

SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

23<sup>rd</sup> September 2015

To

The Chairman of the Annual General Meeting (AGM) of the members of The Orissa Minerals Development Company Limited held on 22nd day of September, 2015 at Purbashree Auditorium of Eastern Zonal Cultural Centre, Bhartiya Cultural Complex, IB 201, Sector – III, Salt Lake, Kolkata – 700106 at 11 am.

Dear Sir,

1. I, Rupanjana De, Company Secretary in whole time practice, have been appointed by the Board of Directors of The Orissa Minerals Development Company Limited (the Company) as a scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the Annual General Meeting of the members of the Company, held on 22nd day of September, 2015 at Purbashree Auditorium of Eastern Zonal Cultural Centre, Bhartiya Cultural Complex, IB 201, Sector – III, Salt Lake, Kolkata - 700106.
2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to making a Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated above based on the reports generated from the e-voting system provide by National Securities Depository Limited, the authorized agency to provide e-voting facilities, engaged by the Company.
3. Further to above, I submit my report as under:-
  - i. The E-voting period remained open from Saturday, 19<sup>th</sup> September 2015 (9:00 A.M) to Monday 21<sup>st</sup> September 2015 (5:00 P.M)
  - ii. The members of the Company as on the 'cut-off' date i.e., 15<sup>th</sup> September 2015, were entitled to vote on the resolutions (items no. 1 to 6 as set out in the notice of the Annual General Meeting of the Company)
  - iii. The votes cast were unblocked on September 22, 2014 in the presence of 2 witnesses, Mr. Aritra Karmakar and Miss Sucharita Laha who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence
- iv. Thereafter, the details containing *inter alia*, list of Equity Share Holders, who voted 'for' and 'against' each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited ("NSDL") i.e., <https://www.evoting.nsdl.com/> and based on such reports generated, the result of the e-voting is as under:

*Aritra Karmakar*  
Name: Aritra Karmakar

*Sucharita Laha*  
Name: Sucharita Laha



# CS Rupanjana De FCS, LL.M, M.A.(Eco), EMLE

Practising Company Secretary

## Item No. 1:-

Adoption of Audited Financial Statements of the Company for the Financial year ended 31st March, 2015 together with the Reports of the Board of Directors, Auditors and comments of CAG.

(i) Voted in favour of the resolution

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
26	3011580	99.99

(ii) Voted against of the resolution

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	214	00.01

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

## Item No. 2:-

Declaration of Dividend for the financial year ended 31st March, 2015

(i) Voted in favour of the resolution

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
26	3011580	100

(ii) Voted against of the resolution

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
0	0	0

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

## Item No. 3:-

Re-appointment of Shri P. Madhusudan (DIN: 02845996), as a Director

(i) Voted in favour of the resolution



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Practising Company Secretary

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
13	3001536	99.66

(ii) Voted against of the resolution

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
15	10258	00.34

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

## Item No. 4:-

Ratification of the appointment of M/s. L.B. Jha & Co., Chartered Accountants as the Statutory Auditors of the Company for the financial year 2015-16 and fixation of remuneration thereof

(i) Voted in favour of the resolution

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
24	3011569	99.99

(ii) Voted against of the resolution

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
4	225	0.01

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

## Item No. 5:-

Approval for appointment of Smt Urvilla Khatri (DIN: 07011413) as a Director of the Company

(i) Voted in favour of the resolution

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
14	3001539	99.66

(ii) Voted against of the resolution

17, Nabanagar, Jadavpur, Kolkata - 700 032, West Bengal, India  
Tel: +91 33 2725-3151 / 52 / 53 / 54, Mob: +91-9163111995  
E-mail : de.rupanjana@gmail.com



# CS Rupanjana De FCS, LL.M, M.A.(Eco), EMLE

Practising Company Secretary

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
13	10105	0.34

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

## Item No. 6:-

Approval for appointment of Shri Prabhat Kumar Sinha (DIN:06872165), as Managing Director of the Company for a period of Five years with effect from 4th February, 2015 and authorizing Board of Directors of the Company to consider and approve the remuneration payable to Shri Prabhat Kumar Sinha, as a Managing Director on receipt of detailed terms and conditions from the Ministry of Steel, Government of India

(i) Voted in favour of the resolution

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
20	3011353	99.99

(ii) Voted against of the resolution

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
8	441	0.01

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A	N.A

Thanking you,  
Yours faithfully

*Rupanjana De*

**CS RUPANJANA DE**  
Company Secretary in Practise  
Membership No.: FCS 7530  
CP No.: 14492  
M: +91-9163111995; Tel: +91-33-2725  
Email: de.rupanjana@gmail.com

Place: Kolkata  
Date: 23<sup>rd</sup> September, 2015

Countersigned by:  
For The Orissa Minerals Development Company Limited

Authorized Representative

*S.D.S.*

एस. दास/S. DAS

कम्पनी सचिव

Company Secretary

दि उड़ीसा मिनरल्स डेवलपमेंट कंपनी लि.

THE ORISSA MINERALS DEVELOPMENT COMPANY LIMITED

17, Nabanagar, Jadavpur, Kolkata - 700 032, West Bengal, India  
Tel: +91 33 2725-3151 / 52 / 53 / 54, Mob: +91-9163111995  
E-mail : de.rupanjana@gmail.com



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman of the Annual General Meeting (AGM) of the members of The Orissa Minerals Development Company Limited held on 22nd day of September, 2015 at Purbashree Auditorium of Eastern Zonal Cultural Centre, Bhartiyam Cultural Complex, IB 201, Sector – III, Salt Lake, Kolkata – 700106

Dear Sir,

I, Rupanjana De, Company Secretary in whole time practice, have been appointed by the Board of Directors of The Orissa Minerals Development Company Limited (the Company) as a scrutinizer for the purpose of Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and the Poll by use of Ballot at the Annual General Meeting under the provisions of Section 109 of the Companies Act, 2013 (the Act) read with Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended, on the resolutions contained in the Notice to the AGM of the Equity Shareholders of the Company, held on 22nd day of September, 2015 at Purbashree Auditorium of Eastern Zonal Cultural Centre, Bhartiyam Cultural Complex, IB 201, Sector – III, Salt Lake, Kolkata – 700106:

1. The Notice dated 24<sup>th</sup> July 2015 of the 97<sup>th</sup> Annual General Meeting of along with the Statements under section 102 of the Act setting out all material facts in respect of the Resolutions mentioned therein;
2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e., by remote e-voting and voting by Poll by using Ballot Poll at the AGM] for the resolutions contained in the Notice to the AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means [i.e., by remote e-voting and voting by Poll by using Ballot Poll at the AGM] is restricted to making a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions based on the reports generated from the e-voting system provide by National Securities Depository Limited, the authorized agency to provide e-voting facilities, engaged by the Company and the polling done at the AGM of the Company
3. I submit my Consolidated Scrutinizers report on the result of voting through electronic means (i.e. by remote e-voting and Ballot Poll at the AGM) as under:-

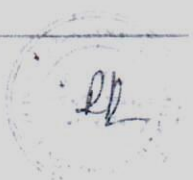
Item no of the Notice	Voted in favour of the resolution		Voted against of the resolution		Invalid Vote Nos.
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
<b>Item No. 1:-</b> Adoption of Audited Financial Statements of the Company for the Financial year ended 31 <sup>st</sup> March, 2015	4013746	99.99	214	0.01	1



# CS Rupanjana De FCS, LL.M, M.A.(Eco), EMLE

Practising Company Secretary

together with the Reports of the Board of Directors, Auditors and comments of CAG.					
<b>Item No. 2:-</b> Declaration of Dividend for the financial year ended 31 <sup>st</sup> March, 2015	4013746	100	0	0	1
<b>Item No. 3:-</b> Re-appointment of Shri P. Madhusudan (DIN: 02845996), as a Director	4003702	99.74	10258	0.26	1
<b>Item No. 4:-</b> Ratification of the appointment of M/s. L.B. Jha & Co., Chartered Accountants as the Statutory Auditors of the Company for the financial year 2015-16 and fixation of remuneration thereof	4013735	99.99	225	0.01	1
<b>Item No. 5:-</b> Approval for appointment of Smt Urvilla Khati (DIN: 07011413) as a Director of the Company	4003705	99.75	10105	0.25	1
<b>Item No. 6:-</b> Approval for appointment of	4013519	99.99	441	0.01	1



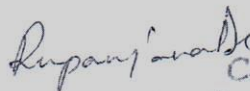
# CS Rupanjana De FCS, LL.M, M.A.(Eco), EMLE

Practising Company Secretary

Shri Prabhat Kumar Sinha (DIN:06872165), as Managing Director of the Company for a period of Five years with effect from 4 <sup>th</sup> February, 2015 and authorizing Board of Directors of the Company to consider and approve the remuneration payable to Shri Prabhat Kumar Sinha, as a Managing Director on receipt of detailed terms and conditions from the Ministry of Steel, Government of India					
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4. The Electronic data and all other relevant records relating to the E-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM


Thanking you,  
Yours faithfully



**CS RUPANJANA DE**  
Company Secretary in Practice  
Membership No.: FCS 7530  
C.P. No.: 14492  
M: +91-9163111995; Tel: +91-33-2725-3153  
Email: de.rupanjana@gmail.com  
Place: Kolkata  
Date: 23<sup>rd</sup> September, 2015

Countersigned by:  
For The Orissa Minerals Development Company Limited

Authorized Signatory

  
एस. दास/S. DAS  
कम्पनी सचिव  
Company Secretary  
दि उड़ीसा मिनरल डेवलपमेंट कम्पनी लि.  
THE ORISSA MINERALS DEV. CO. LTD.

17, Nabanagar, Jadavpur, Kolkata - 700 032, West Bengal, India  
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