

*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 29<sup>th</sup> Annual General Meeting of  
Ovobel Foods Limited held on 24<sup>th</sup> September, 2021 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 29<sup>th</sup> 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 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 29<sup>th</sup> 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 31<sup>st</sup> August, 2021 of the AGM of the members of the Company held on 24<sup>th</sup> September 2021.

The notice dated 31<sup>st</sup> August 2021 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 17<sup>th</sup> September, 2021 was entitled to vote on the resolution as contained in the notice of the AGM.

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

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

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The voting period for remote voting commenced on Tuesday, 21<sup>st</sup> September, 2021 at 10.a.m. and ended on Thursday, 23<sup>rd</sup> September, 2021 at 5 p.m. and CDSL platform was blocked thereafter.

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 Resolution: To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2021 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	27,09,994	-	-	21	27,09,994	100%
Against	-	-	-	-	-	-	-
Total Valid Votes Cast	21	27,09,994	-	-	21	27,09,994	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 Resolution: To appoint a Director in place of Philip Van Bosstraeten (DIN 02600487), who retires by rotation and being eligible, offers himself for re-appointment**

Particulars	No of Votes contained in						% of Valid
	Remote E-voting		E-voting at the AGM		Total		Votes
	No	Votes	No	Votes	No	Votes	Cast
Favour	21	27,09,994	-	-	21	27,09,994	100%
Against	-	-	-	-	-	-	-
Total Valid Votes Cast	21	27,09,994	-	-	21	27,09,994	100%

For Suman Bajoria & Associates  
  
 Suman Bajoria  
 Company Secretary  
 M.No: 205004  
 C.P.No: 17602  
 Place: Bengaluru

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

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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: Ordinary Resolution: Appointment of Statutory Auditors**

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	27,09,994	-	-	21	27,09,994	100%
Against	-	-	-	-	-	-	-
Total Valid Votes Cast	21	27,09,994	-	-	21	27,09,994	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: Ordinary Resolution: Appointment of Mr. Syed Fahad (DIN: 01865406) as Director**

Particulars	No of Votes contained in						% of Valid
	Remote E-voting		E-voting at the AGM		Total		Votes
	No	Votes	No	Votes	No	Votes	Cast
Favour	19	6585	-	-	19	6585	100%
Against	-	-	-	-	-	-	-
Total Valid Votes Cast	19	6585	-	-	19	6585	100%

Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	2703409*

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

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

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\*These votes were in favour of the resolution. Since these votes were casted by the related parties & considered in as Invalid votes.

**Resolution No 5: Ordinary Resolution: Appointment of Mr. Channappa Bhaviha! Gurusiddappa (DIN: 07278848) as Director**

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	19	6585	-	-	19	6585	100%
Against	-	-	-	-	-	-	-
Total Valid Votes Cast	19	6585	-	-	19	6585	100%

Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	2703409*

\*These votes were in favour of the resolution. Since these votes were casted by the related parties & considered in as Invalid votes.

**Resolution No 6: Ordinary Resolution: Appointment of Mr. Mysore Satish Sharad (DIN: 08987445) as Director**

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	19	6585	-	-	19	6585	100%
Against	-	-	-	-	-	-	-
Total Valid Votes Cast	19	6585	-	-	19	6585	100%

Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	2703409*

\*These votes were in favour of the resolution. Since these votes were casted by the related parties & considered in as Invalid votes.



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

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**Resolution No 7: Ordinary Resolution: Appointment of Smt. Priyanka Rajora (DIN: 08985737) as Director, Independent**

Particulars	No of Votes contained in						% of Valid
	Remote E-voting		E-voting at the AGM		Total		Votes
	No	Votes	No	Votes	No	Votes	Cast
Favour	21	27,09,994	-	-	21	27,09,994	100%
Against	-	-	-	-	-	-	-
Total Valid Votes Cast	21	27,09,994	-	-	21	27,09,994	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 8: Ordinary Resolution: Appointment of Smt. Pooja Jain (DIN: 08985766) 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	27,09,994	-	-	21	27,09,994	100%
Against	-	-	-	-	-	-	-
Total Valid Votes Cast	21	27,09,994	-	-	21	27,09,994	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 9: Special Resolution: Approval For Related Party Transactions**

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	18	6485	-	-	18	6485	98.48%
Against	1	100	-	-	1	100	1.52%
Total Valid Votes Cast	19	6585	-	-	19	6585	100%

For Suman Bajoria & Associates  
  
*Suman Bajoria*  
 Company Secretary  
 A.No. 2894  
 C.P.No. 17882  
 Floor: Benguluru

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

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Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	2703409*

\*These votes were in favour of the resolution. Since these votes were casted by the related parties & considered in as Invalid votes.

**Resolution No 10: Special Resolution: Appointment of Mr. Mysore Satish Sharad (DIN: 08987445) as Managing Director**

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	19	6585	-	-	19	6585	100%
Against	-	-	-	-	-	-	-
Total Valid Votes Cast	19	6585	-	-	19	6585	100%

Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	2703409*

\*These votes were in favour of the resolution. Since these votes were casted by the related parties & considered in as Invalid votes.

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*

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

UDIN: A020904C001010332  
Dated 26<sup>th</sup> September, 2021

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