

दि उड़ीसा मिनरलस् डेवलपमेंट कंपनी लिमिटेड  
(भारत सरकार का उद्यम)

Ref: BSE, NSE & CSE/OMDC/CS/12-2023/04

Dated: 23.12.2023

To The Compliance Department Department of Corporate Services Bombay Stock Exchange Ltd 1 <sup>st</sup> Floor, PhiozeJee, Jeebhoy Towers Bombay Samachar Marg Mumbai – 400001 <b>Scrip Code : 590086</b>	To The Compliance Department National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, Block – G BandraKurla Complex Bandra (E) Mumbai - 400051 <b>Scrip Code : ORISSAMINE</b>	To The Secretary The Calcutta Stock Exchange Limited 7, Lyons Range Kolkata- 700001 <b>Scrip Code : 25058</b>
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**SUB: 105<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF THE COMPANY**

Dear Sir,

Kindly note that the 105th Annual General Meeting (AGM) of the Company has been duly convened and held on Saturday, 23<sup>rd</sup> December, 2023 at 11.00 AM through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with guidelines stipulated by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

In this regard, please find attached the following –

1. Proceedings of the 105th Annual General Meeting (AGM) of the Company pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. Voting results in the prescribed format pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
3. Consolidated Scrutinizer's Report dated 23<sup>rd</sup> December, 2023 submitted by Shri Mohan Ram Goenka, Practising Company Secretary, Kolkata (FCS No. 4515, CP No. 2551), Scrutinizer appointed to conduct the voting process (both Remote e-voting as well as e-voting at e-AGM through Insta Poll).

Further, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management & Administration) Rules, 2014 and Clause 8.6.2 of Secretarial Standard - 2 on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI), the Voting Result along with the Scrutinizer's Consolidated Report is available on the Company's website [www.birdgroup.co.in](http://www.birdgroup.co.in).

This is for your information and record.

Thanking You

Yours faithfully

*For The Orissa Minerals Development Company Limited*

RAJA BABU  
SAILADA  
(S Raja Babu)  
Company Secretary

Digitally signed by RAJA BABU  
SAILADA  
Date: 2023.12.23 18:23:17  
+05'30'

दि उड़ीसा मिनरलस् डेवलपमेंट कंपनी लिमिटेड  
(भारत सरकार का उद्यम)

**Gist of the proceedings of the 105th Annual General Meeting (AGM) of The Orissa Minerals Development Company Limited held on December 23, 2023**

The 105th Annual General Meeting (AGM) of the Company has been duly convened and held on Saturday, December 23, 2023 at 11:00 A.M. through Video Conferencing (VC) in accordance with the guidelines stipulated by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

Shri Atul Bhatt, Chairman of the Board of Directors, chaired the proceedings of the Meeting. The Meeting was attended by 61(Sixty-one) Members (including authorised representatives). Participation of Members through video conference was reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013.

The Company Secretary informed the Members that the requisite quorum was present to conduct the proceedings of the Meeting and the Meeting was attended by all the Directors.

The Company Secretary informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'SEBI Listing Regulations, 2015'), the Company had extended voting facility to the Members of the Company in respect of business transacted at the 105th AGM to cast their vote electronically. He informed that the Company provided remote e-voting facility to its Members for a period of 3 (Three) days commencing from Wednesday, 20th December, 2023 (9.00 a.m. IST) and ending on Friday, 22nd December, 2023 (5.00 p.m. IST).

The Company Secretary further informed the Members attending the AGM through video conferencing that the facility for voting through electronic voting system (i.e. Insta Poll) was made available during the meeting for those Members who have not cast their vote through Remote e-voting. Mr. Mohan Ram Goenka, Practising Company Secretary, Kolkata (FCS No. 4515, CP No. 2551) as the Scrutinizer for the purpose of scrutinizing the electronic voting process (Remote e-voting as well as e-voting at e-AGM through Insta Poll) in a fair and transparent manner.

The Company Secretary thereafter invited the Members to raise questions, offer comments or seek clarifications on the Annual Report and financial statements or any of the items stated in the Notice of the 105th AGM of the Company and none of the Members completing their questions during this meeting.

Thereafter, the 3 (three) resolutions as per the Notice of the AGM dated 30th November, 2023 were transacted at the meeting.

Thereafter, the electronic voting through Insta Poll was conducted smoothly. Based on the Consolidated Scrutinizer's Report dated December 23, 2023, following resolutions were passed by the Members with requisite majority:

Resolution No.	Resolutions Description	Result
1	To receive, consider and adopt the Audited Financial Statements of the Company for the year ending with March 31, 2023, together with the Directors Report, the Reports of Auditors' and Comments of the Comptroller & Auditor General of India (C & AG) thereon.	passed by the Members with requisite majority
2	To authorize Board of Directors of the Company to fix the Remuneration of M/s. O M Kejriwal & Co., the Statutory Auditors of the Company appointed by Comptroller & Auditor General of India (C&AG) for the financial year 2023-24, in terms of provisions of Section 139(5) read with Section 142 of the Companies Act, 2013 that a remuneration plus out of pocket expenses be paid to statutory auditors as may be determined by the Board to conduct such audit.	passed by the Members with requisite majority
3.	Appointment of Shri T.R Mallick (DIN-09579743) as LIC of India Nominee Director of the Company	passed by the Members with requisite majority

The Meeting concluded at 11:55 P.M. (including the time allowed for e-voting at the AGM) with a vote of thanks to the Chairman.



# MR & Associates

COMPANY SECRETARIES

46, B. B. Ganguly Street, 406, Kolkata - 700 012

Tel No: 033 2237 9517 / 4007 7907

Email : mrosso1996@gmail.com / goenkamohan@gmail.com

## **CONSOLIDATED SCRUTINIZER'S REPORT**

(Voting through Remote e-voting, and e-voting at the Annual General Meeting)

**[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, as amended]**

To,

The Chairman of the 105<sup>th</sup> Annual General Meeting (AGM) of the Members of THE ORISSA MINERALS DEVELOPMENT COMPANY LIMITED (CIN: L51430OR1918GOI034390), held on Saturday, the 23<sup>rd</sup> day of December, 2023 at 11:00 A.M. through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM").

Dear Sir,

1. I, Mohan Ram Goenka, Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of MR & Associates, was duly appointed as a Scrutinizer by the Board of Directors of THE ORISSA MINERALS DEVELOPMENT COMPANY LIMITED (the Company) for the purpose of Scrutinizing the process of (i) remote-voting (i.e., voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM) and (ii) e-voting during AGM (process of e-voting on the day of AGM through IST electronic voting system) on the resolutions contained in the notice dated November 30<sup>th</sup>, 2023 ("Notice") issued in accordance with MCA Circulars dated December 28, 2022 read with circulars dated with January 5, 2023, September 25, 2023, 05<sup>th</sup> May, 2022, 14<sup>th</sup> December, 2021, 08<sup>th</sup> December, 2021, 13<sup>th</sup> January, 2021, 5<sup>th</sup> May, 2020, 8<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020, calling the Annual General Meeting ("the Meeting" /"AGM") through VC / OAVM. The AGM was convened on Saturday, 23<sup>rd</sup> December 2023 at 11:00 A.M. IST through VC / OAVM.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic modes on the resolutions proposed in the Notice of Annual General Meeting of the Members of the Company dated November 30, 2023. My responsibility as a Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting during AGM) is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the AGM of the Company, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility for voting through electronic means and the documents furnished to me electronically for my verification.



3. The Members holding ordinary shares as on the "cut-off date" i.e. Friday, December 15th, 2023 were entitled to vote on the resolutions proposed in the Notice calling the Annual General Meeting.
4. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open from Wednesday, December 20, 2023 (09:00 a.m. IST) till Friday, December 22, 2023 (5.00 p.m. IST) and pursuant to MCA Circulars referred above, the Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by NSDL.
5. After the closure of remote e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.
6. The votes cast through remote e-voting were unblocked in the presence of two witness who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
7. Based on the results made available to me, 91 members have casted their votes through remote e-voting platform and 6 members have casted their votes through e-voting on the day of AGM. The brief analysis of the results of the voting through Remote e-voting and e-voting on the day of Annual General Meeting, based on the report generated by NSDL, scrutinized on test-check basis and relied upon by me, are as under:

**Item No. 1- Ordinary Resolution:**

To consider and adopt the Audited Financial Statements of the Company for the year ending with March 31, 2023, together with the Directors Report, the Reports of Auditors' and Comments of the Comptroller and Auditor General of India (C & AG) thereon.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	91	3270831	91	3270831	99.9993
Dissent	2	23	2	23	0.0007
Total	93	3270854	93	3270854	100.00
Abstain / Invalid	0	0	-	-	-



**Item No. 2 - Ordinary Resolution:**

To authorize Board of Directors of the Company to fix the Remuneration of the Statutory Auditors of the Company appointed by Comptroller & Auditor General of India (C&AG) for the financial year 2022-23, in terms of provisions of Section 139(5) read with Section 142 of the Companies Act, 2013.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	92	3664127	92	3664127	99.9994
Dissent	2	23	2	23	0.0006
Total	94	3664150	94	3664150	100.00
Abstain / Invalid	0	0	-	-	-

**Item No. 3- Ordinary Resolution:**

Appointment of Shri T. R Mallick, (DIN- 09579743) as LIC of India Nominee Director of the Company.

Particulars	No. of votes contained in Remote E-Voting & E-voting during AGM		Total		
	No.	Votes	No.	Votes	Percentage (%)
Assent	74	3627546	74	3627546	99.0010
Dissent	23	36604	23	36604	0.9990
Total	97	3664150	97	3664150	100.00
Abstain / Invalid	0	0	-	-	-

8. Based on the foregoing, the resolution no.(s) 1 to 3 shall be deemed to have been passed with requisite majority.

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

Thanking You,

Place : Kolkata  
Date : 23.12.2023



For MR & Associates  
Company Secretaries  
A Peer Reviewed Firm  
Peer Review Certificate No.: 720/2020

MOHAN RAM GOENKA Digitally signed by MOHAN RAM GOENKA  
Date: 2023.12.23 15:00:28 +05'30'

[M R Goenka]

Partner

C P No.: 2551

UDIN No.: F004515E003021815

Countersigned by:-

RAJA BABU SAILADA Digitally signed by RAJA BABU SAILADA  
Date: 2023.12.23 16:32:09 +05'30'

Company Secretary,OMDC

**THE ORISSA MINERALS DEVELOPMENT COMPANY LIMITED**

Disclosure of voting results by listed entities in terms of Clause 44(3) of the Listing Agreement			
Date of the AGM		:	23-12-2023
Total number of shareholders as on Cut-off date (15.12.2023)		:	19872
No. of Shareholders present in the meeting either in person or through proxy:			
Promoters and Promoter Group		:	0
Public		:	0
No. of Shareholders attended the meeting through VC Meeting			
Promoters and Promoter Group		:	1
Public		:	60

Details of Agenda :

Resolution No. 1) To consider and adopt the Audited Financial Statement of the company for the financial year ended 31st March 2023.

Resolution required (Ordinary/Special)  Ordinary

Whether Promoter/ Promoter group are interested in the agenda/ resolution ?  No

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]	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
<b>PROMOTERS AND PROMOTERS GROUP</b>	EVOTING		3000890	100.00	3000890	0	100.00	0.00
	POLL	3000890		0.00	0	0		
	POSTAL BALLOT (IF APPLICABLE)		0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>		<b>3000890</b>	<b>3000890</b>	<b>100.00</b>	<b>3000890</b>	<b>0</b>	<b>100.00</b>
<b>PUBLIC INSTITUTIONS</b>	EVOTING		232336	31.79	232336	0	100.00	0.00
	POLL	730757		0.00	0	0	0.00	0.00
	POSTAL BALLOT (IF APPLICABLE)		0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>		<b>730757</b>	<b>232336</b>	<b>31.79</b>	<b>232336</b>	<b>0</b>	<b>100.00</b>
<b>PUBLIC NON INSTITUTIONS</b>	EVOTING		37628	1.66	37605	23	99.94	0.06
	POLL	2268353		0.00	0	0	0.00	0.00
	POSTAL BALLOT (IF APPLICABLE)		0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>		<b>2268353</b>	<b>37628</b>	<b>1.66</b>	<b>37605</b>	<b>23</b>	<b>99.94</b>
<b>TOTAL</b>		<b>6000000</b>	<b>3270854</b>	<b>54.51</b>	<b>3270831</b>	<b>23</b>	<b>99.99</b>	<b>0.001</b>

\* this fields are optional

**Details of Invalid Votes**

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

Resolution No. 2) To authorize Board of Directors of the Company to fix the Remuneration of the Statutory Auditors of the Company appointed by Comptroller & Auditor General of India (C&AG) for the financial year 2023-24.

Resolution required (Ordinary/Special)  Ordinary

Whether Promoter/ Promoter group are interested in the agenda/ resolution ?  No

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]	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
<b>PROMOTERS AND PROMOTERS GROUP</b>	EVOTING		0	0.00	0	0	0.00	0.00
	POLL	3000890	3000890	100.00	3000890	0	100.00	0.00
	POSTAL BALLOT (IF APPLICABLE)		0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>		<b>3000890</b>	<b>3000890</b>	<b>100.00</b>	<b>3000890</b>	<b>0</b>	<b>100.00</b>
<b>PUBLIC INSTITUTIONS</b>	EVOTING		625632	85.61	625632	0	100.00	0.00
	POLL	730757		0.00	0	0	0.00	0.00
	POSTAL BALLOT (IF APPLICABLE)		0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>		<b>730757</b>	<b>625632</b>	<b>85.61</b>	<b>625632</b>	<b>0</b>	<b>100.00</b>
<b>PUBLIC NON INSTITUTIONS</b>	EVOTING		37628	1.66	37605	23	99.94	0.06
	POLL	2268353		0.00	0	0	0.00	0.00
	POSTAL BALLOT (IF APPLICABLE)		0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>		<b>2268353</b>	<b>37628</b>	<b>1.66</b>	<b>37605</b>	<b>23</b>	<b>99.94</b>
<b>TOTAL</b>		<b>6000000</b>	<b>3664150</b>	<b>61.07</b>	<b>3664127</b>	<b>23</b>	<b>99.99</b>	<b>0.001</b>

\* this fields are optional

**Details of Invalid Votes**

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

Resolution No. 3) Appointment of Shri T.R Mallick, (DIN-09579743) as LICI Nominee Director of the Company.

Resolution required (Ordinary/Special)  Ordinary

Whether Promoter/ Promoter group are interested in the agenda/ resolution ?  No

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]	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
<b>PROMOTERS AND PROMOTERS GROUP</b>	EVOTING		3000890	100.00	3000890	0	100.00	0.00
	POLL	3000890		0.00	0	0	0.00	0.00
	POSTAL BALLOT (IF APPLICABLE)		0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>		<b>3000890</b>	<b>3000890</b>	<b>100.00</b>	<b>3000890</b>	<b>0</b>	<b>100.00</b>
<b>PUBLIC INSTITUTIONS</b>	EVOTING		625633	85.61	589062	36571	94.15	5.85
	POLL	730757		0.00	0	0	0.00	0.00
	POSTAL BALLOT (IF APPLICABLE)		0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>		<b>730757</b>	<b>625633</b>	<b>0.00</b>	<b>589062</b>	<b>36571</b>	<b>94.15</b>
<b>PUBLIC NON INSTITUTIONS</b>	EVOTING		37627	1.66	37594	33	99.91	0.09
	POLL	2268353		0.00	0	0	0.00	0.00
	POSTAL BALLOT (IF APPLICABLE)		0	0.00	0	0	0.00	0.00
	<b>TOTAL</b>		<b>2268353</b>	<b>37627</b>	<b>1.66</b>	<b>37594</b>	<b>33</b>	<b>99.91</b>
<b>TOTAL</b>		<b>6000000</b>	<b>3664150</b>	<b>61.07</b>	<b>3627546</b>	<b>36604</b>	<b>99.00</b>	<b>0.999</b>

\* this fields are optional

**Details of Invalid Votes**

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