



ORIENT ELECTRIC LIMITED

CIN: L31100OR2016PLC025892

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 5th Annual General Meeting and E-Voting Instructions

This is to inform you all that the Notice for the 5th Annual General Meeting (AGM) of the shareholders of Orient Electric Limited (the 'Company') scheduled to be held on Thursday, July 29, 2021 at 03:00 PM (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the business as set out in the Notice in compliance with the applicable provisions of the Companies Act 2013 (the 'Act'), rules made thereunder, Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 (Listing Regulations) and General Circular number 02/2020 dated January 13, 2021, read with circular numbers 20/2020 dated May 05, 2020, 17/2020 dated April 13, 2020 and 14/2020 dated April 08, 2020 and other applicable laws and circulars issued by the Ministry of Corporate Affairs, and Circular no. SEBI/HO/CFD/CMD2/CR/19/2021/11 dated January 15, 2021 read with Circular no. SEBI/HO/CFD/CMD1/CR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (hereinafter collectively referred to as 'Circulars') have been sent electronically on July 02, 2021 alongwith Annual Report comprising financial statement for the financial year 2020-21, reports of the Auditors, Board of Directors and other documents required to be attached thereto, to all the shareholders whose email id's are registered with the Company / Company's Registrar and Share Transfer Agent (RTA) and /or Depository Participant(s). The proceedings of the AGM shall be deemed to have been conducted at the Registered Office of the Company.

The requirement of sending physical copy of the Notice convening 5th AGM along with Annual Report for the financial year 2020-21 has been dispensed away with vide above referred Circulars. These documents are also available on the website of the Company at www.orientelectric.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of Company's RTA, KFin Technologies Private Limited (KFin Tech) at <https://evoting.kfintech.com>.

As per the provisions of Section 103 of the Act, shareholders attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum. Facility for appointing the proxy will not be available for this AGM. The Company has engaged the services of KFin Tech as the authorised agency for conducting the AGM through VC/OAVM and providing e-voting facility. Shareholders are requested to visit <https://emeetings.kfintech.com/> to attend the AGM.

In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules 2014, Circulars and Regulation 44 of the Listing Regulations, the Company is providing the facility to its shareholders to cast their votes on all the resolutions as set out in the Notice of the AGM. Shareholders holding shares either in physical form or dematerialized form, as on the cut-off date (July 22, 2021), would be eligible to attend the AGM through VC/OAVM and cast their votes electronically through the electronic voting system provided by KFin Tech (Insta Poll). Instructions for attending the AGM and casting vote through remote e-voting or Insta Poll at the AGM is provided in the Notice.

Shareholders are hereby informed that:

- i. The business as set forth in the Notice of the AGM may be transacted either through remote e-voting or Insta Poll during the AGM.
- ii. The remote e-voting shall commence on Monday, July 26, 2021 (9:00 AM) (IST) and ends on Wednesday, July 28, 2021 (5:00 PM) (IST). The remote e-voting module shall be disabled for voting thereafter, by KFin Tech, and remote e-voting shall not be allowed beyond the said date and time.
- iii. The cut-off date for determining the eligibility to vote by remote e-voting or by Insta Poll at the AGM shall be Thursday, July 22, 2021.
- iv. Any person, who acquires shares of the Company and becomes a shareholder post-dispatch of the Notice of the AGM and holds shares as on the cut-off date i.e. Thursday July 22, 2021, may approach Company/RTA for obtaining login ID and password, and to cast his/her vote.
- v. The voting rights of shareholders shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on Thursday, July 22, 2021.
- vi. The facility for voting will also be made available during the AGM, and those shareholders present in the AGM through VC/OAVM, who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through Insta Poll during the AGM. The shareholders who have cast their votes by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their votes again.
- vii. Once the vote on a resolution is cast by the shareholder, he/ she shall not be allowed to change it subsequently or cast the vote again.
- viii. Only persons whose name is recorded in the register of shareholders or in the register of beneficial owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting or e-voting during the AGM.
- ix. The manner of voting remotely for shareholders holding shares in dematerialized mode, physical mode and for shareholders who have not registered their email addresses is provided in the Notice of the AGM. The details will also be made available on the website of the Company i.e. www.orientelectric.com.
- x. Registers of Directors & Key Managerial Personnel and their shareholding, Register of Contracts, Certificate from the Statutory Auditors on the implementation of ESDP Scheme would be available for inspection by the shareholders electronically on VC/OAVM platform during the AGM and other relevant documents referred to in the accompanying Notice calling the AGM would be available for inspection electronically on the website of the Company from the date of circulation of Notice till the date of this AGM.
- xi. **Manner of registering/ updating email address, bank details, dividend mandate and contact details:**
 - a. Shareholders, holding shares in physical mode, who have not registered/updated their e-mail address and contact details with the Company/RTA, may get the same registered/updated by clicking the link <https://ns.kfintech.com/client/services/mobile/reg/mobileemailreg.aspx> or by sending a request including a request for updation of bank details, dividend mandate for receiving dividend amount directly in their bank accounts through electronic clearing system alongwith details of folio number, name of shareholder, mobile number, copy of the share certificate (front and back), bank number, bank account number, PFSC, MICR, a canceled cheque leaf with name of the shareholder printed thereon and self-attested copies of PAN and AHDHFR to RTA at KFin Technologies Private Limited, Unit: Orient Electric Limited, Karvy Selerium Tower B, Plot 31-32, Gachibouli Financial District, Nanakramguda, Hyderabad 500 032 or over email at enward.ris@kfintech.com or to the Company at investor@orientelectric.com.
 - b. Shareholders, holding shares in demat mode, who have not registered/updated their e-mail address, bank details, dividend mandate for receiving dividend amount directly in their bank accounts through electronic clearing system and contact numbers are requested to contact their Depository Participants and register/ update, the same in your demat account, as per the process to be advised by your Depository Participants.
- xii. If a Shareholder is already registered with KFin Tech for e-voting, he/she can use his/her existing user ID and password to cast the vote through remote e-voting.
- xiii. In case of query relating to voting by electronic means or for attending the AGM through VC/OAVM, please refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual available through a dropdown menu in the 'Downloads' section available at RTA's website <https://evoting.kfintech.com> or call KFin Tech at the toll free no.: 1-800-309-4001, or send email to emeetings@kfintech.com. Any grievance related with e-voting or attending the AGM or voting during AGM through Insta Poll may be addressed to Mr. S.V. Raju, DGM of KFin Technologies Pvt. Ltd. (Unit: Orient Electric Limited), Selerium Tower B, Plot 31-32, Gachibouli, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500 032; e-mail rj.sv@kfintech.com, Toll free no.: 1-800-309-4001.

By order of the Board of Directors
For Orient Electric Limited
Sd/-
Hitesh Kumar Jain
Company Secretary

Place: New Delhi
Date: July 02, 2021