

**SCRUTINIZER'S REPORT**

To
The Board of Directors
Orient Electric Limited
Unit VIII, Plot No. 7
Bhoinagar, Bhubaneswar
Odisha-751012

Dear Sir,

- (1) We have been appointed as Scrutinizer by the Company in connection with Postal Ballot conducted in terms of MCA Circular No. 14/2020 dated 8th April, 2020, MCA Circular No. 17/2020 dated 13th April, 2020, MCA Circular No. 22/2020 dated 15th June, 2020, MCA Circular No. 33/2020 dated 28th September, 2020, MCA Circular No. 39/2020 dated 31st December, 2020, MCA Circular No. 10/2021 dated 23rd June, 2021, MCA Circular No. 20/2021 dated 8th December, 2021 MCA Circular No. 3/2022 dated 5th May, 2022 and MCA Circular No. 11/2022 dated 28th December, 2022 (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting process through remote e-voting ("e-voting") in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 2nd August, 2023.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolutions contained in the Notice of Postal Ballot dated 2nd August, 2023. Our responsibility as a scrutinizer for the voting process through e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of KFin Technologies Limited ("KFinTech"), the agency engaged by the Company to provide e-voting facility.
- (3) We submit our report as under:
 - (a) The Company has completed dispatch of the Notice of Postal Ballot through electronic mode on 11th August, 2023 to its Members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the close of business hours on 4th August, 2023.
 - (b) Members were provided the opportunity to cast their vote(s) through electronic voting system in terms of the platform as provided by KFinTech (<https://evoting.kfintech.com>).
 - (c) The e-voting period remained open from 09:00 A.M. IST on Saturday, 12th August, 2023 up to 5:00 P.M. IST on Sunday, 10th September, 2023.



A. K. LABH

FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond)
DIM, DHRD, PGHDSM, DIRPM
Practising Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013

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- (d) The shareholders holding shares as on the "cut off" date, i.e. Friday, 4th August, 2023 were entitled to vote on the proposed resolutions as mentioned in the Notice of Postal Ballot dated 2nd August, 2023.
- (e) The result of the e-voting was downloaded after 5:00 p.m. on Sunday, 10th September, 2023 from KFinTech website providing the platform for e-voting system (<https://evoting.kfintech.com>) and were unblocked in the presence of two witnesses, namely, Mr. Rohit Kumar, residing at Basundhara Apartment, Flat No. 6, 3rd Floor, 1 No. Airport, North 24 Parganas, Kolkata - 700079 and Mrs. Anushree Dasgupta, residing at 28/N, Dwijen Mukherjee Road, Behala, Kolkata - 700060, and has been included in our report.
- (f) The summary of the votes casted through e-voting (EVEN: 7490) is as follows :-

SPECIAL BUSINESS:

Resolution 1 : Ordinary Resolution

Appointment of Mr. Desh Deepak Khetrpal (DIN: 02362633) as the Managing Director of the Company

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	453	165193965	91.1388%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	73	16061337	8.8612%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



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Resolution 2 : Ordinary Resolution

Approval of the terms of remuneration of Mr. Desh Deepak Khetrpal (DIN: 02362633), as the Managing Director of the Company

(i) Voted *in favour* of the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	445	165193370	91.1385%

(ii) Voted *against* the Resolution:

<i>Mode of voting</i>	<i>Number of Members voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
Remote E-voting	81	16061927	8.8615%

(iii) *Invalid* Votes:

<i>Total number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
0	0

- The proposed resolutions have therefore been passed with requisite majority by the Shareholders of the Company.
- You may accordingly declare the result of Postal Ballot through e-voting.
- The electronic data and e-voting registers shall remain in our safe custody until the Chairman considers, approves and signs the minutes of Postal Ballot through e-voting.



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Website : www.aklabh.com

Thanking You,

Yours truly

For A. K. LABH & Co.

Company Secretaries

(CS A. K. LABH)

Practising Company Secretary

FCS : 4848 / CP No. : 3238

UIN : S1999WB026800

PRCN : 1038/2020

UDIN : F004848E000983870



Place : Kolkata

Dated : 11-09-2023

Witness:

1. *Rohit Kumar*

(*Rohit Kumar*)

Basundhara Apartment, Flat No. 6, 3rd Floor

1 No. Airport, North 24 Parganas

Kolkata - 700079

2. *Anushree Dasgupta*

(*Anushree Dasgupta*)

28/N, Dwijen Mukherjee Road, Behala

Kolkata - 700060

Received the Report of the Scrutinizer
For Orient Electric Limited

(Hitesh Kumar Jain)

Company Secretary

Memb. No. F6241

