



CIN : L85110KA1993PLC013875

46, Old No. 32/1, Ground Floor, 3rd Cross, Aga Abbas Ali Road, Ulsoor, Bengaluru - 560 042 INDIA

Tel : 91-80-25594145 / 25594146. Fax : 91-80-25594147

E-mail : info@ovobelfoods.com. URL : http://www.ovobelfoods.com

Date: 20th March 2024

To
The Manager,
Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001
(Company's Scrip Code: 530741)

Dear Sir,

Please be informed that an Extraordinary General Meeting (EGM) of the Company was held on 19 March 2024 through Video Conferencing (VC) or other audio Visual Means (OAVM) in conformity with regulatory provisions and circulars issued by the Ministry of Corporate Affairs.

In this regard, please find attached herewith following:

1. Declaration of the results of voting through remote e-voting and e-voting during the EGM as required under the Companies Act, 2013 marked as Annexure -1.
2. Voting Results of the business transacted at the EGM as required under Regulation 44 of the SEBI (LODR) Regulations, 2015 marked as Annexure 2
3. Consolidated Scrutinizer's Report pursuant to Section 108 and other applicable provisions, if any of the Act and the Rules made thereunder marled as Annexure -3.

The results along with the Scrutinizer's Report are also being hosted on the website of the Company and also on the website of CDSL, the agency provided e-voting services.

For Ovobel Foods Limited

Prakriti

Digitally signed by

Prakriti Sarvouy

Sarvouy

Date: 2024.03.20

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Prakriti Sarvouy

Company Secretary & Compliance Officer

Membership No: 21962

Place: Bengaluru.

Annexure 1

Declaration of the Results of voting through remote e-voting and e-voting during the EGM

An Extraordinary General Meeting (EGM) of the Company was held on 19 March 2024 through Video Conferencing (VC) or other audio Visual Means (OAVM) in conformity with regulatory provisions and circulars issued by the Ministry of Corporate Affairs.

In compliance with the provisions of the Companies Act, 2013 read with relevant rules thereunder and Regulation 44 of the SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the members were provided with the facility to exercise their right to vote on the resolutions proposed to be considered at the EGM by electronic means. The facility of casting votes by the members prior to the EGM, using an electronic voting system from a place other than the venue of the EGM i.e. remote e-voting was provided by CDSL. In accordance with Companies Act 2013 read with relevant Rules, an opportunity of voting by use of e-voting facilitated by CDSL was provided to all those members who were present during the EGM through VC/OAVM.

The Board of Directors of the Company had appointed Ms. Suman Bajoria, of M/s Suman Bajoria & Associates, Company Secretaries as the Scrutiniser to ascertain the results in fair and transparent manner. The Scrutiniser, immediately after the conclusion of the voting at the EGM, unblocked the votes casts through remote e-voting and e-voting during the EGM in presence of two witness not in the employment of the Company and submitted a consolidated Scrutiniser Report dated 20th March 2024.

Based on the consolidated Scrutiniser Report dated 20th March 2024, the combined results of the votes are as under:

Sl. No	Item of Business	% Votes in Favour	% Votes in against	Passed as
Special Business				
1	Borrowing powers of the Company and creation of charge / providing of security	100%	--	Special
2	Lease of land from Mr.Mysore Satish Sharad, related party	60.15%	39.85%	Ordinary
3	Lease of land from Mr.M P Satish Babu, related party	100%	--	Ordinary

Accordingly, all resolutions in respect of the items of the business mentioned above are declared as passed with requisite majority by the members of the Company.

For Ovobel Foods Limited

Prakriti
Sarvouy

Prakriti Sarvouy

Company Secretary & Compliance Officer

Membership No: 21962

Place: Bengaluru.

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Date: 2024.03.20 17:35:08 +05'30'



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Annexure 2

NAME OF THE COMPANY					OVOBEL FOODS LIMITED					
Date of the AGM/EGM					19.03.2024					
Total number of shareholders as on cut-off date i.e., 12 March 2024					6931					
No. of shareholders present in the meeting either in person or through proxy:					31					
Promoters and Promoter Group:					5					
Public					26					
No of Shareholders attended the meeting through Video Conferencing					31					
Public:					26					
Resolution No.					1					
Resolution required: (Ordinary/ Special)					Special (Borrowing powers of the Company and creation of charge / providing of security)					
Whether promoter/ promoter group are interested in the agenda/resolution?					No					
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	65,27,819	40,75,262	62.429	40,75,262	0	100%	0	-	24,52,557
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-	-

	Sub Total	6527819	40,75,262	62.429	40,75,262	0	100%	-	-	24,52,557
Public-Institutions	E-Voting	600	-	-	-	-	-	-	-	600
	Poll		-	-	-	-	-	-	-	
	Postal Ballot		-	-						
	Sub Total	600	-	-	-	-	-	-	-	600
Public-Non Institutions	E-Voting	29,72,381	6,981	0.2349	6,981	-	100%	-	-	29,66,000
	Poll									
	Postal Ballot									
	Sub Total	29,72,381	6,981	0.2349	6,981		100%	-	-	29,66,000
	Grand Total	95,00,800	40,82,243	62.6639	40,82,243	-	100%	0	-	54,18,557

Resolution No.					2					
Resolution required: (Ordinary/ Special)					Ordinary (Lease of land from Mr.MysoreSatishSharad, related party)					
Whether promoter/ promoter group are interested in the 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	Votes Invalid	Votes Abstained

Promoter and Promoter Group	E-Voting	65,27,819	40,75,262	62.429	40,75,262	-	100%	-	40,75,262	24,52,557
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-	-
	Sub Total	65,27,819	40,75,262	62.429	40,75,262	-	100%	-	40,75,262	24,52,557
Public-Institutions	E-Voting	600	-	-	-	-	-	-	-	600
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-	-
	Sub Total	600	-	-	-	-	-	-	-	600
Public-Non Institutions	E-Voting	29,72,381	6,981	0.2349	4199	2782	60.15	39.85	-	29,66,000
	Poll									
	Postal Ballot									
	Sub Total	29,72,381	6,981	0.2349	4199	2782	60.15	39.85	-	29,66,000
	Grand Total	95,00,800	40,82,243	62.6639	40,79,461	2782	99.93%	0.07	40,75,262	54,18,557

Resolution No.					3					
Resolution required: (Ordinary/ Special)					Ordinary (Lease of land from Mr.M P SatishBabu, related party)					
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes					
Category	Mode of	No. of shares	No. of votes	% of Votes Polled	No. of Votes –	No. of Votes	% of Votes in favour on votes	% of Votes against on	Votes Invalid	Votes Abstaine

	Voting	held (1)	polled (2)	on outstanding shares (3)=[(2)/(1)] * 100	in favour (4)	- against (5)	polled (6)=[(4)/(2)]*100	votes polled (7)=[(5)/(2)]*100		d
Promoter and Promoter Group	E-Voting	65,27,819	40,75,262	62.429	40,75,262	0	100%	0	40,75,262	24,52,557
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-	-
	Sub Total		65,27,819	40,75,262	62.429	40,75,262	0	100%	-	40,75,262
Public-Institutions	E-Voting	600	-	-	-	-	-	-	-	600
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-	-
	Sub Total		600	-	-	-	-	-	-	-
Public-Non Institutions	E-Voting	29,72,381	6,981	0.2349	6,981	-	100%	-	-	29,66,000
	Poll									
	Postal Ballot									
	Sub Total		29,72,381	6,981	0.2349	6,981		100%	-	-
	Grand Total	95,00,800	40,82,243	62.6639	40,82,243	-	100%	0	40,75,262	54,18,557

Suman Bajoria & Associates
Company Secretaries

SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014

To,
The Chairman of the Extra Ordinary General Meeting of
Ovobel Foods Limited held on 19 March 2024 at 3 p.m. through
Video conferencing /other audio visuals means deemed venue
Registered office of the Company at Ground Floor,
No.46 Old No.32/1, 3rd Cross, Aga Abbas Ali Road,
Ulsoor, Bangalore Karnataka 560042

Dear Sir,

Sub: Consolidated Report of the Scrutinizer on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended at the Extraordinary General Meeting (EGM) of the Members of Ovobel Foods Limited held at deemed venue Ground Floor, No.46 Old No.32/1, 3rd Cross, Aga Abbas Ali Road, Ulsoor, Bangalore Karnataka 560042 on Tuesday, 19 March 2024 at 3 p.m. through Video conferencing /other audio visuals means

I, Suman Bajoria of M/s Suman Bajoria & Associates, Practising Company Secretary has been appointed as the Scrutinizer by the Board of Directors of Ovobel Foods Limited (herein after referred as "OFL" or "the Company") for the purpose of scrutinizing the remote e-voting process as well as e-voting by members at the EGM of the Company in a fair and transparent manner and ascertaining the results thereof as per Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended on the resolutions set forth in the notice dated 22 February 2024 of the EGM of the Members of the Company held on 19 March 2024.

The notice dated 22 February 2024 along with explanatory statement were sent electronically to the members of below mentioned resolutions:

1. Borrowing powers of the Company and creation of charge / providing of security
2. Lease of land from Mr.Mysore Satish Sharad, related party
3. Lease of land from Mr.M P Satish Babu, related party

The Company had availed the e-voting facility offered by CDSL for conducting e-voting by the members of the Company.

The Company has also provided the facility of voting through e-voting to the members present at the EGM through VC/OAVM and who has not cast their vote earlier through remote e-voting facility. The members of the Company holding shares as on the cut-off date 12 March 2024 was entitled to vote on the resolution as contained in the notice of the EGM.

Flat No 602, Mahaveer Chalet, Basavanapura Main Road
Bhattarhalli, Old Madras Road, Bengaluru-560049
Mobile: 9148089904
Email: csumanbajoria@gmail.com

Suman Bajoria & Associates
Company Secretaries

The voting period for remote voting commenced from 10.00 A.M. on Saturday, 16 March 2024 and ended at 5.00 P.M. (IST) on Monday, 18 March 2024 and CDSL platform was blocked thereafter.

After the closure of the voting at the EGM, the votes cast under remote e-voting facility during the EGM were thereafter unblocked in the presence of 2 witnesses, not in the employment of the Company and the results were downloaded.

I have scrutinized and reviewed the remote e-voting and e-voting tendered based on the date downloaded from CDSL's e-voting platform.

I now submit the consolidated report as under on the result of remote e-voting and e-voting facility made available during the EGM in respect of the said resolutions.

Resolution No 1: Special (Borrowing powers of the Company and creation of charge / providing of security)

Particulars	No of Votes contained in						% of Valid Votes Cast
	Remote E-voting		E-voting at the EGM		Total		
	No	Votes	No	Votes	No	Votes	
Favour	18	4082242	1	1	19	4082243	100
Against	0	0	0	0	0	0	0
Total Valid Votes Cast	18	4082242	1	1	19	4082243	100

Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

Resolution No 2: Ordinary (Lease of land from Mr.Mysore Satish Sharad, related party)

Particulars	No of Votes contained in						% of Valid Votes Cast
	Remote E-voting		E-voting at the EGM		Total		
	No	Votes	No	Votes	No	Votes	
Favour	17	4079460	1	1	18	4079461	0.17%
Against	1	2782	0	0	1	2782	100%
Total Valid Votes Cast	15	6980	1	1	16	6981	0.17%

Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3 (Promoter voting on the matter was termed as invalid, the resolution being approval for related	40,75,262

*Flat No 602, Mahaveer Chalet, Basavanapura Main Road
 Bhattarhalli, Old Madras Road, Bengaluru-560049
 Mobile: 9148089904
 Email: cssumanbajoria@gmail.com*

Suman Bajoria & Associates
Company Secretaries

party transaction)	
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Resolution No 3: Ordinary (Lease of land from Mr.M P Satish Babu, related party)

Particulars	No of Votes contained in						% of Valid Votes Cast
	Remote E-voting		E-voting at the EGM		Total		
	No	Votes	No	Votes	No	Votes	
Favour	18	4082242	1	1	19	4082243	0.17%
Against	0	0	0	0	0	0	0
Total Valid Votes Cast	15	6980	1	1	16	6981	0.17%

Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3 (Promoter voting on the matter was termed as invalid, the resolution being approval for related party transaction)	40,75,262

The register and all other papers/downloaded relating to voting by electronic means shall remain in my custody till the Chairperson considers, approves and signs the minutes of the EGM. Thereafter, I shall handover these records and other related papers to the Company Secretary of the Company.

Thanking You
Yours faithfully,



Suman Bajoria
Suman Bajoria
Company Secretary
M.No: 20904
C.P.No: 17602
Place: Bengaluru

UDIN: A020904E003609192
Dated 20 March 2024

*Flat No 602, Mahaveer Chalet, Basavanapura Main Road
Bhattarhalli, Old Madras Road, Bengaluru-560049
Mobile: 9148089904
Email: cssumanbajoria@gmail.com*