



# OCEANIC FOODS LIMITED

Reg. Off. :- Opp. Brooke Bond Factory (Hindustan Unilever Ltd.), Pandit Nehru Marg, JAMNAGAR - 361 002, GUJARAT, INDIA.  
Phone : +91 - 288 - 2757355 / 2757366 / 2757377, Fax : +91 - 288 - 2757333  
E-mail : enquiry@oceanicfoods.com / sales@oceanicfoods.com  
Website : www.oceanicfoods.com CIN : L15495GJ1993PLC019383

Ref: Oceanic/BSE /Scrutinizer's Report/Postal Ballot

13<sup>th</sup> June, 2019

To,  
The Department of Corporate Services,  
BSE Limited,  
Phiroze JeeJeebhoy Towers,  
Dalal Street,  
Mumbai-400001

Kind Attn: Mr. Marian D' Souza

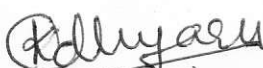
**Sub: Scrutinizer's Report on Combined Voting Results of Postal Ballot Resolutions**  
**Ref. Scrip Code/ID: 540405/OCEANIC**

Dear Sir/Madam,

With Reference to above subject, Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015, we enclose herewith Voting Results of Postal Ballot and E-Voting along with Scrutinizer's Report dated 12<sup>th</sup> June, 2019 for the Resolutions as set out in the Postal Ballot Notice dated 07<sup>th</sup> May, 2019

You are kindly requested to take the same on records

Yours faithfully,  
For Oceanic Foods Limited

  
(CS Krishna S. Adhyaru)  
Company Secretary & Compliance Officer  
[Membership No. A44582]

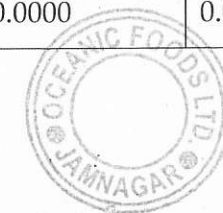


KOSHER



*"Revolutionizing Taste Around The World"*

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the issue of Bonus Shares				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2807500	2807500	100.0000	2807500	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2807500	2807500	100.0000	2807500	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	942500	72000	7.6393	72000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		695500	73.7931	695500	0	100.0000	0.0000
	Total	942500	767500	81.4324	767500	0	100.0000	0.0000
Total	Total	3750000	3575000	95.3333	3575000	0	100.0000	0.0000



Resolution (2)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Migration of BSE SME Platform to Main Board of BSE Limited			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	2807500	500995	17.8449	500995	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2807500	500995	17.8449	500995	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	E-Voting	942500	72000	7.6393	72000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		695500	73.7931	695500	0	100.0000	0.0000
	Total	942500	767500	81.4324	767500	0	100.0000	0.0000
Total	Total	3750000	1268495	33.8265	1268495	0	100.0000	0.0000



**SCRUTINIZER'S REPORT**

**FOR**

**VOTING CONDUCTED THROUGH POSTAL BALLOT  
AND ELECTRONIC VOTING REPORT DATE  
12<sup>TH</sup> JUNE, 2019**

**OF**

**OCEANIC FOODS LIMITED**

**(CIN: L15495GJ1993PLC019383)**

**CS PURVI DAVE  
SCRUTINIZER**

.....  
**PARTNER**

***MJP* ASSOCIATES**

**PRACTISING COMPANY SECRETARIES**



## Scrutinizer's Report

12<sup>th</sup> June, 2019

To  
The Chairman,  
Oceanic Foods Limited  
Opp. Brooke Bond Factory,  
P N Marg, Jamnagar-361002,  
Gujarat, India

Dear Sir,

### Sub: Scrutinizer's Report on Postal Ballot/e-Voting of Oceanic Foods Limited

I, CS Purvi Dave, Practising Company Secretary [Partner, **MJP Associates**, Practising Company Secretaries], the Board of Directors of Oceanic Foods Limited (the Company) had appointed me to act as a Scrutinizer in accordance with Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014, for conducting the Postal Ballot Process in a fair and transparent manner.

The Report required in accordance with said Rules is submitted as under:

1. The Company has completed the dispatch of the Notice, Postal Ballot Forms along with Postage Pre-paid Business Reply Envelope to its Members on 9<sup>th</sup> May, 2019 to the members whose name appeared on the Register of Members/ List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 6<sup>th</sup> May, 2019. The Postal Ballot notice was sent to the members in the electronic form on the email addresses registered with their Depository Participants in the case of electronic shareholding. For the members whose email IDs were not registered, physical copies of the Postal Ballot Notice were sent by permitted mode along with a postage- prepaid self addressed Business Reply envelope.
2. Particulars of all the Postal ballot forms received from the members and votes cast through electronic means have been entered in the register separately maintained for the purpose.
3. The Postal Ballot Forms were kept under safe custody before commencing the scrutiny of the such postal ballot forms.



Continue on next page

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.....Page (2) of (5) of Scrutinizer's Report dated 12<sup>th</sup> June, 2019 on Postal Ballot/e-voting of Oceanic Foods Limited

4. The Company had made arrangements with National Securities Depository Limited (NSDL) for providing a system of recording electronic votes of the Members through e-Voting and had set up the e-Voting facility on NSDL website (<http://www.evoting.nsdl.com>). The Company has fixed Tuesday, 11<sup>th</sup> June, 2019 as the last date for e-Voting.
5. The Postal Ballot Forms received on or before and upto the close of working hours i.e., at 5:00 p.m. on Tuesday, 11<sup>th</sup> June, 2019 (being last date fixed for return of the Postal Ballot in physical forms duly filled in by the Members) and votes cast through electronic means received up to 5:00 pm (IST) on Tuesday, 11<sup>th</sup> June, 2019 being last time and date fixed by the company for receipt of the forms and votes cast through electronic means were considered for my scrutiny;
6. The votes cast through electronic means were unblocked on 11<sup>th</sup> June, 2019 after closing hours after 5:00 p.m. The postal ballot forms were scrutinized on 12<sup>th</sup> June, 2019 at Link Intime India Private Limited, Mumbai.
7. The Postal ballot forms and votes cast through electronic means were scrutinized and the shareholding was matched /confirmed with the Register of Members of the Company /List of beneficiaries as on Monday, 6<sup>th</sup> May, 2019.
8. During the scrutiny, I have come across neither any mutilated postal ballot forms nor any envelopes without any contents.
9. One Envelope containing Postal Ballot form were returned undelivered.
10. A summary of votes cast through postal ballot forms and votes cast through electronic means is placed for consideration by the Members are given below:-

**Item No. :1 Ordinary Resolution to issue & allot Bonus shares :-**

An Ordinary Resolution for authorizing the Board for capitalization of such sums standing to credit of the free reserves and/or the securities premium account and/or the capital redemption reserve account of the Company, as may be considered necessary by the Board, for the purpose of the issue of bonus equity shares of Rs. 10/- each, credited as fully paid-up equity shares to the holders of the existing equity shares of the Company in the proportion of 2 (Two) equity shares for every 1 (One) existing equity shares held by the Members :



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...Page (3) of (5) of Scrutinizer's Report dated 12<sup>th</sup> June, 2019 on Postal Ballot/e-voting of Oceanic Foods Limited

A	Total number of Shareholders as on 6 <sup>th</sup> May, 2019 (the Cut off date)	121	
B	Total number of Shares as on 6 <sup>th</sup> May, 2019 (the Cut off date)	37,50,000	
Details of voting as under			
Sl. No.	Particulars	Details	
		Number of Ballot Forms (Physical and through NSDL E-voting Platform)	Number of Equity Shares
C	Total Votes cast through e-Voting	11	2879500
D	Total votes cast through postal ballot forms received	39	713500
E	Grand Total of e-Voting & Postal Ballot Forms received	50	3593000
F	Less: Number of Invalid Postal Ballot Forms(as per Registrar) (no. of Shares including cases where less votes cast and abstained from Voting /e-Voting	2	18000
G	<b>Net Valid Postal Ballot Forms of which:</b>	<b>48</b>	<b>3575000</b>
	i Postal Ballot Forms with Assent for the resolution	48	3575000
	ii Postal Ballot Forms with Dissent for the resolution	0	0

Note: (a) Postal Ballot forms received from Two shareholders with holding 18000 shares in demat, being considered as invalid due to non matching of signature.



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...Page (4) of (5) of Scrutinizer's Report dated 12<sup>th</sup> June, 2019 on Postal Ballot/e-voting of Oceanic Foods Limited

**Item No. 2: Special Resolution for approval of Members for Migration from SME Platform of BSE Ltd to Main Board of BSE Ltd :-**

In pursuance of the Regulation 106U and other relevant provisions, laid down in Chapter XB of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 and other applicable provisions, if any, of the Companies Act, 2013, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, obtaining of the consent of the members of the company for migration of the Company's present listing from BSE SME Platform to the Main Board of BSE Limited

A	Total number of Shareholders as on 6 <sup>th</sup> May, 2019 (the Cut off date)	121	
B	Total number of Shares as on 6 <sup>th</sup> May, 2019 (the Cut off date)	37,50,000	
Details of voting as under			
Sl. No.	Particulars	Details	
		Number of Ballot Forms (Physical and through NSDL E-voting Platform)	Number of Equity Shares
C	Total Votes cast through e-Voting	6	572995
D	Total votes cast through postal ballot forms received	39	713500
E	Grand Total of e-Voting & Postal Ballot Forms received	45	1286495
F	Less: Number of Invalid Postal Ballot Forms (as per Registrar) (no. of Shares including cases where less votes cast and abstained from Voting /e-Voting	*2 **2	18000 500995
G	<b>Net Valid Postal Ballot Forms of which:</b>	<b>41</b>	<b>767500</b>
	i Postal Ballot Forms with Assent for the resolution	41	767500
	ii Postal Ballot Forms with Dissent for the resolution	0	0

Note: (a) \* Postal Ballot received from Two shareholders with holding 18000 shares in demat, being considered as invalid due to non matching of signature.



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...Page (5) of (5) of Scrutinizer's Report dated 12<sup>th</sup> June, 2019 on Postal Ballot/e-voting of Oceanic Foods Limited

(b) \*\* Promoter and Promoter Group have Abstain from voting and the promoter who have voted have not be counted in valid votes, i.e. total 7 number of promoters holding 2807500 shares.

11. I have handed over the Postal Ballot Forms, the Register to be maintained along with all other documents for Safe Custody to CS (Ms.) Krishna S Adhyaru, Company Secretary and Compliance Officer [ACS 44582] of the Company as prescribed in Rules/ Act for safe keeping.

12. You may accordingly declare the Result of the voting by Postal Ballot.

Thanking you,

For, **MJP Associates**

Practising Company Secretaries

Firm Reg. No. P2001GJ007900

(CS PURVI DAVE)

ACS: 27373 CP: 10462



Dated this 12<sup>th</sup> June, 2019

Place: Rajkot, Gujarat

Witnesses:

1. CS Hardik D Gandhi, [ACS: 39931]

Countersigned and received the report:

2. Ms. Khushboo Kachchhi

Signed by CS (Ms.) Krishna S Adhyaru,  
Company Secretary and Compliance Officer [ACS 44582]

Authorised by the Board

Place : Rajkot

Date : 12<sup>th</sup> June, 2019

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