



OBL:HO:SEC:00:

New Delhi : 09.09.2022

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 Results of remote e-voting conducted during Postal Ballot Process on the resolution envisaged in the Postal Ballot Notice along with Scrutinizer's Report.**

Dear Sir/Madam,

Pursuant to Regulation 44 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 remote e-voting results on the resolution envisaged in the Postal Ballot Notice of the Company declared by the Company Secretary of the Company duly authorised by the Chairman of the Company for declaration of results along with Scrutinizer's report submitted by Ms. Ashu Gupta, Practising Company Secretary (Membership no. FCS 4123; CP No. 6646) on the resolution as set out in the Postal Ballot Notice dated 05.08.2022. The E-Voting Results along with the Scrutinizer's Report has already been uploaded on the website of the Company [www.orientbell.com](http://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: 2022.09.09  
19:16:26 +05'30'

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

Encl: as above

Orient Bell Limited

CORPORATE OFFICE: Iris House, 16 Business Centre, Nangal Raya, New Delhi - 110 046, India. Tel.: +91 11 4711 9100  
REGD. OFFICE : 8 Industrial Area, Sikandrabad - 203 205 (U.P.) India. Tel.: +91 5735 222 203 / 222 / 424, +91 81910 04575 / 76, Fax: +91 5735 222 642

E-mail: [customercare@orientbell.com](mailto:customercare@orientbell.com), Website: [www.orientbell.com](http://www.orientbell.com)

CIN: L14101UP1977PLC021546



**Declaration of Result of remote e-voting for the resolution contained in Postal Ballot Notice dated 05-08-2022 of Orient Bell Limited**

To

The Members of the Company

For the purpose of casting votes for passing of resolution envisaged in the Postal Ballot Notice dated 05<sup>th</sup> August, 2022, the members were given facility of Remote e-voting to cast their votes electronically from 11<sup>th</sup> August, 2022 (9:00 hrs) to 09<sup>th</sup> September, 2022 (17:00 hrs).

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 during Postal Ballot Process 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 submitted consolidated report dated 09<sup>th</sup> September, 2022 for remote e-voting on the Resolution Proposed in the Notice of Postal Ballot.

The Consolidated Result based on the said Report dated 09<sup>th</sup> September, 2022 is as follows:

S. No.	Particulars	Resolution Type (Special/Ordinary)	Percentage of Votes casts in favour	Percentage of Votes casts against	Percentage of Votes abstained
1.	Modification in the Orient Bell Employees Stock Option Scheme – 2021	Special	99.90	0.10	Nil

Based on the Consolidated Report of the Scrutinizer on Remote e-voting on the resolution set out in Postal Ballot notice dated 05<sup>th</sup> August, 2022 has been duly approved by the members with requisite majority.

For Orient Bell Limited

YOGESH MENDIRATTA  
Digitally signed by YOGESH MENDIRATTA  
Date: 2022.09.09 19:16:57 +05'30'

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

**Date: 09.09.2022**

**Place: New Delhi**

Orient Bell Limited



COMPANY SECRETARIES

## Scrutinizer(s) Report

*[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman,  
Orient Bell Limited  
Regd. Office: 8, Industrial Area,  
Sikandrabad 203205, UP.

**SUB: Scrutinizer's Report on Postal Ballot conducted through remote e-voting pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 in respect of the resolution set-out in the Postal Ballot Notice dated 05<sup>th</sup> August, 2022**

Dear Sir,

I, Ashu Gupta, of Ashu Gupta & Co., Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of Orient Bell Limited ("the Company") pursuant to Rules 20 & 22 of the Companies (Management & Administration) Rules, 2014 as amended till date, for the purpose of scrutinizing the process of Remote e-voting in a fair and transparent manner and ascertaining the requisite majority for passing of resolution as contained in the Postal Ballot notice dated 05<sup>th</sup> August, 2022.

Your Company had provided facility to the shareholders to exercise their votes on the resolution, as set out in the Postal Ballot Notice dated 05<sup>th</sup> August, 2022 by way of Remote e-voting pursuant to Sections 108, 110 & other applicable provisions, if any, of the Companies Act, 2013 (Act), Rules 20 & 22 of the Companies (Management & Administration) Rules, 2014, Regulation 44 & other applicable provisions of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021 and 20/2021 dated December 8, 2021 issued by the



Ministry of Corporate Affairs, Government of India (hereinafter collectively referred to as "MCA Circulars") and other applicable laws and regulations.

In this regard, I confirm that-

1. The Postal Ballot Notice dated 05<sup>th</sup> August, 2022 along with statement setting out material facts under Section 102 of the Act in respect of the resolution mentioned therein, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depository and whose e-mail addresses were registered with the Company/ Depository as on Friday, 05<sup>th</sup> August, 2022 ("cut-off date").
2. The Company published an advertisement regarding completion of dispatch of Postal Ballot Notice in newspapers viz. "Financial Express" (English edition) & Jansatta (Hindi edition) on 11<sup>th</sup> August, 2022.
3. The Company had engaged National Securities Depository Limited (NSDL) as the Agency for remote e-voting.
4. The shareholders of the Company holding shares on the "cut-off date" i.e Friday, 05<sup>th</sup> August, 2022, were entitled to vote on a proposed Special Resolution as set out in the Postal Ballot Notice; and
5. The remote e-voting period remained open from 9:00 a.m. (IST) on 11<sup>th</sup> August, 2022 and end at 5.00 p.m. (IST) on 9<sup>th</sup> September, 2022, both days inclusive and assent or dissent of the Members on the resolution contained therein were sought only through remote e-voting.

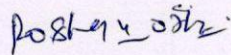
The Management of the Company is responsible for ensuring the compliance with the requirement of (i) the Act and the Rules made thereunder; (ii) MCA Circulars; and (iii) SEBI (LODR) Regulations, 2015 relating to e-voting on the resolution contained in the Postal Ballot Notice. The management of the Company is responsible for ensuring a secured framework and robustness of electronic voting system.

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

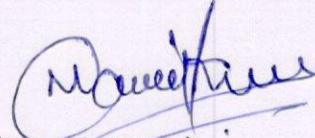


resolution based on the votes cast and reports generated from the electronic voting system, provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide facility of Remote e-voting.

After the conclusion of remote e-voting cast, we unblocked the result of votes cast through remote e-voting by members at 05:21 P.M. in the presence of Mr. Roshan Kumar Ojha S/o. Mr. Vijay Shankar Ojha and Mr. Manoj Kumar S/o. Mr. Bhagat Ram, who are not in the employment of the Company and who also appended their signature, as witnesses thereto, hereunder:



(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 resolution that was put to vote through Remote e-voting, were generated from the e-voting website of NSDL.

It is observed that 190 members had cast vote through remote e-voting;

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote electronic voting process in respect of the Resolution as under:

**Resolution No. 1:  
Special Resolution**


Modification in the Orient Bell Employees Stock Option Scheme –2021:

Particulars	Number of members voted	Number of Votes cast	% of total number of valid votes cast
Votes in Favour	174	9451464	99.90
Votes Against	16	9944	0.10
Invalid Votes / Abstain from voting	0	0	0.00
<b>Total</b>	<b>190</b>	<b>9461408</b>	<b>100</b>



Based on the aforesaid results, I report that the Special Resolution set out in the Postal Ballot Notice stands passed with requisite majority.

The electronic data and all other relevant records relating to voting are under my safe custody and will be handed over to Chairman, for preserving safely.



**Ashu Gupta**

**Ashu Gupta & Co.**

Practicing Company Secretaries

FCS No.: 4123 | CP No.: 6646



Place: New Delhi

Date: 09/09/2022

**UDIN: F004123D000949771**

YOGESH  
MENDIRATTA

Digitally signed by  
YOGESH MENDIRATTA  
Date: 2022.09.09  
19:15:41 +05'30'

Countersigned by:  
For Orient Bell Limited

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### 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	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	09-09-2022
Start time of the meeting	
End time of the meeting	

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MENDIRATTA  
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### 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	05-08-2022
Date of Issuance of Report to the company	09-09-2022

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<b>Voting results</b>	
Record date	05-08-2022
Total number of shareholders on record date	15893
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>1</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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MENDIRATTA

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**Resolution (1)**

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Modification in the Orient Bell Employees Stock Option Scheme – 2021

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	9160653	9160653	100.0000	9160653	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		9160653	9160653	100.0000	9160653	0	100.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
Public- Non Institutions	E-Voting	300755	300755	100.0000	290811	9944	96.6937	3.3063
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		300755	300755	100.0000	290811	9944	96.6937
<b>Total</b>		9461408	9461408	100.0000	9451464	9944	99.8949	0.1051
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

\* this fields are optional

**Details of Invalid Votes**

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

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