

**CORPORATE OFFICE**

17<sup>th</sup> Floor, Narain Manzil, 23, Barakhamba Road  
New Delhi-110001, India  
Tel. No. : (91-11) 4363-1200 Fax : (91-11) 2373-1333  
Email : ocl\_delhi@ocl.in

**REGD. OFF : RAJGANGPUR-770017**

DISTT : Sundargarh, Odisha (India)  
CIN : L26942OR1949PLC000185  
Tel No. : (06624)-221212, 220121  
E-mail : ocl\_rajgangpur@ocl.in  
website : www.ocl.in / www.oclindia ltd.in

**OCL INDIA LIMITED**

ओसीएल इण्डिया लिमिटेड

15<sup>th</sup> September, 2014

To,

**Bombay Stock Exchange Limited**

The Corporate Relationship Deptt.,  
1<sup>st</sup> Floor,  
New Trading Ring, Rotunda Building,  
P J Towers, Dalal Street, Fort,  
Mumbai-400001  
E-mail: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)  
Fax No.022-22723719, 22722037, 22722039, 022 2272 3121)

The Manager

Listing Department

**National Stock Exchange of India Limited**

"Exchange Plaza", C-1, Block G,  
Bandra - Kurla Complex  
Bandra (E)  
Mumbai - 400 051  
E-mail: [cmlist@nse.co.in](mailto:cmlist@nse.co.in)  
Fax No. 022-26598237/26598238

**National Securities Depository Limited**

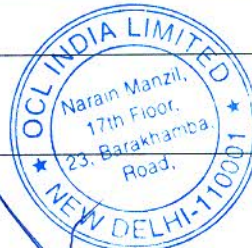
5<sup>th</sup> Floor, trade World, Kamal Mills Compound  
Senapati Bapat Marg  
Lower Parcel, Mumbai - 400 013  
(Fax No. 022 2497, 2993/2497 6351)

**Sub: Submission of Voting Results of Postal Ballot conducted by OCL India Limited, pursuant to Clause 35A of the Listing Agreement.**

Dear Sir/ Madam,

Pursuant to Clause 35A of the Listing Agreement, following are the details regarding voting results of the Postal Ballot conducted by OCL India Limited.

Date of declaration of result of Postal Ballot	13 <sup>th</sup> September, 2014
Total number of shareholders as on record date	10282
Number of Ballot papers received from Shareholders through post-	



1. Promoters and Promotes Group	-----
2. Public	97
Number of votes cast by Shareholders electronically-	
1. Promoters and Promotes Group	8
2. Public	29

Agenda-wise details of voting results and the Scrutinizer's Report thereon are attached therewith.

For OCL India Limited


  
**Rachna Gorla**
  
 GM (Legal) & Company Secretary

Encl: As above

Resolution No : 1 - Special Resolution under Section 180(1)(a) of the Companies Act, 2013 to create mortgage/ charge/ other security for securing term loans, debenture(s), working capital finances, etc aggregating, in all, not more than Rs.2500 Crores in favour of the financial institutions/ banks/ debenture trustees/ other lenders.

Resolution required (Special)									
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
<b>Mode of voting : (E-voting)</b>									
Promoter and Promoter Group	42633855	42633855	100.00	42633855	0	100.00	0.00		
Public - Institutional holders	311631	0	0.00	0	0	0.00	0.00		
Public -Others	13954734	2906	0.02	2738	168	94.22	5.78		
<b>Total (A)</b>	<b>56900220</b>	<b>42636761</b>	<b>74.93</b>	<b>42636593</b>	<b>168</b>	<b>99.99</b>	<b>0.01</b>		
<b>Mode of voting : (Ballot Form)</b>									
Promoter and Promoter Group	42633855	0	0.00	0	0	0.00	0.00		
Public - Institutional holders	311631	0	0.00	0	0	0.00	0.00		
Public -Others	13954734	69834	0.50	67501	2333	96.66	3.34		
<b>Total (B)</b>	<b>56900220</b>	<b>69834</b>	<b>0.12</b>	<b>67501</b>	<b>2333</b>	<b>96.66</b>	<b>3.34</b>		
<b>Mode of Voting (A+B) : E-Voting &amp; Ballot (Consolidated)</b>									
Promoter and Promoter Group	42633855	42633855	100.00	42633855	0	100.00	0.00		
Public - Institutional holders	311631	0	0.00	0	0	0.00	0.00		
Public -Others	13954734	72740	0.52	70239	2501	96.56	3.44		
<b>Total</b>	<b>56900220</b>	<b>42706595</b>	<b>75.06</b>	<b>42704094</b>	<b>2501</b>	<b>99.99</b>	<b>0.01</b>		



## Scrutinizer's Report

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 and rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman / Board of Directors

**OCL INDIA LIMITED**

Rajagangapur

Sundargarh

Orissa – 770017

**Sub: Scrutinizer Report on e-voting conducted pursuant to the provisions of Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act") read together with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014**

Dear Sir,

1. I Mohan Ram Goenka, Company Secretary in Practice, have been Appointed by the Board of Directors of OCL India Limited. (the Company) as a Scrutinizer for the purpose of Scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provision of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (Rules) and Clause 35B of the Listing Agreement on the Resolution to be passed through postal ballot.
2. The Management of the Company is responsible to ensure the Compliance of the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means on the proposed Resolution contained in the notice of postal ballot. My responsibility as a Scrutinizer for the e-voting process is restricted to making a Scrutinizer's Report for the "Votes cast in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by NSDL, the authorized agency to provide e-voting facilities, engaged by the Company.

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Our Office :

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R. No.: 6, Kolkata 700012,

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Mobile No.9831074332

Phone No : 2237 9517


3. Further to the above, I submit my Report as under:

(I) The e-voting period for postal ballot remained open from **12.08.2014 (9:00 A.M. IST) to 10.09.2014 (6:00 P.M. IST)**

(II) The member of the Company as on "**cut off**" date i.e. **01.08.2014** were entitled to vote on the resolutions

(III) The votes cast were unblocked on 11.09.2014 in the presence of two witnesses Ms. Sneha Khaitan and Ms. Smita Mondal who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Ms. Sneha Khaitan

  
Ms. Smita Mondal

(IV) Thereafter, the details containing inter alia, list of equity shareholders, who voted "for" "against" each of the resolution that were put to vote, were generated from the e-voting website of NDSL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and based on such report generated, the results of the e-voting is as under:

**Item No. 1 :-**

Resolution for authority to create mortgage charge other security for securing term loans debentures working capital finances etc. aggregating in all not more than Rs 2500 Crores in favour of the financial institutions, banks, debenture trustees, other lenders pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013

(i) Voted in favour of the Resolution:

Number of members voted	Number of votes cast by them (No. of shares held)	% of the Total Number of Valid Votes cast
33	42636593	99.9996 (approx.)

(ii) Voted against the Resolution:

Number of members voted	Number of votes cast by them (No. of shares held)	% of the Total Number of Valid Votes cast
4	168	0.0004 (approx.)

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Phone No : 2237 9517

(iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Number of votes cast by them (No. of shares held)
NIL	NIL

Thanking You,

Yours Faithfully,

  
Mohan Ram Goenka  
Practicing Company Secretary  
C.P. No: 2551

Place: Kolkata

Date: 12.09.2014

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## Scrutinizer's Report

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

To,

The Chairman / Board of Directors  
**OCL INDIA LIMITED**  
Rajagangapur  
Sundargarh  
Orissa – 770017

**Sub: Scrutinizer Report on postal ballot conducted pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Act") read together with Rule 22 of the Companies (Management and Administration) Rules, 2014**

Dear Sir,

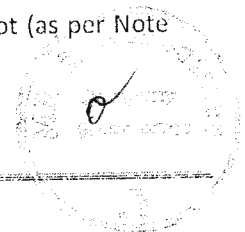
1. I Mohan Ram Goenka, Company Secretary in Practice, have been Appointed by the Board of Directors of OCL India Limited. (the Company) as a Scrutinizer for the purpose of Scrutinizing the postal ballot process and ascertaining the requisite majority on postal ballot carried out as per the provision of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (Rules) and Clause 35B of the Listing Agreement on the Resolution to be passed through postal ballot.
2. The Management of the Company is responsible to ensure the Compliance of the requirement of the Companies Act, 2013 and Rules relating to voting through postal ballot means on the proposed Resolution contained in the notice of postal ballot. My responsibility as a Scrutinizer for the postal ballot process is restricted to making a Scrutinizer's Report for the "Votes cast in favour" or "against" the resolution stated above, based on the forms received from the shareholders by casting of their votes through postal ballot (as per Note No. 5 of Notice of Postal Ballot dated 24.07.2014)

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Phone No : 2237 9517



3. Further to the above, I submit my Report as under:

- (I) The Postal ballot form as received by the Scrutinizer on or before **September 10, 2014**.
- (II) The member of the Company as on "**cut off**" date i.e. **01.08.2014** were entitled to vote on the resolutions
- (III) The votes cast were unblocked on 11.09.2014 in the presence of two witnesses Ms. Sneha Khaitan and Ms. Smita Mondal who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Ms. Sneha Khaitan

  
Ms. Smita Mondal

- (IV) Thereafter, the details containing inter alia, list of equity shareholders, who voted "for" "against" each of the resolution that were put to vote, were derived from the postal ballot forms and based on such data, the results of the postal ballot is as under:

**Item No. 1 :-**

Resolution for authority to create mortgage charge other security for securing term loans debentures working capital finances etc. aggregating in all not more than Rs 2500 Crores in favour of the financial institutions, banks, debenture trustees, other lenders pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013

- (i) **Voted in favour of the Resolution:**

Number of members voted	Number of votes cast by them (No. of shares held)	% of the Total Number of Valid Votes cast
76	67501	96.65922044

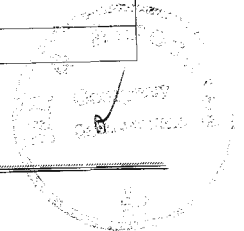
- (ii) **Voted against the Resolution:**

Number of members voted	Number of votes cast by them (No. of shares held)	% of the Total Number of Valid Votes cast
9	2333	3.340779563

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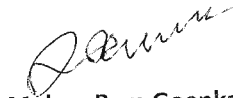


(iii) Invalid Votes :

Total Number of members whose votes were declared invalid.	Number of votes cast by them (No. of shares held)
12	5502

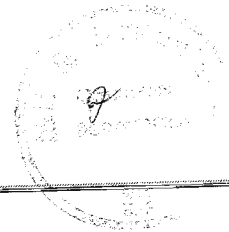
Thanking You,

Yours Faithfully,



Mohan Ram Goenka  
Practicing Company Secretary  
C.P. No: 2551

Place: Kolkata  
Date: 12.09.2014



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**Scrutinizer's Report**

**Combined Report on e-voting and postal ballot**

To,

The Chairman / Board of Directors  
**OCL INDIA LIMITED**  
Rajagangapur  
Sundargarh  
Orissa – 770017

Dear Sir,

1. I Mohan Ram Goenka, a Company Secretary in Practice, have been appointed as a Scrutinizer by  
  
(i) The Board of Directors of OCL India Limited. ( the Company) as a Scrutiniser for the purpose of Scrutinising the e-voting process and postal ballot process under the provision of Section 108 and 110 of the Companies Act, 2013 (the 2013 Act) respectively read with Rule 20 / 22 of the Companies (Management and Administration)Rules, 2014 (Rules) and Clause 35B of the Listing Agreement on the proposed Resolution to be passed through postal ballot.
2. The Management of the Company is responsible to ensure the Compliance of the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means and postal ballot on the proposed resolution contained in the notice of postal ballot. My responsibility as a Scrutinizer for the postal ballot process including the e-voting process is restricted to making a Scrutinizer's Report for the "Votes cast in favour" or "against" on the resolution stated above, based on the reports generated from the e-voting system provided by NSDL, the authorized agency engaged by the Company to provide e-voting facilities for e-voting and postal ballot form as received from the shareholders on the close of business hours (6:00 P.M. IST) on 10<sup>th</sup> September' 2014.

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3. I have issued separate Scrutinizer's Report dated 12<sup>th</sup> September, 2014 on the e-voting and postal ballot on the proposed resolutions contained in the notice to the postal ballot. As requested by the Management we submit herewith our Combined Report on the results of e-voting together with that of postal ballot as under:

Item No. of Notice	Particulars and Type of Resolution	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
		Nos.	% of total number of valid votes cast (Favour)	Nos.	% of total number of valid votes cast (Against)	
Item No. 1	Resolution for authority to create mortgage charge other security for securing term loans debentures working capital finances etc. aggregating in all not more than Rs 2500 Crores in favour of the financial institutions, banks, debenture trustees, other lenders pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013	42704094	99.9941 (approx.)	2501	0.0059 (approx.)	5502

Thanking You,

Yours Faithfully,

  
Mohan Ram Goenka  
Practicing Company Secretary  
C.P. No: 2551

Place: Kolkata  
Date : 12.09.2014

Our Office :  
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