Ashu Gupta, Practicing Company Secretary (Membership No- 4123; C.P. No. 6646) as the Scrutinizer for remote e-voting conducted for the 47th AGM of the Company. The Scrutinizer has carried out the scrutiny of all the electronic votes received up to the closure of Remote e-voting period and also of the e-voting received during the AGM and in this regard submitted a consolidated report dated 07th August, 2024.

The Consolidated Result based on the said Report dated 07th August, 2024 is appended as Annexure 1.

Based on the Consolidated Report of the Scrutinizer on Remote e-voting and e-voting conducting during the Annual General Meeting dated 06.08.2024 the Resolutions as set out in the Notice of 47th Annual General Meeting have been duly approved by the Shareholders with requisite majority.

The AGM commenced at 10:30 A.M. and concluded at 11:14 A.M.

For Orient Bell Limited

YOGESH MENDIRATTA
Digitally signed by
YOGESH MENDIRATTA
Date: 2024.08.07
18:34:30 +05'30'

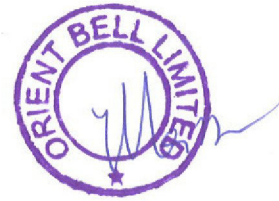
Yogesh Mendiratta
Company Secretary & Head-Legal
(Authorized Representative)

Date: 07-08-2024

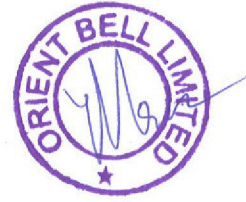
Place: New Delhi

Orient Bell Limited

General information about company	
Scrip code	530365
NSE Symbol	ORIENTBELL
MSEI Symbol	NA
ISIN	INE607D01018
Name of the company	ORIENT BELL LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	06-08-2024
Start time of the meeting	10:30 AM
End time of the meeting	11:14 AM



Scrutinizer Details	
Name of the Scrutinizer	ASHU GUPTA
Firms Name	ASHU GUPTA & CO.
Qualification	CS
Membership Number	4123
Date of Board Meeting in which appointed	07-05-2024
Date of Issuance of Report to the company	07-08-2024



Voting results	
Record date	30-07-2024
Total number of shareholders on record date	16589
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	1
b) Public	3
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	7
b) Public	46
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	

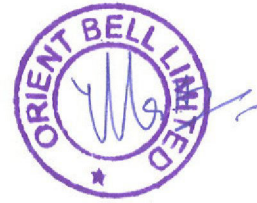


Resolution(1)

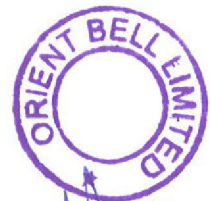
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and adopt the audited Balance Sheet as at 31st March 2024, the Profit & Loss Account and Cash Flow Statement for the financial year ended on that date (including the consolidated financial statements) and the reports of Directors' and Statutory Auditors' thereon.				
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9344321	9344321	100	9344321	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		9344321	9344321	100	9344321	0	100
Public- Institutions	E-Voting	6491	6491	100	6491	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6491	6491	100	6491	0	100
Public- Non Institutions	E-Voting	286539	286539	100	286505	34	99.9881	0.0119
	Poll							
	Postal Ballot (if applicable)							
	Total		286539	286539	100	286505	34	99.9881
Total		9637351	9637351	100	9637317	34	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Mr. Mahendra K Daga (DIN: 00062503), who retires by rotation and being eligible has offered himself for re-appointment.				
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions	E-Voting		6491	100	0	6491	0	100
	Poll	6491						
	Postal Ballot (if applicable)							
	Total	6491	6491	100	0	6491	0	100
Public- Non Institutions	E-Voting		286539	100	284500	2039	99.2884	0.7116
	Poll	286539						
	Postal Ballot (if applicable)							
	Total	286539	286539	100	284500	2039	99.2884	0.7116
Total		293030	293030	100	284500	8530	97.089	2.911
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a dividend of Rs.0.50 (fifty paise) per equity share (5% of the face value of Rs.10/- each) for the financial year ended 31st March, 2024.				
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9344321	9344321	100	9344321	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		9344321	9344321	100	9344321	0	100
Public-Institutions	E-Voting	6491	6491	100	6491	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6491	6491	100	6491	0	100
Public- Non Institutions	E-Voting	286539	286539	100	286500	39	99.9864	0.0136
	Poll							
	Postal Ballot (if applicable)							
	Total		286539	286539	100	286500	39	99.9864
Total		9637351	9637351	100	9637312	39	99.9996	0.0004
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								



Y. M. S. H.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	


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Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment & remuneration of Mr. Madhur Daga (DIN: 00062149) as the Managing Director of the Company for a further period of three consecutive years commencing from 1st April, 2025 till 31st March 2028.				
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions	E-Voting		6491	100	0	6491	0	100
	Poll							
	Postal Ballot (if applicable)	6491						
	Total	6491	6491	100	0	6491	0	100
Public- Non Institutions	E-Voting		286539	100	284496	2043	99.287	0.713
	Poll							
	Postal Ballot (if applicable)	286539						
	Total	286539	286539	100	284496	2043	99.287	0.713
Total		293030	293030	100	284496	8534	97.0877	2.9123
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Omnibus approvals of Related Party Transactions with M/s Proton Granito Pvt. Ltd. and M/s Corial Ceramic Pvt. Ltd. to be entered upto the date of next AGM to be held in the year 2025.				
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9344321	9344321	100	9344321	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		9344321	9344321	100	9344321	0	100
Public- Institutions	E-Voting	6491	6491	100	6491	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6491	6491	100	6491	0	100
Public- Non Institutions	E-Voting	286539	286539	100	284500	2039	99.2884	0.7116
	Poll							
	Postal Ballot (if applicable)							
	Total		286539	286539	100	284500	2039	99.2884
Total		9637351	9637351	100	9635312	2039	99.9788	0.0212
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To pay remuneration by way of commission or otherwise to the Non-Executive Directors (including Independent Directors), for a period of three years from FY 2024-25 to FY 2026-27, notwithstanding the profits / absence of profits / inadequacy of profits of the Company.				
Category	Mode of voting	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9344321	9344321	100	9344321	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		9344321	9344321	100	9344321	0	100
Public- Institutions	E-Voting	6491	6491	100	6491	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6491	6491	100	6491	0	100
Public- Non Institutions	E-Voting	286539	286539	100	283896	2643	99.0776	0.9224
	Poll							
	Postal Ballot (if applicable)							
	Total		286539	286539	100	283896	2643	99.0776
Total		9637351	9637351	100	9634708	2643	99.9726	0.0274
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



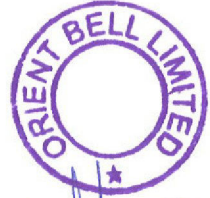
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To regularize Mr. Thambiah Elango (DIN 07973530) as a Director of the Company, in the category of Non-Executive Independent Director, for the first term up to June 23, 2029.				
Category	Mode of voting	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
		(1)	(2)	$(3)=[(2)/(1)]*100$	(4)	(5)	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
Promoter and Promoter Group	E-Voting	9344321	9344321	100	9344321	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		9344321	9344321	100	9344321	0	100
Public-Institutions	E-Voting	6491	6491	100	6491	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6491	6491	100	6491	0	100
Public- Non Institutions	E-Voting	286539	286539	100	284501	2038	99.2888	0.7112
	Poll							
	Postal Ballot (if applicable)							
	Total		286539	286539	100	284501	2038	99.2888
Total		9637351	9637351	100	9635313	2038	99.9789	0.0211
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



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Ashu Gupta & Co.

COMPANY SECRETARIES

204A, Second Floor, 23, S.B.I. Building
Opp. DLF Tower, Shivaji Marg
New Delhi-110 015
Tel. : 011- 45700331 Mob. : 9899021740
E-mail : ashugupta.cs@gmail.com

Consolidated Scrutinizer(s) Report

[Pursuant to Regulation 44 of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 as amended till date read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman /Auth. Representative
Orient Bell Limited
Regd. Office: 8, Industrial Area, Sikandrabad
Distt.- Bulandshahr, Uttar Pradesh-203205

SUB: Consolidated Scrutinizer's Report on the remote e-voting and e-voting conducted during the 47th Annual General Meeting of the Company held on Tuesday, the 06th day of August, 2024 at 10:30 a.m. through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Dear Sir,

Your Company has provided a facility to the shareholders to exercise their votes, on the resolutions as set out in the notice dated 24th June, 2024 of the Annual General Meeting, by Remote e-voting and e-voting conducted during the 47th Annual General Meeting (AGM) held on 06th day of August, 2024, pursuant to section 108 of the Companies Act, 2013 ("the Act") read with rule 20 of Companies (Management and Administration) Rules, 2014 as amended till date.

I, Ashu Gupta, of Ashu Gupta & Co., Practicing Company Secretary has been appointed as the scrutinizer by the Board of Directors of Orient Bell Limited ("the Company") pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & Companies (Management and Administration) Rules, 2014 as amended till date, for the purpose of scrutinizing the process of voting through electronic means ("e-voting") for the said Annual General Meeting in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice dated 24th June, 2024 convening the 47th Annual General Meeting of the Company.

The said notice dated 24th June, 2024, as confirmed by the Company, was sent to the shareholders through electronic mode whose email addresses were registered with the Company/ Depositories, in compliance with the MCA General Circular no. General Circular no. 09/2023 dated September 25, 2023 and SEBI circulars.




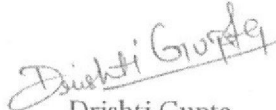
The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 and rules made there-under relating to voting through electronic means on the resolutions proposed in the notice of the Annual General Meeting.

My responsibility as scrutinizer is to ensure that the voting process through electronic means is conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast 'in favour' or 'against' if any, to the Chairman or his authorized representative, on the resolutions based on the votes cast and reports generated from the electronic voting system, provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide facility of Remote e-voting.

In this regard, I submit my consolidated report as under:

1. The shareholders of the Company holding shares on the "cut-off date" i.e. 30th July, 2024, were entitled to vote on the resolution(s) proposed as set out in the notice of the Annual General Meeting by remote e-voting.
2. The remote e-voting period remained open from 03rd August, 2024 at 9:00 a.m. and ended on 05th August, 2024 at 5:00 p.m. and thereafter, the members who did not exercise their voting rights through remote e-voting and present at the AGM through VC / OAVM, were entitled to vote at the Annual General Meeting by electronics means.
3. After the closure of remote e-voting at the AGM, the votes cast were unblocked on 06th August, 2024 around 11:49 AM and the same was witnessed by two witnesses, Mr. Roshan Kumar Ojha S/o. Sh. Vijay Shankar Ojha and Ms. Drishti Gupta D/o Late Sh. Pankaj Gupta, who are not in the employment of the Company. They have signed below in confirmation of the same:


Roshan Kumar Ojha


Drishti Gupta

Thereafter, the details containing, inter-alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that were put to vote, were generated from the e-voting website of NSDL.

I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting conducted during the 47th Annual General Meeting of the Company, based on the reports generated from e-voting platform of NSDL, scrutinized on test check basis and relied upon by me as under:



It is observed that:

- 57 (Fifty Seven) members attended the AGM;
- 91 (Ninety One) members had cast vote through remote e-voting; and
- 03 (Three) members had cast vote at the AGM;
- there were no invalid votes.

ORDINARY BUSINESS

Resolution 1: Ordinary Resolution

To consider and adopt the audited Balance Sheet as at 31st March 2024, the Profit & Loss Account and Cash Flow Statement for the financial year ended on that date (including the consolidated financial statements) and the reports of Directors' and Statutory Auditors' thereon.

Details of Votes in favour and against the resolution:

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	94	9637351	83	9637317	100	11	34	0

Resolution 2: Ordinary Resolution

To appoint a director in place of Mr. Mahendra K Daga (DIN: 00062503), who retires by rotation and being eligible has offered himself for re-appointment.

Details of Votes in favour and against the resolution:

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	85	293030	71	284500	97.09	14	8530	2.91



Resolution 3: Ordinary Resolution

To declare a dividend of ₹0.50 (fifty paise) per equity share (5% of the face value of ₹10/- each) for the financial year ended 31st March, 2024.

Details of Votes in favour and against the resolution:

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	94	9637351	82	9637312	100	12	39	0

SPECIAL BUSINESS

Resolution 4: Special Resolution

Re-appointment & remuneration of Mr. Madhur Daga (DIN: 00062149) as the Managing Director of the Company for a further period of three consecutive years commencing from 1st April, 2025 till 31st March 2028.

Details of Votes in favour and against the resolution:

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	85	293030	69	284496	97.09	16	8534	2.91

Resolution 5: Ordinary Resolution

Omnibus approvals of Related Party Transactions with M/s Proton Granito Pvt. Ltd. and M/s Corial Ceramic Pvt. Ltd. to be entered upto the date of next AGM to be held in the year 2025.



Details of Votes in favour and against the resolution:

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	94	9637351	81	9635312	99.98	13	2039	0.02

Resolution 6: Special Resolution

To pay remuneration by way of commission or otherwise to the Non-Executive Directors (including Independent Directors), for a period of three years from FY 2024-25 to FY 2026-27, notwithstanding the profits / absence of profits / inadequacy of profits of the Company.

Details of Votes in favour and against the resolution:

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	94	9637351	78	9634708	99.97	16	2643	0.03

Resolution 7: Special Resolution

To regularize Mr. Thambiah Elango (DIN 07973530) as a Director of the Company, in the category of Non-Executive Independent Director, for the first term up to June 23, 2029.

Details of Votes in favour and against the resolution:

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	94	9637351	82	9635313	99.98	12	2038	0.02



Based on the aforesaid results, I report that all the Resolutions set out in the notice of the 47th Annual General Meeting stands passed with requisite majority.

The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Chairman/Company Secretary, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

The Company may accordingly declare the results of voting, as required.


Ashu Gupta

Ashu Gupta & Co.
Company Secretaries
FCS No.: 4123
CP NO.: 6646

Place: New Delhi
Date: 07/08/2024
UDIN: F004123F000920821

Countersigned by:
For Orient Bell Limited

For ORIENT BELL LIMITED
Chairman/Company Secretary 
Authorised Signatory