

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, 3rd Floor, 25, Barakhamba Road, New Delhi-110 001

Tel: 011-42092100, 011-42092190

Email: investors@orientcement.com | Visit us at: www.orientcement.com**NOTICE OF ANNUAL GENERAL MEETING AND BOOK CLOSURE**

Notice is hereby given that 9th Annual General Meeting (AGM) of the Members of Orient Cement Limited ("the Company") will be held on Friday, July 31, 2020 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the business, as set out in the Notice of the AGM only through e-voting facility.

The AGM will be held only through VC / OAVM in compliance with the provisions of the Companies Act, 2013 and circulars dated May 5, 2020, April 8, 2020 and April 13, 2020 issued by the Ministry of Corporate Affairs and SEBI Circular dated May 12, 2020. **Facility for appointment of proxy will not be available for the AGM.** The instructions for joining the AGM electronically are provided in the Notice of the AGM.

Notice of the AGM along with the Annual Report 2019-20 has been sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or CDSL/ NSDL ("Depositories") and will also be available on the Company's website www.orientcement.com and website of the Stock Exchanges i.e. at www.bseindia.com and www.nseindia.com.

Members who have not registered their email addresses and in consequence the Annual Report including Notice of AGM and e-voting instructions could not be serviced, may get their email address and mobile number registered with the Company's Registrar and Share Transfer Agent, KFin Technologies Private Limited (KFin Tech), by clicking the link: https://ris.kfintech.com/email_registration/ for sending the same. Alternatively, members may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for obtaining the Annual Report, Notice of AGM and the e-voting instructions.

The Company has engaged the services of KFin Tech as the authorized agency for conducting of the AGM electronically and for providing e-voting facility. The remote e-voting period will commence from Tuesday, July 28, 2020 (9:00 a.m. IST) and ends on Thursday, July 30, 2020 (5:00 p.m. IST). During this period the eligible shareholders of the Company, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module will be disabled by KFin Tech for voting thereafter i.e. voting shall not be allowed beyond 5:00 p.m. on July 30, 2020. Facility for e-voting shall also be made available during the AGM to those Members who attend the AGM and who have not already cast their vote. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.

The cut-off date for determining the eligibility of members for voting through remote e-voting and e-voting at the AGM is Friday, July 24, 2020. Any person, who becomes a member of the Company after the dispatch of Notice and holding shares as on cut-off date, may obtain the login ID and password by sending a request to einward.ris@kfintech.com or investors@orientcement.com to cast his/her vote. The detailed procedure for obtaining the login ID and password and exercising e-voting is provided in the Notice of AGM.

In case of any query relating to voting by electronic means, please refer the Frequently Asked Questions (FAQs) section available at KFin Tech's website <https://evoting.karvy.com> or contact KFin Tech at the following toll free no. 1800-345-4001. In case of any grievance connected with the facility for voting by electronic means, please contact Mr. S.V. Raju, Deputy General Manager, KFin Technologies Private Limited, 6F-025, 6th Floor, Selenium (Tower B), Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032, email: evoting@karvy.com.

Notice is also hereby given pursuant to section 91 of the Companies Act, 2013 read with applicable Rules and Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, that the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, July 25, 2020 to Friday, July 31, 2020, both days inclusive, for the 9th AGM and for determining the entitlement of members for the final dividend for the financial year ended March 31, 2020. The dividend on Equity Shares, if declared at the AGM, will be credited / dispatched on or before August 10, 2020 to the bank account of the shareholders whose bank mandate are updated in the records of the Depository Participants/Company as on the book closure date. For shareholders whose bank mandates are not updated with the Depository Participants /Company as on the book closure date, demand drafts or warrants or cheques shall be sent by speed post upon normalization of printing and postal services in terms of SEBI Circular.

Members holding shares in electronic form are requested to intimate any change in their bank mandates to their Depository Participants with whom they are maintaining their demat accounts. The Company or its RTA cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members. The Members holding shares in physical form are requested to advise any change in their bank mandate immediately to M/s. KFin Technologies Private Limited, Unit: Orient Cement Limited, 6F – 025, 6th Floor, Selenium (Tower B), Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032.

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

Sd/-

Nidhi Bisaria
Company Secretary

Place: New Delhi
Date: July 6, 2020