



OBL:HO:SEC:00:

New Delhi : 26.07.2023

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 46th Annual General Meeting on the resolutions envisaged in the notice calling 46th 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 23.05.2023 calling 46th Annual General Meeting (AGM) of the Company held on 25.07.2023 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
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 23-05-2023 calling 46th Annual General Meeting of Orient Bell Limited which was held on Tuesday, 25-07-2023 at 10:00 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 46th Annual General Meeting [AGM] of the Company, the members were given facility of Remote e-voting to cast their votes electronically from 22nd July, 2023 (900 hrs) to 24th July, 2023 (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 46th 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 26th July, 2023 .

The Consolidated Result based on the said Report dated 26th July, 2023 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 25.07.2023 the Resolutions as set out in the Notice of 46th Annual General Meeting have been duly approved by the Shareholders with requisite majority.

The AGM commenced at 10:00 A.M. and concluded at 10:38 A.M.

For Orient Bell Limited

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

Date: 26-07-2023

Place: New Delhi

Orient Bell Limited

ANNEXURE 1

Voting results	
Record date	18-07-2023
Total number of shareholders on record date	15596
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	6
b) Public	47
No. of resolution passed in the meeting	5
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 2023, 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	9322941	9322941	100	9322941	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	9322941	9322941	100	9322941	0	100	0
Public- Institutions	E-Voting	10123	10123	100	10123	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	10123	10123	100	10123	0	100	0
Public- Non Institutions	E-Voting	239853	239853	100	239747	106	99.9558	0.0442
	Poll							
	Postal Ballot (if applicable)							
	Total	239853	239853	100	239747	106	99.9558	0.0442
Total		9572917	9572917	100	9572811	106	99.9989	0.0011
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. Madhur Daga (Din: 00062149), 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	9322941	9322941	100	9322941	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		9322941	9322941	100	9322941	0	100
Public- Institutions	E-Voting	10123	10123	100	10123	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		10123	10123	100	10123	0	100
Public- Non Institutions	E-Voting	239619	239619	100	239513	106	99.9558	0.0442
	Poll							
	Postal Ballot (if applicable)							
	Total		239619	239619	100	239513	106	99.9558
Total		9572683	9572683	100	9572577	106	99.9989	0.0011
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. 1/- per equity share (10% of the face value of Rs. 10/- each) for the financial year ended 31st March, 2023.				
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	9322941	9322941	100	9322941	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		9322941	9322941	100	9322941	0	100
Public-Institutions	E-Voting	10123	10123	100	10123	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		10123	10123	100	10123	0	100
Public- Non Institutions	E-Voting	239619	239619	100	239513	106	99.9558	0.0442
	Poll							
	Postal Ballot (if applicable)							
	Total		239619	239619	100	239513	106	99.9558
Total		9572683	9572683	100	9572577	106	99.9989	0.0011
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(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. Mahendra K. Daga (DIN: 00062503) as the Chairman and Whole Time Director of the Company for a further term from 01-04-2024 to 31-03-2027				
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	5459770	5459770	100	5459770	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		5459770	5459770	100	5459770	0	100
Public- Institutions	E-Voting	10123	10123	100	0	10123	0	100
	Poll							
	Postal Ballot (if applicable)							
	Total		10123	10123	100	0	10123	0
Public- Non Institutions	E-Voting	239619	239619	100	239513	106	99.9558	0.0442
	Poll							
	Postal Ballot (if applicable)							
	Total		239619	239619	100	239513	106	99.9558
Total		5709512	5709512	100	5699283	10229	99.8208	0.1792
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	3863171
Public Insitutions	
Public - Non Insitutions	



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 47th AGM to be held in the year 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	9322941	9322941	100	9322941	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		9322941	9322941	100	9322941	0	100
Public-Institutions	E-Voting	10123	10123	100	10123	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		10123	10123	100	10123	0	100
Public- Non Institutions	E-Voting	239619	239619	100	239513	106	99.9558	0.0442
	Poll							
	Postal Ballot (if applicable)							
	Total		239619	239619	100	239513	106	99.9558
Total		9572683	9572683	100	9572577	106	99.9989	0.0011
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	





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 203205, UP

SUB: Consolidated Scrutinizer's Report on the remote e-voting and e-voting conducted during the 46th Annual General Meeting of the Company held on Tuesday, the 25th day of July, 2023 at 10:00 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 23rd May, 2023 of the Annual General Meeting, by Remote e-voting and e-voting conducted during the 46th Annual General Meeting (AGM) held on 25th day of July, 2023, 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 23rd May, 2023 convening the 46th Annual General Meeting of the Company.

The notice dated 23rd May, 2023, as confirmed by the Company, was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode whose email addresses were registered with the Company/ Depositories, in compliance with the MCA General Circular no. 14/2020 dated April 08, 2020, General Circular no.17/2020 dated April 13, 2020, General Circular no. 20/2020 dated May 05, 2020, and General Circular No. 02/2022 dated May 05, 2022 and General Circular No. 10/2022 dated 28.12.2022 (collectively referred to as "Circulars") and SEBI circulars without the physical presence of the shareholders at the common venue.

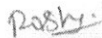
The management of the Company is responsible to ensure compliance with the provisions of the Companies Act, 2013 and rules made there-under relating to voting through electronic means on the resolutions proposed in the notice of the Annual General Meeting.



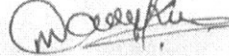
My responsibility as scrutinizer is to ensure that the voting process through electronic means is conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast 'in favour' or 'against' if any, to the Chairman or his authorized representative, on the resolutions based 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. 18th July, 2023, 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 22nd July, 2023 at 9:00 a.m. and ended on 24th July, 2023 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 25th July, 2023 around 10:57 AM and the same was witnessed by two witnesses, Mr. Roshan Kumar Ojha S/o Shri Vijay Shankar Ojha and Mr. Manoj Kumar S/o Mr. Bhagat Ram, who are not in the employment of the Company. They have signed below in confirmation of the same:



Roshan Kumar Ojha



Manoj Kumar

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 46th 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;
- 98 (ninety eight) members had cast vote through remote e-voting; and
- 1 (one) member had cast vote at the AGM;

ORDINARY BUSINESS

Resolution 1: Ordinary Resolution

To consider and adopt the audited Balance Sheet as at 31st March 2023, 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	99	9572917	92	9572811	99.9989	7	106	0.0011

Details of Invalid and abstained Votes:

Total Number of members who votes declared invalid	Total Number of invalid votes	Total Number of members who abstain from casting their votes	Total Number of votes abstained
0	0	0	0

Resolution 2: Ordinary Resolution

To appoint a director in place of Mr. Madhur Daga (DIN: 00062149), 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	97	9572683	90	9572577	99.9989	7	106	0.0011

Details of Invalid and abstained Votes:

Total Number of members who votes declared invalid	Total Number of invalid votes	Total Number of members who abstain from casting their votes	Total Number of votes abstained
0	0	2	234

Resolution 3: Ordinary Resolution

To declare a dividend of Rs. 1/- per equity share (10% of the face value of Rs. 10/- each) for the financial year ended 31st March, 2023.



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	97	9572683	90	9572577	99.9989	7	106	0.0011

Details of Invalid and abstained Votes:

Total Number of members who votes declared invalid	Total Number of invalid votes	Total Number of members who abstain from casting their votes	Total Number of votes abstained
0	0	2	234

SPECIAL BUSINESS

Resolution 4: Special Resolution

Re-appointment & remuneration of Mr. Mahendra K. Daga (DIN: 00062503) as the Chairman and Whole Time Director of the Company for a further term from 01-04-2024 to 31-03-2027.

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	95	5709512	87	5699283	99.8208	8	10229	0.1792

Details of Invalid and abstained Votes:

Total Number of members who votes declared invalid	Total Number of invalid votes	Total Number of members who abstain from casting their votes	Total Number of votes abstained
2	3863171	2	234

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 47 th AGM to be held in the year 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	97	9572683	90	9572577	99.9989	7	106	0.0011

Details of Invalid and abstained Votes:

Total Number of members who votes declared invalid	Total Number of invalid votes	Total Number of members who abstain from casting their votes	Total Number of votes abstained
0	0	2	234

Based on the aforesaid results, I report that all the Resolutions set out in the notice of the 46th 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: 26.07.2023

UDIN: F004123E000681866

Countersigned by:
For Orient Bell Limited

For ORIENT BELL LIMITED


Authorised Signatory