दि उड़िसा मिनरलस् डेवलपमेंट कम्पनी लिमिटेड
(भारत सरकार का उद्यम)

THE ORISSA MINERALS DEVELOPMENT CO. LTD.
(A Government of India Enterprise)

Ref : NSE/OMDC/CS/11-2019/05
Dated : 29th November, 2019

Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, Block-G
Bandra Kurla Complex
Bandra (E)
Mumbai – 400051

SUB: MINUTES OF RESOLUTION PASSED BY POSTAL BALLOT

SYMBOL : ORISSAMINE

SERIES : EQ

Sir/ Madam,

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Para A of Part A of Schedule III of Listing Regulations, we are enclosing herewith copy of Minutes of Resolution Passed by Postal Ballot on November 04, 2019, The result of which was declared on November 07, 2019.

Kindly acknowledge the receipt.

Thanking You

Yours faithfully
For **The Orissa Minerals Development Company Limited**

Sd/-
Anu singh
Company Secretary

Encl: As above

पंजीकृत कार्यालय : ए. जी. 104, सौरव आवासन, द्वितीय तल, सेक्टर - II, सॉल्ट लेक सिटी, कोलकाता - 700 091
Regd. Office : AG 104, Sourav Abasan, 2nd Floor, Sector II, Salt Lake City, Kolkata - 700 091
Phone (दूरभाष) : 4016 9200, Fax (फेक्स) : (033) 4016 9267
E-mail (ई-मेल) : info.birdgroup@nic.in, Website (वेबसाइट) : www.birdgroup.co.in
आप हमसे सहर्ष हिन्दी मे भी पत्र व्यवहार कर सकते है।
CIN No. : L51430WB1918GOI003026

Certified True Copy

THE ORISSA MINERALS DEVELOPMENT COMPANY LIMITED

CIN: L51430WB1918GOI003026

Registered Office: AG-104 "Sourav Abasan" 2nd Floor, Sector-II, Salt Lake City, Kolkata-700 091
Tel: 91 33 4016-9200, **Fax:** 91 33 4016-9267,
E-mail: info.birdgroup@birdgroup.co.in,
Website: www.birdgroup.co.in

MINUTES OF THE RESOLUTION PASSED BY MEMBERS OF THE ORISSA MINERALS DEVELOPMENT COMPANY LIMITED THROUGH POSTAL BALLOT ON MONDAY, 04TH OF NOVEMBER, 2019, THE RESULT OF WHICH WAS DECLARED ON THURSDAY, 07TH OF NOVEMBER, 2019 AT THE REGISTERED OFFICE OF THE COMPANY AT AG – 104, SOURAV ABASAN, SECTOR – 2, SALTLAKE, KOLKATA – 700 091.

Pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to other applicable laws and regulations, the following resolutions were recommended by the Board of Directors in its meeting held on Wednesday, September 25, 2019, for the approval of Members of the Company by way of Special Resolution.

Sr. No.	Particulars
a.	Shifting of Registered Office of the Company from State of West Bengal to the State of Orissa.
b.	Alteration of Memorandum of Association of the Company

The Board of Directors at its meeting held on Wednesday, September 25, 2019, has appointed Shri. Mohan Ram Goenka (Membership No. 4515) partner of M/s MR & Associates, Practicing Company Secretaries as the Scrutinizer for conducting the Postal Ballot and e-voting Process in a fair and transparent manner for seeking approval of Members on above resolutions.

Pursuant to the provisions of Section 108 and 110 the Companies Act, 2013 and Rules made thereunder and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility to the members to exercise their votes electronically and vote on all the resolutions through the e-voting service facility arranged by National Securities Depository Limited (NSDL).

(अनु सिंह / ANU SINGH
कम्पनी सचिव
Company Secretary
दि उड़ीसा मिनरल्स डेवलपमेन्ट कम्पनी लि.
THE ORISSA MINERALS DEV. CO. LTD.

Certified True Copy

Pursuant to the applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regu1ations 2015, the Company had on November 20, 2019:

a. Completed through permitted mode, dispatch of Postal Ballot Notice along with Postal Ballot Form in Envelope to the Members whose names appeared on the Register of Members/List of Beneficial Owners through Registered Post as on October 03, 2019.

for seeking approval of Members of the Company by way of Special Resolution in respect of the business contained in the Notice of Postal Ballot dated, September 25,2019.

Newspaper Advertisement containing the requisite particulars as required under Rule 22 of the Companies (Management and Administration) Rules, 2014 was published in Financial Express, English Edition and Khabar 365 Din, Bengali Edition on Friday, October 4, 2019.

The Voting period commenced on Saturday, October 05, 2019 (9 a.m. IST) and ended on Monday, November 04, 2019 (5 p.m. IST) for voting through physical ballot forms as well as for e-voting.

After due scrutiny of all the Postal Ballot Forms received and E-voting exercised by Members at the designated website of NSDL (https://www.evoting.nsdl.com) upto 17.00 hours on Monday, November 04, 2019, being the last date fixed for receipt of the Postal Ballot Forms and E-voting by the Members, Shri Mohan Ram Goenka (Membership No. 4515) partner of M/s MR & Associates, Practicing Company Secretaries, Scrutinizer, had submitted his report on Thursday, 7th November, 2019.

The summary of results of Postal Ballot *I E*-voting as per the said Scrutinizer Report is as under:

Special Resolution

Shifting of Registered Office of the Company from the State of West Bengal to the State of Orissa.

Particulars	No. of votes contained in						Percentage (%)
	E-Voting		Postal Ballot		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	49	911717	1	3000890	50	3912607	99.99
Dissent	4	108	0	0	4	108	0.01
Total	53	911825	1	3000890	54	3912715	100.00
Invalid /Abstain	--	--	--	--	--	--	--

अनु सिंह / ANU SINGH
कम्पनी सचिव
Company Secretary
दि उड़ीसा मिनरल्स डेवलपमेन्ट कम्पनी लि.
THE ORISSA MINERALS DEV. CO. LTD.

Certified True Copy

Shri Arijit Chakravarty, Chief Financial Officer of the Company, being the person authorized to declare the results of the Postal Ballot, reviewed the report of the Scrutinizer and related voting results. After the review, he declared that the following special resolutions as set out in the Notice of Postal Ballot dated: September 25, 2019 have been passed by the Members of the Company with requisite majority on Thursday November 07, 2019, being the last date of receipt of the Postal Ballot forms and e-voting.

Item No.1-
Special Resolution for Shifting of Registered Office of the Company from the State of West Bengal to the State of Orissa

"RESOLVED THAT pursuant to the provisions of Section 12, 13 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rule 30 of the Companies (Incorporation) Rules, 2014 (including any statutory modification(s), or re-enactment (s) thereof for the time being in force) and subject to the approval of the Central Government (power delegated to Regional Director) and/or any other authority(ies) as may be prescribed from time to time and subject to such other approvals, permissions and sanctions, as may be required under the provisions of the said Act or under any other law for the time being in force, consent of the members of the Company be and is hereby accorded for shifting the Registered Office of the Company from the State of West Bengal to the State of Orissa and that Clause 2 of the Memorandum of Association of the Company be substituted with the following clause:

"QUOTE READ AS
2. The Registered Office of the Company will be situated in the State of Orissa.
UNQUOTE"

"RESOLVED FURTHER THAT upon the aforesaid resolution becoming effective, the registered office of the Company be shifted from Kolkata situated under the jurisdiction of the Registrar of Companies, Kolkata to Orissa situated under the jurisdiction of Registrar of Companies, Orissa."

"RESOLVED FURTHER THAT the Authorized Representative(s) of the Company be and is hereby authorized to make necessary application(s)/petition with the Central Government through the office of the Regional Director, Ministry of Corporate Affairs and other competent authorities, if any, for the aforesaid shifting of registered office; to agree to such conditions or modifications that may be imposed, required or suggested by the Central Government, the Regional Director, Ministry of Corporate Affairs and other competent authorities, if any, or that may otherwise be deemed fit or proper by the Board; to settle all questions or difficulties that may arise with regard to the aforesaid in such manner as it may determine in its absolute discretion, without requiring the Board to secure any further consent or approval of the members of the Company; and to take such steps and to do all such acts, deeds, matters and things as may be required, necessary, proper or expedient, to give effect to this Resolution."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the aforesaid powers/authorities to any committee of Directors, to Director(s), officers, legal counsel, advisors or consultants of the Company."

DATE: 26/11/2019
PLACE: VISAKHAPATNAM

CHAIRMAN

अनु सिंह / ANU SINGH
कम्पनी सचिव
Company Secretary
दि उड़ीसा मिनरल्स डेवलपमेन्ट कम्पनी लि.
THE ORISSA MINERALS DEV. CO. LTD.