

August 18, 2018

Bombay Stock Exchange Limited
New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort
Mumbai-400001
Security Code: 535754

National Stock Exchange of India Limited
"Exchange Plaza", Plot No. C-1, Block G
Bandra – Kurla Complex, Bandra (East),
Mumbai – 400 051
Symbol: ORIENTCEM

Sub: Voting results- Regulation 44(3) of SEBI (LODR) Regulations, 2015

Dear Sir,

Pursuant to regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) 2015, please find attached voting results of 7th Annual General Meeting of the Company held on August 17, 2018 alongwith the report of the scrutinizer.

This is for your information and record.

Thanking you,

Yours sincerely,
For **Orient Cement Limited**


Nidhi Bisaria
(Company Secretary)



Encl: a/a

Voting Results pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Name of the Company	Orient Cement Limited
Date of AGM/EGM	17th August, 2018
Total Number of shareholders as on Record Date/ Cut-off date	27,034
No. of shareholders present in the meeting either in person or through proxy	54
Promoters and Promoter Group	16 (12 through authorized representative and 4 through proxy)
Public	38 (24 in person, 9 through authorised representative and 5 through proxy)
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	N.A
Public	

Item No. 1- To receive, consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2018, including the audited Balance Sheet as at 31st March, 2018, the Statement of Profit & Loss and Cash Flow Statement for the financial year ended on that date together with the Reports of the Board of Directors and Auditors thereon.

Resolution required (Ordinary /Special)					Ordinary			
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
Promoters & Promoters Group	E-vote	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
	Phy Vote		0	0.0000	0	0	0.0000	0.0000
	Total	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
Public Institution	E-vote	70773325	50241335	70.9891	50241335	0	100.0000	0.0000
	Phy Vote		0	0.0000	0	0	0.0000	0.0000
	Total	70773325	50241335	70.9891	50241335	0	100.0000	0.0000
Public Others	E-vote	57545513	19265073	33.4780	19265068	5	100.0000	0.0000
	Phy Vote		3679995	6.3949	3679995	0	100.0000	0.0000
	Total	57545513	22945068	39.8729	22945063	5	100.0000	0.0000
Total		204868760	149736325	73.0889	149736320	5	100.0000	0.0000

Item No. 2- To declare a final dividend of Rupee 0.75/- per equity share of face value of Rupee 1 each for the financial year ended 31st March, 2018.

Resolution required (Ordinary /Special)					Ordinary			
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
Promoters & Promoters Group	E-vote	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
	Phy Vote		0	0.0000	0	0	0.0000	0.0000
	Total	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
Public Institution	E-vote	70773325	53437999	75.5058	53437999	0	100.0000	0.0000
	Phy Vote		0	0.0000	0	0	0.0000	0.0000
	Total	70773325	53437999	75.5058	53437999	0	100.0000	0.0000
Public Others	E-vote	57545513	19265098	33.4780	19265098	0	100.0000	0.0000
	Phy Vote		3679495	6.3941	3679495	0	100.0000	0.0000
	Total	57545513	22944593	39.8721	22944593	0	100.0000	0.0000
Total		204868760	152932514	74.6490	152932514	0	100.0000	0.0000



Item No. 3- To appoint a director in place of Mrs. Amita Birla (DIN 00837718), who retires by rotation and being eligible, seeks re-appointment

Resolution required (Ordinary /Special)					Ordinary			
Whether promoter/ promoter group are interested in the agenda / resolution?					Yes			
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
Promoters & Promoters Group	E-vote	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
	Phy Vote		0	0.0000	0	0	0.0000	0.0000
	Total	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
Public Institution	E-vote	70773325	53437999	75.5058	43930532	9507467	82.2084	17.7916
	Phy Vote		0	0.0000	0	0	0.0000	0.0000
	Total	70773325	53437999	75.5058	43930532	9507467	82.2084	17.7916
Public Others	E-vote	57545513	19265098	33.4780	19265067	31	99.9998	0.0002
	Phy Vote		3679495	6.3941	3679495	0	100.0000	0.0000
	Total	57545513	22944593	39.8721	22944562	31	99.9999	0.0001
Total		204868760	152932514	74.6490	143425016	9507498	93.7832	6.2168

Item No. 4- To ratify the appointment of Statutory Auditors as required under section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and to authorize the Board of Directors to fix their remuneration.

Resolution required (Ordinary /Special)					Ordinary			
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
Promoters & Promoters Group	E-vote	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
	Phy Vote		0	0.0000	0	0	0.0000	0.0000
	Total	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
Public Institution	E-vote	70773325	53437999	75.5058	53437999	0	100.0000	0.0000
	Phy Vote		0	0.0000	0	0	0.0000	0.0000
	Total	70773325	53437999	75.5058	53437999	0	100.0000	0.0000
Public Others	E-vote	57545513	19265073	33.4780	19265067	6	100.0000	0.0000
	Phy Vote		3679995	6.3949	3679995	0	100.0000	0.0000
	Total	57545513	22945068	39.8729	22945062	6	100.0000	0.0000
Total		204868760	152932989	74.6492	152932983	6	100.0000	0.0000



Item No. 5- Fixing the remuneration of Mr. Somnath Mukherjee, Cost Auditor of the Company for the financial year ended 31st March, 2019.

Resolution required (Ordinary /Special)					Ordinary			
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
Promoters & Promoters Group	E-vote	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
	Phy Vote		0	0.0000	0	0	0.0000	0.0000
	Total		76549922	100.0000	76549922	0	100.0000	0.0000
Public Institution	E-vote	70773325	53437999	75.5058	53437999	0	100.0000	0.0000
	Phy Vote		0	0.0000	0	0	0.0000	0.0000
	Total		53437999	75.5058	53437999	0	100.0000	0.0000
Public Others	E-vote	57545513	19265073	33.4780	19265067	6	100.0000	0.0000
	Phy Vote		3679995	6.3949	3679995	0	100.0000	0.0000
	Total		22945068	39.8729	22945062	6	100.0000	0.0000
Total		204868760	152932989	74.6492	152932983	6	100.0000	0.0000

Item No. 6 Approval of the terms of remuneration of Mr. Desh Deepak Khetrapal, Managing Director & CEO (DIN 02362633).

Resolution required (Ordinary /Special)					Special			
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
Promoters & Promoters Group	E-vote	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
	Phy Vote		0	0.0000	0	0	0.0000	0.0000
	Total		76549922	100.0000	76549922	0	100.0000	0.0000
Public Institution	E-vote	70773325	41201534	58.2162	21524290	19677244	52.2415	47.7585
	Phy Vote		0	0.0000	0	0	0.0000	0.0000
	Total		41201534	58.2162	21524290	19677244	52.2415	47.7585
Public Others	E-vote	57545513	19265073	33.4780	19265067	6	100.0000	0.0000
	Phy Vote		3679995	6.3949	3679995	0	100.0000	0.0000
	Total		22945068	39.8729	22945062	6	100.0000	0.0000
Total		204868760	140696524	68.6764	121019274	19677250	86.0144	13.9856



Item No. 7- Raising of funds through issuance of securities.

Resolution required (Ordinary /Special)					Special			
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
Promoters & Promoters Group	E-vote	76549922	76549922	100.0000	76549922	0	100.0000	0.0000
	Phy Vote		0	0.0000	0	0	0.0000	0.0000
	Total		76549922	100.0000	76549922	0	100.0000	0.0000
Public Institution	E-vote	70773325	53437999	75.5058	40058109	13379890	74.9618	25.0382
	Phy Vote		0	0.0000	0	0	0.0000	0.0000
	Total		70773325	53437999	40058109	13379890	74.9618	25.0382
Public: Others	E-vote	57545513	19265073	33.4780	19265067	6	100.0000	0.0000
	Phy Vote		3679995	6.3949	3679995	0	100.0000	0.0000
	Total		57545513	22945068	22945062	6	100.0000	0.0000
Total		204868760	152932989	74.6492	139553093	13379896	91.2511	8.7489

Note:

1. All the resolutions were passed with requisite majority.



A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

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CONSOLIDATED SCRUTINIZER'S REPORT

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

The Chairman
of the 7th Annual General Meeting of
Orient Cement Limited
Unit VIII, Plot No. 7
Bhoinagar, Bhubaneswar
Odisha-751012

Dear Sir,

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 7th Annual General Meeting of the members of "***Orient Cement Limited***" ("***Company***") held on Friday, 17th August, 2018 at Unit-VIII, Plot No. 7, Bhoinagar, Bhubaneswar-751012, (Odisha) at 02.00 P.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated 3rd May, 2018. My responsibility as a scrutinizer for remote e-voting and voting through physical ballots 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 National Securities Depository Limited (NSDL) and of voting through physical ballots as provided by MCS Share Transfer Agent Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.



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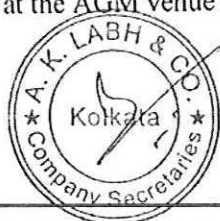
Mobile : 98300-55689

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

Website : www.aklabh.com

I submit my report as under:

1. The remote e-voting period remained open from 9.00 A.M. IST on Tuesday, the 14th August, 2018 up to 5.00 P.M. IST on Thursday, the 16th August, 2018.
2. The Shareholders holding shares as on the "cut off" date, i.e. 10th August, 2018 were entitled to vote on the proposed 7 (Seven) resolutions as mentioned in the Notice dated 3rd May, 2018 of the Annual General Meeting of the Company.
3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
4. The locked ballot boxes were subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
5. The votes were unblocked on Friday, the 17th August, 2018 around 03:15 P.M. after the completion of the Annual General Meeting in the presence of two witnesses, namely, Mr. Narayan Chandra Saha, residing at 108/1, Sarat Chatterjee Road, Howrah – 711102 and Mr. Asit Kumar Labh, residing at 71, N. D. Road, Kolkata-700008, who are not in employment of the Company.
6. The ballots, if any, which were incomplete and/or which were otherwise found defective have been treated as invalid.
7. The combined result of the remote e-voting [EVEN : 108481] and votes casted through physical ballot papers distributed at the AGM venue are as under:



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<A> ORDINARY BUSINESS:**a) Resolution 1**

To receive, consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2018, including the audited Balance Sheet as at 31st March, 2018, the Statement of Profit & Loss and Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon

(i) Voted in favour of the Resolution:

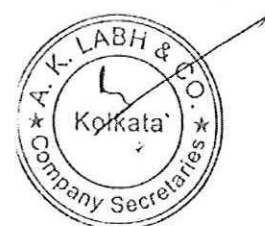
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	103	146056325	
Voting by ballot	28	3679995	
Total	131	149736320	99.999997%

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	1	5	
Voting by ballot	0	0	
Total	1	5	0.000003%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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b) Resolution 2

To declare a final dividend of Re. 0.75/- per equity share of face value of Re. 1 each for the financial year ended 31st March, 2018

(i) Voted in favour of the Resolution:

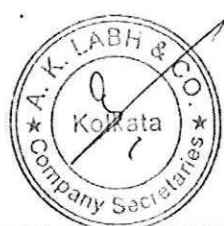
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	111	149253019	
Voting by ballot	27	3679495	
Total	138	152932514	100.00%

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	0	0	
Voting by ballot	0	0	
Total	0	0	0.00%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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c) Resolution 3

To appoint a director in place of Mrs. Amita Birla (DIN: 00837718), who retires by rotation and being eligible, seeks reappointment

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	79	139745521	
Voting by ballot	27	3679495	
Total	106	143425016	93.783207%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	32	9507498	
Voting by ballot	0	0	
Total	32	9507498	6.216773%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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d) Resolution 4

To ratify the appointment of M/s S. R. Batliboi & Co. LLP, Chartered Accountants (ICAI Firm Registration Number 301003E/E300005), Statutory Auditors as required under section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to authorise the Board of Directors to fix their remuneration

(i) *Voted in favour of the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	108	149252988	
Voting by ballot	28	3679995	
Total	136	152932983	99.999996%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	2	6	
Voting by ballot	0	0	
Total	2	6	0.000004%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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 SPECIAL BUSINESS:

e) Resolution 5 : Ordinary Resolution

To ratify the remuneration of Mr. Somnath Mukherjee, Cost Auditor of the Company for the financial year 2018-19

(i) *Voted in favour of the Resolution:*

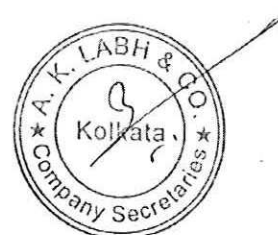
<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	108	149252988	
Voting by ballot	28	3679995	
Total	136	152932983	99.999996%

(ii) *Voted against the Resolution:*

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	2	6	
Voting by ballot	0	0	
Total	2	6	0.000004%

(iii) *Invalid Votes:*

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



A. K. LABH

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 DIM, DHRD, PGHDSM, DIRPM
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f) Resolution 6 : Special Resolution

To approve the terms of remuneration of Mr. Desh Deepak Khetrapal (DIN: 02362633), Managing Director & CEO of the Company for the period from 1st April, 2018 to 31st March, 2019

(i) Voted in favour of the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	89	117339279	
Voting by ballot	28	3679995	
Total	117	121019274	86.014402%

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	9	19677250	
Voting by ballot	0	0	
Total	9	19677250	13.985598%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



A. K. LABH

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

**A. K. LABH & Co.**

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

☎ (033) 2221-9381, Fax : (033) 2221-9381

Mobile : 98300-55689

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

Website : www.aklabh.com

g) Resolution 7 : Special Resolution

To approve raising of funds through issuance of securities

(i) Voted in favour of the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	87	135873098	
Voting by ballot	28	3679995	
Total	115	139553093	91.251138%

(ii) Voted against the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote e-voting	23	13379896	
Voting by ballot	0	0	
Total	23	13379896	8.748862%

(iii) Invalid Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0



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8. All the resolutions proposed hereinabove have been passed with requisite majority.
9. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Thanking You,

Yours truly

For A. K. LABH & Co.

Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary

FCS - 4848 / CP No. - 3238



Place: Kolkata

Dated: 17.08.2008

A. K. LABH

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



A. K. LABH & Co.

Company Secretaries

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Mobile : 98300-55689

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

Website : www.aklabh.com

Witness :

1. 

(Narayan Chandra Saha)
108/1, Sarat Chatterjee Road
Howrah - 711 102

2. 

(Asit Kumar Labh)
71, N. D. Road
Kolkata - 700 008



Received the Report of the Scrutinizer
For Orient Cement Limited


(Nidhi Bisaria)
Company Secretary