

December 29, 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 letter dated November 28, 2022, relating to re-appointment of Mr. TCA Ranganathan, Mr. K Pradeep Chandra and Mrs. Alka Marezban Bharucha, as Independent Directors of the Company for a period of five years effective from January 19, 2023, 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 special resolutions proposed in the notice of Postal Ballot dated November 24, 2022 have been approved by the shareholders of the Company with requisite 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 December 29, 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 AGM/EGM</b>	28-12-2022
<b>Total number of shareholders on record date</b>	88969
<b>No. of shareholders present in the meeting either in person or</b>	
<b>Promoters and Promoter Group:</b>	0
<b>Public:</b>	0
<b>No. of Shareholders attended the meeting through Video</b>	
<b>Promoters and Promoter Group:</b>	0
<b>Public:</b>	0

Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. TCA Ranganathan, as an Independent Director of the Company.							
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	81733294	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	81733294	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	69813000	66555719	95.3343	65566751	988968	98.5140	1.4859
	Poll	69813000	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	69813000	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	61172763	30067009	49.1510	30065014	1995	99.9933	0.0066
	Poll	61172763	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	61172763	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>212719057</b>	<b>178356022</b>	<b>83.8458</b>	<b>177365059</b>	<b>990963</b>	<b>99.4444</b>	<b>0.5556</b>

Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. K Pradeep Chandra, as an Independent Director of the Company.							
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	81733294	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	81733294	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	69813000	66555719	95.3343	65566751	988968	98.5140	1.4859
	Poll	69813000	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	69813000	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	61172763	30067004	49.1510	30064810	2194	99.9927	0.0072
	Poll	61172763	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	61172763	0	0.0000	00	0	0.0000	0.0000
Total		212719057	178356017	83.8458	177364855	991162	99.4443	0.5557

Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mrs. Alka Marezbhan Bharucha, as an Independent Director of the Company.							
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	81733294	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	81733294	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	69813000	66555719	95.3343	62283476	4272243	93.5809	6.4190
	Poll	69813000	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	69813000	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	61172763	30067009	49.1510	30064816	2193	99.9927	0.0072
	Poll	61172763	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	61172763	0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>212719057</b>	<b>178356022</b>	<b>83.8458</b>	<b>174081586</b>	<b>4274436</b>	<b>97.6034</b>	<b>2.3966</b>

**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, MCA Circular No. 20/2021 dated 8th December, 2021 and MCA Circular No. 3/2022 dated 5th May, 2022 (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 3<sup>rd</sup> November, 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 24<sup>th</sup> November, 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 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> November, 2022 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 18<sup>th</sup> November, 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 Tuesday, the 29<sup>th</sup> day of November, 2022 up to 5:00 P.M. IST on Wednesday, the 28<sup>th</sup> day of December, 2022.
  - (d) The shareholders holding shares as on the "cut off" date, i.e. 18<sup>th</sup> November, 2022 were entitled to vote on the proposed resolutions as mentioned in the Notice of Postal Ballot dated 24<sup>th</sup> November, 2022.





- (e) The result of the e-voting was downloaded after 5:00 p.m. on Wednesday, the 28<sup>th</sup> December, 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: 7093**) is as follows :-

**SPECIAL BUSINESS:****Resolution 1 : Special Resolution**

**Re-appointment of Mr. TCA Ranganathan (DIN: 03091352), as an Independent 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	315	177365059	99.4444%

(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	36	990963	0.5556%

(iii) **Invalid** Votes:

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
2	581227



**Resolution 2 : Special Resolution****Re-appointment of Mr. K Pradeep Chandra (DIN: 05345536), as an Independent 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	314	177364855	99.4443%

*(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	37	991162	0.5557%

*(iii) Invalid Votes:*

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
2	581227

**Resolution 3 : Special Resolution****Re-appointment of Mrs. Alka Marezban Bharucha (DIN: 00114067), as an Independent 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	309	174081586	97.6034%



# 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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Mobile : 98300-55689

e-mail : aklabh@aklabh.com / aklabhcs@gmail.com

Website : [www.aklabh.com](http://www.aklabh.com)

(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	43	4274436	2.3966%

(iii) *Invalid* Votes:

<b>Total number of members whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
2	581227

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.

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 : F004848D002831914

Place : Kolkata  
Dated: 29.12.2022





# A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)  
DIM, DHRD, PGHDSM, DIRPM  
*Practising Company Secretary*



# A. K. LABH & Co.

*Company Secretaries*

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Website : [www.aklabh.com](http://www.aklabh.com)

*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

