

August 2, 2019

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 8th Annual General Meeting of the Company held on August 1, 2019 alongwith the report of the scrutinizer.

This is for your information and record.

NEW DELIK

Thanking you,

Yours sincerely,

For Orient Cement Limited

Nidhi Bisaria

(Company Secretary)

Encl: a/a

CIN No: L26940OR2011PLC013933

| | | ORIENT CEMENT LIMITED |
|-------------------------------------------------------------------------------|------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------|
| Date of the AGM/EGM | | 01-08-2019 |
| Total number of shareholders on record date | te | 30255 |
| No. of shareholders present in the meeting either in person or through proxy: | either in person or through proxy: | |
| Promoters and Promoter Group: | | 16 |
| Public: | | 30 |
| No. of Shareholders attended the meeting through Video Conferencing | through Video Conferencing | |
| Promoters and Promoter Group: | | Not Applicable |
| Publics | | Not Applicable |
| | | |
| Resolution No. | | |
| | ORDINARY - Adoption of the audit | - Adoption of the audited financial statements of the Company for the financial year ended March 31, 2019 together with the Report of the Board of |
| Resolution required: (Ordinary/ Special) | Directors and Auditors thereon. | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | O _Z | |
| | | % of Votes |

| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are | | AND THE PERSON NAMED IN COLUMN TWO IS NOT THE OWNER. | | | | | | | | |
|----------------------------------------------------------------------------------|---------------------------------|------------------------------------------------------|----------------------------|-----------------------|---------------------------------|-------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------|---------------|--------------------|
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are | ORDINARY - Adop | ition of the audit | ed financial sta | tements of the | Company for the | financial year er | - Adoption of the audited financial statements of the Company for the financial year ended March 31, 2019 together with the Report of the Board of | 9 together with the | Report of the | oard of |
| Whether promoter/ promoter group are | Directors and Auditors thereon. | litors thereon. | | | | | | | | |
| interested in the agenda/resolution? | No | | | | | | | | | |
| | | | | % of Votes | | | | | | |
| | | | | outstanding | | | % of Votes in | % of Votes | | |
| | | | | shares | |) | favour on votes | against on votes | | |
| Catamory | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | polled (6)=[(4)/(2)]*100 | polled polled [7)=[(5)/(2)]*100 Votes Invalid | Votes Invalid | Votes Abstained |
| Carred 4 | E-Voting | | 76,549,922 | 100.0000 | | | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 76,549,922 | | | | | | | SES | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 76,549,922 | 100,000 | 76,549,922 | | 0 100.0000 | 0.0000 | 0 | 0 |
| | E-Voting | | 51,658,972 | 71.5919 | 51,658,972 | | 100.000 | 0.0000 | 0 | 120,817 |
| | Poll | 1 | | 0.0000 | 0 | | 000000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 7,157,612 | | | | | | | | 8 |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 51,658,972 | 71.5919 | 51,658,972 | | 0 100.0000 | 0.0000 | 0 | 120817 |
| | E-Voting | | 19,265,327 | 34.3036 | 19,265,322 | | 5 100.0000 | 0.0000 | 3,519,850 | 0 |
| | Poll | 300 131 33 | 158,898 | 0.2829 | 158,898 | | 100.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 20,101,220 | | | | | | | | |
| Public- Non Institutions | applicable) | * | 0 | 0.0000 | 0 | | 0.0000 | | 0 | 0 |
| | Total | | 19,424,225 | 34.5865 | 19,424,220 | | 5 100,000 | 0.0000 | 3,519,850 | О |
| | Total | 204,868,760 | 147,633,119 | 72.0623 | 147,633,114 | | 100.000 | 0,000 | 3,519,850 | 1.20817 |



| Resolution No. | 2 | | | | | | | | | |
|---------------------------------------------------------------------------|-------------------|-------------------|-------------------------|-----------------|--------------------|-------------------|----------------------|-----------------------------------------------------------------------------------------------------------------------------------------------|----------------|-----------|
| Resolution required: (Ordinary/ Special) | ORDINARY - Decla | ration of final d | ividend of Rupe | e 0.75 (75%) pe | r equity share (fa | ace value of Rupe | e 1 each) for the fi | - Declaration of final dividend of Rupee 0.75 (75%) per equity share (face value of Rupee 1 each) for the financial year ended March 31, 2019 | March 31, 2019 | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| | | | | % of Votes | | | | | | |
| | | | | outstanding | | | % of Votes in | % of Votes | | |
| | | No of charge | No of votor | shares | No of Votes | No of Votes | favour on votes | against on votes | | Votec |
| Categoox | Mode of Voting | held (1) | polled (2) | 100 | in favour (4) | against (5) | (6)=[(4)/(2)]*100 | | Votes Invalid | Abstained |
| | E-Voting | | 76,549,922 | 100.0000 | 76,549,922 | | | 0.0000 | 0 | 0 |
| | Poll | 0 | | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| 9 | Postal Ballot (if | 76,549,922 | | | | | | | | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 76,549,922 | 100.0000 | 76,549,922 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | E-Voting | | 51,779,407 | 71.7588 | 51,779,407 | 0 | 100.0000 | 0.0000 | 0 | 382 |
| | Poll | 22.7 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 719'/51'7/ | | | | | | | | |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 51,779,407 | 71.7588 | 51,779,407 | 0 | 100,000 | 00000 | 0 | 382 |
| | E-Voting | | 19,265,327 | 34.3036 | 19,265,307 | 20 | 6666'66 | 0.0001 | 3,519,850 | 0 |
| | Poll | 000 101 00 | 158,898 | 0.2829 | 158,898 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 20,101,220 | | | | | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 19,424,225 | 34.5865 | 19,424,205 | 20 | 6666'66 | 0.0001 | 3,519,850 | 0 |
| | Total | 204,868,760 | 204,868,760 147,753,554 | 72.1211 | 147,753,534 | 20 | 100,0000 | 0.0000 | 3,519,850 | 382 |

| Resolution No. | n | | Account to the second | | | | | | | |
|---------------------------------------------------------------------------|-------------------|-----------------|-----------------------|--------------------------|-------------------|------------------|-------------------------------------------------------------------------------------------------------------|-----------------------------------------------------|---------------|-----------|
| Resolution required: (Ordinary/ Special) | ORDINARY - Re-al | opointment of M | r. Chandrakant | : Birla (DIN 0011 | 8473), as directo | r of the Company | Re-appointment of Mr. Chandrakant Birla (DIN 00118473), as director of the Company, who retires by rotation | tation | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| | | | | % of Votes Polled on | | | | | | |
| | | | 19- | outstanding | 8 | | % of Votes in | % of Votes | | |
| - | ¥ | No. of shares | No. of votes | shares (3)=[(2)/(1)]* | No. of Votes – | No. of Votes – | favour on votes polled | against on votes polled | | Votes |
| Category | Mode of Voting | held (1) | polled (2) | 100 | in favour (4) | against (5) | (6)=[(4)/(2)]*100 | (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100 Votes Invalid | Votes Invalid | Abstained |
| | E-Voting | | 76,549,922 | 100.0000 | 76,549,922 | 0 | 100.000 | 0.0000 | 0 | 0 |
| | Poll | 200 047 37 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| × | Postal Ballot (if | 776,848,977 | | | | | | | C | C |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | | | 0 | 0 |
| | Total | | 76,549,922 | 100.0000 | 76,549,922 | 0 | 100,000 | 0.0000 | 0 | 0 |
| | E-Voting | | 51,779,407 | 71.7588 | 51,770,579 | 8,828 | 99.9830 | 0.0170 | 0 | 382 |
| | Poll | 77 467 643 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 710//51/7/ | | | | | | | | 3 |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 51,779,407 | 71.7588 | 51,770,579 | 8,828 | 99.9830 | 0.0170 | 0 | 382 |
| | E-Voting | | 19,265,327 | 34.3036 | 19,265,321 | 9 | 100.000 | 0.0000 | 3,519,850 | 0 |
| | Poll | 200 101 22 | 158,898 | 0.2829 | 158,898 | 0 | 100.000 | 0.0000 | 0 (191 | 0 |
| | Postal Ballot (if | 30,101,220 | | | | | | 100/ | 7 | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.000 | 0.0000 | 0 | 0 |
| | Total | | 19,424,225 | 34.5865 | 19,424,219 | 6 | 100.000 | 00000 | 3,519,850 | 0 |
| | Total | 204,868,760 | 147,753,554 | 72.121.1 | 1,47,744,720 | 8,834 | 99,9940 | 0.0060 | 3,519,850 | 382 |
| | | | | | | | | | | |



| - V |
|-----|
| 30 |
| |

| | 4 | | | | | | | | | |
|---------------------------------------------------------------------------|-------------------|------------------|-------------------------|---------------------------|------------------|--------------------|---------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|---------------|
| • | ORDINARY -Re-ap | ppointment of M, | 's S.R. Batliboi | & Co. LLP, Chart | ered Accountant | s (ICAI Firm Regis | tration Number 30 | -Re-appointment of M/s S.R. Batilboi & Co. LLP, Chartered Accountants (ICAI Firm Registration Number 301003E/ E300005), as Statutory Auditors of the | as Statutory Au | litors of the |
| Resolution required: (Ordinary/ Special) | Company for a te | rm of two years | ill the conclusi | on of the tenth, | Annual General N | Jeeting to be hel | Company for a term of two years till the conclusion of the tenth Annual General Meeting to be held in the year 2021 | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| | | | | % of Votes | | | | | | |
| | | | | Polled on | | | | | | |
| | | | | outstanding | | | % of Votes in | % of Votes | | |
| | | No of charac | No of votes | shares (3)=[(2)///11)* | No of Votes | No of Water | favour on votes | against on votes | | Votac |
| Category | Mode of Voting | held (1) | polled (2) | 100 | in favour (4) | against (5) | (6)=[(4)/(2)]*100 | (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100 Votes Invalid | Votes Invalid | Abstained |
| | E-Voting | | 76,549,922 | 100.000 | 76,549,922 | | | 0.0000 | 0 | 0 |
| | Poll | 200000 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 10,549,922 | | | | | | | | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 76,549,922 | 100,0000 | 76,549,922 | 0 | 100.0000 | 00000 | 0 | 0 |
| | E-Voting | | 51,779,407 | 71.7588 | 51,658,972 | 120,435 | 99.7674 | 0.2326 | 0 | 382 |
| | Poll | 27 157 613 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 710'/51'7/ | | | | | | | | |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 51,779,407 | 71.7588 | 51,658,972 | 120,435 | 99.7674 | 0.2326 | 0 | 382 |
| | E-Voting | | 19,265,327 | 34.3036 | 19,265,321 | 9 | 100.0000 | 0.0000 | 3,519,850 | 0 |
| | Poll | 200 121 22 | 158,898 | 0.2829 | 158,898 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 36,101,220 | | | | | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 19,424,225 | 34.5865 | 19,424,219 | 9 | 100.0000 | 0.0000 | 3,519,850 | 0 |
| | Total | 204,868,760 | 204,868,760 147,753,554 | 72.1211 | 147,633,113 | 120,441 | 99.9185 | 0.0815 | 3,519,850 | 382 |

| Resolution No. | S | | | | | | | | | |
|---------------------------------------------------------------------------|-------------------|---------------------------|----------------------------|-----------------------|---------------------------------|-------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------|-------------------|---------|
| Resolution required: (Ordinary/ Special) | ORDINARY - Appor | intment of Mrs. | Varsha Vasant | Purandare (DIN | 05288076) as an | Independent Dir | ORDINARY - Appointment of Mrs. Varsha Vasant Purandare (DIN 05288076) as an Independent Director, to hold the office upto February 7, 2024, not liable to retire by rotation | office upto Februar | y 7, 2024, not li | able to |
| | | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| | | | | % of Votes | | | | | | |
| | | | | Polled on | | | | | | |
| | | | | outstanding | | | % of Votes in | % of Votes | | |
| | | | | | i | 1 | favour on votes | against on votes | | 300 |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | polled (6)=[(4]/(2)]*100 | polled polled (7)=[(3)/(2)]*100 Votes Invalid | Votes Invalid | Votes |
| | E-Voting | | 76,549,922 | 100.0000 | 76,549,922 | 0 | | 0.0000 | 0 | 0 |
| | Poll | 0 | 0 | 0.0000 | | 0 | | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 16,549,922 | | | | | | | | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| • | Total | | 76,549,922 | 100.0000 | 76,549,922 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | E-Voting | | 51,779,407 | 71.7588 | 51,779,407 | 0 | 100.0000 | 0.0000 | 0 | 382 |
| | Poll | 77 157 57 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 719//51/ | | | | | | | | 9 |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 51,779,407 | 71.7588 | 51,779,407 | 0 | 100.000 | 0,0000 | 0 | 382 |
| | E-Voting | | 19,265,327 | 34.3036 | 19,265,321 | 9 | 100.0000 | 0.0000 | 3,519,850 | 0 |
| | Poll | 200 121 22 | 158,898 | 0.2829 | 158,898 | 0 | 100.000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 30,101,220 | | | | 9 | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 19,424,225 | 34.5865 | 19,424,219 | 9 | 100.0000 | 0.0000 | 3,519,850 | 0 |
| | Total | 204,868,760 | 204,868,760 147,753,554 | 72.1211 | 147,753,548 | 9 | 100.000 | 0.0000 | 3.519,850 | 382 |



| ON contribution | 9 | | | | | | | | | |
|---------------------------------------------------------------------------|--------------------------------------------------------------------------------|---------------------------------------|-----------------------|----------------------------------------|-----------------|--------------------|---------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|------------|
| Nesolation No. | SPECIAL - Re-anno | intment of Mr. | lanat Shah (DIN | 101625535) as a | n Independent D | irector to hold th | ne office from April | special - Re-annointment of Mr. Janat Shah (DIN 01625535) as an Independent Director to hold the office from April 30, 2019 upto April 39, 2024, not liable to | 1 29, 2024, not | liable to |
| Resolution required: (Ordinary/ Special) | retire by rotation | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| | | | | % of Votes Polled on outstanding | | | % of Votes in | % of Votes | | |
| e e | | No. of shares | No. of votes | | No. of Votes – | No. of Votes – | favour on votes polled | | | Votes |
| Category | Mode of Voting | held (1) | polled (2) | 100 | in favour (4) | against (5) | (6)=[(4)/ | (/)=(/)/(z)/_TOO votes invalid | | Abstallied |
| | E-Voting | | 76,549,922 | 10 | 76,549,92 | | 100.0000 | | | |
| | Poll | 76,549,922 | 0 | 0.0000 | 5 | 0 | | | | |
| Dromoter and Dromoter Group | Postal Ballot (if | ă | 0 | 0.0000 | 0 | 0 | | | 0 | 0 |
| | Total | | 76,549,922 | 100.0000 | 76,549,922 | 0 | 100.0000 | 0.0000 | | 0 |
| | E-Voting | | 51,779,407 | | 34,395,124 | 17,384,283 | | 33.5737 | 0 | 382 |
| | Poll | | | 0.0000 | | 0 | 0.0000 | 0.0000 | 0 | 0 |
| 3 3 3 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 | Postal Ballot (if | 7,157,512 | | 0000 | o | O | 0.0000 | 0.0000 | 0 | 0 |
| Public- Institutions | applicable) | | 701,077,13 | | 24 305 12 | 17 384 28 | , | | 0 | 382 |
| | F-Voting | | 19 265 327 | | | | | | 3,519,85 | 0 |
| | 100 | - | | | | | | | 0 | 0 |
| | Postal Ballot (if | 56,161,226 | | | | | | | | |
| Public- Non Institutions | applicable) | | 0 | | | 0 | | | | 0 |
| | Total | | 19,424,225 | 34.5865 | | | | | 3,519,850 | |
| | Total | 204,868,760 | 147,753,554 | 72.1211 | 130,368,065 | 17,385,489 | 88.2335 | 11.7665 | 3,519,850 | 382 |
| | | | | | | | | | | |
| Resolution No. | / | | | | | | | | 0.00 | |
| Resolution required: (Ordinary/ Special) | SPECIAL - Re-appointment of Mr. Rak 2024, not liable to retire by rotation. | ointment of Mr. o retire by rotati | Rabindranath J on. | hunjhunwala (Di | IN 00050729) as | an Independent I | Director to hold the | SPECIAL - Re-appointment of Mr. Rabindranath Jhunjhunwala (DIN 00050729) as an Independent Director to hold the office from August 9, 2019 upto August 8, 2024, not liable to retire by rotation. | t 9, 2019 upto / | August 8, |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| | | | | % of Votes Polled on outstanding | | | % of Votes in | % of Votes | | |
| 20 | | No. of shares | No. of votes | es [(2)/(1)]* | No. of Votes – | No. of Votes – | ravour on votes polled | - | | Votes |
| Category | Mode of Voting | held (1) | polled (2) | 100 | in fa | against (5) | (6)=[(4)/ | (7)=[(5)/(2 | | Abstained |
| | E-Voting | | 76,549,922 | 10 | 76,549,922 | | 10 | | | |
| | Poll | | | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 10,349,922 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| Promoter and Promoter Gloup | diplication) | | CCD 013 37 | 10 | 76 549 97 | | 7, | 000000 | 0 | 0 |

| Nesolation No. | | | | | | | The state of the s | The same of the sa | | |
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| and the second s | SPECIAL - Re-appo | bintment of Mr. I | Rabindranath Jl | hunjhunwala (DI | se (622020) as | an Independent L | Sirector to hold the | Re-appointment of Mr. Rabindranath Jhunjhunwala (DIN 00050729) as an Independent Director to hold the office from August 9, 2019 upto August 8, | t 9, 2019 upto / | ugust 8, |
| Resolution required: (Ordinary/ Special) | 2024, not liable to | liable to retire by rotation. | on. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | 0 2 | | | | | | | | | |
| | | | | % of Votes Polled on outstanding | | | % of Votes in | % of Votes | | |
| | | No. of shares | No. of votes | shares (3)=[(2)/(1)]* | No. of Votes – | 1 83 | favour on votes polled | against on votes polled | | Votes |
| Category | Mode of Voting | held (1) | polled (2) | 100 | in ta | against (5) | (0)=(4)/ | | votes illyalid | Abstalled |
| | E-Voting | | 76,549,922 | 100.0000 | 76,549,922 | 0 | 10 | | | |
| | Poll | 200 073 37 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 10,349,344 | | | | | | | | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | | | D |
| | Total | | 76,549,922 | 100.0000 | 76,549,922 | 0 | 100,000 | | | |
| | E-Voting | | 51,779,407 | 71.7588 | 34,395,124 | 17,384,283 | 66.4263 | 33.5737 | 0 | 382 |
| | Poll | | | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 7,4,137,012 | | | | | | | - 14 | |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | | | |
| | Total | | 51,779,407 | 71.7588 | 34,395,124 | 17,384,283 | 66,4263 | 33.5737 | 0 | 382 |
| | E-Voting | | 19,265,327 | 34.3036 | 19,264,116 | 1,211 | 99.9937 | 7 0.0063 | 3,519,850 | 0 |
| | Poll | 000 | 158,898 | 0.2829 | 158,898 | 0 | 100.000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 30,101,220 | | | Į. | | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 19,424,225 | 34.5865 | 19,423,014 | 1,211 | 95.9938 | 3, 0.0062 | 3,519,850 | |
| | Total | 204.868.760 | 147,753,554 | 72.1211 | 130,368,060 | 17,385,494 | 88.2335 | 11.7665 | 3,519,850 | 382 |



| Resolution No. | 00 | | | | | | | | | |
|---------------------------------------------------------------------------|-----------------------|-------------------|-------------------------|---------------------------------------------------------|---------------------------------|-------------------------------|----------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|
| | SPECIAL - Re-appo | bintment of Mr. | Rajeev Jhawar (| DIN 00086164) | as an Independe | nt Director to hol | d the office from A | SPECIAL - Re-appointment of Mr. Rajeev Jhawar (DIN 00086164) as an Independent Director to hold the office from August 9, 2019 upto August 8, 2024, not liable | August 8, 2024 | , not liable |
| Resolution required: (Ordinary/ Special) | to retire by rotation | on. | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| | | N of charee | No of votes | % of Votes Polled on outstanding shares (3)=((2)/((1))* | No of Votes - | No. of Votes - | % of Votes in favour on votes | % of Votes against on votes polled | | Votes |
| Category | Mode of Voting | held (1) | polled (2) | 100 | in favour (4) | | \geq | (7)=[(5)/(2 | Votes Invalid | Abstained |
| | E-Voting | | 76,549,922 | 100.0000 | 76,549,922 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | Poll | 2000 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 76,549,922 | C | 0000 | c | C | טטטט | 00000 | C | C |
| Promoter and Promoter Group | applicable) | | CCP PA 37 | 16 | 76 549 92 | | JC JC | | | |
| | E-Voting | | 50.806.627 | | | 17.384.2 | | | 0 | 973,162 |
| | 9 | | 0 | | | | | | 0 | |
| | Postal Ballot (if | 72,157,612 | | | | | | | | |
| Public- Institutions | applicable) | | 0 | | SHIRT | 0 | 0.0000 | 34.2166 | | 0 0 |
| | Total | | 20,806,627 | 10.4100 | | 00'/1 | | STATE OF STA | Depth of the latest states and the latest st | 240.0 |
| | E-Voting | | 19,265,327 | 34.3036 | 19,264,116 | 1,211 | | | 3,519,850 | |
| | Poll | | 158,898 | 0.2829 | 158,898 | 0 | 100.000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 56,151,225 | | | | | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | | | | |
| | Total | | 19,424,225 | 34,5865 | 19,423,014 | 1,211 | 99.9938 | 0.0062 | | 0 |
| | Total | 204,868,760 | 204,868,760 146,780,774 | 71.6462 | 129,395,280 | 17,385,494 | 88.1555 | 11.8445 | 3,519,850 | 973162 |
| ON positioned | σ | | | | | | | | | |
| Besolution required: (Ordinary/ Special) | RDINARY - | oval of the term: | s of remunerati | ion of Mr. Somn | ath Mukherjee, (| Cost Auditor of th | e Company for the | Approval of the terms of remuneration of Mr. Somnath Mukherjee, Cost Auditor of the Company for the financial year ended March 31, 2020. | ed March 31, 20 | 20. |
| Whether promoter/ promoter group are | c Z | | | | | | | | | |
| | | | | % of Votes Polled on | | | % of Votes in | % of Votes | | |
| | | | | shares | E | | favour on votes | against on votes | | + |
| | Mode of World | No. of shares | No. of votes | (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | polled (6)=[(4)/(2)]*100 | polled (7)=[(5)/(2)]*100 Votes Invalid | Votes Invalid | Votes Abstained |
| Category | F-Voting | | 76.549,922 | | | | 100.0000 | 0.0000 | 0 | 0 |
| | llod | 1 | | | | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 76,549,922 | | | | | | | | |
| | 1-1-111 | | C | 00000 | | _ | 0000 | 00000 | C | C |

| Resolution No. | б | | | | | The state of the s | | | 200000000000000000000000000000000000000 | |
|---------------------------------------------------------------------------|-------------------|------------------|-------------------------|----------------|------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|-------|
| Resolution required: (Ordinary/ Special) | ORDINARY - Appr | oval of the term | s of remunerati | on of Mr. Somn | ath Mukherjee, C | ost Auditor of th | e Company for the | Approval of the terms of remuneration of Mr. Somnath Mukherjee, Cost Auditor of the Company for the financial year ended March 31, 2020. | ed March 31, 20 | 20. |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No V | | | | | | | | | |
| | | | | % of Votes | | | | | | |
| | | | | Polled on | | | | | | |
| | | | | outstanding | | | % of Votes in | % of Votes | | |
| | | | | shares | | | favour on votes | against on votes | | + |
| | | No. of shares | No. of votes | (3)=[(2)/(1)]* | No. of Votes – | No. of Votes – | polled | bolled polled polled | Motor lawlid | Votes |
| Category | Mode of Voting | held (1) | polled (2) | 100 | In Ta | against (5) | | (1)-((2))(5)) +00 | | |
| | E-Voting | | 76,549,922 | 100.0000 | 76,549,922 | 0 | 100.000 | 0.0000 | 0 | 0 |
| | Poll | 2000 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 16,549,922 | | | | | | | | 2 |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.000 | | 0 | 0 |
| | Total | | 76,549,922 | 100.000 | 76,549,922 | 0 | 100.000 | 0.0000 | 0 | 0 |
| | E-Voting | | 51,779,407 | 71.7588 | 51,779,407 | 0 | 100.000 | 0.0000 | 0 | 382 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 72,157,612 | | | | | × | | | |
| Public- Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.000 | | 0 | 0 |
| | Total | | 51,779,407 | 71.7588 | 51,779,407 | 0 | 100.0000 | 0.0000 | 0 | 382 |
| | E-Voting | | 19,265,327 | 34.3036 | 19,265,321 | 9 | 100.000 | 0.0000 | 3,519,850 | 0 |
| | Poll | | 158,898 | 0.2829 | 158,898 | 0 | 100.000 | 0.0000 | 0 | 0. |
| | Postal Ballot (if | 20,101,220 | | | | | | | | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | | 0 | 0 |
| | Total | | 19,424,225 | 34.5865 | 19,424,219 | 9 | 100.000 | 0,0000 | 3,519,850 | ٥ |
| | Total | 204 868 760 | 204 868 760 147 753 554 | 72.1211 | 147,753,548 | 9 | 100,0000 | 0,000 | 13,519,850 | 382 |



| Nesolation No. | 1.0 | | | | | | | | | |
|---------------------------------------------------------------------------|-------------------|---------------------------|----------------------------|-----------------------|---------------------------------|-------------------------------|-----------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|------------|
| | SPECIAL - Approv | al of the terms o | of remuneration | of Mr. Desh De | epak Khetrapal, I | Managing Directo | r & CEO (DIN 0236 | SPECIAL - Approval of the terms of remuneration of Mr. Desh Deepak Khetrapal, Managing Director & CEO (DIN 02362633) for the financial year ended March 31, | cial year ended | March 31, |
| Resolution required: (Ordinary/ Special) | 2020. | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | | | |
| 77 | | | | % of Votes | | | | | | |
| | | , | | Polled on | | | | | | |
| ě! | | | | outstanding | | | % of Votes in | % of Votes | | |
| | | | | shares | | | favour on votes | against on votes | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | polled (6)=[(4)/(2)]*100 | polled (7)=[(5)/(2)]*100 Votes Invalid | Votes Invalid | Votes |
| | E-Voting | | 76,549,922 | 100.0000 | _ | | _ | 0.0000 | 0 | |
| | Poll | | | 0.0000 | 0 | 0 | 0.0000 | | 0 | |
| | Postal Ballot (if | 76,549,922 | | | | | | | | |
| Promoter and Promoter Group | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 76,549,922 | 100.0000 | 76,549,922 | 0 | 100.0000 | 0.0000 | 0 | 0 |
| | E-Voting | | 41,247,366 | 57.1629 | 8,731,229 | 32,516,137 | 21.1680 | 78.8320 | 0 | 10,532,423 |
| 98 | Poll | 77 157 613 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Postal Ballot (if | 710//61/2/ | | | | | | | | |
| Public-Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 41,247,366 | 57.1629 | 8,731,229 | 32,516,137 | 21.1680 | 78.8320 | 0 | 10532423 |
| | E-Voting | | 19,265,316 | 34.3036 | 19,265,290 | 26 | 6666.66 | 0.0001 | 3,519,850 | 11 |
| | Poll | 000 101 00 | 158,898 | 0.2829 | 158,898 | 0 | 100,000 | - | 0 | 0 |
| | Postal Ballot (if | 20,101,05 | | | | | | | à | |
| Public- Non Institutions | applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 | 0 |
| | Total | | 19,424,214 | 34.5865 | 19,424,188 | 26 | 6666'66 | 0.0001 | 3,519,850 | T T |
| | Total | 204.868.760 | 127 221 502 | 56 9803 | 104 705 220 | 22 212 162 | 0606 97 | 23 6061 | 2 510 950 | ACKTOROL |

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

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 8th 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 8th Annual General Meeting of the members of "Orient Cement Limited" ("Company") held on Thursday, 1st day of August, 2019 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 29th day of April, 2019. 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 Karvy Fintech Private Limited ("Karvy") and of voting through physical ballots as provided by Karvy, the agency engaged by the Company to provide remote e-voting / physical ballot facilities.





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I submit my report as under:

- 1. The remote e-voting period remained open from 9.00 A.M. IST on Monday, the 29th July, 2019 up to 5.00 P.M. IST on Wednesday, the 31st July, 2019.
- 2. The Shareholders holding shares as on the "cut off" date, i.e. 25th July, 2019 were entitled to vote on the proposed 10 (Ten) resolutions as mentioned in the Notice dated 29th April, 2019 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 box was 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 Thursday, the 1st August, 2019 around 03:25 P.M. after the completion of the Annual General Meeting in the presence of two witnesses, namely, Ms. Ankita Singh, residing at 76, Bhairay Dutta Lane, Howrah 711 106 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Kolkata-700060, 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: 4607] 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 March 31, 2019, including the audited Balance Sheet as at March 31, 2019, 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:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|----------------------------|---------------------------------|---------------------------------------------|
| Remote e-voting | 85 | 147474216 | |
| Voting by ballot | 21 | 158898 | |
| Total | 106 | 147633114 | 99.999997% |

(ii) Voted against the Resolution:

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

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------------|------------------------------------|
| 1 | 3519850 |





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Website: www.aklabh.com

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 March 31, 2019

(i) Voted in favour of the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|----------------------------|---------------------------------|------------------------------------------------|
| Remote e-voting | 86 | 147594636 | |
| Voting by ballot | 21 | 158898 | |
| Total | 107 | 147753534 | 99.999986% |

(ii) Voted against the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|----------------------------|---------------------------------|------------------------------------------------|
| Remote e-voting | 1 | 20 | |
| Voting by ballot | 0 | 0 | |
| Total | 1 | 20 | 0.000014% |

| Total number of . members whose votes were declared invalid | Total number of votes cast by them |
|-------------------------------------------------------------|------------------------------------|
| 1 | 3519850 |





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c) Resolution 3

To appoint a director in place of Mr. Chandrakant Birla (DIN: 00118473), who retires by rotation and being eligible, seeks reappointment

(i) Voted in favour of the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|----------------------------|---------------------------------|------------------------------------------------|
| Remote e-voting | 84 | 147585822 | |
| Voting by ballot | 21 | 158898 | |
| Total | 105 | 147744720 | 99.994021% |

(ii) Voted against the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|----------------------------|---------------------------------|------------------------------------------------|
| Remote e-voting | 3 | 8834 | |
| Voting by ballot | 0 | 0 | |
| Total | 3 | 8834 | 0.005979% |

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------|------------------------------------|
| 1 | 3519850 |





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d) Resolution 4

Re-appointment of M/s S. R. Batliboi & Co. LLP, Chartered Accountants (ICAI Firm Registration Number 301003E/E300005), as Statutory Auditors of the Company

(i) Voted in favour of the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes |
|------------------|----------------------------|---------------------------------|----------------------------------------|
| Remote e-voting | 84 | 147474215 | cast |
| Voting by ballot | 21 | 158898 | |
| Total | 105 | 147633113 | 99,918485% |

(ii) Voted against the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes casi |
|------------------|-------------------------|---------------------------------|------------------------------------------------|
| Remote e-voting | 3 | 120441 | · · · · |
| Voting by ballot | 0 | 0. | • |
| Total | 3 | 120441 | 0.081515% |

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------------|------------------------------------|
| 1 | 3519850 |





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 SPECIAL BUSINESS:

e) Resolution 5: Ordinary Resolution

Appointment of Mrs. Varsha Vasant Purandare (DIN: 05288076) as an Independent Director

(i) Voted in favour of the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes |
|------------------|----------------------------|---------------------------------|----------------------------------------|
| | | | cast |
| Remote e-voting | 85 | 147594650 | |
| Voting by ballot | 21 | 158898 | |
| Total | 106 | 147753548 | 99.999996% |

(ii) Voted against the Resolution:

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

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------------|------------------------------------|
| 1 | 3519850 |





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f) Resolution 6: Special Resolution

Re-appointment of Mr. Janat Shah (DIN: 01625535) as an Independent Director

(i) Voted in favour of the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|-------------------------|---------------------------------|------------------------------------------------|
| Remote e-voting | 67 | 130209167 | |
| Voting by ballot | 21 | 158898 | |
| Total | 88 | 130368065 | 88.233455% |

(ii) Voted against the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|----------------------------|---------------------------------|------------------------------------------------|
| Remote e-voting | 20 | 17385489 | |
| Voting by ballot | 0 | 0 | |
| Total | 20 | 17385489 | 11.766545% |

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------------|------------------------------------|
| 1 | 3519850 |





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g) Resolution 7: Special Resolution

Re-appointment of Mr. Rabindranath Jhunjhunwala (DIN: 00050729) as an Independent Director

(i) Voted in favour of the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|----------------------------|---------------------------------|------------------------------------------------|
| Remote e-voting | 66 | 130209162 | |
| Voting by ballot | 21 | 158898 | • |
| Total | 87 | 130368060 | 88.233451% |

(ii) Voted against the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|----------------------------|---------------------------------|------------------------------------------------|
| Remote e-voting | 21 | 17385494 | |
| Voting by ballot | 0 | 0 | |
| Total | 21 | 17385494 | 11.766549% |

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------------|------------------------------------|
| 1 | 3519850 |





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h) Resolution 8: Special Resolution

Re-appointment of Mr. Rajeev Jhawar (DIN: 00086164) as an Independent Director

(i) Voted in favour of the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|----------------------------|---------------------------------|------------------------------------------------|
| Remote e-voting | 64 | 129236382 | |
| Voting by ballot | 21 | 158898 | |
| Total | 85 | 129395280 | 88.155469% |

(ii) Voted against the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|----------------------------|---------------------------------|------------------------------------------------|
| Remote e-voting | 21 | 17385494 | |
| Voting by ballot | 0 | 0 | • |
| Total | 21 | 17385494 | 11.844531% |

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------------|------------------------------------|
| 1 | 3519850 |





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



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Website: www.aklabh.com

i) Resolution 9: Ordinary Resolution

Fixing the remuneration of Mr. Somnath Mukherjee, Cost Auditor of the Company

(i) Voted in favour of the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|----------------------------|---------------------------------|------------------------------------------------|
| Remote e-voting | 85 | 147594650 | <u> </u> |
| Voting by ballot | 21 | 158898 | |
| Total | 106 | 147753548 | 99.999996% |

(ii) Voted against the Resolution:

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

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------------|------------------------------------|
| 1 | 3519850 |





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Website: www.aklabh.com

j) Resolution 10: Special Resolution

Approval of the terms of remuneration of Mr. Desh Deepak Khetrapal, Managing Director & CEO (DIN 02362633)

(i) Voted in favour of the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|----------------------------|---------------------------------|------------------------------------------------|
| Remote e-voting | 53 | 104546441 | |
| Voting by ballot | . 21 | 158898 | |
| Total | 74 | 104705339 | 76.303886% |

(ii) Voted against the Resolution:

| Mode of voting | Number of Members voted | Number of votes cast by them | % of total number of valid votes cast |
|------------------|----------------------------|---------------------------------|------------------------------------------------|
| Remote e-voting | 24 | 32516163 | |
| Voting by ballot | 0 | 0 | |
| Total | 24 | 32516163 | 23.696114% |

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-----------------------------------------------------------------|------------------------------------|
| 1 | 3519850 |





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Company Secretaries

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Mobile: 98300-55689

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

Website: www.aklabh.com

- 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: 02.08,2019



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



A. K. LABH & Co.

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Website: www.aklabh.com

Witness:

1. Ankilt Singh

(Ankita singh) 76, Bhairav Dutta Lane, Howrah – 711 106

2. Atogoptar

(Anushree Dasgupta) 28/N, Dwijen Mukherjee Road, Kolkata-700 060 Kolkata * Kolkata * Kolkata * Kolkata

Received the Report of the Scrutinizer
For Orient Cement Limited

(Nidhi Bisaria) Company Secretary

FCS: 5634

