



ORIENT ELECTRIC LIMITED

CIN: L31100OR2016PLC025892



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Corporate Office:
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5th Annual General Meeting of Orient Electric Limited to be held through Video Conferencing/ Other Audio Visual Means, Book Closure and Final Dividend Information

Notice is hereby given that the 5th Annual General Meeting (AGM) of the shareholders of Orient Electric Limited (the 'Company') will be held on Thursday, July 29, 2021 at 03:00 P.M., IST, through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) 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 02/2021 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 all other applicable laws and circulars issued by the Ministry of Corporate Affairs, and Circular no. SEBI/HO/CFD/CMD2/-CIRP/2021/11 dated January 15, 2021 read with Circular no. SEBI/HO/CFD/CMD2/CIRP/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (hereinafter collectively referred to as 'Circulars') to transact the business set out in the Notice concerning the 5th AGM. The Company has engaged the services of KFin Technologies Private Limited (KFin Tech) as the authorised agency for conducting this AGM through VC/ OAVM and providing e-voting facility.

In compliance with the Circulars, Notice of the 5th AGM along with Annual Report for the financial year 2020-21 will be sent only through electronic mode to all those shareholders whose email addresses are registered with the Company/ KFin Tech/ Depository Participant(s). Shareholders holding shares in dematerialized mode are requested to register their email addresses and mobile numbers with their relevant depositories through their depository participants. Shareholders holding shares in physical mode are requested to furnish details to the Company's Registrar and Share Transfer Agent (RTA) KFin Tech at enward.ris@kfintech.com. Notice of the 5th AGM along with Annual Report for the financial year 2020-21 will also be available on the Company's website, 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 also on the website of 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. Shareholders as on the cut-off date of July 22, 2021 will be able to attend the AGM through VC/OAVM by clicking the link <https://meetings.kfintech.com>. Shareholders may cast their votes through remote e-voting at <https://evoting.kfintech.com> by using the login credentials and passwords to be shared through email. The facility of e-voting shall also be made available during the AGM (Insta Poll) and shareholders, holding shares either in physical or demat mode, attending the AGM and have not cast their vote by remote e-voting, will be able to vote during the AGM through Insta Poll. The manner of voting remotely for shareholders holding shares in dematerialized and physical mode and also those who have not registered their email address, is being provided in the Notice of the AGM to the shareholders.

Registers of Directors & Key Managerial Personnel and their shareholding, Register of Contracts, Certificate from the Statutory Auditors on the implementation of ESOP 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.

Manner of registering/ updating email address, bank details, dividend mandate and contact details:

(i) 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://its.kfintech.com/clientservices/mobileereg/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 name, bank account number, IFSC, MICR, a canceled cheque leaf with name of the shareholder printed thereon and self-attested copies of PAN and AADHAR to RTA at KFin Technologies Private Limited, Unit: Orient Electric Limited, Karvy Selesium Tower B, Plot-31-32, Gochiballui Financial District, Hanakramguda, Hyderabad 500032 or over email at enward.ris@kfintech.com or to the Company at investor@orientelectric.com.

(ii) 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.

Book Closure and Payment of Dividend:

Notice is also hereby given that as per the provisions of Section 91 of the Act read with Companies (Management and Administration) Rules, 2014, as amended, and Regulation 42 of the Listing Regulations, that the Register of Members and the Share Transfer Books of the Company will remain closed from Friday, July 23, 2021 to Thursday, July 29, 2021 (both days inclusive) for the purpose of 5th AGM and for the payment of Final Dividend for the financial year ended March 31, 2021. The Final Dividend, if approved by the shareholders at the 5th AGM will be paid through electronic bank transfer mode on or before Saturday, August 28, 2021 to those shareholders, holding shares in physical form, whose names shall appear on the Company's Register of Members and in case of holding in demat mode whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on the close of business hours on Thursday, July 22, 2021. For shareholders who have not updated their bank account details, dividend warrants/ demand drafts/ cheques will be sent to their registered addresses once the postal facility resumes.

TDS on Dividend:

Pursuant to Finance Act, 2020, dividend income is taxable in the hands of shareholders w.e.f. April 01, 2020 and the Company is required to deduct tax at source at the prescribed rates from dividend to be paid to shareholders. The tax rate would vary depending on the residential status of the shareholder and documents registered with the Company/ depositories. For the prescribed rates under various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. A resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 156/75H, as applicable, to avail the benefit of non-deduction of tax at source. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. Non-Permanent shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, PAN, Form 10F, any other document which may be required to avail the tax treaty benefits. Further, as per section 206FB of the Finance Act, 2021, in case a person has not filed his/her Return of Income for each of the two preceding financial years and the aggregate of tax deducted at source (TDS) including tax collected at source (TCS) in his/her case is Rs. 50,000 or more in each of these two financial years, effective from July 01, 2021, TDS will be higher of (a) twice the rate specified in the relevant provision of the Income-tax Act; or (b) twice the rate or rates in force; or (c) the rate of 5%. The aggregate amount of TDS / TCS of Rs. 50,000 in a year is not limited to TDS only on dividend income received by the shareholder but will include all TDS / TCS transactions of the shareholder during the relevant financial year. The shareholder is required to provide a self-declaration to this effect. Above documents can be provided either by sending an email to enward.ris@kfintech.com or by uploading the self-attested documents at <https://its.kfintech.com/form15> on or before Saturday July 24, 2021. Any communication on the tax determination/deduction received post July 24, 2021 shall not be considered. In case TDS is deducted at a higher rate, an option is still available with the shareholder to file the return of income and claim an appropriate refund.

Notice of the 5th AGM along with Annual Report for financial year 2021-22 will be sent to the shareholders in accordance with the applicable laws on their registered email ids in due course.

Shareholders are requested to carefully read all the Notes set out in the Notice of AGM and in particular, instructions for joining the AGM, manner of casting vote through remote e-voting or through Insta Poll during the AGM.

By order of the Board of Directors
For Orient Electric Limited

S/-
Hitesh Kumar Jain
Company Secretary

Place: New Delhi
Date: June 30, 2021