

February 28, 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.: Postal Ballot Voting Results alongwith Scrutinizer's Report - Regulations 44 and 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

Dear Sir / Madam,

This is in continuation to our earlier letters dated January 20, 2022 and January 28, 2022, relating to re-appointment of, and payment of remuneration to, Mr. Rakesh Khanna, as the Managing Director of the Company for a period of two years effective from January 23, 2022, and seeking approval of the shareholders of the Company for the same through Postal Ballot Process.

In regard to the above we wish to inform you, pursuant to Regulation 44 read with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, that all the ordinary resolutions proposed in the notice of Postal Ballot dated January 20, 2022 have been approved by the shareholders of the Company with overwhelming majority.

We are enclosing herewith the following documents:

1. Postal Ballot Voting Result in the prescribed format as **Annexure- I**.
2. Scrutinizer's Report on the Postal Ballot dated February 28, 2022 as **Annexure – II**.

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**



Encl.: as above

<b>Company Name</b>	ORIENT ELECTRIC LIMITED
<b>Date of the Postal Ballot</b>	February 27, 2022
<b>Total number of shareholders on record date</b>	76253
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	NA
<b>Promoters and Promoter Group:</b>	
<b>Public:</b>	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	NA
<b>Promoters and Promoter Group:</b>	
<b>Public:</b>	

<b>Resolution required: (Ordinary/ Special)</b>	<b>ORDINARY - Re-appointment of Mr. Rakesh Khanna, as the Managing Director of the Company</b>							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	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
Promoter and Promoter Group	E-Voting	81733294	81733294	100.0000	81733294	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	72149603	66751667	92.5184	66751667	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	58302605	26513750	45.4761	26508939	4811	99.9818	0.0181
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>212185502</b>	<b>174998711</b>	<b>82.4744</b>	<b>174993900</b>	<b>4811</b>	<b>99.9973</b>	<b>0.0027</b>



Resolution required: (Ordinary/ Special)	<b>ORDINARY - Approval of the terms of remuneration of Mr. Rakesh Khanna, Managing Director of the Company</b>							
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
Promoter and Promoter Group	E-Voting	81733294	81733294	100.0000	81733294	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	72149603	66751667	92.5184	55265333	11486334	82.7924	17.2075
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	58302605	26513749	45.4761	26507526	6223	99.9765	0.0234
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>212185502</b>	<b>174998710</b>	<b>82.4744</b>	<b>163506153</b>	<b>11492557</b>	<b>93.4328</b>	<b>6.5672</b>

# 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

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## SCRUTINIZER'S REPORT

To

**The Board of Directors**

**Orient Electric 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 in terms of MCA Circular No. 14/2020 dated 8th April, 2020, MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 22/2020 dated 15th June, 2020, MCA Circular No. 33/2020 dated 28th September, 2020, MCA Circular No. 39/2020 dated 31st December, 2020, MCA Circular No. 10/2021 dated 23rd June, 2021 and MCA Circular No. 20/2021 dated 8th December, 2021 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting process through remote e-voting ("e-voting") in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 20<sup>th</sup> January, 2022.
- (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 20<sup>th</sup> January, 2022. 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 had completed dispatch of the Notice of Postal Ballot through electronic mode on 28<sup>th</sup> January, 2022 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 21<sup>st</sup> January, 2022.
  - (b) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by KFin e-voting system (<https://evoting.kfintech.com>).
  - (c) The e-voting period remained open from 09:00 A.M. IST on Saturday, the 29<sup>th</sup> day of January, 2022 up to 5:00 P.M. IST on Sunday, the 27<sup>th</sup> day of February, 2022.



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- (d) The shareholders holding shares as on the “cut off” date, i.e. 21<sup>st</sup> January, 2022 were entitled to vote on the proposed resolutions as mentioned in the Notice of Postal Ballot dated 20<sup>th</sup> January, 2022.
- (e) The result of the e-voting was downloaded after 5:00 p.m. on Sunday, the 27<sup>th</sup> February, 2022 from KFin website providing the platform for e-voting system (<https://evoting.kfintech.com>) and were unblocked 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, and has been included in our report.
- (f) The summary of the votes casted through e-voting (**EVEN: 6446**) is as follows :-

## SPECIAL BUSINESS:

### Resolution 1 : Ordinary Resolution

**Re-appointment of Mr. Rakesh Khanna (DIN: 00266132), as the Managing Director 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	450	173567658	99.9972%

(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	30	4811	0.0028%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	1426242



**Resolution 2 : Ordinary Resolution**

**Approval of the terms of remuneration of Mr. Rakesh Khanna (DIN: 00266132), Managing Director of the Company**

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

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote E-voting	354	162079911	93.3788%

(ii) *Voted against the Resolution:*

<b>Mode of voting</b>	<b>Number of Members voted</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
Remote E-voting	126	11492557	6.6212%

(iii) *Invalid Votes:*

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
1	1426242

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 shall remain in our safe custody until the Chairman considers, approves and signs the minutes of Postal Ballot through e-voting.



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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 : F004848C002741714

**Place: Kolkata**

**Dated: 28.02.2022**

*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

