



Orient Abrasives Limited

Ref No.: Orient/Stock Exch/Letter/340

May 19, 2023

**The Dy. General Manager,
Corporate Relations & Services Dept.,
Bombay Stock Exchange Limited
P. J. Towers, Dalal Street,
Mumbai - 400 023.**

**The Dy. Gen. Manager,
National Stock Exchange of India Ltd.,
Corporate Relations Dept.,
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051.**

Scrip Code: 504879

Scrip Code: ORIENTABRA

Sub.:- Declaration of Result of the Postal Ballot

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company had issued a Postal Ballot Notice dated 12th April, 2023 for seeking the approval of the Members of the Company in respect of the following special business items as set out in the aforesaid Postal Ballot Notice:

| Sr. No. | Brief Particulars of the Resolution |
|----------------|---|
| 1. | Change in name of the Company from “Orient Abrasives Limited” to “Orient Ceratech Limited” and consequential alteration to Memorandum and Articles of Association of the Company. |
| 2. | Appointment of Mr. Manan Shah (DIN: 06378095) as Managing Director of the Company. |

Ms. Dipti Gohil, Practicing Company Secretary, who was appointed as the Scrutinizer for the aforesaid Postal Ballot process, has submitted her report and the same was declared by the Company Secretary being duly authorized by the Chairman of the Company, on 18th May, 2023 at the Registered Office of the Company.

Pursuant to Regulation 44(3) of the Listing Regulations, the details of voting results in the prescribed format along with the scrutinizer report is enclosed herewith. The same is also uploaded on the Company's website at www.orientabrasives.com

The above disclosure shall also be construed in compliance with the provisions of Regulation 30 read with Schedule III of the Listing Regulations. Kindly take the same on your record.

Thanking you,

Yours faithfully,

FOR ORIENT ABRASIVES LIMITED

SEEMA
PAWAN
SHARMA

**SEEMA SHARMA
COMPANY SECRETARY & COMPLIANCE OFFICER**



DIPTI GOHIL

Practicing Company Secretary

403, Vasant Vaibhav CHS, M.G. Cross Road No.4,
Kandivali (W), Mumbai - 400067
Mob: 9819606720 Email: diptigl@gmail.com

To,
The Chairman,
Orient Abrasives Limited (The Company)
CIN: L24299MH1971PLC366531
Lawrence & Mayo House,
3rd Floor, 276, D. N. Road, Fort,
Mumbai - 400001

Dear Sir,

I, Dipti Gohil, Company Secretary in Practice, Mumbai have been appointed as "Scrutinizer" by the Board of Directors of ORIENT ABRASIVES LTD. (the Company) for the purpose of conducting and scrutinizing the Postal Ballot Process through remote e-voting, carried out by the Company in a fair and transparent manner in respect of Special Resolutions as set out in the Postal Ballot Notice dated 12th April, 2023 and to submit a report thereon. In this respect I hereby submit my report as under

- 1) In compliance with the requirements under Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 of Companies (Management and Administration) Rules, 2014, as amended ('Management Rules') read with General Circular numbers 20/2020 dated May 5, 2020 read with General Circular nos. 14/2020 dated April 8, 2020; 17/2020 dated April 13, 2020; 02/2021 dated January 13, 2021; 19/2021 dated December 08, 2021; 21/2021 dated December 14, 2021, 2/2022 dated May 05, 2022 & 11/2022 dated 28th December 2022 issued by the Ministry of Corporate Affairs (MCA), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and Circular number SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD 2/CIR/P/2022/62 dated May 13, 2022 issued by the Securities and Exchange Board of India (SEBI), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations') and other applicable provisions of the Act, the Company has completed the dispatch of postal ballot notice on 17TH April, 2023 through email to those shareholders of the Company whose email were registered with the Registrar and Transfer Agents / Depositories as on the Cut off date with instruction to cast their votes through remote e-voting system only.
- 2) The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the shareholders of the Company.
- 3) The Shareholders of the Company holding shares as on the "cut-off" date i.e. Friday, 14th April, 2023 were entitled to vote on the resolution as contained in the Notice.



Contd...2.



DIPTI GOHIL

Practicing Company Secretary

403, Vasant Vaibhav CHS, M.G. Cross Road No.4,
Kandivali (W), Mumbai - 400067
Mob: 9819606720 Email: diptigl@gmail.com

:: 2 ::

- 4) The remote e-voting period commenced from Tuesday, 18th April, 2023 (from 9.00 am) (IST) onwards to Wednesday, 17th May, 2023 (5.00 pm) (IST).
- 5) After the end of remote e-voting period, the votes were unblocked on the e-voting website of the CDSL on Wednesday, 17th May, 2023 in presence of two witnesses namely Mr. Krupal Upadhyay and Ms. Amruta Sohoni who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.

Krupal Upadhyay

Amruta Sohoni

- 6) Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for" / "against" the Resolutions that were put to vote, were generated from the e-voting website of CDSL.
- 7) The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot. My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said Resolutions.
- 8) I have duly scrutinized and reviewed the remote e-voting and submit my Report, on the resolutions passed.



DIPTI GOHIL

M. No. : 14736 , CP No. : 11029

P.R.No.: 2026/2022

UDIN : A014736E000327994

Date : 18th May, 2023

Place: Mumbai



DIPTI GOHIL

Practicing Company Secretary

403, Vasant Vaibhav CHS, M.G. Cross Road No.4,
Kandivali (W), Mumbai - 400067
Mob: 9819606720 Email: diptigl@gmail.com

Result of Remote E- voting

Based on Results of remote e-Voting of **ORIENT ABRASIVES LIMITED** (CIN – L24299MH1971PLC366531) Results of each item on the Agenda as set out in the Notice dated 12th April, 2023 are annexed herewith.

RESULTS OF ITEM NO. 1 – SPECIAL RESOLUTION

| | |
|---------|--|
| Subject | Change in name of the Company from “Orient Abrasives Limited” to “Orient Ceratech Limited” and consequential alteration to Memorandum and Articles of Association of the Company |
|---------|--|

| Particulars | Number of Votes contained in | | | % of total number of valid votes cast |
|-----------------|------------------------------|--------------|----------|---------------------------------------|
| | Remote e-Voting | Ballot Paper | Total | |
| Assent | 78457272 | 0 | 78457272 | 99.99 |
| Dissent | 4781 | 0 | 4781 | 0.01 |
| Invalid/Abstain | 0 | 0 | 0 | 0.00 |
| Total | 78462053 | 0 | 78462053 | 100.00 |

Accordingly, out of a total **78462053** valid votes cast via remote e-Voting, 78457272 votes were cast **ASSENTING** to the **Special Resolution** constituting 99.99% of the votes polled; 4781 votes were cast **DISSENTING** to the **Special Resolution** constituting 0.01 % of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 1, of the Notice dated 12th April, 2023 is passed with **REQUISITE MAJORITY**.





DIPTI GOHIL

Practicing Company Secretary

403, Vasant Vaibhav CHS, M.G. Cross Road No.4,
Kandivali (W), Mumbai - 400067
Mob: 9819606720 Email: diptigl@gmail.com

:: 2 ::

RESULTS OF ITEM NO. 2 – SPECIAL RESOLUTION

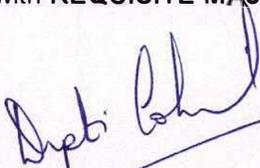
| | |
|---------|---|
| Subject | Appointment of Mr. Manan Shah (DIN: 06378095) ^{a9} Managing Director of the Company: |
|---------|---|

| Particulars | Number of Votes contained in | | | % of total number of valid votes cast |
|-----------------------------------|------------------------------|--------------|----------|---------------------------------------|
| | Remote e-Voting | Ballot Paper | Total | |
| Assent | 71636215 | 0 | 71636215 | 99.99 |
| Dissent | 4331 | 0 | 4331 | 0.01 |
| *Invalid /Abstain | 6821507 | 0 | 6821507 | 0.000 |
| Total (excluding invalid/abstain) | 71640546 | 0 | 71640546 | 100.00 |

* Mr. MANAN SHAH, holding 6821507 Shares and being interested in the resolution mentioned in Item No. 2 of the Notice Dated 12th April, 2023 was abstained from voting, he voted for the resolution and the same was not considered for voting results.

Accordingly, out of a total **71640546** valid votes cast via remote e-Voting, 71636215 votes were cast **ASSENTING** to the **Special Resolution** constituting 99.99% of the votes polled; 4331 votes were cast **DISSENTING** to the **Special Resolution** constituting 0.01 % of the votes polled.

Thus, the **Special Resolution** as contained in Item No. 2, of the Notice dated 12th April, 2023 is passed with **REQUISITE MAJORITY**.



DIPTI GOHIL
M. No. : 14736 , CP No. : 11029
P.R.No.: 2026/2022
UDIN : A014736E000327994

Date : 18th May, 2023
Place: Mumbai

VOTING RESULTS

| | |
|--|----------------------------|
| Date of Postal Ballot | 17 th May, 2023 |
| Total number of shareholders on record date | 24456 |
| No. of Shareholders present in the meeting either in person or through proxy: | |
| Promoter and Promoter Group | Not Applicable |
| Public | Not Applicable |
| No. of Shareholders attended the meeting through Video Conferencing: | |
| Promoter and Promoter Group | Not Applicable |
| Public | Not Applicable |

Resolution No.: 1: Special Resolution:

Change in name of the Company from "Orient Abrasives Limited" to "Orient Ceratech Limited" and consequential alteration to Memorandum and Articles of Association of the Company:

| Resolution required: Special Resolution | | | | | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled | |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | |
| Promoter and Promoter Group | E-Voting | 76066129 | 75600814 | 99.39 | 75600814 | 0 | 100 | 0.00 | |
| | poll | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Total | | 75600814 | 99.39 | 75600814 | 0 | 100 | 0.00 | |
| Public Institutions | E-Voting | 15827034 | 2639852 | 16.68 | 2639852 | 0 | 100 | 0 | |
| | poll | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Total | | 2639852 | 16.68 | 2639852 | 0 | 100 | 0 | |



| | | | | | | | | |
|-------------------------|--------------|----------|------------------|-----------------|-----------------|-------------|--------------|-------------|
| Public Non Institutions | E-Voting | 27746037 | 221387 | 0.80 | 216606 | 4781 | 97.84 | 2.16 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 221387 | 0.80 | 216606 | 4781 | 97.84 | 2.16 |
| Total | | | 119639200 | 78462053 | 78457272 | 4781 | 99.99 | 0.01 |

| Details of Invalid Votes/ Abstained | |
|-------------------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Institutions | 0 |
| Public - Non Institutions | 0 |

Resolution No.: 2: Special Resolution

Appointment of Mr. Manan Shah (DIN: 06378095) as Managing Director of the Company:

| Resolution required: Special Resolution | | | | | | | | |
|---|----------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Yes * *-Mr. MANAN SHAH, Promoter Group Member, holding 6821507 Shares and being interested in the resolution mentioned in Item No. 2 of the Notice Dated 12th April, 2023 abstained from voting, he voted for the resolution and the same was not considered for voting results. | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]={(2)/[1]}*100 | [4] | [5] | [6]={(4)/[2]}*100 | [7]={(5)/[2]}*100 |
| Promoter and Promoter Group | E-Voting | 76066129 | 68779307 | 90.42 | 68779307 | 0 | 100 | 0.00 |
| | poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 68779307 | 90.42 | 68779307 | 0 | 100 | 0.00 |
| Public Institutions | E-Voting | 15827034 | 2639852 | 16.68 | 2639852 | 0 | 100 | 0 |
| | poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 2639852 | 16.68 | 2639852 | 0 | 100 | 0 |



| | | | | | | | | |
|-------------------------------|--------------|------------------|-----------------|--------------|-----------------|-------------|--------------|-------------|
| Public Non Institutions | E-Voting | 27746037 | 221387 | 0.80 | 217056 | 4331 | 98.04 | 1.96 |
| | poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 221387 | 0.80 | 217056 | 4331 | 98.04 | 1.96 |
| Total | | 119639200 | 71640546 | 59.88 | 71636215 | 4331 | 99.99 | 0.01 |

| Details of Invalid Votes/ Abstained | |
|-------------------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | 6821507 |
| Public Institutions | - |
| Public - Non Institutions | - |

