

ଦି ଓଡ଼ିଶା ମିନେରାଲ୍ସ ଡେଭେଲପମେଣ୍ଟ କମ୍ପାନୀ ଲିମିଟେଡ୍  
(ଭାରତ ସରକାରଙ୍କ ସଂସ୍ଥା)

Ref: BSE, NSE & CSE/OMDC/CS/11-2025/09

Dated: 18.11.2025

To The Compliance Department Department of Corporate Services Bombay Stock Exchange Ltd 1 <sup>st</sup> Floor, PhiozeJee, Jeebhoy Towers Bombay Samachar Marg Mumbai – 400001 <b>Scrip Code : 590086</b>	To The Compliance Department National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, Block – G BandraKurla Complex Bandra (E) Mumbai - 400051 <b>Scrip Code : ORISSAMINE</b>	To The Secretary The Calcutta Stock Exchange Limited 7, Lyons Range Kolkata- 700001 <b>Scrip Code : 25058</b>
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**SUB: 107<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF THE COMPANY**

Dear Sir,

Kindly note that the 107th Annual General Meeting (AGM) of the Company has been duly convened and held on Tuesday, 18<sup>th</sup> November, 2025 at 11.00 AM through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with guidelines stipulated by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

In this regard, please find attached the following –

1. Proceedings of the 107th Annual General Meeting (AGM) of the Company pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. Consolidated Scrutinizer's Report dated 18<sup>th</sup> November, 2025 submitted by Shri Mohan Ram Goenka, Practising Company Secretary, Kolkata (FCS No. 4515, CP No. 2551), Scrutinizer appointed to conduct the voting process (both Remote e-voting as well as e-voting at e-AGM through Insta Poll).

Further, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management & Administration) Rules, 2014 and Clause 8.6.2 of Secretarial Standard - 2 on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI), the Voting Result along with the Scrutinizer's Consolidated Report is available on the Company's website [www.birdgroup.co.in](http://www.birdgroup.co.in).

This is for your information and record.

Thanking You

Yours faithfully

*For The Orissa Minerals Development Company Limited*

(Pintu Kumar Biswal)  
Company Secretary

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(ଭାରତ ସରକାରଙ୍କ ସଂସ୍ଥା)

**Gist of the proceedings of the 107th Annual General Meeting (AGM) of The Orissa Minerals Development Company Limited held on November 18, 2025**

The 107th Annual General Meeting (AGM) of the Company has been duly convened and held on Tuesday, November 18, 2025 at 11:00 A.M. through Video Conferencing (VC) in accordance with the guidelines stipulated by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

Shri AK Saxena, Chairman of the Board of Directors, chaired the proceedings of the Meeting. The Meeting was attended by 46 (Forty-six) Members (including authorised representatives). Participation of Members through video conference was reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013.

The Company Secretary informed the Members that the requisite quorum was present to conduct the proceedings of the Meeting and the Meeting was attended by all the Directors.

The Company Secretary informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'SEBI Listing Regulations, 2015'), the Company had extended voting facility to the Members of the Company in respect of business transacted at the 107th AGM to cast their vote electronically. He informed that the Company provided remote e-voting facility to its Members for a period of 4 (Four) days commencing from Friday, 14th November, 2025 (9.00 a.m. IST) and ending on Monday, 17th November, 2025 (5.00 p.m. IST).

The Company Secretary further informed the Members attending the AGM through video conferencing that the facility for voting through electronic voting system (i.e. Insta Poll) was made available during the meeting for those Members who have not cast their vote through Remote e-voting. Mr. Mohan Ram Goenka, Practising Company Secretary, Kolkata (FCS No. 4515, CP No. 2551) as the Scrutinizer for the purpose of scrutinizing the electronic voting process (Remote e-voting as well as e-voting at e-AGM through Insta Poll) in a fair and transparent manner.

The Company Secretary thereafter invited the Members to raise questions, offer comments or seek clarifications on the Annual Report and financial statements or any of the items stated in the Notice of the 107th AGM of the Company and all the questions/comments raised by the members were clarified by MD, OMDC.

Thereafter, the 6 (six) resolutions as per the Notice of the AGM dated 27th October, 2025 were transacted at the meeting.

Thereafter, the electronic voting through Insta Poll was conducted smoothly. Based on the Consolidated Scrutinizer's Report dated November 18, 2025, following resolutions were passed by the Members with requisite majority:

Resolution No.	Resolutions Description	Result
1	To receive, consider and adopt the Audited Financial Statements of the Company for the year ending with March 31, 2025, together with the Directors Report, the Reports of Auditors' and Comments of the Comptroller & Auditor General of India (C & AG) thereon	Passed by the Members with requisite majority
2	To authorize Board of Directors of the Company to fix the Remuneration of M/s. SDR & Associates, Chartered Accountants the Statutory Auditors of the Company appointed by Comptroller & Auditor General of India (C&AG) for the financial year 2025-26, in terms of provisions of Section 139(5) read with Section 142 of the Companies Act, 2013 that a remuneration plus out of pocket expenses be paid to statutory auditors as may be determined by the Board to conduct such audit.	Passed by the Members with requisite majority
3.	Appointment of Shri Vasudha Chandra Suratkal (DIN-10976128) as Director & MD, Addl. Charge of the Company	passed by the Members with requisite majority
4.	Appointment of Shri S. Sharad Rao (DIN-05229914) as Govt. Nominee Director of the Company	Passed by the Members with requisite majority

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5.	Appointment of Shri M Saravanan (DIN-09731230) as Independent Director of the Company	passed by the Members with requisite majority
6.	Appointment of Smt. (Dr.) Sarasu TN (DIN-09593230) Independent Director of the Company	passed by the Members with requisite majority

The Meeting concluded at 11:52 P.M. (including the time allowed for e-voting at the AGM) with a vote of thanks to the Chairman.



# MR & Associates

COMPANY SECRETARIES  
(Peer Reviewed Firm)

46, B. B. Ganguly Street, 406, Kolkata - 700 012  
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## **CONSOLIDATED SCRUTINIZER'S REPORT**

(Voting through Remote e-voting, and e-voting at the Annual General Meeting)

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

To,

The Chairman of the 107<sup>th</sup> Annual General Meeting (AGM) of the Members of THE ORISSA MINERALS DEVELOPMENT COMPANY LIMITED (CIN: L51430OR1918GOI034390), held on Tuesday, the 18<sup>th</sup> day of November, 2025 at 11:00 A.M. through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM").

Dear Sir,

1. I, Mohan Ram Goenka, Company Secretary in Practice (FCS No. 4515, CP No. 2551), Partner of MR & Associates, was duly appointed as a Scrutinizer by the Board of Directors of THE ORISSA MINERALS DEVELOPMENT COMPANY LIMITED (the Company) for the purpose of Scrutinizing the process of (i) remote-voting (i.e., voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM) and (ii) e-voting during AGM (process of e-voting on the day of AGM through IST electronic voting system) on the resolutions contained in the notice dated October 27<sup>th</sup>, 2025 ("Notice") issued in accordance with MCA Circulars dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020, 05<sup>th</sup> May, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 read with circulars dated with January 5, 2023 & September 25, 2023 (in continuation with other circulars issued in this regard) and calling the Annual General Meeting ("the Meeting" /"AGM") through VC / OAVM. The AGM was convened on Tuesday, 18<sup>th</sup> November 2025 at 11:00 A.M. IST through VC / OAVM.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic modes on the resolutions proposed in the Notice of Annual General Meeting of the Members of the Company dated October 27, 2025. My responsibility as a Scrutinizer for the e-voting process (i.e., through remote e-voting and e-voting during AGM) is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the AGM of the Company, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency engaged by the Company to provide e-voting facility for voting through electronic means and the documents furnished to me electronically for my verification.



3. The Members holding ordinary shares as on the "cut-off date" i.e. Monday, November 10th, 2025 were entitled to vote on the resolutions proposed in the Notice calling the Annual General Meeting.
4. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open from Friday, November 14, 2025 (09:00 a.m. IST) till Monday, November 17, 2025 (5.00 p.m. IST) and pursuant to MCA Circulars referred above, the Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by NSDL.
5. After the closure of remote e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and were counted.
6. The votes cast through remote e-voting were unblocked in the presence of two witness who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
7. Based on the results made available to me, 44 members have casted their votes through remote e-voting platform and no members have casted their votes through e-voting on the day of AGM. The brief analysis of the results of the voting through Remote e-voting and e-voting on the day of Annual General Meeting, based on the report generated by NSDL, scrutinized on test-check basis and relied upon by me, are as under:

### **ORDINARY BUSINESS**

#### **Item No. 1- Ordinary Resolution:**

To consider and adopt the Audited Financial Statements of the Company for the year ending with March 31, 2025, together with the Directors Report, the Reports of Auditors' and Comments of the Comptroller & Auditor General of India (C & AG) thereon.

Particulars	No. of votes contained in				Total		
	Remote E-Voting		E-voting on date of AGM		No.	Votes	Percentage (%)
	No.	Votes	No.	Votes			
Assent	33	3217515	0	0	33	3217515	99.2094
Dissent	10	25639	0	0	10	25639	0.7906
Total	43	3243154	0	0	43	3243154	100
Abstain / Invalid	-	-	-	-	-	-	-



**Item No. 2 - Ordinary Resolution:**

To authorize Board of Directors of the Company to fix the Remuneration of the Statutory Auditors of the Company appointed by Comptroller & Auditor General of India (C&AG) for the financial year 2025-26, in terms of provisions of Section 139(5) read with Section 142 of the Companies Act, 2013.

Particulars	No. of votes contained in				Total		
	Remote E-Voting		E-voting on date of AGM		No.	Votes	Percentage (%)
	No.	Votes	No.	Votes			
Assent	38	3636421	0	0	38	3636421	99.9992
Dissent	6	29	0	0	6	29	0.0008
Total	44	3636450	0	0	44	3636450	100
Abstain / Invalid	-	-	-	-	-	-	-

**SPECIAL BUSINESS****Item No. 3- Ordinary Resolution:**

Appointment of Shri Vasudha Chandra Suratkal (DIN-10976128) Director & MD, Addl. Charge of the Company.

Particulars	No. of votes contained in				Total		
	Remote E-Voting		E-voting on date of AGM		No.	Votes	Percentage (%)
	No.	Votes	No.	Votes			
Assent	36	3460189	0	0	36	3460189	95.1529
Dissent	8	176261	0	0	8	176261	4.8471
Total	44	3636450	0	0	44	3636450	100
Abstain / Invalid	-	-	-	-	-	-	-

**Item No. 4- Ordinary Resolution:**

Appointment of Shri S. Sharad Rao (DIN-05229914) Govt. Nominee Director of the Company.

Particulars	No. of votes contained in				Total		
	Remote E-Voting		E-voting on date of AGM		No.	Votes	Percentage (%)
	No.	Votes	No.	Votes			
Assent	31	3434568	0	0	31	3434568	94.4484
Dissent	13	201882	0	0	13	201882	5.5516
Total	44	3636450	0	0	44	3636450	100
Abstain / Invalid	-	-	-	-	-	-	-



**Item No. 5- Ordinary Resolution:****Appointment of Shri M Saravanan (DIN-09731230) Independent Director of the Company.**

Particulars	No. of votes contained in				Total		
	Remote E-Voting		E-voting on date of AGM		No.	Votes	Percentage (%)
	No.	Votes	No.	Votes			
Assent	33	3455177	0	0	33	3455177	95.0151
Dissent	11	181273	0	0	11	181273	4.9849
Total	44	3636450	0	0	44	3636450	100
Abstain / Invalid	-	-	-	-	-	-	-

**Item No. 6- Ordinary Resolution:****Appointment of Smt. (Dr.) Sarasu TN (DIN-09593230) Independent Director of the Company.**

Particulars	No. of votes contained in				Total		
	Remote E-Voting		E-voting on date of AGM		No.	Votes	Percentage (%)
	No.	Votes	No.	Votes			
Assent	33	3455177	0	0	33	3455177	95.0151
Dissent	11	181273	0	0	11	181273	4.9849
Total	44	3636450	0	0	44	3636450	100
Abstain / Invalid	-	-	-	-	-	-	-

8. Based on the foregoing, the resolution no.(s) 1 to 6 shall be deemed to have been passed with requisite majority.

All the relevant records / electronic data relating to the e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the said AGM.

Thanking You,

Place : Kolkata  
Date : 18.11.2025



For MR & Associates  
Company Secretaries  
A Peer Reviewed Firm  
Peer Review Certificate No.: 5598/2024

Mohan Ram Goenka  
Digitally signed by Mohan Ram Goenka  
Date: 2025.11.18  
17:59:19 +05'30'

[M R Goenka]  
Partner

C P No.: 2551

UDIN No.: F004515G001932265

Countersigned by:-

PINTU KUMAR BISWAL  
Digitally signed by PINTU KUMAR BISWAL  
Date: 2025.11.18  
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