

May 23, 2023

**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.: Copies of the newspaper advertisement – Postal Ballot

Dear Sir/ Madam,

In continuation of our earlier letter dated May 22, 2023, please find enclosed herewith copies of the newspaper advertisement published in accordance with Section 110 of the Companies Act, 2013 and Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 in Financial Express (National English Daily) and Odisha Bhaskar (Odisha daily) pertaining to seeking shareholders' approval through Postal Ballot process. The above advertisements were published in the above newspapers on May 23, 2023.

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

Thanking You,

Yours Sincerely,

For **Orient Electric Limited**

Hitesh Kumar Jain
Company Secretary
Encl.: as above

Sebi's 'perform or perish' proposal stumps AMCs



Braving funding chill, digital lenders focus on portfolio quality



Meta fined record \$1.3 bn in EU over US data transfers



NEW DELHI, TUESDAY, MAY 23, 2023

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FINANCIAL EXPRESS

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TUESDAY, MAY 23, 2023

FINANCIAL EXPRESS

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CK BIRLA GROUP



switch to smart

Orient Electric Limited

CIN: L31100OR2016PLC025892

Registered Office:

Unit VIII, Plot No. 7, Bhojnagar Bhubaneswar-751012, Odisha
Tel: 0674-2396930 | Fax: 0674-2396364

Corporate Office:

240, Okhla Industrial Estate, Phase-III, New Delhi-110020
Tel: 011-40507000

E-mail: investor@orientelectric.com, Website: www.orientelectric.com

POSTAL BALLOT NOTICE AND E-VOTING INFORMATION

Notice is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 and other provisions, as applicable, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and the Secretarial Standard -2 on General Meetings issued by the Institute of Companies Secretaries of India, each as amended, and pursuant to General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars') to transact the special businesses as set out hereunder by passing Ordinary Resolutions, as applicable, by way of Postal Ballot only by voting through electronic means (remote e-voting):

1. Appointment of Mr. Rajan Gupta (DIN 07603128) as a Director, not liable to retire by rotation;
2. Appointment of Mr. Rajan Gupta (DIN 07603128) as the Managing Director of the Company;
3. Approval of the remuneration of Mr. Rajan Gupta, Managing Director & Chief Executive Officer of the Company; and
4. Approval of the remuneration of Mr. Rakesh Khanna (DIN:00266132).

Postal Ballot Notice dated May 12, 2023, have been sent electronically on May 22, 2023, to all the shareholders whose email id's are registered with the Company / Company's Registrar and Share Transfer Agent ('RTA') and / or Depositories, as on Friday, May 12, 2023, the Cut-off date.

The requirement of sending physical copy of the Postal Ballot Notice has been dispensed away with vide above referred MCA Circulars. The Postal Ballot Notice can also be accessed on the website of the Company at www.orientelectric.com, websites of the Stock Exchanges i.e. BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') at www.bseindia.com and www.nseindia.com respectively and on the website of Company's RTA, KFin Technologies Limited ('KFinTech') at https://evoting.kfintech.com. Shareholders who have not received the Postal Ballot Notice may download it from the above mentioned websites. Shareholders may also send a request to the Company for receiving Postal Ballot Notice at investor@orientelectric.com.

In compliance with the applicable provisions of the MCA Circular, the Company is providing the facility to its shareholders to cast their votes on all the resolutions as set out in the Postal Ballot Notice only by electronic means ('e-voting'). The communication of assent and dissent of the shareholders would take place through remote e-voting process only. The Company has engaged the services of KFinTech, as the authorised agency for providing e-voting facility. Instructions for casting vote through remote e-voting are provided in the Postal Ballot Notice.

Shareholders are hereby informed that:

- i. The Board of Directors of the Company has appointed Mr. Atul Kumar Labh, Company Secretary in Practice (Membership No. FCS 4848, CP - 3238), of M/s. A.K. Labh & Co., Company Secretaries, as the Scrutinizer, for conducting the Postal Ballot voting process in a fair and transparent manner.
- ii. The remote e-voting shall commence at 9:00 a.m. (IST) on Tuesday, May 23, 2023 and end at 5:00 p.m. (IST) on Wednesday, June 21, 2023. The remote e-voting module shall be disabled for voting thereafter by KFinTech and remote e-voting shall not be allowed beyond the said date and time.
- iii. The Cut-off date for determining the eligibility to vote by remote e-voting shall be Friday, May 12, 2023. Shareholders, holding shares either in physical form or dematerialized form, as on the Cut-off date, would be eligible to cast their votes electronically through the electronic voting system provided by KFinTech.
- iv. The voting rights of shareholders shall be reckoned as on the Cut-Off date and shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on that date.
- v. Once the vote on a resolution is cast by the shareholder, he/ she shall not be allowed to change it subsequently or cast the vote again.
- vi. The results of e-voting will be announced within two working days after the last date of voting and will be displayed on the Company's website www.orientelectric.com and will also be communicated to NSE, BSE and KFinTech.
- vii. Manner of registering / updating email address and KYC:
 - a. Shareholders, holding shares in physical mode, who have not registered / updated their e-mail address and contact details with the Company / RTA, may get the same registered / updated through the weblink: https://ris.kfintech.com/clientservices/mobileereg/mobileemailreg.aspx or by sending a written request in the relevant Form(s) as prescribed by SEBI vice circular dated March 16, 2023 read with Circulars dated November 3, 2021 and December 14, 2021, including a request for updation of bank details, dividend mandate for receiving dividend amount directly in their bank accounts through electronic clearing system, to RTA at KFin Technologies Limited, Unit: Orient Electric Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli Financial District, Nanakramguda, Hyderabad 500 032 or over email at einward.ris@kfintech.com or to the Company at investor@orientelectric.com.
 - b. Shareholders, holding shares in demat mode, who have not registered / updated their KYC, e-mail address, bank details, dividend mandate for receiving dividend amount directly in their bank accounts through electronic clearing system and contact numbers are requested to contact their Depository Participants and register / update, the same in your demat account, as per the process to be advised by your Depository Participants.
- viii. If a Shareholder is already registered with KFinTech for e-voting, he/ she can use his/her existing user ID and password to cast the vote through remote e-voting.
- ix. Shareholders, not holding shares of the Company as on the Cut-off date, should treat the Postal Ballot Notice as well as this Notice for information purpose only.
- x. In case of query relating to voting by electronic means please refer the e-voting user manual available through a dropdown menu in the "Downloads" section at RTA's website https://evoting.kfintech.com or call KFinTech at the toll free no.: 1-800-309-4001, or send email to evoting@kfintech.com. Any grievance related with e-voting may be addressed to Mr. Bhaskar Roy,
Asst. Vice President, KFin Technologies Ltd, (Unit: Orient Electric Limited), Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500 032 or through e-mail at evoting@kfintech.com, Ph:1800-309-4001.

By order of the Board of Directors
For Orient Electric Limited

Sd/-
Hitesh Kumar Jain
Company Secretary
(FCS-6241)

Place: New Delhi
Dated: May 22, 2023

