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New Delhi : 24.09.2018

BSE Limited
Corporate Relation Department
1st Floor, New Trading Ring
Rotunga Building Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001

Stock Code - 530365

National Stock Exchange of India Ltd.
Exchange Plaza,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E)
Mumbai-400 051

Stock Code: ORIENTBELL

Dear Sir/Madam,

Subject: Summary of Proceedings of 41st Annual General Meeting held on 24th September, 2018.

Pursuant to Regulation 30 read with Sub-para 13 of Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Summary of Proceedings of 41st Annual General Meeting of the Company held on 24th September, 2018.

You are requested to kindly take note of the same and acknowledge.

Thanking you.

Yours faithfully,
for Orient Bell Limited



Yogesh Mendiratta
Company Secretary & Head-Legal



Encl: As above

Orient Bell Limited

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REGD. OFFICE : 8 Industrial Area, Sikandrabad – 203 205 (U.P.) India. Tel.: +91 5735 222 203 / 222 / 424, +91 81910 04575 / 76, Fax: +91 5735 222 642

E-mail: customercare@orientbell.com, Website: www.orientbell.com

CIN: L14101UP1977PLC021546

Summary of proceedings of 41st Annual General Meeting of the Company held on Monday, the 24th September, 2018 at 11:30 a.m. At 8, Industrial Area, Sikandrabad- 203 205, Dist Bulandshahr, Uttar Pradesh.

Mr. Yogesh Mendiratta, Company Secretary welcomed all the Directors and other attendees at the 41st AGM of the Company. Mr. Mahendra K. Daga, Chairman & Managing Director of the Company took the chair and after ascertaining the requisite quorum being present, called the meeting in order. The Chairman introduced the directors and officers sitting on the dais and thanked them for their presence.

All the statutory records and registers maintained under the Companies Act, 2013 were available for inspection of the members at the venue of the meeting. With the concurrence of the members, the Notice convening the 41st Annual General Meeting, the Director's Report and the Financial Statements for the Financial Year ended 31st March, 2018 were taken as read. The Chairman informed the Members that there were no qualification remarks reported by the Statutory Auditors and Secretarial Auditors of the Company in their respective Reports.

The Chairman then delivered his speech to the shareholders of the Company. He briefed about the performance of the Company and Industry outlook, Business operations and future prospects. The Chairman then invited queries/ clarifications from shareholders, which were duly answered.

The Chairman informed that the Company has provided the Members the facility to cast their vote electronically through remote e-voting on all resolutions set forth in the Notice convening the 41st AGM of the Company. The remote e-voting facility was given to those members whose name appeared in the Register of Members/ Depositories as on the cut off date i.e. 17th September, 2018 through e-voting platform provided by National Securities Depository Limited (NSDL) to vote on the resolutions as set out in the Notice calling 41st AGM. The e-voting commenced on Friday, 21st September, 2018 (9:00 a.m.) and ended on Sunday, 23rd September, 2018 (5:00 p.m.). The Members who were present at the AGM and had not casted their votes through remote e-voting were provided with an opportunity to cast their votes using Ballot papers which were distributed to all the members at the venue. He further informed that Ms. Ashu Gupta, Company Secretary in Whole Time practice who has been appointed as Scrutinizer for e-voting process, shall also act as Scrutinizer for voting at the meeting through Ballot papers.

The Chairman ordered the poll on all the resolutions as set out in Item No. 1 to 6 of the notice convening the 41st AGM. The following items of business as stated in the notice of AGM, were put to vote:

Ordinary Business

1. Adoption of the Annual Audited (Standalone & Consolidated) Financial Statement for the financial year ended 31st March, 2018 and the reports of Board of Directors and Statutory Auditors thereon by Ordinary Resolution.
2. Approval for re-appointment of Mr. Mahendra K. Daga (DIN: 00062503) as Director retiring by rotation by Ordinary Resolution.
3. Declaration of dividend on equity shares by Ordinary Resolution.



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Special Business

4. Approval for the change in designation of Mr. Mahendra K. Daga (DIN: 00062503) from Chairman and Managing Director to Chairman & Whole Time Director w.e.f 01st October, 2018 by Special Resolution.
5. Approval for re-appointment and remuneration of Mr. Madhur Daga, Managing Director (DIN: 00062149) from 1st April, 2019 to 31st March, 2022, liable to retire by rotation by Special Resolution.
6. Approval for the appointment of Mr. K.M. Pai (DIN: 01171860) as a Director (in the category of Non Executive and Non Independent), liable to retire by rotation by Ordinary Resolution.

Ms. Ashu Gupta, Practicing Company Secretary, who was appointed as the Scrutinizer for remote e-voting and Poll at the AGM, was requested to supervise the polling process. After successful completion of polling process, the members were informed that Voting Results would be declared within 48 hours of closure of the meeting and that the results along with Scrutinizer's report shall be placed on the Company's Website and website of NSDL and shall also be informed to the Stock Exchanges. The Results shall be deemed to be passed on the date of AGM i.e. 24th September, 2018.

The Chairman then declared the AGM as concluded and thanked the members for attending the meeting.

For Orient Bell Limited



Yogesh Mendiratta
Company Secretary & Head - Legal
M.No. A-13615



Orient Bell Limited