

OBL:HO:SEC:00:

New Delhi : 22.09.2017

BSE Limited
Corporate Relation Department
1st Floor, New Trading Ring
Rotunga Building Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001

Stock Code - 530365

National Stock Exchange of India Ltd.
Exchange Plaza,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E)
Mumbai-400 051

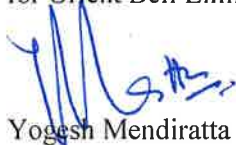
Stock Code: ORIENTBELL

Dear Sir/Madam,

Subject: Summary of Proceedings of 40th Annual General Meeting held on 22nd September, 2017.

Pursuant to Regulation 30 read with Sub-para 13 of Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Summary of Proceedings of 40th Annual General Meeting of the Company held on Friday, 22nd September, 2017 at 11: 30 a.m. at the Registered office of the Company at 8, Industrial Area, Sikandrabad – 203 205, Dist Bulandshahr U.P.

You are requested to kindly take note of the same and acknowledge.

Yours faithfully,
for Orient Bell Limited

Yogesh Mendiratta
Company Secretary & Head-Legal



Encl: As above

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SUMMARY OF PROCEEDINGS OF 40TH ANNUAL GENERAL MEETING

The 40th Annual General Meeting (AGM) of the Company was held on Friday, the 22nd September, 2017 at 11:30 a.m. at 8, Industrial Area, Sikandrabad- 203 205, Dist Bulandshahr, Uttar Pradesh.

Directors Present:

Mr. Madhur Daga, Managing Director
Mr. P.M. Mathai, Independent Director

In attendance:

Mr. Yogesh Mendiratta, Company Secretary & Head- Legal
Ms. Ashu Gupta, Practicing Company Secretary, Scrutinizer
Mr. Sumit Kakkar, M/s. S.R. Dinodia & Co., LLP, Statutory Auditors

Members Present:

Requisite numbers of members were present to form a valid quorum.

As the Chairman of the Company was not present, with the unanimous consent of Members present, Mr. Madhur Daga, Managing Director of the Company took the chair.

Mr. Yogesh Mendiratta, Company Secretary welcomed the Directors and other attendees to the 40th AGM of the Company. He informed that Mr. Vivek Arora, Practicing Company Secretary, Secretarial Auditors sought leave of absence owing to a personal emergency.

The Company Secretary informed the members that all the statutory records and registers maintained under the Companies Act, 2013 were available for inspection by members at the venue of the meeting. He then requested the Chairman of the meeting to call the meeting in order. The Chairman welcomed the Directors, members and other attendees. The Chairman introduced the Directors and officers sitting on the dais and thanked them for their presence. The requisite quorum being present, the Chairman called the meeting in order.

With the concurrence of the members, the Notice convening the 40th Annual General Meeting, the Director's Report and the Financial Statements for the Financial Year ended 31st March, 2017 were taken as read. The Chairman informed the Members that there were no qualification remarks reported by the Statutory Auditors and Secretarial Auditors of the Company in their respective Reports.



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The Chairman then delivered his speech to the shareholders of the Company. He briefed about the performance of the Company and Industry outlook, Business operations and future prospects. The Chairman then invited queries/ clarifications from shareholders, which were duly answered.

The Company Secretary then informed that there would be no voting by show of hands and the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice convening the 40th AGM of the Company. Members who were present at the AGM and had not casted their votes through remote e-voting were provided with an opportunity to cast their votes using poll papers which were given to all the members at the venue.

The Chairman ordered the poll on all the resolutions as set out in Item No. 1 to 6 of the notice convening the 40th AGM. The following items of business as stated in the notice of AGM, were put to vote:

Ordinary Business

1. Adoption of the audited Balance Sheet as at 31st March 2017, the Profit & Loss Account and Cash Flow Statement for the financial year ended on that date and the reports of Directors' and Statutory Auditors' thereon by Ordinary Resolution.
2. Approval for re-appointment of Mr. K.M. Pai (DIN : 01171860) as Director retiring by rotation by Ordinary Resolution.
3. Declaration of dividend on equity shares by Ordinary Resolution.
4. Approval of appointment of M/s. B.R. Gupta & Co. Chartered Accountants as Statutory Auditors in place of M/s S.R. Dinodia & Co., LLP from the conclusion of this AGM till the conclusion of AGM to be held in the year 2022 by Ordinary Resolution.

Special Business

5. Approval for modification to the terms of appointment (change in designation) of Mr. Madhur Daga (DIN: 00062149) by Special Resolution.
6. Approval for re-appointment and remuneration of Mr. Mahendra K. Daga (DIN: 00062503), as Chairman & Managing Director of the Company for a further period from 1st April, 2018 to 31st March, 2021, liable to retire by rotation by Special Resolution.

Ms. Ashu Gupta, Practicing Company Secretary, who was appointed as the Scrutinizer for remote e-voting and Poll at the AGM, was requested to supervise the e-voting and poll process. The members were informed that Voting Results would be declared within 48 hours of closure of the meeting.

The Chairman then declared the AGM as concluded and thanked the members for attending the meeting.



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