

ORIENTAL CARBON & CHEMICALS LIMITED

[Corporate Identity Number (CIN) - L24297WB1978PLC031539]

Regd. Office : "Duncan House", 31, Netaji Subhas Road, Kolkata - 700 001

☎ : 091-033-2230-6831/6832, Fax No. : 091-033-22434772

E-mail : occlkol@gmail.com, investorfeedback@occlindia.com, Website : www.occlindia.com

July 26, 2019

The Manager
BSE Limited
Department of Corporate Services,
Floor 25, P. J. Towers,
Dalal Street
Mumbai - 400 001

The Manager
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra Kurla Complex
Bandra (E),
Mumbai - 400 051

Scrip Symbol/Code: NSE-OCCL and BSE-506579

Dear Sir/Madam,

Sub: Regulation 30 and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Proceedings of 39th Annual General Meeting
2. Voting Results
3. Scrutinizer Report

Pursuant to the Regulations 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are submitting herewith the summary proceedings of 39th Annual General Meeting (AGM) of the Company held on Friday, July 26, 2019 at "Williamson Magor Hall (1st Floor), The Bengal Chamber of Commerce & Industry, 6, Netaji Subhas Road, Kolkata – 700 001. The meeting started at 10.30 A.M. and ended on 11.25 A.M.

Further, Pursuant to the Regulations 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the details regarding the Voting Results of the business transacted at the AGM and along with Combined Report of the Scrutinizer on remote e-voting and voting through ballot papers at AGM are attached for your record.

The above Voting Results along with Scrutinizer Report are also being uploaded on the website of the Company www.occlindia.com

Kindly acknowledge the receipt.

Yours faithfully,
For ORIENTAL CARBON & CHEMICALS LIMITED


Pranab Kumar Maity
COMPANY SECRETARY & DGM-LEGAL

Encl:-As above.

CHEMICALS & FERTILIZERS DIVISION : PLOT 3 & 4, DHARUHERA INDUSTRIAL ESTATE, P.O. DHARUHERA, DIST. : REWARI, HARYANA
INSOLUBLE SULPHUR DIVISION : PLOT 3 & 4, DHARUHERA INDUSTRIAL ESTATE, P.O. DHARUHERA, DIST. : REWARI, HARYANA
INSOLUBLE SULPHUR DIVISION : SURVEY NO. 141, PAIKI OF MOUJE, SEZ MUNDRA, TALUKA MUNDRA, DISTT. KUTCH-370 421, GUJARAT

SUMMARY PROCEEDINGS OF 39TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON FRIDAY, JULY 26, 2019 AT 10.30 A.M. AT WILLIAMSON MAGOR HALL (1ST FLOOR), THE BENGAL CHAMBER OF COMMERCE & INDUSTRY, 6, NETAJI SUBHAS ROAD, KOLKATA – 700 001.

The 39th Annual General Meeting (AGM) of the Members of ORIENTAL CARBON & CHEMICALS LIMITED ('the Company) was held on Friday, July 26, 2019 at "Williamson Magor Hall (1st Floor), The Bengal Chamber of Commerce & Industry, 6, Netaji Subhas Road, Kolkata – 700 001.

In the absence of the Chairman, Mr. J P Goenka, the Members elected Mr. Arvind Goenka, Managing Director, as the Chairman of the Meeting. The requisite quorum being present, the Chairman declared the 39th Annual General Meeting open. Board Members were introduced and the Chairman delivered his speech.

The facility of casting votes by Remote E-voting was provided to the members from 23th July, 2019 at 9.00 A.M. to 25th July, 2019 at 5.00 P.M. Members who were present at the meeting and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting through physical postal ballots papers at the Meeting venue.

The following items of business, as per the Notice of the Annual General Meeting (AGM), were transacted at the Meeting:

Ordinary Business:

1. To receive, consider and adopt:
 - a. the audited financial statements of the Company for the financial year ended March 31, 2019, and Reports of the Directors and Auditors thereon; and
 - b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2019.
2. To confirm the interim dividend paid during the year and to declare a final dividend for the financial year ended March 31, 2019.
3. To appoint a Director in place of Mr. H S Shashikumar [DIN: 06674954], who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

4. Ratification of remuneration of M/s. J K Kabra and Co. Cost Auditors of the Company
5. To consider the re-appointment of Mr. O P Dubey [DIN: 00228441], as an Independent Director of the Company for his second term of 5 years.
6. To consider the re-appointment of Mr. B B Tandon [DIN: 00740511], as an Independent Director of the Company for his second term of 5 years.
7. To consider the re-appointment of Mr. K Raghuraman [DIN: 00320507], as an Independent Director of the Company for his second term of 5 years.
8. To consider the re-appointment of Mr. S J Khaitan [DIN: 00023370], as an Independent Director of the Company for his second term of 5 years.
9. Approval of payment of commission to Non-Executive Director's of the Company.

Clarifications were provided to the queries raised by the members.



Mr. Pawan Kumar Sarawagi, (Membership No. - FCS 3381) of M/s P Sarawagi & Associates, Company Secretaries, Kolkata was appointed as Scrutinizer by the Board of Directors of the Company to overview the whole process of voting in a fair and transparent manner. The Chairman authorised the Company Secretary to declare the results of voting.

The Scrutinizer's Report was received and accordingly all the Resolutions as set out in the Notice were declared as passed.

This is for your information and record.

Yours faithfully,

For **ORIENTAL CARBON & CHEMICALS LIMITED**


Pranab Kumar Maity

COMPANY SECRETARY & DGM-LEGAL



Oriental Carbon & Chemicals Limited - Details of 39th AGM Voting Results - Regulation 44(3) of SEBI Regulations	
Date of AGM	26 th July 2019
Total number of shareholders on cut-off date, 19th July 2019	15613
No. of shareholders present in the meeting either person or through proxy:	
Promoter and Promoter Group:	8
Public :	233
No. of shareholders attended the meeting through Video Conferencing or through proxy	
Promoter and Promoter Group:	Nil
Public :	

Resolution Required : (Ordinary)		1 - Adoption of Audited Financial Statements including Consolidated Audited Financial Statements and Reports of Board of Directors and Auditors of the Company for the year ended 31st March, 2019.							
Whether promoter/ promoter group are interested in the agenda/resolution?		No. Promoter and Promoter Group voted in favour of the resolution.							
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]} *100	[4]	[5]	[6]={[4]/[2]} *100	[7]={[5]/[2]} *100	[8]
Promoter and Promoter Group	E-Voting	5150675	5150675	100.0000	5150675	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5150675	100.0000	5150675	0	100.0000	0.0000	0
Public Institutions	E-Voting	2385303	1887683	79.1381	1887683	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1887683	79.1381	1887683	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2454114	975	0.0397	970	5	99.4872	0.5128	0
	Poll		2682	0.1093	2682	0	100.0000	0.0000	200
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3657	0.1490	3652	5	99.8633	0.1367	200
Total		9990092	7042015	70.4900	7042010	5	99.9999	0.0001	200



Resolution Required : (Ordinary)	Ordinary 2. To Confirm Interim Dividend and to declare Final Dividend.
Whether promoter/ promoter group are interested in the agenda/resolution?	No. Promoter and Promoter Group voted in favour of the resolution.

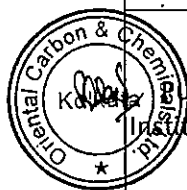
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
Promoter and Promoter Group	E-Voting	5150675	5150675	100.0000	5150675	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5150675	100.0000	5150675	0	100.0000	0.0000	0
Public Institutions	E-Voting	2385303	1888436	79.1696	1888436	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1888436	79.1696	1888436	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2454114	975	0.0397	970	5	99.4872	0.5128	0
	Poll		2682	0.1093	2682	0	100.0000	0.0000	200
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3657	0.1490	3652	5	99.8633	0.1367	200
Total		9990092	7042768	70.4975	7042763	5	99.9999	0.0001	200

		3 - To appoint a Director in place of Mr. H.S.Shashikumar_DIN.:06674954, who retires by rotation and being eligible, offers himself for re-appointment.							
Resolution Required : (Ordinary)									
Whether promoter/ promoter group are interested in the agenda/resolution?		No. Promoter and Promoter Group voted in favour of the resolution.							
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	No. of votes Invalid
Promoter and Promoter Group	E-Voting	5150675	5150675	100.0000	5150675	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5150675	100.0000	5150675	0	100.0000	0.0000	0
Public Institutions	E-Voting	2385303	1888436	79.1696	1888436	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1888436	79.1696	1888436	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2454114	975	0.0397	950	25	97.4359	2.5641	0
	Poll		2682	0.1093	2682	0	100.0000	0.0000	200
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3657	0.1490	3632	25	99.3164	0.6836	200
Total		9990092	7042768	70.4975	7042743	25	99.9996	0.0004	200



Resolution Required : (Ordinary)			4 - Ratification of remuneration of M/s. J K Kabra and Co. Cost Auditors of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No. Promoter and Promoter Group voted in favour of the resolution.						
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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	5150675	5150675	100.0000	5150675	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5150675	100.0000	5150675	0	100.0000	0.0000	0
Public Institutions	E-Voting	2385303	1888436	79.1696	1888436	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1888436	79.1696	1888436	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2454114	975	0.0397	970	5	99.4872	0.5128	0
	Poll		2682	0.1093	2682	0	100.0000	0.0000	200
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3657	0.1490	3652	5	99.8633	0.1367	200
Total		9990092	7042768	70.4975	7042763	5	99.9999	0.0001	200

Resolution Required : (Special)			5 - Re-appointment of Mr. O P Dubey, as an independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No. Promoter and Promoter Group voted in favour of the resolution.						
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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	5150675	5150675	100.0000	5150675	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5150675	100.0000	5150675	0	100.0000	0.0000	0
Public Institutions	E-Voting	2385303	1519768	63.7138	1519768	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0



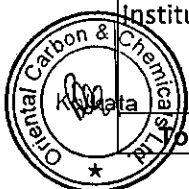
	Total		1519768	63.7138	1519768	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2454114	975	0.0397	950	25	97.4359	2.5641	0
	Poll		2682	0.1093	2682	0	100.0000	0.0000	200
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3657	0.1490	3632	25	99.3164	0.6836	200
Total		9990092	6674100	66.8072	6674075	25	99.9996	0.0004	200

Resolution Required : (Special)			6 - Re-appointment of Mr. B.B. TANDON, as an independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No. Promoter and Promoter Group voted in favour of the resolution.						
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	No. of votes Invalid
Promoter and	E-Voting	5150675	5150675	100.000	5150675	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5150675	100.0000	5150675	0	100.0000	0.0000	0
Public Institutions	E-Voting	2385303	1519768	63.7138	1519768	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1519768	63.7138	1519768	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2454114	975	0.0397	950	25	97.4359	2.5641	0
	Poll		2682	0.1093	2682	0	100.0000	0.0000	200
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3657	0.1490	3632	25	99.3164	0.6836	200
Total		9990092	6674100	66.8072	6674075	25	99.9996	0.0004	200

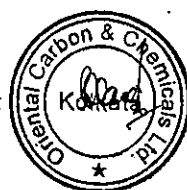
Resolution Required : (Special)			7 - Re-appointment of Mr. K.Raghuraman, as an independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No. Promoter and Promoter Group voted in favour of the resolution.						
Category	Mode of Voting	No. of 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	No. of votes Invalid

Promoter and Promoter Group	E-Voting	5150675	5150675	100.000 0	5150675	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5150675	100.0000	5150675	0	100.0000	0.0000	0
Public Institutions	E-Voting	2385303	1519768	63.7138	1519768	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1519768	63.7138	1519768	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2454114	975	0.0397	950	25	97.4359	2.5641	0
	Poll		2682	0.1093	2682	0	100.0000	0.0000	200
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3657	0.1490	3632	25	99.3164	0.6836	200
Total		9990092	6674100	66.8072	6674075	25	99.9996	0.0004	200

Resolution Required : (Special)		8 - Re-appointment of Mr. S J Khaitan, as an independent Director of the Company.							
Whether promoter/promoter group are interested in the agenda/resolution?		No. Promoter and Promoter Group voted in favour of the resolution.							
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	No. of votes Invalid
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	[8]
Promoter and Promoter Group	E-Voting	5150675	5150675	100.000 0	5150675	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5150675	100.0000	5150675	0	100.0000	0.0000	0
Public Institutions	E-Voting	2385303	1519768	63.7138	1519768	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1519768	63.7138	1519768	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2454114	975	0.0397	950	25	97.4359	2.5641	0
	Poll		2682	0.1093	2682	0	100.0000	0.0000	200
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3657	0.1490	3632	25	99.3164	0.6836	200
Total		9990092	6674100	66.8072	6674075	25	99.9996	0.0004	200



Resolution Required : (Special)			9 - Approval of payment of commission to Non-Executive Director's of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?			No. Promoter and Promoter Group voted in favour of the resolution.						
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	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	5150675	5150675	100.000	5150675	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		5150675	100.0000	5150675	0	100.0000	0.0000	0
Public Institutions	E-Voting	2385303	1888436	79.1696	1888436	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1888436	79.1696	1888436	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	2454114	975	0.0397	900	75	92.3077	7.6923	0
	Poll		2682	0.1093	2682	0	100.0000	0.0000	200
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		3657	0.1490	3582	75	97.9491	2.0509	200
Total		9990092	7042768	70.4975	7042693	75	99.9989	0.0011	200



Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, (as amended)]

To,
Mr. Pranab Kumar Maity
Company Secretary
Oriental Carbon & Chemicals Limited
CIN :L24297WB1978PLC031539

Dear Sir,

39th Annual General Meeting (AGM) of the Equity Shareholders of Oriental Carbon & Chemicals Limited held on 26th July, 2019 at 10:30 a.m.

I, CS P.K. Sarawagi of M/s. P. Sarawagi & Associates, Company Secretaries, had been appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting process (remote e-voting) as well as for voting through Ballot Paper at the AGM venue, in a fair and transparent manner and ascertaining the results thereof, in respect of Resolutions transacted at the 39th Annual General Meeting of the Equity Shareholders of **Oriental Carbon & Chemicals Limited**, held on Friday, the 26th July, 2019 at 10:30 a.m., at Williamson Magor Hall (1st Floor), The Bengal Chamber of Commerce & Industry, 6 Netaji Subhas Road, Kolkata – 700001.

Compliances of the provisions of the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting through electronic means (remote e-voting) as well as voting through Postal Ballot at the AGM venue by the Members of the Company on the Item Nos. 1 to 9 contained in the Notice dated 10th May, 2019 convening the 39th AGM of the Company, are responsibility of the Management of the Company. My responsibility as Scrutinizer is to ensure that voting processes, both through remote e-voting and voting through Ballot Paper at the AGM venue, are conducted in a fair and transparent manner and to make a Consolidated Scrutinizer's Report, being this Report, of the total votes cast 'in favour' and 'against', on the Resolutions transacted at the 39th AGM, based on the reports generated from e-voting system provided by the Central Depository Services (India) Limited (CDSL) for remote e-voting and also considering the Ballot Paper submitted by the Members at the AGM venue.



I submit my report as under :

1. The Company has appointed Central Depository Services (India) Limited (CDSL) to provide and facilitate remote e-voting process to the Members of the Company to cast their votes through a secured electronic mode on the Resolutions to be transacted at the said AGM.
2. The Company had also provided the facility of voting through Ballot Paper at the venue of the AGM to Members attending the meeting but had not cast their vote by remote e-voting facility. One empty Ballot Box was locked and sealed by me in the presence of Members and Proxies at the AGM venue.
3. As required under Rule 20(4)(iii) of the Companies (Management and Administration) Rules, 2014 (as amended), the Company has clearly stated in the Notice of the AGM dated 10th May, 2019, that (a) the Company has provided Members, facility to exercise their right to vote at the 39th AGM by electronic means and the business may be transacted through remote e-voting services provided by CDSL; (b) that the facility for voting through Ballot Paper shall also be made available at the AGM and the Members attending the AGM who have not already cast their vote by remote e-voting shall be able to exercise their right to cast their vote at the AGM; and (c) that the Members who have cast their vote by remote e-voting prior to the AGM date may also attend the AGM but shall not be entitled to cast their vote again at the AGM.
4. The remote e-voting period commenced on 23rd July, 2019 at 9:00 a.m. and remained open till 5:00 p.m. on 25th July, 2019.
5. The Members holding shares as on the 'cut-off' date i.e. 19th July, 2019 were entitled to vote, through remote e-voting system as well as voting at the AGM through Ballot Paper, on the proposed Resolutions for Item Nos. 1 to 9 as set out in the Notice dated 10th May, 2019.
6. The requisite advertisement pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as amended, was published in the "Business Standard" (in English language) and in "AajKaal" (in Bengali language), both on 5th July, 2019.
7. The locked ballot box was subsequently opened by me in the presence of two witnesses (1) Mr. Pradip Kumar Bhattacharyya of M/s. Link Intime Private Limited, and (2) Mr. Rohit Jain of M/s. P. Sarawagi & Associates, and Ballot Papers were diligently scrutinized. The Ballot Papers were



reconciled with the records maintained by Link Intime India Private Limited, Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company.

8. The votes cast by the Members through remote e-voting system provided by CDSL were unblocked in the presence of two witnesses (1) Mr. Pradip Kumar Bhattacharyya of M/s. Link Intime Private Limited, and (2) Mr. Rohit Jain of M/s. P. Sarawagi & Associates, on 26th July, 2019 at 11:54 a.m.; i.e., immediately after counting the votes cast through Ballot Paper at the AGM.
9. Ballot Paper in respect of 1 member, holding 200 shares was treated as invalid.
10. Based on the details containing list of Members who have cast their votes on remote e-voting platform as downloaded from the e-voting website of CDSL (www.evotingindia.com), and the votes cast by the Members through Ballot Paper at AGM, the consolidated results of the remote e-voting and voting through Ballot Paper at the AGM, on all items of the business transacted at the AGM held on 26th July, 2019 are given in the **Annexure** enclosed herewith, forming part of this Report.

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11. All relevant documents, records and papers relating to remote e-voting as well as ballot shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 39th Annual General Meeting and thereafter, I shall return these documents and other related papers to the Company.
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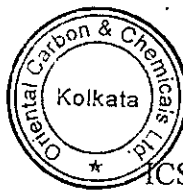


Yours faithfully,

(P.K. Sarawagi)
Company Secretary in Practice
Membership No. : FCS-3381
Certificate of Practice No. 4882

Counter signed by

For Oriental Carbon & Chemicals Limited



(Pranab Kumar Maity)
Company Secretary
ICSI Membership No. ACS 20606


Kolkata, 26th July, 2019

ORIENTAL CARBON & CHEMICALS LIMITED
39th Annual General Meeting held on 26th July, 2019 at 10:30 a.m.

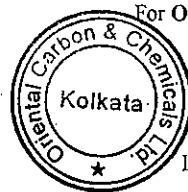
CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING & BALLOT PAPER

Item No. of Notice of AGM	Subject matter of the Resolution (in brief)		REMOTE E-VOTING		BALLOT PAPER		TOTAL		%age of total valid votes
			No. of members	No. of valid votes	No. of members	No. of valid votes	No. of members	No. of valid votes	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)
1	Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2019 (both Standalone and Consolidated basis), together with Reports of the Auditors and the Board of Directors thereon.	Assented	33	7,039,328	4	2,682	37	7,042,010	99.9892
		Dissented	1	5	-	-	1	5	0.0001
		Abstained	1	753	-	-	1	753	0.0107
2	Confirmation of Interim Dividend and declaration of Final Dividend.	Assented	34	7,040,081	4	2,682	38	7,042,763	99.9999
		Dissented	1	5	-	-	1	5	0.0001
		Abstained	-	-	-	-	-	-	-
3	Appointment of Mr. H.S. Shashikumar (DIN 06674954), who retires by rotation & being eligible, offers himself for re-appointment.	Assented	34	7,040,081	4	2,682	38	7,042,763	99.9999
		Dissented	1	5	-	-	1	5	0.0001
		Abstained	-	-	-	-	-	-	-
4	Ratification of remuneration payable to M/s. J.K. Kabra & Co., Cost Accountants, for the financial year 2019-20.	Assented	33	7,040,061	4	2,682	37	7,042,743	99.9996
		Dissented	2	25	-	-	2	25	0.0004
		Abstained	-	-	-	-	-	-	-
5	Re-appointment of Mr. O.P. Dubey (DIN 00228441) as an Independent Director, for the second term of 5 years.	Assented	32	6,671,393	4	2,682	36	6,674,075	94.7649
		Dissented	2	25	-	-	2	25	0.0004
		Abstained	1	368,668	-	-	1	368,668	5.2347
6	Re-appointment of Mr. B. B. Tandon (DIN 00740511) as an Independent Director, for the second term of 5 years.	Assented	32	6,671,393	4	2,682	36	6,674,075	94.7649
		Dissented	2	25	-	-	2	25	0.0004
		Abstained	1	368,668	-	-	1	368,668	5.2347
7	Re-appointment of Mr. K. Raghuraman (DIN 00320507) as an Independent Director, for the second term of 5 years.	Assented	32	6,671,393	4	2,682	36	6,674,075	94.7649
		Dissented	2	25	-	-	2	25	0.0004
		Abstained	1	368,668	-	-	1	368,668	5.2347
8	Re-appointment of Mr. S.J. Khaitan (DIN 00023370) as an Independent Director, for the second term of 5 years.	Assented	32	6,671,393	4	2,682	36	6,674,075	94.7649
		Dissented	2	25	-	-	2	25	0.0004
		Abstained	1	368,668	-	-	1	368,668	5.2347
9	Authority for payment of remuneration to Non Executive Directors.	Assented	32	7,040,011	4	2,682	36	7,042,693	99.9989
		Dissented	3	75	-	-	3	75	0.0011
		Abstained	-	-	-	-	-	-	-


Note : This is the Annexure referred to in Consolidated Scrutinizer's Report dated 26th July, 2019 and forming part of that Report.


(P.K. Sarawagi)
Company Secretary in Practice
Membership No. : FCS-3381
Certificate of Practice No. 4882

Kolkata, 26th July, 2019



Counter signed by
For Oriental Carbon & Chemicals Limited


(Pranab Kumar Maity)
Company Secretary
ICSI Membership No. ACS-20606