



# ORIENT REFRACTORIES LTD.

27 September 2017

The Secretary, Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai-400001.  
Maharashtra, India.  
Scrip Code : 534076

The Manager, Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, 5th Floor, Plot No.-C/1,  
G-Block, Bandra Kurla Complex,  
Bandra (East), Mumbai-400051  
Maharashtra, India.  
Symbol: ORIENTREF

Dear Sir/Madam,

**Re: Voting Results of the 7<sup>th</sup> Annual General Meeting ("AGM") of Orient Refractories Limited ("the Company") & Scrutinizer Report thereon.**

The 7<sup>th</sup> AGM of the Company was held on 25 September 2017 at 11.30 a.m. (IST) at the "Modi Hall", PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi-110016 to transact the business as stated in the Notice dated 8 August 2017, convening the AGM.

In this regard, please find enclosed the following:

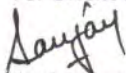
- 1) Voting results of the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations - **Annexure I**
- 2) Report of the Scrutinizer dated 27 September 2017, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rule, 2014 – **Annexure II**

The Voting Results along with the Scrutinizer Report dated 27 September 2017 is made available on the Company's web site at [www.orientrefractories.com](http://www.orientrefractories.com)

This is for your information and records.

Thanking you,

Yours faithfully  
For **Orient Refractories Limited**

  
**Sanjay Kumar**  
Company Secretary

Encl: As above



## Works :

SP-148 A & B, RIICO Industrial Area,  
Bhiwadi - 301019  
Dist. Alwar, Rajasthan, India  
Phone : +91-1493-222266, 67, 68  
Fax : +91 1493-222269, 220048  
Email : [bhiwadi@orlindia.com](mailto:bhiwadi@orlindia.com)

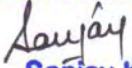
## Registered Office :

804-A, Chiranjiv Tower,  
43 Nehru Place,  
New Delhi-110019 (India)  
Web. : [www.orientrefractories.com](http://www.orientrefractories.com)  
E-mail : [ho@orlindia.com](mailto:ho@orlindia.com)  
CIN No.: L28113DL2010PLC210819

## 7th Annual General Meeting Voting Results

Date of the AGM/EGM	25 September 2017
Total number of shareholders on record date	14422
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	0
Public:	55
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>	
Promoters and Promoter Group:	0
Public:	0

For Orient Refractories Ltd.

  
Sanjay Kumar  
(Company Secretary)

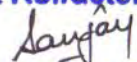
Resolution No. 1

To receive, consider and adopt the Financial Statements including balance sheet as at 31 March, 2017 and the statement of profit & loss for the year ended on that date, alongwith Board's and Auditors' report thereon.

Resolution required: (Ordinary/ Special)						Ordinary Resolution		
Whether promoter/ promoter group are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes- In Favour	No. of Votes- Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8,36,37,771	8,36,37,771	100.0000	8,36,37,771	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8,36,37,771	100.0000	8,36,37,771	-	100.0000	-
Public Institutions	E-Voting	1,25,56,473	78,82,888	62.7795	78,82,888	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		78,82,888	62.7795	78,82,888	-	100.0000	-
Public- Non Institutions	E-Voting	2,39,44,956	2,10,344	0.8784	2,10,194	150	99.9287	0.0713
	Poll		1,071	0.0045	1,071	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,11,415	0.8829	2,11,265	150	199.9287	0.0713
Total	E-Voting	12,01,39,200	9,17,31,003	76.3539	9,17,30,853	150	99.9998	0.0002
	Poll		1,071	0.0009	1,071	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		12,01,39,200	9,17,32,074	76.3548	9,17,31,924	150	99.9998

\* Total No. of invalid votes by Public-Non Institutions in poll is 9.

For Orient Refractories Ltd.

  
Sanjay Kumar  
(Company Secretary)



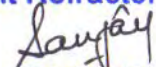
Resolution No. 2

To declare dividend for the year ended 31 March, 2017.

Resolution required: (Ordinary/ Special)						Ordinary Resolution		
Whether promoter/ promoter group are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes- In Favour	No. of Votes- Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8,36,37,771	8,36,37,771	100.0000	8,36,37,771	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8,36,37,771	100.0000	8,36,37,771	-	100.0000	-
Public Institutions	E-Voting	1,25,56,473	1,03,92,356	82.7649	1,03,92,356	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1,03,92,356	82.7649	1,03,92,356	-	100.0000	-
Public- Non Institutions	E-Voting	2,39,44,956	2,10,344	0.8784	2,10,194	150	99.9287	0.0713
	Poll		1,071	0.0045	1,071	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,11,415	0.8829	2,11,265	150	99.9290	0.0710
Total	E-Voting	12,01,39,200	9,42,40,471	78.4427	9,42,40,321	150	99.9998	0.0002
	Poll		1,071	0.0009	1,071	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		9,42,41,542	78.4436	9,42,41,392	150	99.9998	0.0002

\* Total No. of invalid votes by Public-Non Institutions in poll is 9.

For Orient Refractories Ltd.

  
Sanjay Kumar  
(Company Secretary)

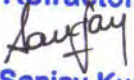
Resolution No. 3

To appoint a Director in place of Mr. Erwin Jankovits holding DIN 007089589, who retires by rotation and being eligible offers himself for re-appointment.

Resolution required: (Ordinary/ Special)						Ordinary Resolution		
Whether promoter/ promoter group are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes- In Favour	No. of Votes- Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8,36,37,771	8,36,37,771	100.0000	8,36,37,771	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8,36,37,771	100.0000	8,36,37,771	-	100.0000	-
Public Institutions	E-Voting	1,25,56,473	1,03,92,356	82.7649	1,03,92,356	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1,03,92,356	82.7649	1,03,92,356	-	100.0000	-
Public- Non Institutions	E-Voting	2,39,44,956	2,10,284	0.8782	2,10,094	190	99.9096	0.0904
	Poll		1,071	0.0045	1,071	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,11,355	0.8827	2,11,165	190	99.9101	0.0899
Total	E-Voting	12,01,39,200	9,42,40,411	78.4427	9,42,40,221	190	99.9998	0.0002
	Poll		1,071	0.0009	1,071	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		9,42,41,482	78.4436	9,42,41,292	190	99.9998	0.0002

\* Total No. of invalid votes by Public-Non Institutions in poll is 9.

For Orient Refractories Ltd.

  
Sanjay Kumar  
(Company Secretary)



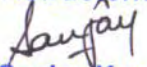
Resolution No. 4

To appoint M/s. Price Water House, Chartered Accountants LLP (Firm Registration No. 012754N/ N500016) as Statutory Auditors and to fix their remuneration.

Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes- In Favour	No. of Votes- Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8,36,37,771	8,36,37,771	100.0000	8,36,37,771	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8,36,37,771	100.0000	8,36,37,771	-	100.0000	-
Public Institutions	E-Voting	1,25,56,473	1,03,92,356	82.7649	1,03,92,356	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1,03,92,356	82.7649	1,03,92,356	-	100.0000	-
Public- Non Institutions	E-Voting	2,39,44,956	2,10,344	0.8784	2,08,058	2,286	98.9132	1.0868
	Poll		1,071	0.0045	1,071	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,11,415	0.8829	2,09,129	2,286	98.9187	1.0813
Total	E-Voting	12,01,39,200	9,42,40,471	78.4427	9,42,38,185	2,286	99.9976	0.0024
	Poll		1,071	0.0009	1,071	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		12,01,39,200	9,42,41,542	78.4436	9,42,39,256	2,286	99.9976

\* Total No. of invalid votes by Public-Non Institutions in poll is 9.

For Orient Refractories Ltd.

  
Sanjay Kumar  
(Company Secretary)

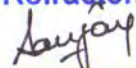
Resolution No. 5

Appointment of Ms. Verena Buzzi (DIN 07901672) as a Director.

Resolution required: (Ordinary/ Special)						Ordinary Resolution		
Whether promoter/ promoter group,are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes- In Favour	No. of Votes- Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8,36,37,771	8,36,37,771	100.0000	8,36,37,771	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8,36,37,771	100.0000	8,36,37,771	-	100.0000	-
Public Institutions	E-Voting	1,25,56,473	1,03,92,356	82.7649	1,03,92,356	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1,03,92,356	82.7649	1,03,92,356	-	100.0000	-
Public- Non Institutions	E-Voting	2,39,44,956	2,10,344	0.8784	2,08,894	1,450	99.3107	0.6893
	Poll		1,071	0.0045	1,071	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,11,415	0.8829	2,09,965	1,450	99.3141	0.6859
Total	E-Voting	12,01,39,200	9,42,40,471	78.4427	9,42,39,021	1,450	99.9985	0.0015
	Poll		1,071	0.0009	1,071	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		12,01,39,200	9,42,41,542	78.4436	9,42,40,092	1,450	99.9985

\* Total No. of invalid votes by Public-Non Institutions in poll is 9.

For Orient Refractories Ltd.

  
Sanjay Kumar  
(Company Secretary)



Resolution No. 6

Appointment of Mr. Parmod Sagar (DIN 06500871) as Managing Director and Chief Executive Officer.

Resolution required: (Ordinary/ Special)						Ordinary Resolution		
Whether promoter/ promoter group are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes- In Favour	No. of Votes- Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8,36,37,771	8,36,37,771	100.0000	8,36,37,771	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8,36,37,771	100.0000	8,36,37,771	-	100.0000	-
Public Institutions	E-Voting	1,25,56,473	1,03,92,356	82.7649	1,03,92,356	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1,03,92,356	82.7649	1,03,92,356	-	100.0000	-
Public- Non Institutions	E-Voting	2,39,44,956	2,10,344	0.8784	2,10,194	150	99.9287	0.0713
	Poll		1,071	0.0045	1,071	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,11,415	0.8829	2,11,265	150	99.9290	0.0710
Total	E-Voting	12,01,39,200	9,42,40,471	78.4427	9,42,40,321	150	99.9998	0.0002
	Poll		1,071	0.0009	1,071	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		12,01,39,200	9,42,41,542	78.4436	9,42,41,392	150	99.9998

\* Total No. of invalid votes by Public-Non Institutions in poll is 9.

For Orient Refractories Ltd.

*Sanjay*  
Sanjay Kumar  
(Company Secretary)



Resolution No. 7

Ratification of the Remuneration of M/s. K G Goyal & Associates, Cost Accountants having Firm Registration No. 000024, Cost Auditors.

Resolution required: (Ordinary/ Special)						Ordinary Resolution		
Whether promoter/ promoter group,are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes- In Favour	No. of Votes- Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8,36,37,771	8,36,37,771	100.0000	8,36,37,771	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		8,36,37,771	100.0000	8,36,37,771	-	100.0000	-
Public Institutions	E-Voting	1,25,56,473	1,03,92,356	82.7649	1,03,92,356	-	100.0000	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1,03,92,356	82.7649	1,03,92,356	-	100.0000	-
Public- Non Institutions	E-Voting	2,39,44,956	2,10,344	0.8784	2,10,194	150	99.9287	0.0713
	Poll		1,071	0.0045	1,071	-	100.0000	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2,11,415	0.8829	2,11,265	150	99.9290	0.0710
Total	E-Voting	12,01,39,200	9,42,40,471	78.4427	9,42,40,321	150	99.9998	0.0002
	Poll		1,071	0.0009	1,071	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		12,01,39,200	9,42,41,542	78.4436	9,42,41,392	150	99.9998

\* Total No. of invalid votes by Public-Non Institutions in poll is 9.

For Orient Refractories Ltd.

  
Sanjay Kumar  
(Company Secretary)

**NARESH VERMA & ASSOCIATES**  
**COMPANY SECRETARIES**

**Report of Scrutinizer on remote e-voting and voting through polling paper**

[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To  
The Chairman  
Orient Refractories Limited  
804-A, Chiranjiv Tower  
43, Nehru Place  
New Delhi-110019

7<sup>th</sup> Annual General Meeting (AGM) of the Members of Orient Refractories Limited held on Monday, 25 September, 2017 at 11:30 A.M. at "Modi Hall", PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi - 110016

Dear Sir,

I, Naresh Verma, proprietor of M/s Naresh Verma & Associates, Company Secretaries, Delhi having its office at 160 J-Extension, Street No. 5, Laxmi Nagar, Delhi 110092, has been appointed by the Board of Directors of Orient Refractories Limited ("The Company" or "ORL"), as Scrutinizer for the purpose of scrutinizing the remote e-voting process and voting through polling paper at the AGM of the members of the Company, in a fair and transparent manner and ascertaining the requisite majority on remote e-voting and voting through polling paper carried out at the venue of the AGM, as per the provisions of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, on the resolutions set out in the Notice dated 8 August, 2017 of the AGM of the members of ORL, held on 25 September, 2017 at 11:30 A.M. at "Modi Hall", PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi - 110016. Accordingly, I submit the report, on completion of remote e- voting process and voting through polling paper, as under:-

1. The Company has engaged the services of National Securities Depository Limited ("NSDL") as the Authorised Agency to provide secured system for remote e- voting process.
2. The remote e-voting period remained open from Friday, 22 September, 2017 (9:00AM) to Sunday, 24 September, 2017 (5:00PM).
3. The cut- off date for the purpose of determining the entitlement for voting, by remote e-voting or voting through polling paper, on the proposed resolutions was 18 September, 2017
4. After the close of period for remote e- voting, the details of members, such as their names, folio numbers, numbers of shares held, who had casted votes through remote e- voting, were downloaded from the e-voting website of www.evoting.nsd.com, for the purpose of ensuring that members who have casted their votes through remote e- voting do not vote again at the AGM.
5. At the AGM, after the declaration of poll by the Chairman, the ballot box kept for polling were locked in my presence with due identification marks placed by me.
6. The locked ballot box was subsequently opened in my presence along with two witnesses (1) Ms Deepawali Pathak (2) Mr Himanshu Kumar who are not in the employment of the Company and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Box being unblocked in their presence. The Poll papers were reconciled with the records maintained by the Company / registrar

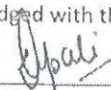


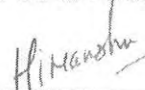
160, J-Ext., Laxmi Nagar, Delhi-110092 Phone : 011-22371093, 011-65767682  
E-mail : nareshvermaandassociates@gmail.com



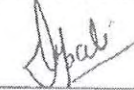


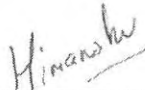
& Transfer Agents of the Company – M/s Skyline Financial Services Limited and the authorization/ proxies lodged with the company.

  
Deepawali Pathak

  
Himanshu Kumar

7. The polling papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
8. After counting the votes casted by the members and proxy holders present at the AGM, through polling paper, the votes casted through remote e-voting were unblocked on 26 September, 2017, around 11:15 A.M in the presence of two witnesses, Ms Deepawali Pathak & Mr Himanshu Kumar, who are not in the employment of the Company. They have signed below in confirmation of the remote e-votes being unblocked in their presence.

  
Deepawali Pathak

  
Himanshu Kumar

9. Thereafter, the detail containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions, were generated from the e-voting website of NSDL.
10. Based on report generated from the e-voting website of NSDL and voting through polling papers at the AGM, the consolidated report on the result of voting on each resolution is given hereunder:

**Resolution No. 1:**

To receive, consider and adopt the Financial Statements including balance sheet as at 31 March, 2017 and the statement of profit & loss for the year ended on that date, alongwith Board's and Auditors' report thereon. (Ordinary Resolution)

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	53	91730853	99.998
Voting through polling paper (in person or by proxy)	11	1071	0.001
<b>Total</b>	<b>64</b>	<b>91731924</b>	<b>99.999</b>

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	1	150	0.001
Voting through polling paper (in person or by proxy)	0	0	0.000
<b>Total</b>	<b>1</b>	<b>150</b>	<b>0.001</b>

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	4	9
<b>Total</b>	<b>4</b>	<b>9</b>





**Resolution No. 2:**

To declare dividend for the year ended 31 March, 2017 (Ordinary Resolution)

## (i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	60	94240321	99.998
Voting through polling paper (in person or by proxy)	11	1071	0.001
<b>Total</b>	<b>71</b>	<b>94241392</b>	<b>99.999</b>

## (ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	1	150	0.001
Voting through polling paper (in person or by proxy)	0	0	0.000
<b>Total</b>	<b>1</b>	<b>150</b>	<b>0.001</b>

## (iii) Voted 'INVALID' the resolution:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	4	9
<b>Total</b>	<b>4</b>	<b>9</b>

**Resolution No. 3:**

To appoint a Director in place of Mr. Erwin Jankovits holding DIN 007089589, who retires by rotation and being eligible offers himself for re-appointment.(Ordinary Resolution)

## (i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	58	94240221	99.998
Voting through polling paper (in person or by proxy)	11	1071	0.001
<b>Total</b>	<b>69</b>	<b>94241292</b>	<b>99.999</b>

## (ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	2	190	0.001
Voting through polling paper (in person or by proxy)	0	0	0.000
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.001</b>

## (iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	4	9
<b>Total</b>	<b>4</b>	<b>9</b>



**Resolution No. 4:**

To appoint M/s. Price Water House, Chartered Accountants LLP (Firm Registration No. 012754N/ N500016) as Statutory Auditors and to fix their remuneration. (Ordinary Resolution)

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	59	94238185	99.996
Voting through polling paper (in person or by proxy)	11	1071	0.001
<b>Total</b>	<b>70</b>	<b>94239256</b>	<b>99.997</b>

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	2	2286	0.003
Voting through polling paper (in person or by proxy)	0	0	0.000
<b>Total</b>	<b>2</b>	<b>2286</b>	<b>0.003</b>

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	4	9
<b>Total</b>	<b>4</b>	<b>9</b>

**Resolution No. 5:**

Appointment of Ms. Verena Buzzi (DIN 07901672) as a Director. (Ordinary Resolution)

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	59	94239021	99.998
Voting through polling paper (in person or by proxy)	11	1071	0.001
<b>Total</b>	<b>70</b>	<b>94240092</b>	<b>99.999</b>

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	2	1450	0.001
Voting through polling paper (in person or by proxy)	0	0	0.000
<b>Total</b>	<b>2</b>	<b>1450</b>	<b>0.001</b>

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	4	9
<b>Total</b>	<b>4</b>	<b>9</b>





**Resolution No. 6:**

**Appointment of Mr. Parmod Sagar (DIN 06500871) as Managing Director and Chief Executive Officer.  
(Ordinary Resolution)**

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	60	94240321	99.998
Voting through polling paper (in person or by proxy)	11	1071	0.001
<b>Total</b>	<b>71</b>	<b>94241392</b>	<b>99.999</b>

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	1	150	0.001
Voting through polling paper (in person or by proxy)	0	0	0.000
<b>Total</b>	<b>1</b>	<b>150</b>	<b>0.001</b>

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	4	9
<b>Total</b>	<b>4</b>	<b>9</b>

**Resolution No. 7:**

**Ratification of the Remuneration of M/s. K G Goyal & Associates, Cost Accountants having Firm Registration No. 000024, Cost Auditors.(Ordinary Resolution)**

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	60	94240321	99.998
Voting through polling paper (in person or by proxy)	11	1071	0.001
<b>Total</b>	<b>71</b>	<b>94241392</b>	<b>99.999</b>

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	1	150	0.001
Voting through polling paper (in person or by proxy)	0	0	0.000
<b>Total</b>	<b>1</b>	<b>150</b>	<b>0.001</b>

(iii) Details of 'INVALID' Votes:

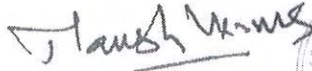
Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	0	0
Voting through polling paper (in person or by proxy)	4	9
<b>Total</b>	<b>4</b>	<b>9</b>





- (11) The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at the AGM shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid AGM and thereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking You  
For Naresh Verma & Associates  
Company Secretaries



Naresh Verma  
FCS-5403; CP-4424  
(Scrutinizer)



**For Orient Refractories Ltd.**

  
**Sanjay Kumar**  
**(Company Secretary)**

Place: Delhi

Date: 27 September, 2017