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ORIENT ELECTRIC LIMITED

CIN: U31100OR2016PLC025892

Registered Office: Unit VIII, Plot No. 7, Bhoinagar, Bhubaneswar, Odisha-751 012. **Tel:** 0674-2396930, **Fax:** 0674-2396364

Corporate Office: 240, Okhla Industrial Estate, Phase - III, Okhla, New Delhi - 110020. **Tel:** 011-40507000

E-mail: investor@orientelectric.com, **Website:** www.orientelectric.com

NOTICE OF THE 2ND ANNUAL GENERAL MEETING AND BOOK CLOSURE

A notice is hereby given that the 2nd Annual General Meeting (2nd AGM) of Orient Electric Limited (the 'Company') will be held on **Monday, July 16, 2018, at 02:30 p.m. at Unit VIII, Plot No. 7, Bhoinagar, Bhubaneswar – 751012, Odisha**, to transact the business as set out in the Notice of the 2nd AGM.

The Notice convening the 2nd AGM, along with the Annual Reports for the Financial Year 2017-18, have been sent to the Members of the Company, electronically at the e-mail IDs registered with the Company / Depository Participant(s), and have been dispatched by the permitted mode to those Members who have not registered their e-mail IDs with the Company / Depository Participant(s).

The Company has engaged the services of National Securities Depository Limited (NSDL) for providing the facility of "remote e-voting" to its Members. The business mentioned in the Notice may be transacted through the remote e-voting. The remote e-voting period commences on **Friday, July 13, 2018 (9:00 am)** and ends on **Sunday, July 15, 2018 (5:00 pm)**. During this period, the Members may cast their vote electronically. The remote e-voting module shall be disabled for voting thereafter by NSDL and voting through electronic means shall not be allowed beyond the said date and time.

The facility for voting through the ballot paper shall be made available at the 2nd AGM for the Members attending the meeting who have not cast their vote by the remote e-voting.

The Members who have cast their vote through the remote e-voting can attend the 2nd AGM but shall not be allowed to cast their vote again.

The cut-off date for determining the eligibility of the Members for voting through the remote e-voting and voting at the 2nd AGM is **Monday, July 09, 2018**. Any person, who becomes a Member of the Company after the dispatch of the Notice and is holding shares as on the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or mcssta@rediffmail.com or investor@orientelectric.com to cast his / her vote. The detailed procedure for obtaining the user ID and password is also provided in the Notice of the 2nd AGM. The voting rights of the Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on Monday, July 09, 2018.

A Member can also download the Notice of the 2nd AGM along with the Annual Report for the Financial Year 2017-18 from the website of the Company, www.orientelectric.com, and of NSDL, www.evoting.nsdl.com. The relevant documents pertaining to the items of business to be transacted at the 2nd AGM are available for inspection at the Registered Office of the Company on all working days, except Saturdays, between 10 a.m. and 5.00 p.m. up to the date of the 2nd AGM.

Persons entitled to attend and vote at the 2nd AGM, may vote in person / by proxy / through authorized representative (in case of corporate members), provided that all proxies in the prescribed form, duly signed by the person entitled to attend and vote at the AGM, are deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the 2nd AGM.

If a Member is already registered with NSDL for the e-voting, he / she can use his / her existing user ID and password to cast the vote through the remote e-voting. In case of any queries relating to voting by electronic means, please refer the Frequently Asked Questions (FAQs) and e-voting user manual for the Members, available at the Downloads section on the NSDL e-voting website, <https://www.evoting.nsdl.com>, or contact NSDL at the toll-free no.: **1800-222-990**. In case of any grievance connected with the facility for voting by electronic means, please contact **Mr. Mandar Gaikwad, Assistant Manager, NSDL, 4th Floor, 'R' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Mumbai – 400 013**, Email: evoting@nsdl.co.in.

A notice is also hereby given pursuant to the provisions of Section 91 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, as amended, and Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, that the Register of Members and the Share Transfer Books of the Company will remain closed from **Thursday, July 12, 2018 to Monday, July 16, 2018** (both days inclusive) for the purpose of the 2nd AGM and for the payment of the Final Dividend for the Financial Year ended March 31, 2018. The dividend, if approved by the shareholders, will be credited / dispatched on or before August 14, 2018 to those Members, holding shares in physical form, whose names shall appear on the Company's Register of Members as on the book closure date and in respect of the shares held in dematerialized form, the dividend will be paid to the Members whose names are furnished by NSDL and Central Depository Services (India) Limited as beneficial owners as on the close of business hours on July 16, 2018.

By order of the Board of Directors

For **Orient Electric Limited**

Sd/-

Hitesh Kumar Jain
Company Secretary

Place: New Delhi

Date: June 19, 2018

