

October 5, 2020

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 & Scrutinizer’s Report- Postal Ballot
Ref: Regulation 30 & 44(3) of SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 of SEBI (LODR) Regulations, 2015, we wish to inform you that the following special resolutions have been passed by the members of the Company with the requisite majority on October 4, 2020, being last date for receiving the votes under Postal Ballot process being conducted by the Company through e-voting:

1. Approval of the re-appointment and terms of re-appointment of Mr. Desh Deepak Khetrpal (DIN: 02362633) as the Managing Director & Chief Executive Officer for the period from August 1, 2020 to March 31, 2022.
2. Approval of the terms of remuneration of Mr. Desh Deepak Khetrpal (DIN: 02362633), Managing Director & Chief Executive Officer for the period from August 1, 2020 to March 31, 2021.
3. Ratification of the re-appointment of Mr. Desh Deepak Khetrpal, (DIN: 02362633) as the Managing Director & Chief Executive Officer for the period from April 1, 2020 to July 31, 2020.
4. Ratification of payment of remuneration of Mr. Desh Deepak Khetrpal (DIN:02362633) as the Managing Director & Chief Executive Officer for the period from April 1, 2020 to July 31, 2020.

Further, please find attached herewith voting results pursuant to regulation 44(3) of SEBI (LODR) Regulations, 2015, of the aforesaid Postal Ballot process conducted by the Company from 5th September, 2020 to 4th October, 2020 along with the report of the scrutinizer.

The voting results along with Scrutinizer's Report will also be available on Company's website, www.orientcement.com.

This is for your information and record.

Thanking you,

Yours sincerely,
For **Orient Cement Limited**

Nidhi Bisaria
(Company Secretary)

Encl: a/a

Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Company	Orient Cement Limited
Date of Postal Ballot	October 4, 2020 Voting start date- From September 5, 2020 (9:00 A.M.) Voting end date - Till October 4, 2020 (5:00 P.M.)
Total Number of shareholders as on Record Date/ Cut-off date	43,391
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing	0
Promoters and Promoter Group	0
Public	0

Item No. 1- Approval of the re-appointment and terms of re-appointment of Mr. Desh Deepak Khetrpal (DIN: 02362633) as the Managing Director & Chief Executive Officer for the period from August 1, 2020 to March 31, 2022

Resolution required (Ordinary /Special)					Special			
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
Promoters & Promoters Group	E-voting	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(If, applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		76549922	76549922	100.0000	76549922	0	100.0000
Public Institution	E-voting	51154805	50266493	98.2635	50266493	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(If, applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		51154805	50266493	98.2635	50266493	0	100.0000
Public Others	E-voting	77164033	23155084	30.0076	23153528	1556	99.9933	0.0067
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(If, applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		77164033	23155084	30.0076	23153528	1556	99.9933
Total		204868760	149971499	73.2037	149969943	1556	99.9990	0.0010

Note:- 4 shareholders holding 14,745 shares abstained themselves from voting.

Item No. 2- Approval of the terms of remuneration of Mr. Desh Deepak Khetrpal (DIN: 02362633), Managing Director & Chief Executive Officer for the period from August 1, 2020 to March 31,2021

Resolution required (Ordinary /Special)					Special			
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
Promoters & Promoters Group	E-voting	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(If, applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		76549922	76549922	100.0000	76549922	0	100.0000
Public Institution	E-voting	51154805	50266493	98.2635	50266493	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(If, applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		51154805	50266493	98.2635	50266493	0	100.0000
Public Others	E-voting	77164033	23155059	30.0076	23153462	1597	99.9931	0.0069
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(If, applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		77164033	23155059	30.0076	23153462	1597	99.9931
Total		204868760	149971474	73.2037	149969877	1597	99.9989	0.0011

Note:- 5 shareholders holding 14,770 shares abstained themselves from voting.

Item No. 3-Ratification of the re-appointment of Mr. Desh Deepak Khetrpal, (DIN: 02362633) as the Managing Director & Chief Executive Officer for the period from April 1, 2020 to July 31, 2020

Resolution required (Ordinary /Special)					Special			
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
Promoters & Promoters Group	E-voting	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(If, applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		76549922	76549922	100.0000	76549922	0	100.0000
Public Institution	E-voting	51154805	50266493	98.2635	50266493	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(If, applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		51154805	50266493	98.2635	50266493	0	100.0000
Public Others	E-voting	77164033	23154939	30.0074	23153395	1544	99.9933	0.0067
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(If, applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		77164033	23154939	30.0074	23153395	1544	99.9933
Total		204868760	149971354	73.2036	149969810	1544	99.9990	0.0010

Note:- 7 shareholders holding 14,890 shares abstained themselves from voting.

Item No. 4-Ratification of payment of remuneration of Mr. Desh Deepak Khetrpal (DIN:02362633) as the Managing Director & Chief Executive Officer for the period from April 1, 2020 to July 31, 2020

Resolution required (Ordinary /Special)					Special			
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
Promoters & Promoters Group	E-voting	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(If, applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		76549922	76549922	100.0000	76549922	0	100.0000
Public Institution	E-voting	51154805	50266493	98.2635	50266493	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(If, applicable)		0	0.0000	0	0	0.0000	0.0000
Total	51154805	50266493	98.2635	50266493	0	100.0000	0.0000	
Public Others	E-voting	77164033	23150699	30.0019	23149143	1556	99.9933	0.0067
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(If, applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		77164033	23150699	30.0019	23149143	1556	99.9933
Total		204868760	149967114	73.2016	149965558	1556	99.9990	0.0010

Note:- 7 shareholders holding 19,130 shares abstained themselves from voting.

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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SCRUTINIZER'S REPORT

To
The Chairman
Orient Cement Limited
Unit VIII, Plot No. 7
Bhoinagar, Bhubaneswar
Odisha-751012

Dear Sir,

- (1) We have been appointed as Scrutinizer by the Company in connection with Postal Ballot conducted pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through e-voting process vide General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020 and General Circular No. 22/2020 dated 15th June, 2020 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting ("e-voting") process through remote e-voting in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 31st August, 2020.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolutions contained in the Notice of Postal Ballot dated the 31st August, 2020. Our responsibility as a scrutinizer for the voting process through e-voting 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 M/s KFin Technologies Private Limited ("KFin"), the agency engaged by the Company to provide e-voting facility.
- (3) We submit our report as under :
 - (a) The Company has completed dispatch of the Notice of Postal Ballot through electronic mode on 3rd September, 2020 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 28th day of August, 2020.
 - (b) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by KFin (<https://evoting.karvy.com>).
 - (c) The e-voting period remained open from 9:00 A.M. IST on Saturday, the 5th day of September, 2020 up to 5:00 P.M. IST on Sunday, the 4th day of October, 2020.



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- (d) The shareholders holding shares as on the “cut off” date, i.e. 28th day of August, 2020 were entitled to vote on the proposed resolutions as mentioned in the Notice of Postal Ballot dated 31st day of August, 2020.
- (e) The result of the e-voting was unblocked and downloaded after 5:00 p.m. on Sunday, the 4th day of October, 2020 from KFin website providing the platform for e-voting system (<https://evoting.karvy.com>) in the presence of two witnesses, namely, Mr. Amit Kumar Labh, residing at 71, Narsingh Dutta Road, Kolkata – 700008 and Mr. Asit Kumar Labh, residing at 25, Bhuvan Mohan Roy Road, Kolkata – 700008, and has been included in our report.
- (f) The summary of the votes casted through e-voting (**EVEN: 5564**) is as follows :-

SPECIAL BUSINESS:

(a) Resolution 1 : Special Resolution

Approval of the re-appointment and terms of re-appointment of Mr. Desh Deepak Khetrpal (DIN: 02362633) as the Managing Director & Chief Executive Officer for the period from August 1, 2020 to March 31, 2022

(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	155	149969943	99.9990%

(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	8	1556	0.0010%

(iii) *Invalid Votes:*

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



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(b) Resolution 2 : Special Resolution

Approval of the terms of remuneration of Mr. Desh Deepak Khetrpal (DIN: 02362633), Managing Director & Chief Executive Officer for the period from August 1, 2020 to March 31, 2021

(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	152	149969877	99.9989%

(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	10	1597	0.0011%

(iii) Invalid Votes:

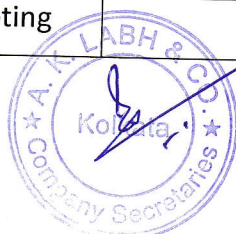
Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(c) Resolution 3 : Special Resolution

Ratification of the re-appointment of Mr. Desh Deepak Khetrpal, (DIN: 02362633) as the Managing Director & Chief Executive Officer for the period from April 1, 2020 to July 31, 2020

(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	152	149969810	99.9990%



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(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	8	1544	0.0010%

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(d) Resolution 4 : Special Resolution

Ratification of payment of remuneration of Mr. Desh Deepak Khetrpal (DIN: 02362633) as the Managing Director & Chief Executive Officer for the period from April 1, 2020 to July 31, 2020

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

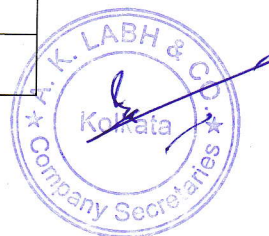
Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	152	149965558	99.9990%

(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	8	1556	0.0010%

(iii) **Invalid Votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



A. K. LABH

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DIM, DHRD, PGHDSM, DIRPM
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4. The proposed resolutions have therefore been passed with requisite majority by the Shareholders of the Company.
5. You may accordingly declare the result of Postal Ballot through e-voting.
6. The electronic data and e-voting registers including other related papers / registers and records shall remain in our safe custody until the Chairman considers, approves and signs the minutes of Postal Ballot through e-voting.

Thanking You,

Yours truly

For **A. K. LABH & Co.**

Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary

FCS – 4848 / CP No. – 3238

UDIN: F004848B000851683



Place: Kolkata

Dated: 05.10.2020



A. K. LABH

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



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Website : www.aklabh.com

Witness:

1.

(Amit Kumar Labh)

71, Narsingh Dutta Road

Kolkata - 700008



2.

(Asit Kumar Labh)

25, Bhuvan Mohan Roy Road

Kolkata - 700008

Received the Report of the Scrutinizer

For Orient Cement Limited

NIDHI

BISARIA

(Nidhi Bisaria)

Company Secretary

FCS: 5634

Digitally signed by NIDHI

BISARIA

Date: 2020.10.05

15:58:28 +05'30'

