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New Delhi : 25.07.2023

BSE Limited  
Corporate Relation Department  
1st Floor, New Trading Ring  
Rotunga Building Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai - 400 001

**Stock Code - 530365**

National Stock Exchange of India Ltd.  
Exchange Plaza,  
Plot No. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E)  
Mumbai-400 051

**Stock Code: ORIENTBELL**

**Subject: Summary of Proceedings of 46<sup>th</sup> Annual General Meeting held on 25<sup>th</sup> July, 2023.**

Dear Sir/Madam,

Pursuant to Regulation 30 read with Sub-para 13 of Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Summary of Proceedings of 46<sup>th</sup> Annual General Meeting of the Company held on 25<sup>th</sup> July, 2023.

You are requested to kindly take note of the same and acknowledge.

Thanking you.

Yours faithfully,  
for Orient Bell Limited

Yogesh Mendiratta  
Company Secretary & Head-Legal

Encl: As above

Orient Bell Limited

CORPORATE OFFICE: Iris House, 16 Business Centre, Nangal Raya, New Delhi – 110 046, India. Tel.: +91 11 4711 9100  
REGD. OFFICE : 8 Industrial Area, Sikandrabad – 203 205 (U.P.) India. Tel.: +91 5735 222 203 / 222 / 424, +91 81910 04575 / 76. Fax: +91 5735 222 642  
E-mail: customercare@orientbell.com, Website: www.orientbell.com  
CIN: L14101UP1977PLC021546



**Summary of proceedings of 46<sup>th</sup> Annual General Meeting of the Company held on Tuesday, the 25<sup>th</sup> July, 2023 at 10:00 a.m. through Video Conferencing(VC)/ Other Audio Visual Means (OAVM) deemed to be held at its Registered Office at 8, Industrial Area, Sikandrabad- 203 205, Dist Bulandshahr, Uttar Pradesh.**

Mr. Yogesh Mendiratta, Company Secretary welcomed all the Members present at the 46<sup>th</sup> Annual General Meeting of the Company held through VC/ OAVM and informed that the Chairman of the Board, Mr. Mahendra K. Daga has submitted his leave of absence stating his inability to attend this Annual General Meeting due to health related issues.

The Company Secretary called the names of the Directors present at the meeting viz., Mr. Madhur Daga, Managing Director, Mr. P.M. Mathai, Independent Director, Mr. Sameer Kamboj, Independent Director and Ms. Tanuja Joshi, Independent Director. The Directors introduced themselves. After introduction, Mr. P.M Mathai proposed and Ms. Tanuja Joshi seconded the name of Mr. Madhur Daga to chair the meeting. With the Consent of all the Directors present at the meeting, Mr. Madhur Daga, Managing Director of the Company was appointed as Chairman of the Meeting.

The Company Secretary briefed important instructions to the members relevant for participating the meeting. He informed that the Company has received requests from few of the members for registration as speaker shareholders but considering the paucity of time, questions received from only three shareholders will only be taken up.

Mr. Madhur Daga designated Chairman of the meeting welcomed the shareholders present at the 46<sup>th</sup> Annual General meeting. After ascertaining the quorum, he called the meeting in order. He informed that apart from the Directors, the key executives of the Company including Mr. Aditya Gupta, CEO, Mr. Himanshu Jindal, CFO and Mr. Yogesh Mendiratta, Company Secretary are present at the meeting. He further informed that the representatives of Statutory Auditors and Secretarial Auditors are also present at the meeting.

The Company Secretary informed that the AGM is being held through Video Conference in compliance with applicable circulars issued by MCA & SEBI. Live streaming of the meeting is being webcast on NSDL's website. The Company has taken requisite steps to enable members to participate & vote on the items being considered at the AGM. He also informed that the members who have not voted earlier through remote e-voting can cast their vote during the course of the meeting through e-voting facility. The Registers as required under the Companies Act, 2013 are open for inspection.

The Notice, Statutory Auditor Reports & Secretarial Auditor's Report were taken as read.

At this stage, the Chairman delivered his speech to the shareholders of the Company.

The Company Secretary stated that the Company has provided to its Members the facility to cast their votes through the remote e-voting system administered by NSDL as per the provisions of Companies Act, 2013, SEBI Listing Regulations. He further informed that members attending the AGM who have not casted their votes by remote E-voting have also been provided with the option to cast their vote through E-voting during

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the AGM on all the resolutions as set out in the notice of AGM. He read out the meeting Agenda in brief that the Notice calling AGM contains ordinary businesses as well as special businesses on Agenda. The Ordinary Businesses include the adoption of Annual Accounts for FY 2022-23 and the Reports of Auditors and Directors thereon, the re-appointment of Mr. Madhur Daga who is retiring by rotation and declaration of dividend @ Rs. 1/- per equity share. The Special Businesses include the approval on re-appointment and remuneration of Mr. Mahendra K. Daga as Chairman & Whole Time Director for a further term from 01-04-2024 to 31-03-2027 by way of Special Resolution and approval of related party transactions by way of Ordinary Resolution.

He also informed that Ms. Ashu Gupta, Practising Company Secretary has been appointed as the Scrutinizer for the purpose of carrying out the remote e-voting and the e-voting process during AGM in a fair and transparent manner.

He further informed that since the AGM is being held through Video Conference/ OAVM, and the resolutions mentioned in the notice convening this AGM have been already put to vote through remote e-voting, there will be no proposing and seconding of resolutions.

The Chairman proceeded further with the meeting and called the names of Shareholders who had registered themselves as Speaker Shareholders to ask question(s) and/or express their views. The Chairman invited shareholders who have registered themselves as Speaker Shareholders. The shareholders put up their respective questions/views.

The Chairman and Executives of the Company replied to the Questions asked by the speaker shareholders. The Chairman informed that the Members who had not casted their vote through remote e-voting may cast their vote as the e-voting platform will remain open for next 15 minutes and thereafter the meeting will stand concluded.

The Chairman thanked all the shareholders and Directors for joining the Meeting.

The Members were informed that the Results would be declared after considering Scrutinizer's Report on Remote e-voting by the Members conducted for the 46<sup>th</sup> AGM. It was also informed that the Results would be announced within 2 working days and will be submitted to the Stock Exchanges (NSE and BSE) and shall also be placed on the website of the Company and of NSDL.

With the consent of shareholders, the Chairman and the Board Members left the meeting and the e-voting continued for next 15 minutes.

After the expiry of 15 minutes, the meeting concluded at 10:38 a.m.

For Orient Bell Limited

Yogesh Mendiratta  
Company Secretary & Head-Legal  
M.No. A-13615

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