

ORIENTAL CARBON & CHEMICALS LIMITED

[Corporate Identity Number (CIN) - L24297WB1978PLC031539]
Regd. Office : "Duncan House", 31, Netaji Subhas Road, Kolkata - 700 001

☎ : 091-033-2230-6831/6832, Fax No. : 091-033-22434772

E-mail : occlkol@gmail.com, investorfeedback@occlindia.com, Website : www.occlindia.com

March 31, 2020

The Manager

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

The Manager

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051

BSE STOCK CODE: 506579

NSE SYMBOL: OCCL

Dear Sirs/Madam,

Sub: Results of Postal Ballot and E-Voting

This is in furtherance to our intimation on February 28, 2020 in relation to the dispatch of Notice of Postal Ballot dated January 30, 2020 to the members seeking their approval through Special Resolutions for (1) increase in borrowing powers of the Board of Directors pursuant to Section 180(1)(c) of the Companies Act, 2013 (the Act); and (2) authorizing the Board of Directors to create/modify charge on the Company's movable and immovable properties, pursuant to Section 180(1)(a) of the Act, for securing its borrowings.

In this connection, we would like to inform that post closing of voting period on Monday, March 30, 2020 (5.00 P.M. IST), the Scrutinizer has submitted the Scrutinizer's Report on Tuesday, March 31, 2020 and subsequently the result of voting was declared.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we would like to inform you that the special resolutions in the aforesaid Postal Ballot Notice has been passed with the requisite majority by the members of the Company and shall be deemed to have been passed on March 30, 2020, being the last date of the receipt of the postal ballot forms/e-voting.


The details of the voting results in the format specified under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the Scrutinizer's Report is enclosed for your perusal.

The above Voting Results along with Scrutinizer Report are also being uploaded on the website of the Company www.occlindia.com

Thanking you,

Yours faithfully,

For Oriental Carbon & Chemicals Limited



Pranab Kumar Maity
Company Secretary

Encl.: As above.

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DECLARATION OF RESULTS BY THE COMPANY FOR POSTAL BALLOT NOTICE DATED JANUARY 30, 2020 SEEKING APPROVAL OF SHAREHOLDERS BY WAY OF SPECIAL RESOLUTIONS

In terms of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, ("Rules") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, oriental Carbon & Chemicals Limited (the Company) provided a facility to its members to vote on the resolution proposed in the Postal Ballot Notice dated January 30, 2020 through remote E-voting using the platform provided by Link Intime India Private Limited (Link) and voting through Postal Ballot.

The said remote E-voting period commenced at 9.00 A.M. (IST) on Sunday, the March 01, 2020 and ended at 5.00 P.M. (IST) on Monday, the March 30, 2020 and the Postal Ballot forms received till 5.00 P.M. on March 30, 2020 i.e. the time fixed for closing of voting process were considered.

Mr. Pawan Kumar Sarawagi (Membership No. FCS 3381) of M/s. P. Sarawagi & Associates, Practicing Company Secretaries, was appointed as Scrutinizer to scrutinize the votes cast through E-voting and Postal Ballot forms.

Based on the Scrutinizer Report dated March 31, 2020, I, Pranab Kumar Maity, Company Secretary duly authorized by the Chairman of the Company do hereby declare that the resolutions contained in the Postal Ballot Notice dated January 30, 2020 has been duly passed with requisite majority and report as required under Regulation 44 of SEBI (LODR) Regulations, 2015 is annexed hereto.

Yours faithfully,
For Oriental Carbon & Chemicals Limited



Pranab Kumar Maity
Company Secretary

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Oriental Carbon & Chemicals Limited - Details of Voting Results - Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015								
Date of Postal Ballot						30.03.2020		
Total number of shareholders on cut-off date, 21st February, 2020						16025		
No. of shareholders present in the meeting either person or through proxy Promoter and Promoter Group: Public :						Not Applicable		
No. of shareholders attended the meeting through Video Conferencing or through proxy Promoter and Promoter Group: Public :						Not Applicable		
Agenda - wise disclosure								
Resolution Required : (Special)		(1) increase in borrowing powers of the Board of Directors pursuant to Section 180(1)(c) of the Companies Act, 2013						
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
Promoter and Promoter Group	E-Voting	5150675	5150675	100.0000	5150675	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5150675	100.0000	5150675	0	100.0000	0.0000
Public Institutions	E-Voting	2263067	1834763	81.0742	1834763	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1834763	81.0742	1834763	0	100.0000	0.0000
Public Non Institutions	E-Voting	2576350	7523	0.2920	7434	89	98.8170	1.1830
	Poll		1862	0.0723	1862	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9385	0.3643	9296	89	99.0517	0.9483
Total		9990092	6994823	70.0176	6994734	89	99.9987	0.0013

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Resolution Required : (Special)		(2) authorizing the Board of Directors to create/modify charge on the Company's movable and immovable properties, pursuant to Section 180(1)(a) of the Act, for securing its borrowings						
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
Promoter and Promoter Group	E-Voting	5150675	5150675	100.0000	5150675	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5150675	100.0000	5150675	0	100.0000	0.0000
Public Institutions	E-Voting	2263067	1834763	81.0742	1834763	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1834763	81.0742	1834763	0	100.0000	0.0000
Public Non Institutions	E-Voting	2576350	7523	0.2920	7453	70	99.0695	0.9305
	Poll		1862	0.0723	1855	7	99.6241	0.3759
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9385	0.3643	9308	77	99.1795	0.8205
Total		9990092	6994823	70.0176	6994746	77	99.9989	0.0011

Consolidated Scrutinizer's Report on Postal Ballot

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended)]

To,
Mr. Pranab Kumar Maity
Company Secretary
Oriental Carbon & Chemicals Limited
CIN :L24297WB1978PLC031539

Dear Sir,

I, CS P. K. Sarawagi of M/s. P. Sarawagi & Associates, Company Secretaries, have been appointed as the Scrutinizer for the purpose of scrutinizing Postal Ballot Process conducted through physical Postal Ballot Form and Electronic Voting (e-Voting), in a fair and transparent manner and ascertaining the result thereof, in respect of the Resolutions transacted through Postal Ballot Process, for seeking approval of the Members of the Company for (1) increase in borrowing powers of the Board of Directors pursuant to Section 180(1)(c) of the Companies Act, 2013 (the Act); and (2) authorizing the Board of Directors to create/modify charge on the Company's movable and immovable properties, pursuant to Section 180(1)(a) of the Act, for securing its borrowings.

Compliances of the provisions of the Companies Act, 2013 and the Rules framed thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting through Postal Ballot (including e-Voting) by the Members of the Company on the Resolutions contained in the Postal Ballot Notice dated January 30, 2020, are the responsibility of the Management of the Company. My responsibility as Scrutinizer is to ensure that voting process, both through e-Voting and through physical Postal Ballot Form, are conducted in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report, being this Report, of the total votes cast "in favour" and "against" the Resolutions as set out in the Postal Ballot Notice, based on reports generated from the e-Voting system i.e., "instavote" provided by the Company's Registrar & Share Transfer Agents, Link Intime India Private Limited (Link Intime) for e-Voting and also considering the physical Postal Ballot Forms submitted by the Members up to 5:00 p.m. on March 30, 2020.



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I submit my report as under:

1. The Company has appointed Link Intime as the agency for providing e-Voting services to the Members of the Company to cast their votes through a secured electronic voting system on the Resolutions to be transacted through Postal Ballot.
2. The Company had completed the despatch of Postal Ballot Notice along with Postal Ballot Form, on February 28, 2020, pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (as amended), to its Members whose name(s) appeared on the Register of Members / List of Beneficiaries on February 21, 2020, the 'cut-off' date fixed by the Board for determining the entitlement of the Members to vote on the Resolutions. The self-addressed business reply postage prepaid envelopes were also sent along with the Notices. The Postal Ballot Notice and the Postal Ballot Form were also placed on the Company's website "www.occlindia.com".
3. The e-Voting period remained opened from 9:00 a.m. on March 1, 2020 till 5:00 p.m. on March 30, 2020. The physical Postal Ballot Forms were to reach the Scrutinizer at the address given on the business reply postage pre-paid envelopes, not later than 5:00 p.m. on Monday, March 30, 2020.
4. The requisite advertisement pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, was published in the "Business Standard" (in English language) and in "Aaj Kaal" (in Bengali language), both on February 29, 2020.
5. The votes cast by the Members through "instavote", the e-Voting system provided by Link Intime were unblocked by me on March 30, 2020 at 5:31 p.m., at my residence, in presence of two witnesses, namely, (1) Ms. Shipra Sarawagi and (2) Ms. Saumya Sarawagi, none of whom is in employment of the Company. It may not be out of place to mention here that in wake of Coronavirus (Covid-19) outbreak, the Government of India has declared a lockdown of 21 days across the country, starting from March 24, 2020.
6. The total number of sealed envelopes received up to 5:00 p.m. on Monday, March 30, 2020, i.e., the last date and time fixed by the Company for receipt of physical Postal Ballot Forms, were 20 containing 20 Postal Ballot Forms and 1 Postal Ballot Form was received through e-mail by Link Intime. These 21 Postal Ballot Forms were considered for my scrutiny. The particulars of all the Postal Ballot Forms received, have been entered in the Register of Postal Ballot maintained for the purpose and were reconciled with the records maintained by the Company's Registrar and Share Transfer Agents.
7. None of the Postal Ballot Forms received, was invalid.



Contd. ... 3

8. Based on the details contained in the list of Members who have cast their votes through e-Voting system as downloaded from the e-Voting website of Link Intime (www.instavote.linkintime.co.in), and the votes cast by the Members through physical Postal Ballot Forms, the result of the voting through Postal Ballot (including e-Voting), on both the items of the business, are given below :

Item No. 1 : Special Resolution pursuant to Section 180(1)(c) of the Companies Act, 2013, as set out in Item No. 1 of the Postal Ballot Notice dated January 30, 2020, for seeking approval of Members of the Company for increase in borrowing powers of the Board of Directors :

Through Voted	e-Voting		Postal Ballot Forms		Total		%age of total valid votes
	No. of Members	No. of valid votes cast	No. of Members	No. of valid votes cast	No. of Members	No. of valid votes cast	
In Favour	36	69,92,872	21	1,862	57	69,94,734	99.999
Against	4	89	-	-	4	89	00.001
Total	40	69,92,961	21	1,862	61	69,94,823	100.000

Item No. 2 : Special Resolution pursuant to Section 180(1)(a) of the Act, as set out in Item No. 2 of the Postal Ballot Notice dated January 30, 2020, for seeking approval of Members of the Company for authorizing the Board of Directors to create/modify charge on the Company's movable and immovable properties, for securing Company's borrowings :

Through Voted	e-Voting		Postal Ballot Forms		Total		%age of total valid votes
	No. of Members	No. of valid votes cast	No. of Members	No. of valid votes cast	No. of Members	No. of valid votes cast	
In Favour	37	69,92,891	20	1,855	57	69,94,746	99.999
Against	3	70	1	7	4	77	00.001
Total	40	69,92,961	21	1,862	61	69,94,823	100.000

9. All relevant documents, records, registers and other papers relating to Postal Ballot (including e-Voting) shall remain in my safe custody till the Chairman signs the minutes and thereafter, I shall return these documents and other related papers to the Company.



Yours faithfully,

(Signature of P. K. Sarawagi)

(P. K. Sarawagi)

Company Secretary in Practice

Membership No.: FCS - 3381

Certificate of Practice No. 4882

ICSI UDIN : F003381A000628324

Counter signed by

For Oriental Carbon & Chemicals Limited

(Signature of Pranab Kumar Maity)

(Pranab Kumar Maity)

Company Secretary

ICSI Membership No. ACS 20606

Howrah, March 31, 2020