

January 27, 2015

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Sub: Result of Postal Ballot

Dear Sir,

This is with reference to the Postal Ballot Notice issued pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with rules 22 of Companies (Management and Administration) Rules, 2014 made there under (including any statutory modification or re-enactment thereof for the time being in force) for seeking approval of the shareholders for the following Special Resolution through Postal Ballot including electronics means:

CREATION OF CHARGE/ PROVIDING OF SECURITY

"RESOLVED THAT in supersession of the Ordinary Resolution passed at the Annual General Meeting held on August 13, 2012, the consent of the Company be and is hereby accorded, in terms of Section 180(1)(a) and other applicable provisions of the Companies Act, 2013 ("the Act") and the

rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), to the Board of Directors of the Company ("the Board"), to create such mortgages/charges/hypothecation and/or other encumbrances in addition to the existing mortgage, charges, hypothecation and all other encumbrances, if any, created by the Company on all or any part of the immovable and /or movable properties, current and/or fixed assets, tangible or intangible assets, book debts and /or claims of the Company, where so ever situate, present and future, such charge to rank either pari-passu with or second, subsequent, subservient and subordinate to all mortgages, charges, hypothecation and other encumbrances created or to be created by the Company in favour of Indian or Foreign Institution, Banks and other Lending Institution, and /or to such person, if any(collectively hereinafter called "Parties"), from whom the Company, has already borrowed or proposed to borrow, money/ sums of money by way of term loan(s), cash credit(s), overdraft(s), discounting of bill(s), inter corporate deposit(s), commercial paper(s) or such other financial instrument(s) permitted to be used by the appropriate authorities from time to time together with interest cost thereon, additional interest, compound interest, charges and other incidental expenses in terms of agreement(s) entered /to be entered into by the Board of Directors of the Company, shall not, at any time exceed the limit of Rs. 3,000 crores(Rupees three thousand crores).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to finalise with the aforesaid Parties or any one of them, the documents for creating the mortgages/charges and accepting or making any alterations, changes, variations to or in the terms and conditions thereof and to do all such acts, deeds, matters and things and to execute all such documents and writings with them as it may consider necessary, for the purposes of giving effect to the forgoing resolution."

The last date for casting vote through E-Voting and receipt of duly completed Postal Ballot Forms from shareholders was Thursday, January 22, 2015. After due scrutiny of Postal Ballot Forms received and votes cast, Mr. A.K Labh, Practicing Company Secretary, the Scrutinizer submitted his report dated January 24, 2015. The summary of result is as follows:-

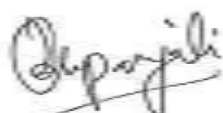
S.No.	Votes casted	By Physical Ballot	By Electronic Voting	Total No. of Votes/ Shares	%
1.	Favour	2014018	136013928	138027946	93.36
2.	Against	4995095	4820158	9815253	6.64
Total				147843199	100.00

The Scrutinizer report is attached for your reference.

This is for your information and record.

Thanking you,

Yours sincerely,
For **Orient Cement Limited**



Deepanjali Gulati
(Company Secretary)