



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: 05 July 2023

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 the 31st Annual General Meeting (AGM) of the Company was held on Monday, 3rd July 2023 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 AGM as required under the Companies Act, 2013 marked as Annexure -1.
2. Voting Results of the business transacted at the AGM as required under Regulation 44 of the SEBI (LODR) Regulations, 2015 marked as Annexure II
3. Consolidated Scrutinizer's Report pursuant to Section 108 and other applicable provisions, if any of the Act and the Rules made thereunder marked as Annexure -III.

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

Sarvouy

Prakriti Sarvouy

Company Secretary & Compliance Officer

Membership No: 21962

Place: Bengaluru.

Digitally signed by

Prakriti Sarvouy

Date: 2023.07.05

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Annexure 1

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

The 31st Annual General Meeting (AGM) of the Company was held on Monday, 3rd July 2023 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 AGM by electronic means. The facility of casting votes by the members prior to the AGM, using an electronic voting system from a place other than the venue of the AGM 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 AGM 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 AGM, unblocked the votes cast through remote e-voting and e-voting during the AGM in presence of two witnesses not in the employment of the Company and submitted a consolidated Scrutiniser Report dated 05th July 2023.

Based on the consolidated Scrutiniser Report dated 05th July 2023, the combined results of the votes are as under:

Sl.No	Item of Business	% Votes in Favour	% Votes in against	Passed as
Ordinary Business				
1	To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2023 together with the Report of the Board of Directors and the Auditors thereon.	100%	--	Ordinary
2	To appoint a Director in place of Mr.Channappa Bhavihal Gurusiddappa (DIN: 07278848), who retires by rotation and being eligible, offers himself for re-appointment.	100%	--	Ordinary
Special Business				
3	Appointment of Mrs. Rakhi Bajoria (DIN: 07161473) as Director, Independent	100%	--	Special
4	Appointment of Mrs. Geetika Khandelwal (DIN: 10061631) as Director, Independent	100%	--	Special

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
Digitally signed
by Prakriti
Sarvouy
Date: 2023.07.05
14:19:32 +05'30'
Prakriti Sarvouy
Company Secretary & Compliance Officer
Membership No: 21962
Place: Bengaluru.



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NAME OF THE COMPANY					OVOBEL FOODS LIMITED					
Date of the AGM/EGM					03.07.2023					
Total number of shareholders as on cut-off date i.e., 26 June 2023					3574					
No. of shareholders present in the meeting either in person or through proxy:					22					
Promoters and Promoter Group:					4 promoter shareholders					
Public					18					
No of Shareholders attended the meeting through Video Conferencing					22					
Public:					18					
Resolution No.					1					
Resolution required: (Ordinary/ Special)					Ordinary (To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2023 together with the Report of the Board of Directors and the Auditors thereon)					
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	71,56,149	41,19,549	57.5666	41,19,549	-	100%	-	-	30,36,600
	Poll					-	-	-	-	-
	Postal Ballot					-	-	-	-	-
	Sub Total	71,56,149	41,19,549	57.5666	41,19,549	-	100%	-	-	30,36,600
Public-Institutions	E-Voting	600	-	-	-	-	-	-	-	600
	Poll					-	-	-	-	
	Postal					-	-	-	-	

	Ballot									
	Sub Total	600	-	-	-	-	-	-	-	600
Public- Non Institutions	E-Voting	23,44,051	1586	0.0677	1586	-	100%	-	-	23,42,465
	Poll									
	Postal Ballot									
	Sub Total	23,44,051	1586	0.0677	1586	-	100%	-	-	23,42,465
	Grand Total	95,00,800	41,21,135	43.3767	41,21,135	-	100%	-	-	53,79,665

Resolution No.					2					
Resolution required: (Ordinary/ Special)					Ordinary (To appoint a Director in place of Mr. Channappa Bhavihal Gurusiddappa (DIN: 07278848), who retires by rotation and being eligible, offers himself for re-appointment.)					
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	71,56,149	41,19,549	57.5666	41,19,549	-	100%	-	-	30,36,600
	Poll									
	Postal Ballot									
	Sub Total									
Public-Institutions	E-Voting	600	-	-	-	-	-	-	-	600
	Poll									
	Postal Ballot									
	Sub Total									
Public- Non Institutions	E-Voting	23,44,051	1586	0.0677	1586	-	100%	-	-	23,42,465
	Poll									

	Postal Ballot									
	Sub Total	23,44,051	1586	0.0677	1586	-	100%	-	-	23,42,465
	Grand Total	95,00,800	41,21,135	43.3767	41,21,135	-	100%	-	-	53,79,665

Resolution No.					3					
Resolution required: (Ordinary/ Special)					Special (Appointment of Mrs. Rakhi Bajoria (DIN: 07161473) as Director, Independent)					
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	71,56,149	41,19,549	57.5666	41,19,549	-	100%	-	-	30,36,600
	Poll									
	Postal Ballot									
	Sub-Total	71,56,149	41,19,549	57.5666	41,19,549	-	100%	-	-	30,36,600
Public-Institutions	E-Voting	600	-	-	-	-	-	-	-	600
	Poll									
	Postal Ballot									
	Sub-Total	600	-	-	-	-	-	-	-	600
Public- Non Institutions	E-Voting	23,44,051	1586	0.0677	1586	-	100%	-	-	23,42,465
	Poll									
	Postal Ballot									
	Sub-Total	23,44,051	1586	0.0677	1586	-	100%	-	-	23,42,465

	Grand Total	95,00,800	41,21,135	43.3767	41,21,135	-	100%	-	-	53,79,665
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Resolution No.					4					
Resolution required: (Ordinary/ Special)					Special (Appointment of Mrs.Geetika Khandelwal (DIN: 10061631) as Director, Independent)					
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	71,56,149	41,19,549	57.5666	41,19,549	-	100%	-	-	30,36,600
	Poll					-	-	-	-	-
	Postal Ballot					-	-	-	-	-
	Sub-Total		71,56,149	41,19,549	57.5666	41,19,549	-	100%	-	-
Public-Institutions	E-Voting	600	-	-	-	-	-	-	-	600
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-	-
	Sub-Total		600	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	23,44,051	1586	0.0677	1586	-	100%	-	-	23,42,465
	Poll									
	Postal Ballot									
	Sub-Total		23,44,051	1586	0.0677	1586	-	100%	-	-
Grand Total		95,00,800	41,21,135	43.3767	41,21,135	-	100%	-	-	53,79,665

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 31st Annual General Meeting of
Ovobel Foods Limited held on 03rd July 2023 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 31st Annual General Meeting (AGM) 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 Monday, 03rd July 2023 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 31st AGM 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 06th June 2023 of the AGM of the members of the Company held on 03rd July 2023.

The notice dated 06th June 2023 along with explanatory statement were sent electronically to the members of below mentioned resolutions.

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 AGM 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 26 June 2023 was entitled to vote on the resolution as contained in the notice of the AGM.

The voting period for remote voting commenced on Friday, 30 June 2023 and ended at 5.00 P.M. (IST) on Sunday, 02 July 2023 at 5 p.m. and CDSL platform was blocked thereafter.

*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

After the closure of the voting at the AGM, the votes cast under remote e-voting facility during the AGM 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 AGM in respect of the said resolutions.

Resolution No 1: Ordinary (To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2023 together with the Report of the Board of Directors and the Auditors thereon)

Particulars	No of Votes contained in						% of Valid Votes Cast
	Remote E-voting		E-voting at the AGM		Total		
	No	Votes	No	Votes	No	Votes	
Favour	21	41,21,135	-	-	21	41,21,135	100%
Against	-	-	-	-	-	-	--
Total Valid Votes Cast	21	41,21,135	-	-	21	41,21,135	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 (To appoint a Director in place of Mr. Channappa Bhavihal Gurusiddappa, (DIN: 07278848), who retires by rotation and being eligible, offers himself for re-appointment.)

Particulars	No of Votes contained in						% of Valid Votes Cast
	Remote E-voting		E-voting at the AGM		Total		
	No	Votes	No	Votes	No	Votes	
Favour	21	41,21,135	-	-	21	41,21,135	100%
Against	-	-	-	-	-	-	--
Total Valid Votes Cast	21	41,21,135	-	-	21	41,21,135	100%

*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

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 3: Special Resolution: Appointment of Mrs. Rakhi Bajoria (DIN: 07161473) as Director, Independent

Particulars	No of Votes contained in						% of Valid Votes Cast
	Remote E-voting		E-voting at the AGM		Total		
	No	Votes	No	Votes	No	Votes	
Favour	21	41,21,135	-	-	21	41,21,135	100%
Against	-	-	-	-	-	-	--
Total Valid Votes Cast	21	41,21,135	-	-	21	41,21,135	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 4: Special Resolution: Appointment of Mrs. Geetika Khandelwal (DIN: 10061631) as Director, Independent

Particulars	No of Votes contained in						% of Valid Votes Cast
	Remote E-voting		E-voting at the AGM		Total		
	No	Votes	No	Votes	No	Votes	
Favour	21	41,21,135	-	-	21	41,21,135	100%
Against	-	-	-	-	-	-	--
Total Valid Votes Cast	21	41,21,135	-	-	21	41,21,135	100%

Invalid Votes:

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

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 Bhattarhalli, Old Madras Road, Bengaluru-560049
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 Email: cssumanbajoria@gmail.com*

Suman Bajoria & Associates
Company Secretaries

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 AGM. Thereafter, I shall handover these records and other related papers to the Company Secretary of the Company.

Thank You
Yours faithfully,

For Suman Bajoria & Associates


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

UDIN: **A020904E000549828**

Dated 5th July 2023

Flat No 602, Mahaveer Chalet, Basavanapura Main Road
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