



**Orient Ceratech Limited**  
(Formerly known as Orient Abrasives Limited)  
An Ashapura Group Company

Ref No.: Orient/Stock Exch/Letter/362

September 25, 2023

**The Dy. General Manager,  
Corporate Relations & Services Dept.,  
Bombay Stock Exchange Limited  
P. J. Towers, Dalal Street,  
Mumbai - 400 023.**

**The Dy. Gen. Manager,  
National Stock Exchange of India Ltd.,  
Corporate Relations Dept.,  
Exchange Plaza, Bandra-Kurla Complex,  
Bandra (E), Mumbai – 400 051.**

**Scrip Code: 504879**

**Scrip Code: ORIENTCER**

Dear Sir/Madam,

**Sub: Proceedings of the 52<sup>nd</sup> Annual General Meeting of the Company held on Monday, 25<sup>th</sup> September, 2023.**

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the proceedings of the 52<sup>nd</sup> Annual General Meeting (AGM) of the Members of the Company held on Monday, 25<sup>th</sup> September, 2023 through Video Conference / Other Audio Visual Means (VC/ OAVM).

Kindly take the same on record.

Thanking you,

Yours faithfully,

**FOR ORIENT CERATECH LIMITED**

**SEEMA SHARMA  
COMPANY SECRETARY & COMPLIANCE OFFICER  
ENCL:AS ABOVE**



**Orient Ceratech Limited**  
(Formerly known as Orient Abrasives Limited)  
An Ashapura Group Company

**RECORD IN BRIEF OF THE PROCEEDINGS OF THE 52<sup>ND</sup> ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF ORIENT CERATECH LIMITED (FORMERLY KNOWN AS ORIENT ABRASIVES LIMITED) HELD ON MONDAY, 25<sup>TH</sup> SEPTEMBER, 2023 AT 3.00 P.M VIA VIDEO CONFERENCING (VC)/ OTHER AUDIO VISUAL MEANS (OAVM).**

Present through Video Conferencing/Other Audio-Visual Means:

- |                      |   |   |
|----------------------|---|---|
| Mr. Harish Motiwalla | - | Chairman of the Annual General Meeting<br>(Chairman of the Board & Audit Committee)               |
| Mr. Manan Shah       | - | Managing Director   |
| Mr. Hemul Shah       | - | Non-Executive / Non-Independent Director<br>(Chairman of the Stakeholders Relationship Committee) |
| Mr. Ketan Shrimankar | - | Independent Director (Chairman of the Nomination and<br>Remuneration Committee)                   |
| Mrs. Chaitali Salot  | - | Non-Executive / Non- Independent Director   |
| Mr. Manubhai Rathod  | - | Whole-Time Director (Operations)  |
| Mrs. Neeta Shah      | - | Independent Director  |
| Mr. Vikash Khemka    | - | Chief Financial Officer   |
| Mrs. Seema Sharma    | - | Company Secretary & Compliance Officer  |

Mr. Harish Motiwalla, Chairman of the Meeting, occupied the Chair and welcomed the Members at the 52nd Annual General Meeting (AGM) of the Company. The requisite quorum being present, the Chairman called the Meeting to order.

At the outset, he mentioned that in compliance with the applicable provisions of the Companies Act, 2013 read with the general circulars issued by the Ministry of Corporate Affairs and SEBI from time to time, the 52nd AGM convened through video conference (VC) / Other Audio-Visual Means (OAVM) and that the Company made all feasible efforts, including issue of newspaper notice, to enable members to participate and vote at this AGM.

Before commencing the proceedings, the Chairman requested the Members of the Board to introduce themselves and confirm their participation through VC. The Chairman informed that he himself was attending the meeting through video conferencing from Registered Office of the Company. Thereafter, all other Board Members / KMPs introduced themselves mentioning their respective locations from where they were participating through VC.

He then confirmed the presence of representative of Statutory Auditors viz., M/s. Sanghavi & Co., and Ms. Dipti Gohil, Secretarial Auditor, at the 52nd AGM, who attended the Meeting through Video Conferencing from their respective locations.



**Orient Ceratech Limited**  
(Formerly known as Orient Abrasives Limited)  
An Ashapura Group Company

The Chairman then requested Ms. Seema Sharma, Company Secretary & Compliance Officer, to provide general instructions to the members regarding participation in this meeting.

Further, the Company Secretary provided the statutory and general instructions to the members regarding participation at the 52nd AGM through Video Conferencing. Since the annual report along with the notice of AGM & Corrigendum to Annual Report had already been circulated through email to the members, the same were taken as read.

The Company Secretary further informed the members that, registers as required to be maintained under the Companies Act, 2013 were kept open for the inspection of members through electronic means.

She further informed that the Company had provided its Members, the facility to cast their votes through the remote electronic voting system administered by CDSL on the businesses proposed to be transacted at this AGM for the period from Thursday, 21st September, 2023 at 9:00 A.M. and ended on Sunday, 24th September, 2023 at 5:00 P.M. Furthermore, the Members who did not cast their vote electronically and were participating in the meeting shall have an opportunity to cast their votes after the AGM through the e-voting system provided by CDSL.

She then read the following agenda items of the Meeting for the reference of the members:

Item No 1	a) Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2023, together with the Reports of the Board of Directors and the Auditors thereon. b) Adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2023, together with the Report of the Auditors thereon.	Ordinary Resolution
Item No 2	To declare a dividend of 25% i.e. Re. 0.25/- (Twenty Five paise) per Equity Share of face value of Re. 1/- each, for the Financial Year ended 31st March, 2023.	Ordinary Resolution
Item No 3	To appoint a Director in place of Mr. Manubhai Rathod, Whole-Time Director (Operations) (DIN: 07618837), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
Item No 4	Re-appointment of Mr. Manubhai Rathod (DIN: 07618837) as the Whole-Time Director (Operations) of the Company	Special Resolution
Item No 5	Re-appointment of Mrs. Neeta Shah (DIN: 07134947) as an Independent Director of the Company	Special Resolution



**Orient Ceratech Limited**  
(Formerly known as Orient Abrasives Limited)  
An Ashapura Group Company

Item No 6	To approve existing as well as new Material Related Party Transaction(s) with Bombay Minerals Limited	Ordinary Resolution
Item No 7	To approve existing as well as new Material Related Party Transaction(s) with Ashapura Minechem Limited	Ordinary Resolution
Item No 8	To approve existing as well as new Material Related Party Transaction(s) between Orient Advanced Materials Private Limited, Wholly Owned Subsidiary of the Company and Bombay Minerals Limited, Promoter Company of the Company	Ordinary Resolution
Item No 9	Ratification of Cost Auditor's Remuneration	Ordinary Resolution

Thereafter, the Chairman, delivered his speech giving overview of the financial & business performance of the Company during the FY 2022-2023. He apprised the members regarding incorporation of Orient Advanced Materials FZE as a wholly owned subsidiary in the Hamriyah Free Zones of the United Arab Emirates for the purpose of expanding the business operations internationally. He then informed about the events which occurred subsequent to the Financial Year 2022-2023 such as change of name of the Company, appointment of Mr. Manan Shah as a Managing Director and purchase of Chamotte Plant / Unit located at Baraya, Gujarat, along with its associated Land & Building from Ashapura Minechem Limited, Associate Company of the Company.

Thereafter, he requested Managing Director, to share his thoughts & vision on the business and future outlook of the Company.

The Managing Director apprised the members about the capital expenditure to ramp-up the production capacity of its Specialty Ceramics division – Proppants, along with streamlining operations and strategies across the other verticals. He further updated that the Company forayed in to B2C segment with its Building Materials and Construction Chemicals division, through the brand Cetcon viz-a-viz the competition and opportunities in the said business. He briefed that in Specialty Ceramics division, the Company is the only major producer of Ceramic Proppants in the country and with its locational advantage for supply to the major markets in the Middle East, the Company has an edge in this space in short term.

While sharing his insights on future outlook, he briefed about the opportunity for healthy growth in domestic and international markets; Company's continuous efforts in R&D to drive down the production cost and to develop new products for the refractory & ceramics raw materials divisions. He further stated that the Company is expected to outperform industry growth rates and gain market share from competitors.

Thereafter, the Company Secretary invited the speakers who had registered themselves, to ask their questions and seek clarifications, if any. The queries raised regarding the operations and future performance of the Company were satisfactorily answered by the Managing Director.



**Orient Ceratech Limited**  
(Formerly known as Orient Abrasives Limited)  
An Ashapura Group Company

The Company Secretary, thereafter, informed that the e-voting facility would remain open for 15 minutes post conclusion of the AGM and requested the Members who had not exercised their votes through the remote e-voting facility, to cast their votes through this e-voting facility. Mrs. Dipti Gohil was appointed as scrutinizer to scrutinize votes cast through remote e-voting and voting at the 52nd AGM.

It was informed that the results would be declared within 2 working days from the conclusion of the AGM and the same would be displayed on the website of the Company and CDSL.

She then thanked the Members, Directors and Auditors for joining the meeting through video conferencing and extended vote of thanks to the Chairman on behalf of the Members.

The Meeting concluded at 3.45 p.m.

For **ORIENT CERATECH LIMITED**

**Place: Mumbai**

**Date: 25-09-2023**

**MANAN SHAH**  
**MANAGING DIRECTOR**  
**(DIN: 06378095)**