



Orient Abrasives Limited

Ref No.: Orient/Stock Exch/Letter/205

20th March, 2020

The Dy. General Manager,
Corporate Relations & Services Dept.,
Bombay Stock Exchange Limited
Phirojsha Jeejibhoy 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: ORIENTABRA

Scrip Code: 504879

Dear Sir/Madam,

Sub: Submission of Proceedings of announcement of results of the resolution passed through postal ballot/e-voting

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the proceedings of the Postal Ballot.

Kindly take the same on record.

Thanking you

Yours faithfully,

FOR ORIENT ABRASIVES LIMITED


BIMAL PARMAR
COMPANY SECRETARY





Orient Abrasives Limited

Continuation Sheet

RECORD IN BRIEF OF THE PROCEEDINGS OF ANNOUNCEMENT OF RESULTS OF THE RESOLUTION PASSED THROUGH POSTAL BALLOT/E-VOTING BY THE MEMBERS OF ORIENT ABRASIVES LIMITED AT THE ADMINISTRATIVE OFFICE OF THE COMPANY ON FRIDAY, 20TH MARCH, 2020 AT 11.00 A.M AT JEEVAN UDYOG BUILDING, 2ND FLOOR, 278, D. N. ROAD, FORT, MUMBAI – 400001

The Company, pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modifications or re-enactment thereof for the time being in force, Secretarial Standard 2 on General Meeting ("SS-2") and other applicable provisions of the law and regulations for the time being in force, had proposed to pass a Special Resolution as set out in the Postal Ballot Notice dated 3rd February, 2020.

In terms of the provisions of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations & Disclosures Requirements), Regulation 2015, the Company had provided e-voting facility to all Members who were members as on the cut-off date (i.e. Friday, 7th February, 2020) and appointed Central Depository Services (India) Limited (CDSL) as an agency to provide the e-voting platform. The Company had completed the dispatch of the Postal Ballot Notice to the Members on Monday, 17th February, 2020 and the voting period (physical and e-voting) commenced from Wednesday, 19th February, 2020 (9.00 a.m. IST) and ended on Thursday, 19th March, 2020 (5.00 p.m. IST).

The Board of Directors at its meeting held on Monday, 3rd February, 2020, had appointed Ms. Dipti Gohil (ACS No. 14736, COP No. 11029), Practicing Company Secretary, as Scrutinizer for conducting the postal ballot (physical and e-voting process) in a fair and transparent manner. The deemed date of passing the resolution is last date of receipt of duly completed Postal Ballot form or date of closure of e-voting process i.e. Thursday, 19th March, 2020.

Through newspaper advertisement published in the Business Standard (English) Edition and Phulchhab (Gujarati Edition) on 17th February, 2020, the Members were informed about the completion of dispatch of Postal Ballot Notice & Forms.

The Members were requested to return the Postal Ballot forms duly completed along with the assent (for) or dissent (against), in the attached self addressed postage pre-paid envelop, so as to reach the Scrutinizer or to cast their votes through electronic means, on or before Thursday, 19th March, 2020 (5.00 p.m. IST).

After due scrutiny of e-voting confirmations received till Thursday, 19th March, 2020 (5.00 p.m. IST) (No Postal Ballot forms were received). (being the last date for receipt of Postal Ballot Forms/E-voting), Ms. Dipti Gohil, Scrutinizer submitted her report and the result was declared by Mr. Bimal Parmar, Company Secretary duly authorized by the Chairman of the Company, on Friday, 20th March, 2020 at the Administrative Office of the Company at Jeevan Udyog Building,





2nd Floor, 278, D. N. Road, Fort, Mumbai-400001. The summary of result of Postal Ballot/E-Voting as per the Scrutinizer's Report in respect of Resolution as set out in the Postal Ballot Notice dtd. 3rd February, 2020 is as under:

Summary of the voting exercised by the Members (Physical mode and E-Voting):

Resolution no. 1:

Issue of Convertible Warrants on preferential basis (Special 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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	76062341	75393781	99.12	75393781	0	100.0000	0.0000
	Postal Ballot		0	0	0	0	0.0000	0.0000
	Total		75393781	99.12	75393781	0	100.0000	0.0000
Public Institutions	E-Voting	15845659	2639852	16.66	2639852	0	100.0000	0.0000
	Postal Ballot		0	0	0	0	0.0000	0.0000
	Total		2639852	16.66	2639852	0	100.0000	0.0000
Public Non Institutions	E-Voting	27731200	125563	0.45	123062	2501	98.01	0.00
	Postal Ballot		0	0	0	0	0	0.0000
	Total		125563	0.45	123062	2501	98.01	1.99
Total		119639200	78159196	65.33	78156695	2501	100.0000	0.00

Mr. Bimal Parmar, after receiving the Scrutinizer's Report as referred above announced that the Special Resolution being resolution no. 1 as set out in the Postal Ballot Notice dtd. 3rd February, 2020 has been deemed to be passed with the requisite majority on 19th March, 2020 (i.e. last date of receipt of Postal Ballot forms or E-voting).

The text of the special resolution duly approved by the Members is as under:





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Continuation Sheet

Shifting of Registered Office of the Company from the State of Gujarat to the State of Maharashtra in Mumbai:

"RESOLVED THAT pursuant to the provisions of Section 12(5), 13(4) and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 30 of the Companies (Incorporation) Rules, 2014 and other relevant rules applicable, if any, (including any statutory modification(s) or re-enactments thereof, for the time being in force) (hereinafter referred to as 'the Act'), and subject to approval of the Central Government (Power delegated to Regional Director) and such other approvals, permissions and sanctions, as may be required, under the provisions of the said Act or under any other law for the time being in force, consent of the Members be and is hereby accorded for shifting of Registered Office of the Company from the State of Gujarat to Mumbai, State of Maharashtra.

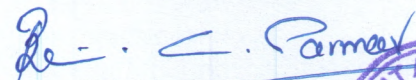
RESOLVED FURTHER THAT upon shifting of the registered office being effective, the existing Clause-2 of the Memorandum of Association of the Company be substituted with the following new clause:

"2. The registered office of the Company will be situated in the State of Maharashtra."

"RESOLVED FURTHER THAT upon the aforesaid resolution becoming effective, the Registered Office of the Company be shifted from the State of Gujarat to such place in Mumbai, State of Maharashtra as may be determined by the Board of Directors of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter called the "Board", which term shall be deemed to include any person(s) authorized and / or Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) and/or Company Secretary of the Company jointly and/or severally be and are hereby authorised to agree to and make and accept such conditions, modifications and alterations stipulated by any one of the authorities, statutory or otherwise, while according approval, consent as may be considered necessary and to appoint counsels and advisors, file applications/ petitions, issue notice, advertisements, obtain orders of shifting of Registered Office from the concerned authorities and take such steps and to do such acts, deeds and things as they may deem necessary and proper in this regard.

For ORIENT ABRASIVES LIMITED



**BIMAL PARMAR
COMPANY SECRETARY**



Place: Mumbai

Date: 20th March, 2020