



OCEAN AGRO (INDIA) LIMITED

AGRO DIVISION

76-77, GIDC Industrial Estate, NANDESARI - 391 340., INDIA

Phone : 0265 - 2840 307, 2840 053 *FAX : 091 - 0265 - 2840 407 *E-mail : oalbrd@yahoo.co.in
CIN NO: L15174GJ1990PLC013922

Date: July 18, 2019
Script Code: 519491

To
Department of Corporate Service,
The Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

Re: Compliance under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Result of Postal Ballot process pursuant to provisions of Section 110 of the Companies Act 2013

Dear Sir,

Pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company had conducted the process of Postal Ballot for seeking the consent of the shareholders by means of a passing Special Resolution for "Voluntary Delisting of Equity Shares of the Company from BSE Limited (BSE)".

Further pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the result of the voting by Postal Ballot (including e-voting). We are also enclosing Scrutinizer's Report dated July 18, 2019 for your kind reference.

The aforesaid resolutions have been passed through Postal Ballot and e-voting by Members by requisite majority.

The said Postal Ballot result will be displayed at the Registered Office of the Company and on the website of the Company www.oceanagro.com

For Ocean Agro (India) Limited

K. B. Parikh

Kaushik B Parikh
Managing Director

Encl.: 1. Voting Result of Postal Ballot
2. Scrutinizers Report





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[Voting Result of Postal Ballot (including E-Voting)]

Company Name	Ocean Agro (India) Limited
Date of Declaration of result of Postal Ballots	18 th July 2019
Date of the Notice of Postal Ballots	20 th May 2019
Total number of shareholders on record date	3368
No. of shareholders present in the meeting	either in person or through proxy:
Promoters and Promoter:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting	through Video Conferencing
Promoter and Promoter Group:	Not Applicable
Public:	Not Applicable

Sr.No	Detail of Resolution	Type of Resolution	Mode of Voting E-voting + Ballot Paper	Remarks
1	Voluntary Delisting of Equity Shares of the Company from BSE Limited (BSE)	Special Resolution	E-voting + Postal Ballot Paper	Passed with requisite majority





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Annexure A

Resolution Required: (Special)	Voluntary Delisting of Equity Shares of the Company from BSE Limited (BSE)							
Whether promoter/ promoter group are interested in agenda/ resolution?	Yes							
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of Votes - in favour (4)	No. of Votes - Against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	E-voting	4711700	4574683	97.09	4574683	0	100%	0
	Ballot		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		4711700	4574683	97.09	4574683	0	100%
Public - Institution	E-voting	0	0	0	0	0	0	0
	Ballot		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institution	E-voting	2033200	1131691	55.66	1111671	20020	98.23%	1.77%
	Ballot		0	0	0	0	0	0
	Postal Ballot		6900	0.34	6900	0	100%	0
	Total			1138591	56%	1118571	20020	
Total		6744900	5713274	84.70%	5693254	20020	99.65%	0.35%

The above Special Resolution is passed in terms of Regulation 8(1)(b) of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, since the number of votes cast through Postal Ballot and e-voting by Public Shareholders in favour of the Special Resolution amount to more than two times the number of votes cast by the Public Shareholders against the said Special Resolution.

The Resolution is passed with requisite majority.



CS **ASHWIN SHAH**

FCS

COMPANY SECRETARY

21, DOLLY COMPLEX,

STADIUM CIRCLE, NAVRANGPURA,

AHMEDABAD - 380009.

(O) +91 79 26467747

E-mail : ashwinfcs@yahoo.co.in

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014

To,
The Chairman
OCEAN AGRO (INDIA) LIMITED
A-207, Oxford Avenue,
Opp. C.U. Shah College,
Ashram Road, Ahmedabad-380 014

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014, The Board of Directors of the Company at its meeting held on 20th May 2019 has appointed me to Scrutinize the Postal Ballot including e-voting and physical ballot papers, in respect of resolution contained in the Postal Ballot Notice dated 20th May 2019.

The management of the Company is responsible to ensure the compliance with the applicable requirements of the Companies Act, 2013 and the Rules made thereunder and the regulation of SEBI (Listing Obligation & Disclosure Requirements) Regulation 2015.

My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes cast by the members for the resolutions contained in the Notice dated 20th May 2019, based on the reports generated from the e-voting system provided by Central Depository Services Limited, the authorised agency engaged by the Company to provide e-voting facilities for e-voting, and scrutiny of the physical ballot received till the time fixed for closing of the voting process i.e. till 5 p.m. on 12th July 2019 and data provided by Adroit Corporate Services Pvt Ltd, Registrar Transfer Agent of the Company. I have also reviewed register in which necessary entries have been made in accordance with Companies (Management and Administration) Rules 2014 as amended.

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The postal ballot forms were kept under my safe custody before commencing the scrutiny of the said postal ballot forms.

We have unblocked the votes cast through remote E-voting in the presence of Ms. Purvashi Adhvaryu and Ms. Nidhi Kapadia who were not in the employment of the Company

The result of the scrutiny of the Postal Ballot including e-voting and physical ballot papers in respect of passing of the resolution contained in the Notice dated 20th May 2019, is as under:

1) Special Resolution: Voluntary Delisting of Equity Shares of the Company from BSE Limited (BSE)

1. Voted in favour of the resolution:

Postal Ballot Voting	Number of Members Who Voted	Numbers of votes cast by them	% of total number of valid votes cast
Physical	27	6900	0.12
Electronic (e-voting)	32	5686354	99.53
Total	59	5693254	99.65

2. Voted against the resolution:

Postal Ballot Voting	Number of Members Who Voted	Numbers of votes cast by them	% of total number of valid votes cast
Physical	0	0	0
Electronic (e-voting)	3	20020	0.35
Total	3	20020	0.35

3. Invalid Votes:

Postal Ballot Voting	Number of Members Who Voted	Numbers of votes cast by them
Physical	17	7300
Electronic (e-voting)	0	0
Total	17	7300



The electronic data along with the Postal Ballots and all other relevant records relating to the e-voting and the Postal Ballot received is under my safe custody and will be handed over to the CFO for preserving safely after the Chairman signs the Minutes.

You may accordingly declare the result of the voting by Postal Ballot.

Date: 18.07.2019
Place: Ahmedabad



A handwritten signature in black ink, appearing to read "Ashwin Shah".

CS Ashwin Shah
Company Secretary
FCS No. 1640



For OCEAN AGRO (I) LTD.

A handwritten signature in black ink, appearing to read "K. B. Parikh".

(K. B. PARIKH)
Managing Director

ASHWIN SHAH
COMPANY SECRETARY

22, Dolly Complex, Stadium Circle, Navrangpura, Ahmedabad-380009, t: 2646 77 47
ashwinfcs@yahoo.com

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