

SCRUTINIZER'S REPORT

FOR

**E-VOTING AND VOTING CONDUCTED
THROUGH BALLOT AT THE
28th ANNUAL GENERAL MEETING
HELD ON 30th SEPTEMBER, 2021**

OF

Oceanic Foods Limited

(CIN: L15495GJ1993PLC019383)

**CS PURVI DAVE
SCRUTINIZER**

.....
PARTNER

***MJP* ASSOCIATES**

PRACTISING COMPANY SECRETARIES



2nd October, 2021

To,
Shri Tulan V Patel
Managing Director & CEO
OCEANIC FOODS LIMITED
Opp. Brooke Bond Factory P. N. Marg,
Jamnagar - 361 002, Gujarat

Sub:- Scrutinizer's Report on Ballot Voting conducted at the 28th Annual General Meeting of Oceanic Foods Limited (the Company) held at the Registered Office of the Company on Thursday 30th September, 2021.

Dear Sir,

The Board of Directors of the Company, at their Meeting held on 27th August, 2021 has appointed CS (Ms.) Purvi Dave, Partner of *MJP Associates*, Practising Company Secretaries, Rajkot as the Scrutinizer for the remote e-voting process and voting by poll at 28th Annual General Meeting of the Equity Shareholders of the Company in accordance with Section 108 of the Companies Act, 2013 read with Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014 and as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015.

Report on Scrutiny is as under :

- ❖ The Company had appointed National Securities Depository Limited (NSDL) as the 'Service provider', for the purpose of extending the facility of remote e-voting to the shareholders of the Company
- ❖ Link Intime (India) Private Limited is the Registrar and Share Transfer Agents ('RTA') of the Company.
- ❖ The Company had uploaded all the items of the business to be transacted at the Annual General Meeting on the website of the Company alongwith Annual report.



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Mere talent is not enough success also demands determination, direction, dedication, concentration and discipline

- ❖ As informed by the Management of the company, the notice of Annual General Meeting was sent to all the members, whose name appeared in the Register of Members as on Friday, 20th August, 2021.
- ❖ The person whose name appeared in the register of members as on Thursday, 23rd September, 2021 i.e. cut-off date only have been entitled to avail the facility of remote e-voting as well as the voting in the Annual General Meeting. The remote e-voting facility was kept open from 9.00 a.m. on Monday, 27th September, 2021 and will end at 5:00 p.m. on Wednesday, 29th September, 2021. E-voting module shall be disabled by the NSDL after 05:00 PM on Wednesday, 29th September, 2021.
- ❖ The facility to vote through Ballot Paper was provided to facilitate the members who were physically present in the Annual General Meeting at the venue.
- ❖ On Thursday 30th September, 2021 after counting of the votes conducted at the venue of the Annual General Meeting through ballot paper, in the presence of **Mr. Meet Radhanpura and CS (Ms.) Krishna S Adhyaru [ACS 44582]**, who acted as the witnesses as prescribed in Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014.
- ❖ After the voting at the AGM was concluded, 2 (Two) ballot boxes were kept for the purpose of casting of votes were locked with due identification marks placed thereon. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses, as mentioned above, and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- ❖ Thereafter, I, **CS Purvi Dave** as a Scrutinizer, have duly compiled details of the physical voting done at the venue of the AGM by way of ballot paper, the details of which are as follows :



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The summary of the remote e-voting together with that of the voting conducted at the venue of AGM by way of ballot papers is as under:

Details	Remote E-voting	Voting through Ballot paper at AGM	Total voting
Number of members who cast their votes	8	16	24
Total number of Shares held by them	4363397	966749	5330146
Valid votes	As mentioned under each one of the Resolution(s) hereunder.		
Abstained/Invalid Votes	As mentioned under each one of the Resolution(s) hereunder.		

Note: Percentage of votes casted in 'favour' or 'against' the Resolutions are calculated based on valid votes cast through remote e-voting and physical voting at the venue of the meeting.

I) Results of e-Voting and voting by ballot papers for Ordinary Resolutions are as under :

Item No. 1 of the Notice (As an Ordinary Resolution):

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended on 31st March, 2021 and the Reports of the Board of Directors and Auditors thereon :

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid/ Abstained votes
	Nos.	% age	Nos.	% age	Nos.
Remote E-voting	4363397	100.00	0	0	0
Physical Voting	921749	100.00	0	0	45000
TOTAL	5285146	100	0	0	45000

Resolution passed with the requisite majority.





II) Item No. 2 of the Notice (As an Ordinary Resolution):

To appoint a Director in place of Mr. Ajesh V Patel [DIN: 00083536] who retires by rotation and being eligible, offers for re-appointment.

Manner of voting	Votes in Favour of the resolution		Votes against the resolution		Invalid/ Abstained votes
	Nos.	%age	Nos.	%age	
Remote E-voting	148208	100.00	0	0	# 4215189
Physical Voting	921749	100.00	0	0	# 45000
TOTAL	1069957	100	0	0	4260189

Shareholding of 4215189 Shares have abstained from Voting being interested in the said resolution and Holding of 45000 shares considered as Invalid due to signature Mismatch.

Resolution passed with the requisite majority.

III) Item No. 3 of the Notice (As an Special Resolution):

Approval of Increase in Remuneration (including perquisites) of Mr. Ajesh V Patel ,Chairman and Whole time director

Manner of voting	Votes in Favour of the resolution		Votes against the resolution		Invalid/ Abstained votes
	Nos.	%age	Nos.	%age	
Remote E-voting	148208	100.00	0	0	# 4215189
Physical Voting	921749	100.00	0	0	# 45000
TOTAL	1069957	100	0	0	4260189

Shareholding of 4215189 Shares have abstained from Voting being interested in the said resolution and Holding of 45000 shares considered as Invalid due to signature Mismatch.

Resolution passed with the requisite majority.



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Item No. 4 of the Notice (As Special Resolution):

Approval of Increase in Remuneration of Mr. Tulan V Patel, as Managing Director and CEO.

Manner of voting	Votes in Favour of the resolution		Votes against the resolution		Invalid/ Abstained votes
	Nos.	%age	Nos.	%age	
Remote E-voting	148208	100.00	0	0.00	# 4215189
Physical Voting	921749	100.00	0	0	# 45000
TOTAL	1069957	100.00	0	0.00	4260189

Shareholding of 4215189 Shares have abstained from Voting being interested in the said resolution and Holding of 45000 shares considered as Invalid due to signature Mismatch.

Resolution passed with the requisite majority.

Item No. 5 of the Notice (As Ordinary Resolution):

To appoint Mr. Abhishek Nagrecha (DIN:09200646) as Non Executive Independent director of the company.

Manner of voting	Votes in Favour of the resolution		Votes against the resolution		Invalid/ Abstained votes
	Nos.	%age	Nos.	%age	
Remote E-voting	4363397	100.00	0	0	0
Physical Voting	915749	100.00	0	0	#51000
TOTAL	5279146	100	0	0	51000

45000 shares considered as Invalid due to signature Mismatch and holder of 6000 Shares have abstained from Voting on said resolution.

Resolution passed with the requisite majority.



Item No. 6 of the Notice (As an Ordinary Resolution) :

To appoint Mr Kaushak Garg (DIN:09244824) as Non Executive Independent director of the company.

Manner of voting	Votes in Favour of the resolution		Votes against the resolution		Invalid/ Abstained votes
	Nos.	%age	Nos.	%age	
Remote E-voting	4363397	100.00	0	0	0
Physical Voting	921749	100.00	0	0	#45000
TOTAL	5285146	100	0	0	45000

45000 shares considered as Invalid due to signature Mismatch

Resolution passed with the requisite majority.

Item No. 7 of the Notice (As an Ordinary Resolution) :

To appoint Mrs Niyati Kotecha (DIN:09258848) as Non Executive Independent director of the company.

Manner of voting	Votes in Favour of the resolution		Votes against the resolution		Invalid/ Abstained votes
	Nos.	%age	Nos.	%age	
Remote E-voting	4363397	100.00	0	0	0
Physical Voting	921749	100.00	0	0	45000
TOTAL	5285146	100	0	0	45000

45000 shares considered as Invalid due to signature Mismatch

Resolution passed with the requisite majority.

All the Resolutions mentioned in the Annual General Meeting as above under Physical voting conducted at AGM by way of ballot papers and Remote Evoting with the requisite majority are deemed to be passed as on the date of AGM.

A compact disc (CD) containing a list of equity shareholders who voted in "favour" and who voted "against" and those votes which were declared invalid/abstain for each resolution is enclosed.



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The ballot papers and all other relevant records relating to physical voting are under my safe custody and will be handed over to the CS (Ms.) Krishna S Adhyaru, Company Secretary and Compliance Officer [ACS 44582] of the Company as prescribed in Rules/ Act for safe keeping.

Shri Tulan V Patel, Managing Director and CEO is further requested to declare the voting results.

Thanking you,

Yours faithfully,

(CS PURVI DAVE)

ACS: 27373 CP: 10462

UDIN : A027373C001074364



Scrutinizer of e-Voting and Poll Process at AGM of Oceanic Foods Limited

Dated this 2nd October, 2021

Place: Rajkot, Gujarat

Witnesses:

1. Mr. Meet Radhanpura

Countersigned and received the report :

2. CS (Ms.) Krishna S Adhyaru [ACS 44582]

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

Authorised by the Board

Place : Rajkot

Date : 2nd October, 2021

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