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Orient Electric Limited

CIN: L31100OR2016PLC025892

Registered Office:
Unit VIII, Plot No. 7, Bhoinagar
Bhubaneswar - 751012, Odisha
Tel: 0674-2396930
Fax: 0674-2396364

Corporate Office:
240, Okhla Industrial Estate
Phase - III, Delhi - 110020
Tel: 011-40507000
Fax: 011-40507004

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

Notice of the 3rd Annual General Meeting, Book Closure and Change of Registrar and Share Transfer Agent

Notice is hereby given that the 3rd Annual General Meeting (3rd AGM) of **Orient Electric Limited** (the '**Company**') will be held on **Tuesday, July 16, 2019** at **11:00 a.m.** at **Unit VIII, Plot No. 7, Bhoinagar, Bhubaneswar - 751012, Odisha**, to transact the business as set out in the Notice of the 3rd AGM.

The Notice convening the 3rd AGM along with the Annual Report for the financial year 2018-19 have been sent to the Members of the Company, electronically at the e-mail Id's 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 id's with the Company / Depository Participant(s).

The Company has engaged the services of M/s. Karvy Fintech Private Limited ("**Karvy**") for providing the facility of "remote e-voting" to its Members. The business mentioned in the Notice may be transacted through remote e-voting. The remote e-voting period commences on **Saturday, July 13, 2019 (9:00 am)** and ends on **Monday, July 15, 2019 (5:00 pm)**. During this period, Members may cast their vote electronically. The remote e-voting module shall be disabled for voting thereafter, by Karvy, and voting through electronic means shall not be allowed beyond the said date and time.

The facility for voting through ballot paper shall be made available at the 3rd AGM for the Members who will be attending the meeting and have not cast their vote by remote e-voting.

Members who have cast their vote through remote e-voting can attend the 3rd AGM but shall not be allowed to cast their vote again.

The cut-off date for determining the eligibility of Members for voting through remote e-voting and voting at the 3rd AGM is **Tuesday, July 09, 2019**. Any person, who becomes a Member of the Company after dispatch of the Notice and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at **evoting@karvy.com** or **investor@orientelectric.com** to cast his / her vote. The detailed procedure for obtaining user ID and password is also provided in the Notice of the 3rd AGM. The voting rights of Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on **Tuesday, July 09, 2019**.

A Member can also download the Notice of the 3rd AGM along with the Annual Report for the financial year 2018-19 from the website of the Company, **www.orientelectric.com** and of Karvy, **https://evoting.karvy.com**. The relevant documents pertaining to the items of business to be transacted at the 3rd AGM are available for inspection at the Registered Office of the Company on all working days, except Saturdays (between 10 a.m. to 5.00 p.m.) upto the date of 3rd AGM.

Persons entitled to attend and vote at the 3rd 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 3rd AGM are deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the 3rd AGM.

If a Member is already registered with Karvy for e-voting, he/ she can use his/her existing user ID and password to cast the vote through remote e-voting. In case of any queries relating to voting by electronic means, please refer the Frequently Asked Questions (FAQs) section available at Karvy's website, **www.evoting.karvy.com** or contact Karvy at the following toll-free no.: 1800-345-4001. In case of any grievance connected with the facility for voting by electronic means, please contact Mr. S V Raju, Deputy General Manager, Karvy Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Gachibowli, Hyderabad - 500032, Email: **evoting@karvy.com.**

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 **Saturday, July 13, 2019** to **Tuesday, July 16, 2019 (both days inclusive)** for the purpose of 3rd AGM and for the payment of Final Dividend for the financial year ended March 31, 2019. The Final Dividend, if approved by the Members, will be credited / dispatched on or before July 31, 2019 to those Members, holding shares in physical form, whose names shall appear on the Company's Register of Members as on 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 National Securities and Depository Limited and Central Depository Services (India) Limited as beneficial owners as on the close of business hours on July 13, 2019.

Notice is also hereby given that the Registrar and Share Transfer Agent of the Company has been changed from M/s. MCS Share Transfer Agent Limited to **M/s. Karvy Fintech Private Limited**, effective from May 10, 2019. Contact details of Karvy are as follows: Karvy Fintech Private Limited, Karvy Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Gachibowli, Hyderabad - 500032, Phone: 040-67162222, Fax: 040-23001153, Email ID: einward.ris@karvy.com.

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

Place: New Delhi
Dated: June 17, 2019