

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

March 29, 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: 506579

Scrip Code: OCCL

Dear Sir/Madam,

Sub: Intimation of Results of Postal Ballot under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is in furtherance to our letter dated 25th February, 2019, in relation to intimation of dispatch of Notice of Postal Ballot to the Members for seeking approval by Special Resolution for continuation of the existing term of the Independent Directors who have attained the age of 75 years pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018.

In this connection, we would like to inform that post closing of voting period on Wednesday, 27th March, 2019 (5.00 P.M. IST), the Scrutinizer has submitted the Scrutinizer's Report on Friday, 29th March, 2019.

Pursuant to the Regulations 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we would like to inform that the Special Resolutions as set out in the Notice of Postal Ballot dated 31st January, 2019 have been passed by the Members of the Company with requisite majority.

The details of the voting results in the format specified under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the Scrutinizer's Report is enclosed for your perusal.

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

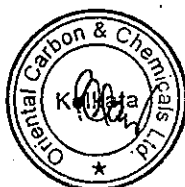
This is for your information and record.

Yours faithfully,
For **ORIENTAL CARBON & CHEMICALS LIMITED**

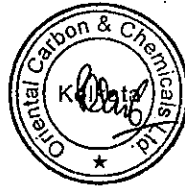

Pranab Kumar Maity
COMPANY SECRETARY & DGM-LEGAL

Encl: As above.

Oriental Carbon & Chemicals Limited - Details of Voting Results - Regulation 44(3) of SEBI Regulations								
Date of Postal Ballot			29.03.2019					
Total number of shareholders on cut-off date, 15th February, 2019			15827					
No. of shareholders present in the meeting either person or through proxy: Promoter and Promoter Group: Public :			Not Applicable					
No. of shareholders attended the meeting through Video Conferencing or through proxy Promoter and Promoter Group: Public :			Not Applicable					
Agenda - wise disclosure								
Resolution Required : (Special)			1. Approval for Continuation of Mr. Brij Behari Tandon (holding DIN 00740511), as a Non-executive Independent Director of the Company pursuant to Regulation 17(1A) of the SEBI (Listing Obligation & Disclosure Requirements) (Amendment) Regulations, 2018					
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	5150675	5150675	100.0000	5150675	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5150675	100.0000	5150675	0	100.0000	0.0000
Public Institutions	E-Voting	2386357	2025091	84.8612	2025091	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2025091	84.8612	2025091	0	100.0000	0.0000
Public Non Institutions	E-Voting	2454578	5225	0.2129	5215	10	99.8086	0.1914
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		9726	0.3962	9325	401	95.8770	4.1230
	Total		14951	0.6091	14540	411	97.2510	2.7490
Total		9991610	7190717	71.9676	7190306	411	99.9943	0.0057



Resolution Required : (Special)		2. Approval for Continuation of Mr. Om Prakash Dubey (holding DIN 00228441), as a Non-executive Independent Director of the Company pursuant to Regulation 17(1A) of the SEBI (Listing Obligation & Disclosure Requirements) (Amendment) Regulations, 2018						
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	5150675	5150675	100.0000	5150675	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		5150675	100.0000	5150675	0	100.0000	0.0000
Public Institutions	E-Voting	2386357	2025091	84.8612	2025091	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2025091	84.8612	2025091	0	100.0000	0.0000
Public Non Institutions	E-Voting	2454578	5225	0.2129	5135	90	98.2775	1.7225
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		9720	0.3960	9319	401	95.8745	4.1255
	Total		14945	0.6089	14454	491	96.7146	3.2854
Total		9991610	7190711	71.9675	7190220	491	99.9932	0.0068



Scrutinizer's Report on Postal Ballot

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]

Mr. Jagdish Prasad Goenka
Chairman
Oriental Carbon & Chemicals Limited
CIN : L24297WB1978PLC031539

Dear Sir,

I, CS P.K. Sarawagi of M/s. P. Sarawagi & Associates, Company Secretaries, have been appointed as Scrutinizer for the purpose of scrutinizing Postal Ballot Process conducted through electronic voting (e-voting) as well as voting conducted through Ballot Paper, in a fair and transparent manner and ascertaining the results thereof, in respect of the Special Resolutions transacted through Postal Ballot Process, for seeking approval of the Members of the Company pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended and to be effective from 1st April, 2019, for continuation of Mr. Brij Behari Tandon (holding DIN 00740511) and Mr. Om Prakash Dubey (holding DIN 00228441), both of whom had already crossed the age of 75 years, as Non Executive Independent Directors of the Company for the remaining period of their respective current tenure.

Compliances with the provisions of the Companies Act, 2013 and the rules framed thereunder relating to voting through Postal Ballot (including e-voting) by the Members of the Company on the Items contained in the Postal Ballot Notice dated 31st January, 2019, are the responsibility of the Management of the Company. My responsibility as Scrutinizer is to ensure that voting process, both through e-voting and by use of Postal Ballot Forms, are conducted in a fair and transparent manner and to make a Scrutinizer's Report, being this Report, of the total votes cast "in favour" and "against" the said resolutions, based on reports generated from e-voting system provided by Link Intime India Private Limited for e-voting and also considering the Postal Ballot Forms submitted by the Members till 5:00 PM on 27th March, 2019.

contd. 2



I submit my report as under:

1. The Company has appointed Link Intime India Private Limited (Link Intime) to provide and facilitate e-voting process to the Members of the Company to cast their votes through a secured electronic mode on said resolutions to be transacted through Postal Ballot Process.
2. The Company has completed the despatch of Postal Ballot Notice along with Postal Ballot Form, on 25th February, 2019, pursuant to Section 110 of the Companies Act, 2013 read with Rule 22(1) of the Companies (Management and Administration) Rules, 2014, to its Members whose name(s) appeared on the Register of Members/List of Beneficiaries as on 15th February, 2019, the 'cut-off' date fixed by the Board for determining the entitlement of the Members to vote on the resolutions. The self-addressed postage prepaid envelopes were also sent along with the Notices. The Postal Ballot Notice and the Postal Ballot Form were also placed on the Company's website www.occlindia.com.
3. The remote e-voting period remained opened from 9:00 AM on Tuesday, 26th February, 2019 till 5:00 PM on Wednesday, 27th March, 2019. The physical Postal Ballot Forms were to reach the Scrutinizer at the address given on the business reply postage pre-paid envelopes, not later than 5:00 PM on Wednesday, 27th March, 2019.
4. The requisite advertisement pursuant to Section 110 of the Companies Act, 2013 read with Rule 22(3) of the Companies (Management and Administration) Rules, 2014, was published in the "Business Standard" (in English language) and in "AajKaal" (in English language), both on 27th February, 2019 and then again in "AajKaal" in Bengali language on 28th February, 2019.
5. The votes cast by the Members through e-voting system provided by Link Intime were unblocked in presence of two witnesses, namely, (1) Mr. Rohit Jain and (2) Ms. Swati Todi, both of M/s. P. Sarawagi & Associates, on 27th March, 2019 at 6:11 PM.
6. The total number of sealed envelopes received up to 5:00 PM. on Wednesday, 27th March, 2019, i.e., the last date and time fixed by the Company for receipt of the forms and opened in front of me, were 128 containing 129 Postal Ballot Forms. These 129 Postal Ballot Forms were considered for my scrutiny. The particulars of all the Postal Ballot Forms received, have been entered in the Register separately maintained for the purpose.



contd. 3

7. 10 Postal Ballot Forms in respect of Members, holding 484 shares in aggregate were treated as invalid.
8. 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 Link Intime (www.instavote.linkintime.co.in), and the votes cast by the Members through physical Postal Ballot Forms, the results of the voting through Postal Ballot (including e-voting) on both the items of business, are given below :

Item No. 1: Special Resolution as set out the Postal Ballot Notice dated 31st January, 2019, for seeking approval of Members of the Company for continuation of Mr. Brij Behari Tandon (holding DIN 00740511), who had already attained the age of 75 years, as Non Executive Independent Director of the Company for the remaining period of his current tenure :

Through Voted	E-voting		Postal Ballot Forms		Total		%age of total valid votes
	No. of Members	No. of valid votes cast	No. of Members	No. of valid votes cast	No. of Members	No. of valid votes cast	
In Favour	35	7180981	113	9325	148	7190306	99.99426
Against	1	10	5	401	6	411	0.00571
Abstained	-	-	1	2	1	2	0.00003
Total	36*	7180991	119	9728	155*	7190719	100.00000

Item No.2 : Special Resolution as set out the Postal Ballot Notice dated 31st January, 2019, for seeking approval of Members of the Company for continuation of Mr. Om Prakash Dubey (holding DIN 00228441), who had already attained the age of 75 years, as Non Executive Independent Director of the Company for the remaining period of his current tenure :

Through Voted	E-voting		Postal Ballot Forms		Total		%age of total valid votes
	No. of Members	No. of valid votes cast	No. of Members	No. of valid votes cast	No. of Members	No. of valid votes cast	
In Favour	35	7180901	111	9319	146	7190220	99.99306
Against	1	90	5	401	6	491	0.00683
Abstained	-	-	3	8	3	8	0.00011
Total	36*	7180991	119	9728	155*	7190719	100.00000

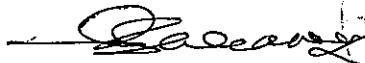
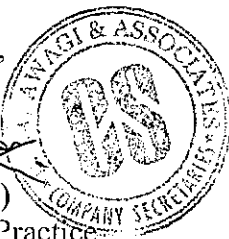
* Total number of Members who cast their votes through e-voting process was 35 of which one member cast his vote partly in favour and partly against on both the resolutions.

contd. 4



9. All relevant documents, records and papers relating to e-voting as well as physical postal ballot shall remain in my safe custody until Mr. Jagdish Prasad Goenka, Chairman of the Company, declares the result of the Postal Ballot (including e-voting) on the Special Resolutions for seeking approval of Members of the Company on the aforesaid Special Resolutions and sign the minutes thereof. Thereafter, I shall return these documents and other related papers to the Company.

Yours faithfully,

(P.K.Sarawagi)

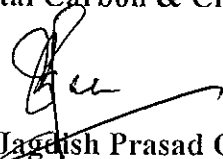
Company Secretary in Practice

Membership No. : FCS-3381

Certificate of Practice No. 4882

Counter signed by

For Oriental Carbon & Chemicals Limited


(Jagdish Prasad Goenka)
Chairman
(DIN : 00136782)

Kolkata, 29th March, 2019