



Orient Refractories Limited

(An RHI Magnesita Company)



Registered Office: C-604, Neelkanth Business Park, Opp. Railway Station, Vidhyavihar (West), Mumbai, MAHARASHTRA-400086

Corporate Identity Number (CIN): L28113MH2010PLC312871

Tel.: + 91-22-66090600 **Fax:** + 91-22-66090601 **Email:** info@orlindia.com

Website: www.orientrefractories.com

Pursuant to Section 110 and 230(4) of the Companies Act, 2013 read with Rule 9 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017

POSTAL BALLOT FORM

Name(s) of Shareholder(s) including Joint-holders, if any

Registered Address of the Sole / First named Shareholder

Folio No. / DPID No. * / Client ID No. *
(*Applicable to shareholders holding shares in dematerialised form)

Number of Shares held

I/We hereby exercise my/our vote in respect of the under noted resolution to be passed through Postal Ballot by sending, my/our assent (FOR) or dissent (AGAINST) to the said resolution by placing tick (✓) mark at the appropriate box below.

Item No.	Description	No. of Equity Shares	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
1.	Approval of the Composite Scheme of Amalgamation among RHI India Private Limited and RHI Clasil Private Limited and Orient Refractories Limited and their respective shareholders.			

Signature of Shareholder/Proxy/Authorised Representative

Place:

Date:

ELECTRONIC VOTING (E-VOTING) PARTICULARS

EVEN (E-Voting Event Number)	USER ID	PASSWORD

Notes: Please read instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS

1. Please convey your assent in column "FOR" and dissent in the column "AGAINST" by placing a tick (✓) mark in the appropriate column in the Ballot Form only. The assent / dissent received in any other form / manner will not be considered.
2. Equity shareholders who have received the postal ballot form by e-mail and who wish to vote through postal ballot form, can download the postal ballot form from the Applicant Company's website www.orientrefractories.com or seek duplicate postal ballot form from the Applicant Company.
3. Equity shareholders shall fill in the requisite details and send the duly completed and signed postal ballot form in the enclosed self-addressed postage pre-paid envelope to the scrutinizer so as to reach the scrutinizer before 5.00 p.m. on or before the 16 May 2019. Postal ballot form, if sent by courier or by registered post/speed post at the expense of an equity shareholder will also be accepted. Any postal ballot form received after the said date and time period shall be treated as if the reply from the equity shareholders has not been received.
4. Incomplete, unsigned, improperly or incorrectly tick marked postal ballot forms will be rejected by the scrutinizer.
5. The vote on postal ballot cannot be exercised through proxy.
6. There will be only 1 (one) postal ballot form for every registered folio/client ID irrespective of the number of joint equity shareholders.
7. The postal ballot form should be completed and signed by the equity shareholders (as per specimen signature registered with the Applicant Company and/or furnished by the Depositories). In case, shares are jointly held, this form should be completed and signed by the first named equity shareholder and, in his/her absence, by the next named equity shareholder. Holder(s) of Power of Attorney ("PoA") on behalf of an equity shareholder may vote on the postal ballot mentioning the registration number of the PoA with the Applicant Company or enclosing a copy of the PoA authenticated by a notary. In case of shares held by companies, societies etc., the duly completed postal ballot form should be accompanied by a certified copy of the board resolution/ authorization giving the requisite authority to the person voting on the postal ballot form.
8. Kindly note that the equity shareholders (which includes Public Shareholders) can opt only one mode for voting i.e. either by postal ballot or e-voting. If an equity shareholder has opted for e-voting, then he/she should not vote by postal ballot form also and vice versa. However, in case equity shareholder(s) (which includes Public Shareholder(s) cast their vote both via postal ballot and e-voting, then voting validly done through e-voting shall prevail and voting done by postal ballot shall be treated as invalid.
9. Shareholders are requested not to send any other paper along with the Postal Ballot in the enclosed self-addressed postage prepaid envelope.
10. Mr. Suyash Mohan Guru, Advocate has been appointed as the scrutinizer to conduct the postal ballot and e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of the Postal Ballot Form will be final.