

July 26, 2022

Listing Department

National Stock Exchange of India Limited

Exchange Plaza, Plot no. C/1,
G Block, Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051
Trading Symbol: ORIENTELEC

Department of Corporate Services -Listing

BSE Limited

Phiroze JeeJeebhoy Towers,
Dalal Street,
Fort, Mumbai – 400 001
Scrip Code: 541301

Sub.: Summary of Proceedings of 6th Annual General Meeting, Scrutinizers' Report and Voting Results.

Dear Sir / Madam,

We hereby wish to inform you that the 6th Annual General Meeting (“AGM”) of the Company was held on Monday, July 25, 2022, through Video Conferencing / Other Audio-Visual Means. The AGM commenced at 03.30 P.M. and concluded at 04:38 P.M. and the business mentioned in the Notice of the AGM dated May 10, 2022 were transacted and passed with requisite majority.

In this regard, we are enclosing herewith the following reports:

1. Pursuant to Regulation 30, Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (**Listing Regulations**), Summary of the proceedings of the 6th Annual General Meeting as **Annexure A**;
2. Pursuant to Regulation 44 of the Listing Regulations, Voting Results on all the resolutions passed at the AGM as **Annexure B**;

3. Scrutinizers' Report prepared under Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014, as **Annexure C**;

You are requested to take the above information and enclosed documents on your record.

Thanking you,

Yours Sincerely,

For **Orient Electric Limited**

Hitesh Kumar Jain

Company Secretary

SUMMARY OF THE PROCEEDINGS OF SIXTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF ORIENT ELECTRIC LIMITED HELD ON MONDAY, JULY 25, 2022 AT 03.30 P.M. THROUGH VIDEO CONFERENCING / OTHER AUDIO-VISUAL MEANS.

The 6th Annual General Meeting (“**AGM**” or “**Meeting**”) of the Shareholders of Orient Electric Limited (the “**Company**”) was held on Monday, July 25, 2022. The Meeting commenced at 03.30 P.M. (IST) and concluded at 04:38 P.M. (IST).

The Company Secretary welcomed the shareholders, directors and other panelist to the 6th AGM of the Company and informed the shareholders that the AGM is being held through Video Conference (“**VC**”) / Other Audio Visual Means (“**OAVC**”), as per the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India and in compliance of the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Thereafter, the Company Secretary informed the shareholders, that Register of Members, Register of Directors & Key Managerial Personnel, the Register of Contracts or Arrangements in which Directors are interested and other documents were made available for inspection electronically on NSDL’s AGM Platform and also on the website of the Company during the Meeting. He also provided instructions related to participation in the AGM and guidelines for speaker shareholders.

Mr. Chandra Kant Birla, Chairman of the Board, chaired the AGM and welcomed the shareholders to the 6th AGM of the Company. Mr. Desh Deepak Khetrpal, Non-Executive Vice Chairman, Mr. Rakesh Khanna, Managing Director & CEO were present at the AGM alongwith the Chairman. The Chairman, requested all the colleagues on the Board and KMPs to introduce themselves.

Mr. TCA Ranganathan, Independent Director, Chairman of the Audit Committee and Risk Management Committee, Mr. K Pradeep Chandra, Independent Director, Chairman of Corporate Social Responsibility Committee, Mrs. Alka Marezbhan Bharucha, Independent Director, Chairperson of Nomination & Remuneration Committee and Stakeholders’ Relationship Committee and Mr. Saibal Sengupta, Chief Financial Officer, introduced themselves and confirmed their presence in the AGM. The Chairman also acknowledged the attendance of authorised representative of Statutory auditors and Secretarial Auditor & Scrutinizer.

After ascertaining that the quorum is present, the Chairman called the meeting to order.

On the advice of the Chairman, the Company Secretary briefed the shareholders about the e-voting procedure. He informed the shareholders that in terms of the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility, to its shareholders, to cast their vote electronically (remote e-voting) from **Friday, July 22, 2022 (9:00 A.M.) to Sunday, July 24, 2022 (5:00 P.M.)** through e-voting platform provided by NSDL in respect of all the businesses mentioned in the Notice dated May 10, 2022. The

shareholders attending the AGM, who had not cast their vote by remote e-voting, had been provided the facility to exercise their right of voting at the AGM through e-voting during the continuance of AGM. Cut-off date for determining the name of the shareholders eligible for voting (remote e-voting and e-voting at the AGM) and also for attending the AGM was Monday, July 18, 2022.

Thereafter, the Chairman delivered his speech. Notice of the 6th AGM was already circulated to the shareholders and the same was taken as read. Since there was no qualification, observation or adverse remark in the Statutory Auditor's Report on the financials of the Company for the financial year 2021-22 and the Secretarial Auditor's Report, the same were taken as read.

The following items of business, as per the Notice of AGM dated May 10, 2022, were transacted at the Meeting. The Chairman read out the resolutions no. 1 & 2 and requested Mr. Desh Deepak Khetrpal, Vice Chairman, to take up the resolution no. 3, since this resolution was related to him. The Chairman thereafter continued the AGM proceedings and read out resolutions no. 4, 5, 6 & 7.

Ordinary Business:

1. Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2022 along with reports of the Board of Directors and Auditors' thereon.
2. Declaration of final dividend of Re. 1.25 per equity share of face value of Re. 1 each for the financial year ended March 31, 2022 and confirmation of the interim dividend of Re. 0.75 per equity share, already paid during the financial year 2021-22.
3. Appointment of a Director in place of Mr. Chandra Kant Birla (Din: 00118473), who retires by rotation and being eligible, offers himself for re-appointment.
4. Appointment of Statutory Auditors, M/s S. R. Batliboi & Co. LLP., Chartered Accountants.

Special Business:

5. Approval of remuneration of Mr. Rakesh Khanna, Managing Director & CEO, for the Financial Year 2022-23.
6. Payment of commission to Non-Executive Directors for a period of five years.
7. Payment of Remuneration to Cost Auditors for the financial year ending March 31, 2023.

Thereafter, Chairman announced that the e-voting window is active for allowing the shareholders to vote during the AGM and opened the floor for question & answer session. Chairman requested the shareholders who have registered themselves as Speaker Shareholder, to give their valuable opinions and suggestions. Chairman addressed the queries of the Shareholders.

Thereafter, Chairman informed that the e-voting window will be closed after 15 minutes from the end of this meeting. He also informed that Mr. Atul Kumar Labh, Company Secretary in Practice, has been appointed to act as the Scrutinizer for scrutinizing the remote e-voting and the e-voting process at the AGM in a fair and transparent manner. He also informed that results will be declared within two working days from the end of this meeting based on scrutinizer's report and the same would be published on the Company's website and would also be uploaded on the websites of the Stock Exchanges, NSE and BSE.

The Chairman severally authorized Mr. Rakesh Khanna, Managing Directors & CEO, Mr. Saibal Sengupta, CFO, and Mr. Hitesh Kumar Jain, Company Secretary, to receive the scrutinizer report, declare the voting results and submit the same to the Stock Exchanges. Chairman announced that the resolutions, as set forth in the Notice, shall be deemed to have been passed today subject to receipt of requisite number of votes.

The Chairman thanked the shareholders for their participation, views and suggestions, alongwith Board members, KMP's and Auditors, and thereafter announced formal closure of the AGM.

The AGM concluded with a vote of thanks to the Chair

For **Orient Electric Limited**

Hitesh Kumar Jain
Company Secretary
Date: July 26, 2022

ORIENT ELECTRIC LIMITED	
Date of the AGM/EGM	25-07-2022
Total number of shareholders on record date	79850
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 Video Conferencing	
Promoters and Promoter Group:	17
Public:	45

Resolution No.	1									
Resolution required: (Ordinary/Special)	ORDINARY - Receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the reports of Board of Directors and Auditors' thereon.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,17,33,294	8,17,33,294	100.0000	8,17,33,294	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,17,33,294	100.0000	8,17,33,294	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	7,50,11,761	7,06,34,678	94.1648	7,06,34,678	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,06,34,678	94.1648	7,06,34,678	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	5,54,40,447	2,76,55,978	49.8841	2,76,55,494	484	99.9982	0.0017	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,76,55,978	49.8841	2,76,55,494	484	99.9982	0.0018	0	0
	Total	21,21,85,502	18,00,23,950	84.8427	18,00,23,466	484	99.9997	0.0003	0	0

Resolution No.	2									
Resolution required: (Ordinary/Special)	ORDINARY - Declare final dividend of Rs. 1.25 (125%) per equity share of face value of Rs. 1 each for the financial year ended March 31, 2022 and to confirm the interim dividend of Rs. 0.75 (75%) per equity share, already paid during the financial year 2021-22.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,17,33,294	8,17,33,294	100.0000	8,17,33,294	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,17,33,294	100.0000	8,17,33,294	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	7,50,11,761	7,07,63,760	94.3369	7,07,63,760	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,07,63,760	94.3369	7,07,63,760	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	5,54,40,447	2,76,55,893	49.8840	2,76,54,549	1,344	99.9951	0.0048	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,76,55,893	49.884	2,76,54,549	1,344	99.9951	0.0049	0	0
	Total	21,21,85,502	18,01,52,947	84.9035	18,01,51,603	1,344	99.9993	0.0007	0	0

Resolution No.	3									
Resolution required: (Ordinary/Special)	ORDINARY - Appoint a Director, in place of Mr. Chandra Kant Birla (DIN 00118473), who retires by rotation and being eligible, offers himself for re-appointment.									
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	Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,17,33,294	8,17,33,294	100.0000	8,17,33,294	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,17,33,294	100.0000	8,17,33,294	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	7,50,11,761	7,07,63,760	94.3369	6,94,75,953	12,87,807	98.1801	1.8198	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,07,63,760	94.3369	6,94,75,953	12,87,807	98.1801	1.8199	0	0
Public- Non Institutions	E-Voting	5,54,40,447	2,76,55,993	49.8841	2,76,54,830	1,163	99.9957	0.0042	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,76,55,993	49.8841	2,76,54,830	1,163	99.9958	0.0042	0	0
Total	21,21,85,502	18,01,53,047	84.9036	17,88,64,077	12,88,970	99.2845	0.7155	0	0	

Resolution No.	4									
Resolution required: (Ordinary/Special)	ORDINARY - Appointment of Statutory Auditors of the Company									
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	Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,17,33,294	8,17,33,294	100.0000	8,17,33,294	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,17,33,294	100.0000	8,17,33,294	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	7,50,11,761	7,07,63,760	94.3369	3,82,90,673	3,24,73,087	54.1105	45.8894	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,07,63,760	94.3369	3,82,90,673	#####	54.1106	45.8894	0	0
Public- Non Institutions	E-Voting	5,54,40,447	2,76,55,993	49.8841	2,76,55,509	484	99.9982	0.0017	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,76,55,993	49.8841	2,76,55,509	484	99.9982	0.0018	0	0
Total	21,21,85,502	18,01,53,047	84.9036	14,76,79,476	#####	81.9745	18.0255	0	0	

Resolution No.	5									
Resolution required: (Ordinary/Special)	SPECIAL - To approve the terms of remuneration of Mr. Rakesh Khanna, Managing Director CEO of the Company, for the financial year 2022-23.									
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	Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,17,33,294	8,17,33,294	100.0000	8,17,33,294	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,17,33,294	100.0000	8,17,33,294	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	7,50,11,761	7,07,63,760	94.3369	7,02,17,161	5,46,599	99.2275	0.7724	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,07,63,760	94.3369	7,02,17,161	5,46,599	99.2276	0.7724	0	0
Public- Non Institutions	E-Voting	5,54,40,447	2,76,55,992	49.8841	2,76,53,577	2,415	99.9912	0.0087	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,76,55,992	49.8841	2,76,53,577	2,415	99.9913	0.0087	0	0
Total	21,21,85,502	18,01,53,046	84.9036	17,96,04,032	5,49,014	99.6953	0.3047	0	0	

Resolution No.	6									
Resolution required: (Ordinary/Special)	ORDINARY - Payment of Commission to Non-Executive Directors of the Company									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,17,33,294	8,17,33,294	100.0000	8,17,33,294	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,17,33,294	100.0000	8,17,33,294	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	7,50,11,761	7,07,63,760	94.3369	7,07,46,498	17,262	99.9756	0.0243	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,07,63,760	94.3369	7,07,46,498	17,262	99.9756	0.0244	0	0
Public- Non Institutions	E-Voting	5,54,40,447	2,76,55,992	49.8841	2,76,53,552	2,440	99.9911	0.0088	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,76,55,992	49.8841	2,76,53,552	2,440	99.9912	0.0088	0	0
Total	21,21,85,502	18,01,53,046	84.9036	18,01,33,344	19,702	99.9891	0.0109	0	0	

Resolution No.	7									
Resolution required: (Ordinary/Special)	ORDINARY - Payment of remuneration to Cost Auditors for the financial year ending March 31, 2023.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	8,17,33,294	8,17,33,294	100.0000	8,17,33,294	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,17,33,294	100.0000	8,17,33,294	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	7,50,11,761	7,07,63,760	94.3369	7,07,63,760	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		7,07,63,760	94.3369	7,07,63,760	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	5,54,40,447	2,76,55,971	49.8841	2,76,55,453	518	99.9981	0.0018	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,76,55,971	49.8841	2,76,55,453	518	99.9981	0.0019	0	0
Total	21,21,85,502	18,01,53,025	84.9036	18,01,52,507	518	99.9997	0.0003	0	0	



A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

**The Chairman
of the 6th Annual General Meeting of
Orient Electric Limited
Unit VIII, Plot No. 7
Bhoinagar, Bhubaneswar
Odisha-751012**

Dear Sir,

I, Atul Kumar Labh, Practising Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 6th Annual General Meeting (“AGM”) of the members of “**Orient Electric Limited**” (“Company”) held on Monday, the 25th day of July, 2022 at 03:30 P.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in terms of MCA Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 19/2021 dated 8th December, 2021, 21/2021 dated 14th December, 2021 and 02/2022 dated 5th May, 2022 (collectively referred as “MCA Circulars”) for the purpose of scrutinizing the electronic voting (“e-voting”) process through remote e-voting and e-voting at the AGM in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and the Rules relating to remote e-voting and e-voting at the AGM on the resolutions contained in the Notice of the AGM dated the 10th day of May, 2022. My responsibility as a scrutinizer for remote e-voting and e-voting at the AGM 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 National Securities Depository Limited (“NSDL”), the agency engaged by the Company to provide the facilities for both remote e-voting and e-voting at the AGM.



A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

I submit my report as under:

1. The remote e-voting period remained open from 09:00 A.M. IST on Friday, the 22nd day of July, 2022 up to 5:00 P.M. IST on Sunday, the 24th day of July, 2022.
2. The shareholders holding shares as on the “cut off” date, i.e. the 18th day of July, 2022 were entitled to vote on the proposed 7 (Seven) resolutions as mentioned in the Notice of the AGM dated the 10th day of May, 2022.
3. The Company had also provided e-voting facility at the AGM to enable the shareholders attending the AGM through VC / OAVM to cast the votes in case the same had not been cast by them through remote e-voting.
4. The votes were unblocked on Monday, the 25th day of July, 2022 around 04:45 P.M. IST after the completion of the AGM in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108, Sarat Chatterjee Road, Howrah – 711102 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata – 700060, who are not in employment of the Company.
5. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
6. The combined result of the remote e-voting and e-voting at the AGM [EVEN : 120222] are as under:



A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

<A> ORDINARY BUSINESS:

a) Resolution 1 : Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors and Auditors' thereon

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	353	180022131	
E-voting at AGM	4	1335	
Total	357	180023466	99.9997%

(ii) Voted *against* the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	7	484	
E-voting at AGM	0	0	
Total	7	484	0.0003%

(iii) *Invalid* Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



**b) Resolution 2 : Ordinary Resolution**

To declare final dividend of Rs. 1.25 (125%) per equity share of face value of Re. 1 each for the financial year ended March 31, 2022 and to confirm the interim dividend of Re. 0.75 (75%) per equity share, already paid during the financial year 2021-22

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

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	351	180150268	
E-voting at AGM	4	1335	
Total	355	180151603	99.9993%

(ii) Voted *against* the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	10	1344	
E-voting at AGM	0	0	
Total	10	1344	0.0007%

(iii) *Invalid Votes*:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



**c) Resolution 3 : Ordinary Resolution**

To appoint a Director, in place of Mr. Chandra Kant Birla (DIN: 00118473), who retires by rotation and being eligible, offers himself for re-appointment

(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	327	178862742	
E-voting at AGM	4	1335	
Total	331	178864077	99.2845%

(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	35	1288970	
E-voting at AGM	0	0	
Total	35	1288970	0.7155%

(iii) **Invalid** Votes:

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



**d) Resolution 4 : Ordinary Resolution****To appoint Statutory Auditors of the Company***(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	343	147678141	
E-voting at AGM	4	1335	
Total	347	147679476	81.9745%

(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	19	32473571	
E-voting at AGM	0	0	
Total	19	32473571	18.0255%

(iii) Invalid Votes:

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



** SPECIAL BUSINESS:****e) Resolution 5 : Special Resolution**

To approve the terms of remuneration of Mr. Rakesh Khanna, Managing Director & CEO of the Company, for the financial year 2022-23

(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	335	179602697	
E-voting at AGM	4	1335	
Total	339	179604032	99.6953%

(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	26	549014	
E-voting at AGM	0	0	
Total	26	549014	0.3047%

(iii) **Invalid Votes:**

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



A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

f) Resolution 6 : Ordinary Resolution

Payment of Commission to Non-Executive Directors of the Company

(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	334	180132009	
E-voting at AGM	4	1335	
Total	338	180133344	99.9891%

(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	27	19702	
E-voting at AGM	0	0	
Total	27	19702	0.0109%

(iii) **Invalid** Votes:

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



**g) Resolution 7 : Ordinary Resolution*****Payment of remuneration to Cost Auditors for the financial year ending March 31, 2023****(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	352	180151172	
E-voting at AGM	4	1335	
Total	356	180152507	99.9997%

(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	9	518	
E-voting at AGM	0	0	
Total	9	518	0.0003%

(iii) Invalid Votes:

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



A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

7. All the resolutions proposed hereinabove have been passed with requisite majority.
8. The electronic data and e-voting registers shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly
For **A. K. LABH & Co.**
Company Secretaries

(CS A. K. LABH)
Practising Company Secretary
FCS : 4848 / CP No. : 3238
UIN : S1999WB026800
PRCN : 1038/2020
UDIN : F004848D000686100



Place : Kolkata
Dated : 26.07.2022



A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : www.aklabh.com

Witness:

1.

(Narayan Chandra Saha)
108, Sarat Chatterjee Road
Howrah - 711102



2.

(Anushree Dasgupta)
28/N, Dwijen Mukherjee Road, Behala
Kolkata - 700060

Received the Report of the Scrutinizer
For Orient Electric Limited



(Hitesh Kumar Jain)
Company Secretary
Memb. No. F6241

