

**Orient Cement Limited**

CIN:L26940OR2011PLC013933

Registered Office: Unit VIII, Plot No. 7, Bhoinagar, Bhubaneswar, Odisha-751 012

Tel: 0674-2396930 | Fax No. 0674-2396364

Corporate Office : Birla Tower, 3<sup>rd</sup> Floor, 25, Barakhamba Road, New Delhi-110 001

Tel: 011-42092100, 011-42092190

Email : [investors@orientcement.com](mailto:investors@orientcement.com) | Visit us at : [www.orientcement.com](http://www.orientcement.com)**NOTICE**

Notice is hereby given that 5<sup>th</sup> Annual General Meeting (AGM) of the Members of Orient Cement Limited will be held on Saturday, 23<sup>rd</sup> day of July 2016 at 2:00 P.M at Unit –VIII, Plot No. 7, Bhoinagar, Bhubaneswar-751012, Odisha to transact the businesses as set out in the Notice of AGM dated May 4, 2016.

The physical copy of the Annual Report including the Notice convening the AGM has been posted to the members on June 27, 2016. The same has been sent by e-mail on June 27, 2016 to those members who have registered their e-mail ID's with the Company/ Depository Participant(s) for communication purposes. The Annual Report including Notice of AGM of the Company is available on the website of the Company and also available for inspection at the registered office of the Company during office hours on working days, except Saturday.

In compliance with section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its Shareholders with facility of "remote e-voting"(e-voting from a place other than venue of the AGM), through e-voting Services provided by National Securities Depository Limited (NSDL), to enable them to cast their votes at the 5<sup>th</sup> AGM.

In accordance with provisions of Section 108 of the Companies Act, 2013 and the Rules thereunder as amended, read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has appointed Mr. Atul Kumar Labh, Practising Company Secretary as the Scrutinizer to scrutinize the e-voting process. The details as per the requirement of the Rules are given hereunder:

1. Date of completion of dispatch of Notice: June 27, 2016.
2. A person whose name is recorded in the Register of Members or in Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. July 18, 2016 only shall be entitled to avail the facility of remote e-voting as well as voting in the AGM.
3. Those persons who have acquired shares and have become members of the Company after the despatch of Notice of the AGM by the Company and whose names appear in the Register of Members or Register of beneficial holders as on cut-off date i.e July 18, 2016 can view the Notice of the 5<sup>th</sup> AGM on the Company's website or on the website of NSDL. Such members can exercise their voting rights through remote e-voting by following the procedure as mentioned in the Notice of AGM.
4. The remote e-voting period will commence from July 20, 2016 (9:00 A.M.) and ends on July 22, 2016 (5:00 P.M.). The e voting module will be disabled by NSDL for voting thereafter on July 22, 2016 at 5:00 P.M. i.e voting shall not be allowed beyond 5:00 P.M. on July 22, 2016.

During this period the eligible shareholders of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically.

5. The Members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
6. The Members who have not cast their vote by remote e-voting shall be able to vote at the Meeting through ballot paper.
7. The Notice of the Annual General Meeting and the procedure of e voting have been sent to all Members and is also available on the Company's website at [www.orientcement.com](http://www.orientcement.com) and also on website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
8. Members may contact Ms. Deepanjali Gulati, Company Secretary at Birla Tower, 3<sup>rd</sup> Floor, 25, Barakhamba Road, New Delhi-110 001 for any grievance(s) related to electronic voting or write to her at [investors@orientcement.com](mailto:investors@orientcement.com) or call her on 011-42092100 between 10:00 A.M and 6:00 P.M.

Notice is also hereby given pursuant to section 91 of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Transfer Books of the Company will remain closed from Tuesday, July 19, 2016 to Saturday, July 23, 2016, both days inclusive, for annual closing and for determining the entitlement of the shareholders to the final dividend for 2015-16. The dividend on Equity Shares, if declared at the Meeting, will be credited / dispatched by August 5, 2016 to those members whose names shall appear on the Company's Register of Members as on book closure date and in respect of the shares held in dematerialized form, the dividend will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on the close of business hours on Monday, July, 18, 2016.

A member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote on a poll instead of himself / herself and the Proxy need not to be a Member of the Company. The instrument appointing Proxy should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

By Order of the Board  
For **Orient Cement Limited**

Place: New Delhi  
Date: June 27, 2016

**Deepanjali Gulati**  
**(Company Secretary)**