

BSE Limited
Corporate Relation Department
1st Floor, New Trading Ring
Rotunga Building, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Stock Code - 530365

National Stock Exchange of India Ltd.
Exchange Plaza,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E)
Mumbai-400 051

Stock Code: **ORIENTBELL**

Sub: Outcome under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III of the said Regulations.

Dear Sir/Madam,

This is with reference to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III of the said Regulations.

In this regard, we wish to inform you that the Board of Directors at their meeting held today i.e. on Wednesday, 22nd May, 2019, has:

1. Considered and approved the Audited Financial Results (Standalone and Consolidated) of the Company for the quarter and year ended March 31, 2019 together with Auditors Reports of the Statutory Auditors. The copies of the same are enclosed herewith:

In compliance with the provisions of the Regulation 33(3)(d) of the Listing Regulations read with the SEBI 's Circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016, we hereby declare that the Statutory Auditors - M/s B. R. Gupta & Co., Chartered Accountants, have issued the Audit Reports with unmodified opinion on the Audited Financial Results (Standalone and Consolidated) of the Company for the quarter and year ended March 31, 2019.

2. Approved & recommended the dividend of Rs. 0.50 (50 paise) per share (face value Rs. 10/- per share) for the financial year ended March 31, 2019, subject to the approval of shareholders at forthcoming Annual General Meeting.
3. Subject to the approval of shareholders, the Board of Directors has approved the re-appointment of Mr. P.M. Mathai for a further term of 5 years as an Independent Director from 30.09.2019 to 29.09.2024. Details pursuant to Regulation 30 of the Listing Regulations are enclosed in Annexure - A.

Further the above said Board Meeting commenced at 2.00 P.M. and concluded at 6:15 P.M.

This is for your kind information and record. Please acknowledge the receipt of this letter.

Yours faithfully,
for Orient Bell Limited



Yogesh Mendiratta

Company Secretary & Head - Legal

Encl: as above



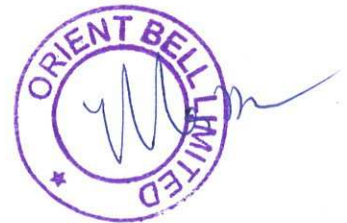
Orient Bell Limited

Details for re-appointment of Mr. P.M. Mathai as an Independent Director of the Company

Sr. No.	Particulars	Details
1.	Reason for change	The tenure of Mr. P.M. Mathai will expire on September 29, 2019. In view of the above, the Board of Directors has, on recommendation of the Nomination and Remuneration Committee of the Company, has approved and recommended to the shareholders re-appointment of Mr. P.M. Mathai as an Independent Director of the Company for the consecutive second term for a period of five years effective from September 30, 2019 to September 29, 2024.
2.	Date of appointment and term of appointment	Please refer Sr. No. 1 above.
3.	Brief profile	Mr. P. M. Mathai is a B.Tech. Chemical Engineering from IIT Kanpur, PGDBM from IIM, Kolkata. He brings more than three decades of rich professional experience across several functional areas including Sales, Capital Investments Management, Engineering, HR, Profit Centre Management & leading large teams to successfully complete global scale projects. After starting his career & spending more than a decade with Voltas, Mr. Mathai subsequently spent over 20 years at GlaxoSmithKline and retired as part of their Global Director Grade.
4.	Disclosure of relationships between Directors	Mr. P.M. Mathai is not related to any Directors of the Company.

As per the circular of the BSE Limited and the National Stock Exchange of India Limited relating to the "Enforcement of SEBI Orders regarding appointment of Directors by the listed Companies" dated June 20, 2018, Mr. P.M. Mathai is not debarred from holding the office of Director pursuant to any SEBI order or any other such authority.

There is no change in the Director of the Company, only above existing Independent Director is being recommended to be re-appointed for second term.



Orient Bell Limited

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