Orient Ceratech Limited

(Formerly known as Orient Abrasives Limited)
An Ashapura Group Company

Ref No.: Orient/Stock Exch/Letter/461 September 23, 2025

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

Scrip Code: 504879

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: ORIENTCER

Dear Sir/Madam,

Sub: Proceedings of the 54th Annual General Meeting of the Company held on Tuesday, 23rd September, 2025.

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the proceedings of the 54th Annual General Meeting (AGM) of the Members of the Company held on Tuesday, 23rd September, 2025 through Video Conference / Other Audio Visual Means (VC/ OAVM).

Kindly take the same on record.

Thanking you,

Yours faithfully,

FOR ORIENT CERATECH LIMITED

SEEMA PAWAN SHARMA
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Date: 2025.09.23 19:02:23 +05'30'

SEEMA SHARMA
COMPANY SECRETARY & COMPLIANCE OFFICER
ENCL:AS ABOVE

RECORD IN BRIEF OF THE PROCEEDINGS OF THE 54TH ANNUAL GENERAL MEETING OF SHAREHOLDERS OF ORIENT CERATECH LIMITED HELD ON TUESDAY, 23RD SEPTEMBER, 2025 AT 11.30 A.M VIA VIDEO CONFERENCING (VC)/ OTHER AUDIO-VISUAL MEANS (OAVM).

Present through Video Conferencing/Other Audio-Visual Means:

Mr. Harish Motiwalla	-	Chairman of the Annual General Meeting (Chairman of the Board & Audit Committee)
Mr. Manan Shah	-	Managing Director
Mr. Manubhai Rathod	-	Whole-Time Director (Operations)
Mr. Hemul Shah	-	Non-Executive / Non-Independent Director (Chairman of the Stakeholders Relationship Committee)
Mr. Ketan Shrimankar	-	Independent Director (Chairman of the Nomination and Remuneration Committee)
Mrs. Chaitali Salot	-	Non-Executive / Non- Independent Director
Mrs. Neeta Shah	-	Independent Director
Mr. Vikash Khemka	-	Chief Financial Officer
Mrs. Seema Sharma	-	Company Secretary & Compliance Officer

Mr. Harish Motiwalla, Chairman of the Meeting, occupied the Chair and welcomed the Members at the 54th Annual General Meeting (AGM) of the Company. The requisite quorum being present, the Chairman called the Meeting to order. A total 43 members were present through video conferencing (VC) at the commencement of the Meeting.

At the outset, he mentioned that in compliance with the applicable provisions of the Companies Act, 2013 read with the general circulars issued by the Ministry of Corporate Affairs and SEBI from time to time, the 54th AGM was convened through video conference (VC) / Other Audio-Visual Means (OAVM) and that the Company made all feasible efforts to enable members to participate and vote at this AGM.

The Chairman informed that he was attending the Meeting through VC from the Registered Office in Mumbai. He then introduced the other Directors, Key Managerial Personnel, and the Practicing Company Secretary who were participating through VC from the Registered Office of the Company. Thereafter, he requested the other Directors attending the Meeting through VC from different locations to introduce themselves.

He further confirmed the presence of the representative of the Statutory Auditors, M/s. Sanghavi & Co., who attended the 54th AGM through VC from his respective location.

Thereafter, upon the directions of the Chairman, the Company Secretary briefed the Members on the statutory and general instructions for participating in the 54th AGM through VC. She informed that the Registers required to be maintained under the Companies Act, 2013 were made available for inspection by the Members through electronic means. She further stated that the Company had provided its Members the facility to cast their votes on the resolutions proposed at this AGM through remote e-voting, administered by CDSL, which remained open from Thursday, 18th September, 2025 at 9:00 A.M. to Monday, 22nd

September, 2025 at 5:00 P.M. It was also informed that the Members who had not exercised their votes through remote e-voting and were participating in the Meeting would have an opportunity to vote electronically after the conclusion of the AGM through the e-voting facility provided by CDSL.

The Annual Report along with the Notice of AGM having already been circulated to the Members through email, was taken as read. Since the Statutory Auditors and the Secretarial Auditor had not made any qualifications, observations, comments or other remarks in their respective reports, the same were also taken as read.

She then read the following agenda items of the Meeting for the reference of the members:

Item No 1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company (including Consolidated Financial Statements) for the Financial Year ended 31st March, 2025, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary Resolution
Item No 2	To declare a dividend of 25% i.e. Re. 0.25/- (Twenty-Five paise) per Equity Share of the face value of Re. 1/- each, for the Financial Year ended 31st March, 2025.	Ordinary Resolution
Item No 3	To appoint a director in place of Mrs. Chaitali Salot, Director (DIN: 02036868), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary Resolution
Item No 4	To approve existing as well as new Material Related Party Transaction(s) with Bombay Minerals Limited	Ordinary Resolution
Item No 5	Ratification of Cost Auditor's Remuneration.	Ordinary Resolution
Item No 6	Appointment of Secretarial Auditor of the Company.	Ordinary Resolution

Thereafter, the Chairman delivered his speech, *inter-alia*, informing the member about the financial performance of Company during the FY 2024-2025.

He then invited Mr. Manan Shah, Managing Director, to inform the Members on the Company’s performance for FY 2024-2025 and to share the Company’s future outlook. The Managing Director apprised the Members, inter-alia, in respect of the Company’s three core segments which are refractories, ceramic raw materials and a specialist ceramic. He also highlighted the risks involved in the said industries and the Company’s endeavour to face and mitigate the same. He also informed about the future prospects of the Company.

The Company Secretary then invited the registered speaker shareholders to raise their queries. Few queries, *inter-alia,* were raised by the members regarding the Company’s performance vis-a-vis earlier years, relevance of entering into transactions with related party, its debts position, the Company’s dividend policy and its future prospects.

In this regard, the Managing Director clarified that the transactions with related parties are undertaken in the ordinary course of business and on an arm’s length basis. Further, the Company intends to remain a consistent dividend-paying Company, subject to its profitability.

He apprised the Members that, despite the challenges faced in the past few years, the Company had maintained its turnover, and explained that the reduction in profitability was primarily due to a change in the product mix. He also stated that the Company does not have long-term debts and continues to be in a healthy financial position with respect to its debt levels. He then outlined the roadmap of the Company going forward.

Subsequently, the Company Secretary informed the members that the e-voting facility would remain open for 15 minutes after the conclusion of the AGM and requested those members who have not casted their votes through remote e-voting to exercise their voting rights through this e-voting facility. It was further informed that Mrs. Dipti Gohil had been appointed as the Scrutinizer to scrutinize the votes cast through remote e-voting and e-voting during the 54th AGM.

It was informed that the results would be declared within 2 working days from the conclusion of the AGM and the same would be displayed on the website of the Company and CDSL.

She then expressed her gratitude to the Members, Directors, and Auditors for joining the Meeting through video conferencing and, on behalf of the Members, extended a vote of thanks to the Chairman.

The Meeting concluded at 12.25 p.m.

For **ORIENT CERATECH LIMITED**

Manan Chetan Shah

Digitally signed by Manan Chetan Shah
Date: 2025.09.23 19:01:15 +05'30'

MANAN SHAH
MANAGING DIRECTOR
(DIN: 06378095)

Place: Mumbai
Date: 23-09-2025