

# 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](mailto:occlkol@gmail.com), [investorfeedback@occlindia.com](mailto:investorfeedback@occlindia.com), Website : [www.occlindia.com](http://www.occlindia.com)

August 18, 2020

**The Manager**  
**BSE Limited**  
**Department of Corporate Services,**  
Floor 25, P. J. Towers,  
Dalal Street  
Mumbai - 400 001  
**Code: 506579**

**The Manager**  
**National Stock Exchange of India Ltd.**  
Exchange Plaza,  
Bandra Kurla Complex  
Bandra (E),  
Mumbai - 400 051  
**Symbol: OCCL**

Dear Sir/Madam,

**Sub: Regulation 30 and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

- 1. Proceedings of 40<sup>th</sup> Annual General Meeting**
- 2. Voting Results**
- 3. Scrutinizer Report**

This is to inform you that the 40<sup>th</sup> Annual General Meeting (AGM) of Oriental Carbon & Chemicals Limited was held on today, i.e. Tuesday, August 18, 2020 at 10:30 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") and concluded at 11.10 a.m.

We are enclosing the following information by way of Annexures in connection with the proceedings and voting results of the aforesaid AGM, pursuant to Regulation 30 and Regulation 44(3) of the Listing Regulations and Rule 20 of The Companies (Management and Administration) Rules, 2014 :

1. Proceedings of the AGM of the Company pursuant to Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Annexure A)
2. Details regarding the Voting Results of the business transacted at the AGM of the Company in the format prescribed pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) (Annexure B)
3. Report dated August 18, 2020, from the Scrutinizer (Annexure C).

The above Voting Results along with Scrutinizer Report are also being uploaded on the website of the Company [www.occlindia.com](http://www.occlindia.com)

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

Thanking you,

Yours faithfully,

For **ORIENTAL CARBON & CHEMICALS LIMITED**

  
**Pranab Kumar Maity**  
**COMPANY SECRETARY & GM-LEGAL**





Annexure - A

**SUMMARY PROCEEDINGS OF 40<sup>TH</sup> ANNUAL GENERAL MEETING OF  
ORIENTAL CARBON & CHEMICALS LIMITED HELD ON AUGUST 18, 2020**

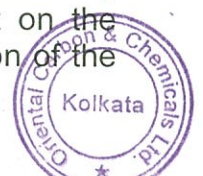
In compliance with the General Circulars No. 14/2020, No. 17/2020 and No. 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020 respectively issued by the Ministry of Corporate Affairs (the "MCA") read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, the 40th (Fortieth) Annual General Meeting (the "AGM" or the "Meeting") of the Members of Oriental Carbon & Chemicals Limited (the "Company") was duly convened and held on Tuesday, August 18, 2020, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). The Meeting commenced at 10:30 A.M. (IST) and concluded at 11:41 A.M. (IST) (including the time allowed for e-voting at AGM).

Mr. Pranab Kumar Maity, Company Secretary, welcomed the Members attending the AGM and briefed about general instructions to the members present regarding participation and voting at the Meeting. It was also stated that Company had provided its members facility to exercise their right to vote on resolutions proposed to be considered at the 40th AGM, by electronic means (remote e-voting). The remote e-voting period began on August 15, 2020 at 9.00 am (IST) and ended on August 17, 2020 at 5.00 p.m. (IST). During this period, Members of the Company, who held shares either in physical form or in dematerialized form, as on the cut-off date being August 11, 2020, were eligible to vote by electronic means or at the AGM. Further, members present at the Meeting could cast their votes by means of electronic voting (e-voting) that was made available during and for 15 minutes after the conclusion of the Meeting, in respect of all the resolutions. Members who had already cast their votes through remote e-voting system were requested to abstain from the e-voting process at the Meeting as the votes cast through remote e-voting prevail and further e-voting at the Meeting is treated invalid.

The Meeting was attended by all Directors (except Mr. J P Goenka, Non-Executive Chairman, Mr. B. B. Tandon, Independent Director and Mr. K Raghuraman, Independent Director could not join the Meeting, due to unavoidable circumstances), CFO, Company Secretary and representatives of the Statutory Auditors and the Secretarial Auditors.

In the absence of the Chairman, Mr. J P Goenka, the Directors elected Mr. Arvind Goenka, Managing Director, as the Chairman of the Meeting. The requisite quorum being present, the Chairman commenced the Meeting at 10.30 a.m. Mr. Arvind Goenka, the Chairman of the Meeting, chaired the proceeding of the Meeting and stated that since the Meeting is being conducted virtually where members can join in person, the proxy facility is not necessitated and accordingly has not been provided. On Chairman's proposal, the Directors elected Mr. O. P. Dubey as Alternate Chairman to maintain the continuity of the Meeting in the unlikely event of technology connectivity being lost for the Chairman.

The Notice convening the AGM was taken as read. The Chairman stated that the reports from the Statutory Auditor and the Secretarial Auditor did not contain any qualification, reservation or adverse remark, which has any adverse effect on the functioning of the Company and were therefore, taken as read with permission of the members present. He then introduced the Directors present at the Meeting.





The Chairman informed that the Company has appointed Mr. Pawan Kumar Sarawagi, Proprietor of M/s. P. Sarawagi & Associates, Practising Company Secretaries, as Scrutinizer for the remote e-voting and the e-voting at the Meeting.

Mr. Goenka then addressed the Meeting and also briefed the Members on the operational and financial performance of the Company for the financial year ended March 31, 2020.

Thereafter, members who had registered themselves as speakers were requested to ask questions and /or express their views, which were later responded to / addressed by Mr. Goenka, Chairman of the Meeting and Managing Director of the Company.

After answering the pertinent and material questions raised by speaker shareholders, the following items of business as set out in the Notice were put for the Members' approval by way of e-voting:

Ordinary Business:

1. To receive, consider and adopt:
  - a. the audited financial statements of the Company for the financial year ended March 31, 2020, and Reports of the Directors and Auditors thereon; and
  - b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2020.
2. To confirm the interim dividend paid during the year and to declare a final dividend for the financial year ended March 31, 2020.
3. To appoint a Director in place of Mr. Jagdish Prasad Goenka [DIN: 00136782], who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

4. Ratification of remuneration of M/s. J K Kabra and Co. Cost Auditors of the Company
5. To consider the re-appointment of Mrs. Runa Mukherjee [DIN: 02792569], as an Independent Director of the Company for her second term of 5 years w.e.f. July 31, 2020.

The members were informed that the consolidated result of remote e-voting and e-voting conducted at the AGM would be declared within 48 hours of the conclusion of the AGM and will be shared with the Stock Exchanges and uploaded on the websites of the Company and CDSL.

Mr. Goenka then concluded the meeting and informed the members that the e-voting facility will be available for 15 minutes after the closure of the meeting. He thanked the Directors and Members for participating in the Meeting and wished everyone good health and safety in days to come.

Mr. Anurag Jain, Chief Financial Officer of the Company offers vote of thanks to the Hon'ble Chairman and to the entire Board of Directors.

Yours faithfully,

For **ORIENTAL CARBON & CHEMICALS LIMITED**

  
**Pranab Kumar Maity**  
**COMPANY SECRETARY & GM-LEGAL**





# 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

## 40TH ANNUAL GENERAL MEETING HELD ON TUESDAY, AUGUST 18, 2020, THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM").

### Declaration of Results of Remote E-Voting and E-Voting at AGM

The 40<sup>th</sup> Annual General Meeting (AGM) of the Members of Oriental Carbon & Chemicals Limited ("the Company") was held on Tuesday, August 18, 2020 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

In compliance with Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, ("Rules" ) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company had provided to its Members the facility of remote e-voting and e-voting at AGM through Link Intime India Private Limited ("LIPL") to cast their votes on the Resolutions proposed in the Notice dated June 18, 2020 convening 40<sup>th</sup> AGM.

The said remote E-voting period commenced at 9.00 A.M. (IST) on Saturday, the August 15, 2020 and ended at 5.00 P.M. (IST) on Monday, the August 17, 2020. The voting were reckoned based on the numbers of shares held by them as on the "cut-off" date i.e., Tuesday, August 11, 2020.

Mr. Pawan Kumar Sarawagi (Membership No. FCS 3381 and C.P. No. 4882) of M/s. P. Sarawagi & Associates, Practicing Company Secretaries, Kolkata was appointed by the Board of Directors of the Company for the purpose of scrutinizing the process of remote e-voting and e-voting at AGM in a fair and transparent manner. The Scrutinizer has carried out the scrutiny of all votes cast through remote e-voting and e-voting at the AGM and after completion of authentication and reconciliation process, submitted his report on August 18, 2020.

Based on the Scrutinizer Report dated August 18, 2020, the consolidated results of the votes cast are as under:

Sl. No.	Items of Business	Number & percentage of votes cast in favour	Number & percentage of votes cast against	Number & percentage of votes abstained
1.	<b>Resolution No.1: Ordinary Resolution:</b> Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2020 (both Standalone and Consolidated basis), together with the Reports of the Auditors and the Board of Directors thereon.	65,88,075 99.9885%	5 0.0001%	753 0.0114%



Contd. ....

(2)

Sl. No.	Items of Business	Number & percentage of votes cast in favour	Number & percentage of votes cast against	Number & percentage of votes abstained
2.	<b>Resolution No.2: Ordinary Resolution:</b> Confirmation of interim dividend and declaration of Final Dividend.	65,88,828 99.9999%	5 0.0001%	- -
3.	<b>Resolution No.3: Ordinary Resolution:</b> Appointment of Mr. Jagdish Prasad Goenka (DIN:00136782), who retires by rotation and being eligible, offers himself for re-appointment.	65,81,426 99.8876%	7407 0.1124%	- -
4.	<b>Resolution No.4: Ordinary Resolution:</b> Ratification of remuneration payable to M/s. J K Kabra & Co., Cost Accountants for the financial year 2020-21.	65,87,808 99.9844%	825 0.0125%	200 0.0030%
5.	<b>Resolution No.5: Special Resolution:</b> Re-appointment of Mrs. Runa Mukherjee (DIN: 02792569), Independent Director for the second term of 5 (five) years w.e.f. July 31, 2020.	65,88,609 99.9966%	24 0.0004%	200 0.0030%

Based on the Scrutinizer Report dated August 18, 2020, I, Pranab Kumar Maity, Company Secretary duly authorized by the Chairman of the 40<sup>th</sup> AGM do hereby declare that the Resolutions as contained in the Notice dated June 18, 2020 convening the 40<sup>th</sup> AGM were duly approved with requisite majority by the Members of the Company through remote e-voting and e-voting during the AGM.

For ORIENTAL CARBON & CHEMICALS LIMITED

Place: Kolkata  
Date: 18.08.2020



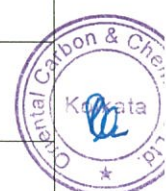
*Pranab*  
PRANAB KUMAR MAITY  
Company Secretary  
Membership No.: 20606



Oriental Carbon & Chemicals Limited - Details of 40th AGM Voting Results - Regulation 44(3) of SEBI Regulations	
Date of AGM	18 <sup>th</sup> August 2020
Total number of shareholders on cut-off date, 11th August 2020	15896
No. of shareholders present in the meeting either person or through proxy: Promoter and Promoter Group: Public :	Nil
No. of shareholders attended the meeting through Video Conferencing or through proxy Promoter and Promoter Group: Public :	8 38

Resolution Required : (Ordinary)		1 - Adoption of Audited Financial Statements including Consolidated Audited Financial Statements and Reports of Board of Directors and Auditors of the Company for the year ended 31st March, 2020.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No. Promoter and Promoter Group voted in favour of the resolution.							
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	5171124	5171124	100.0000	5171124	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>5171124</b>	<b>100.0000</b>	<b>5171124</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	2046995	1409832	68.8733	1409832	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>1409832</b>	<b>68.8733</b>	<b>1409832</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	2771973	7124	0.2570	7119	5	99.9298	0.0702	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>7124</b>	<b>0.2570</b>	<b>7119</b>	<b>5</b>	<b>99.9298</b>	<b>0.0702</b>	<b>0</b>
<b>Total</b>		<b>9990092</b>	<b>6588080</b>	<b>65.9461</b>	<b>6588075</b>	<b>5</b>	<b>99.9999</b>	<b>0.0001</b>	<b>0</b>

Resolution Required : (Ordinary)		2. To Confirm Interim Dividend and to declare Final Dividend.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No. Promoter and Promoter Group voted in favour of the resolution.							
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	No. of votes Invalid





		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	5171124	5171124	100.0000	5171124	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>5171124</b>	<b>100.0000</b>	<b>5171124</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	2046995	1410585	68.9100	1410585	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>1410585</b>	<b>68.9100</b>	<b>1410585</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	2771973	7124	0.2570	7119	5	99.9298	0.0702	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>7124</b>	<b>0.2570</b>	<b>7119</b>	<b>5</b>	<b>99.9298</b>	<b>0.0702</b>	<b>0</b>
<b>Total</b>		<b>9990092</b>	<b>6588833</b>	<b>65.9537</b>	<b>6588828</b>	<b>5</b>	<b>99.9999</b>	<b>0.0001</b>	<b>0</b>

Resolution Required: (Ordinary)		3 - To appoint a Director in place of Mr. Jagdish Prasad Goenka [DIN:00136782], who retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No. Promoter and Promoter Group voted in favour of the resolution.							
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	No. of votes Invalid
Promoter and Promoter Group	E-Voting	5171124	5171124	100.0000	5171124	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>5171124</b>	<b>100.0000</b>	<b>5171124</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	2046995	1410585	68.9100	1403183	7402	99.4753	0.5247	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>1410585</b>	<b>68.9100</b>	<b>1403183</b>	<b>7402</b>	<b>99.4753</b>	<b>0.5247</b>	<b>0</b>
Public Non Institutions	E-Voting	2771973	7124	0.2570	7119	5	99.9298	0.0702	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>7124</b>	<b>0.2570</b>	<b>7119</b>	<b>5</b>	<b>99.9298</b>	<b>0.0702</b>	<b>0</b>
<b>Total</b>		<b>9990092</b>	<b>6588833</b>	<b>65.9537</b>	<b>6581426</b>	<b>7407</b>	<b>99.8876</b>	<b>0.1124</b>	<b>0</b>





Resolution Required : (Ordinary)		4 - Ratification of remuneration of M/s. J K Kabra and Co. Cost Auditors of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No. Promoter and Promoter Group voted in favour of the resolution.							
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	No. of votes Invalid
Promoter and Promoter Group	E-Voting	5171124	5171124	100.0000	5171124	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>5171124</b>	<b>100.0000</b>	<b>5171124</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	2046995	1410585	68.9100	1410585	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>1410585</b>	<b>68.9100</b>	<b>1410585</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E-Voting	2771973	6924	0.2498	6099	825	88.0849	11.9151	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>6924</b>	<b>0.2498</b>	<b>6099</b>	<b>825</b>	<b>88.0849</b>	<b>11.9151</b>	<b>0</b>
<b>Total</b>		<b>9990092</b>	<b>6588633</b>	<b>65.9517</b>	<b>6587808</b>	<b>825</b>	<b>99.9875</b>	<b>0.0125</b>	<b>0</b>

Resolution Required: (Special)		5 - To reappointment of Mrs. Runa Mukherjee (holding DIN: 02792569), whose present tenure as an Independent Director expires on July 30, 2020, for her second term of 5 (five) consecutive years with effect from July 31, 2020							
Whether promoter/ promoter group are interested in the agenda/resolution?		No. Promoter and Promoter Group voted in favour of the resolution.							
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	No. of votes Invalid
Promoter and Promoter Group	E-Voting	5171124	5171124	100.0000	5171124	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>5171124</b>	<b>100.0000</b>	<b>5171124</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	2046995	1410585	68.9100	1410585	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal								





	<b>Total</b>		<b>1410585</b>	<b>68.9100</b>	<b>1410585</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Non Institutions	E- Voting	2771973	6924	0.2498	6900	24	99.6534	0.3466	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	<b>Total</b>		<b>6924</b>	<b>0.2498</b>	<b>6900</b>	<b>24</b>	<b>99.6534</b>	<b>0.3466</b>	<b>0</b>
<b>Total</b>		<b>9990092</b>	<b>6588633</b>	<b>65.9517</b>	<b>6588609</b>	<b>24</b>	<b>99.9996</b>	<b>0.0004</b>	<b>0</b>





## Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) 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,

**40<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Oriental Carbon & Chemicals Limited held on 18<sup>th</sup> August, 2020 at 10:30 a.m.**

I, CS P.K. Sarawagi of M/s. P. Sarawagi & Associates, Company Secretaries, had been appointed as Scrutinizer for the purpose of scrutinizing the e-voting process i.e., remote e-voting and voting through electronic means at the AGM, in a fair and transparent manner and ascertaining the results thereof, in respect of Resolutions transacted at the 40<sup>th</sup> Annual General Meeting of the Equity Shareholders of **Oriental Carbon & Chemicals Limited**, held on Tuesday, the 18<sup>th</sup> August, 2020 at 10:30 a.m., through Video Conferencing (VC)/Other Audio Visual Means (OAVM), under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and General Circulars No. 14/2020, No. 17/2020 and No. 20/2020 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020, respectively (hereinafter, collectively referred as the "MCA Circulars") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 (SEBI Circular), issued by the Securities and Exchange Board of India (SEBI).

Compliances of the provisions of the Companies Act, 2013, the Rules framed thereunder, the MCA Circulars, the SEBI LODR Regulations and SEBI Circular, relating to holding the AGM through VC/OAVM and voting through electronic means i.e., remote e-voting and voting through electronic means at the AGM, by the Members of the Company on the Item Nos. 1 to 5 contained in the Notice dated 18<sup>th</sup> June, 2020 convening the 40<sup>th</sup> AGM of the Company, are responsibility of the Management of the Company. My responsibility as Scrutinizer is to ensure that voting processes, both through remote e-voting and voting through electronic means at the AGM, are conducted in a fair and transparent manner and to make a Consolidated Scrutinizer's Report, being this Report, of the total votes cast 'in favour' and 'against', on the Resolutions transacted at the 40<sup>th</sup> AGM, based on the reports generated from e-voting system i.e., "instavote" provided by the Company's Registrar & Share Transfer Agents, Link Intime India Private Limited (Link Intime) for remote e-voting and for voting through electronic means at the AGM.





I submit my report as under :

1. The Company has appointed Link Intime as the agency to provide and facilitate e-voting services to the Members of the Company to cast their votes through a secured electronic voting system to on the Resolutions to be transacted at the said AGM.
2. In terms of requirements of the MCA Circulars, the Notice of the 40<sup>th</sup> AGM dated 18<sup>th</sup> June, 2020, was sent through electronic means on 27<sup>th</sup> July, 2020, to those Members whose e-mails were registered with the Company/Link Intime/Depositories, as on the 17<sup>th</sup> July, 2020.
3. As required under Rule 20(4)(iii) of the Companies (Management and Administration) Rules, 2014, the Company has clearly stated in the Notice of the AGM dated 18<sup>th</sup> June, 2020, that (a) the Company has provided Members, facility to exercise their right to vote at the 40<sup>th</sup> AGM by electronic means and the business may be transacted through remote e-voting services provided by Link Intime; (b) that the facility for voting through electronic means shall also be made available at the AGM and the Members attending the AGM who have not already cast their vote by remote e-voting shall be able to exercise their right to cast their vote at the AGM; and (c) that the Members who have cast their vote by remote e-voting prior to the AGM date may also attend the AGM but shall not be entitled to cast their vote again at the AGM.
4. The remote e-voting period commenced on 15<sup>th</sup> August, 2020 at 9:00 a.m. and remained open till 5:00 p.m. on 17<sup>th</sup> August, 2020. The Members holding shares as on the 'cut-off' date i.e. 11<sup>th</sup> August, 2020, were entitled to vote, through remote e-voting system as well as voting at the AGM through electronic voting system, on the proposed Resolutions for Item Nos. 1 to 5 as set out in the Notice dated 18<sup>th</sup> June, 2020.
5. The requisite advertisement pursuant to the MCA Circular No. 20/2020 dated 5<sup>th</sup> May, 2020, was published on 28<sup>th</sup> July, 2020 in the "Financial Express" (in English language) and in "AajKaal" (in Bengali language), both having electronic editions.
6. The requisite advertisement pursuant to the Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 and the MCA Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, was published on 30<sup>th</sup> July, 2020 in the "Financial Express" (in English language) and in "AajKaal" (in Bengali language), both having electronic editions.





7. The votes cast by the Members through remote e-voting system provided by Link Intime were unblocked, immediately after getting the votes cast through electronic voting system at the AGM. The votes cast through remote e-voting and through e-voting at the AGM, were unlocked, after conclusion of the AGM, in the presence of two witnesses (1) Mr. Pradip Kumar Bhattacharyya of M/s. Link Intime Private Limited, and (2) Ms. Priyanka Somani of M/s. P. Sarawagi & Associates, on 18<sup>th</sup> August, 2020.
8. The votes cast were diligently scrutinized and authenticated based on the records maintained by the Company and Link Intime, with respect to number of shares held on 'cut-off' date i.e., 11<sup>th</sup> August, 2020 and authorisation lodged for the purpose.
9. Based on the details containing list of Members who have cast their votes on remote e-voting platform and the votes cast at the AGM through e-voting system, as downloaded from the e-voting website of Link Intime (www.instavote.linkintime.co.in), the consolidated results on the Resolutions transacted at the 40<sup>th</sup> AGM held on Tuesday, 18<sup>th</sup> August, 2020 are given in the **Annexure** which forms part of this Report.
10. All relevant documents, records and papers relating to e-voting process shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 40<sup>th</sup> AGM and thereafter, I shall return these documents, records and other related papers to the Company.



Yours faithfully,

( P.K. Sarawagi )

Company Secretary in Practice  
Membership No. : FCS-3381  
Certificate of Practice No. 4882  
ICSI UDIN : F003381B000589109

Counter signed by

For **Oriental Carbon & Chemicals Limited**



( Pranab Kumar Maity )

Company Secretary  
ICSI Membership No. ACS 20606

Kolkata, 18<sup>th</sup> August, 2020

**ORIENTAL CARBON & CHEMICALS LIMITED**

40th Annual General Meeting held on 18th August, 2020 at 10:30 a.m. through VC/OAVM

**CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING & E-VOTING AT THE AGM**

Item No. of Notice of AGM	Subject matter of the Resolutions (in brief)		REMOTE E-VOTING		E-VOTING AT AGM		TOTAL		%age of total valid votes
			No. of members	No. of valid votes	No. of members	No. of valid votes	No. of members	No. of valid votes	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)
1	Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2020 (both Standalone and Consolidated basis), together with Reports of the Auditors and the Board of Directors thereon.	In Favour	52	6,587,990	2	85	54	6,588,075	99.9885
		Against	1	5	-	-	1	5	0.0001
		Abstained	1	753	-	-	1	753	0.0114
2	Confirmation of Interim Dividend and declaration of Final Dividend.	In Favour	53	6,588,743	2	85	55	6,588,828	99.9999
		Against	1	5	-	-	1	5	0.0001
		Abstained	-	-	-	-	-	-	-
3	Appointment of Mr. Jagdish Prasad Goenka (DIN 00136782), who retires by rotation & being eligible, offers himself for re-appointment.	In Favour	50	6,581,341	2	85	52	6,581,426	99.8876
		Against	4	7,407	-	-	4	7,407	0.1124
		Abstained	-	-	-	-	-	-	-
4	Ratification of remuneration payable to M/s. J.K. Kabra & Co., Cost Accountants, for the financial year 2020-21.	In Favour	51	6,587,723	2	85	53	6,587,808	99.9844
		Against	2	825	-	-	2	825	0.0125
		Abstained	1	200	-	-	1	200	0.0030
5	Re-appointment of Mrs. Runa Mukherjee (DIN 02792569) as Independent Director, for the second term of 5 years, w.e.f. 31st July, 2020	In Favour	51	6,588,524	2	85	53	6,588,609	99.9966
		Against	2	24	-	-	2	24	0.0004
		Abstained	1	200	-	-	1	200	0.0030

Note : This is the Annexure referred to in our Consolidated Scrutinizer's Report dated 18th August, 2020 and forming part of that Report.



( P.K. Sarawagi )  
 Company Secretary in Practice  
 Membership No. : FCS-3381  
 Certificate of Practice No. 4882  
 ICSI UDIN : F003381B000589109  
 Kolkata, 18<sup>th</sup> August, 2020



Counter signed by  
 For Oriental Carbon & Chemicals Limited



( Pranab Kumar Maity )

Company Secretary  
 ICSI Membership No. ACS-20606

