OVOBEL FOODS LIMITED
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: 4th May 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 an Extraordinary General Meeting (EGM) of the Company was held on 2nd May 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 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 Sarvouy

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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 2nd May 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 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 castes 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 4th May 2023.

Based on the consolidated Scrutiniser Report dated 4th May 2023, 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	Alteration In Objects Clause Of The Memorandum Of Association	100%	--	Special
2	Purchase Of Land From 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
Company Secretary & Compliance Officer
Membership No: 21962
Place: Bengaluru.

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SYSTEM CERTIFICATION FSSC - 22000 SGS

Annexure 2

NAME OF THE COMPANY	OVOBEL FOODS LIMITED
Date of the AGM/EGM	02.05.2023
Total number of shareholders as on cut-off date i.e., 25 April 2023	2533
No. of shareholders present in the meeting either in person or through proxy:	20
Promoters and Promoter Group:	3
Public	17
No of Shareholders attended the meeting through Video Conferencing	20
Public:	17
Resolution No.	1
Resolution required: (Ordinary/ Special)	Special (Alteration In Objects Clause Of The Memorandum Of Association)
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	72,71,500	42,34,900	58.24	42,34,900	-	100%	-	-	30,36,600
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-	-
	Sub	72,71,50	42,34,900	58.24	42,34,90	-	100%	-	-	30,36,600

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	Total	0			0					
Public-Institutions	E-Voting	600	-	-	-	-	-	-	-	600
	Poll		-	-	-	-	-	-	-	
	Postal Ballot		-	-						
	Sub Total	600	-	-	-	-	-	-	-	600
Public-Non Institutions	E-Voting	22,28,700	823	0.04	823	-	100	-	-	22,27,877
	Poll									
	Postal sBallot									
	Sub Total	22,28,700	823	0.04	823	-	100	-	-	22,27,877
	Grand Total	95,00,800	42,35,723	44.58	42,35,723	-	100	0	-	52,65,077

Resolution No.					2					
Resolution required: (Ordinary/ Special)					Ordinary (Purchase Of Land From 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	E-Votin	72,71,50	42,34,900	58.24	42,34,90	-	100%	-	-	30,36,600

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and Promoter Group	g	0			0					
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-	-	-
	Sub Total	72,71,500	42,34,900	58.24	42,34,900	-	100%	-	-	30,36,600
Public-Institutions	E-Voting	600	-	-	-	-	-	-	-	600
	Poll		-	-	-	-	-	-	-	
	Postal Ballot		-	-						
	Sub Total	600	-	-	-	-	-	-	-	600
Public-Non Institutions	E-Voting	22,28,700	823	0.04	823	-	100	43.31	-	21,72,357
	Poll									
	Postal Ballot									
	Sub Total	22,28,700	823	0.04	823	-	100	-	-	22,27,877
	Grand Total	95,00,800	42,35,723	44.58	42,35,723	-	100	0	-	52,65,077

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 2nd May 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 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, 2nd May, 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 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 08th April 2023 of the EGM of the Members of the Company held on 2nd May 2023.

The notice dated 08th April 2023 along with explanatory statement were sent electronically to the members of below mentioned resolutions:

1. Alteration In Objects Clause Of The Memorandum Of Association
2. Purchase Of Land From 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 25th April 2023 was entitled to vote on the resolution as contained in the notice of the EGM.

For Suman Bajoria & Associates
COMPANY SECRETARY CP 17602 SUMAN BAJORIA
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

The voting period for remote voting commenced from 10.00 A.M. on Saturday, April 29, 2023 and ended at 5.00 P.M. (IST) on Monday, May 1, 2023 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.

1. ***Resolution No 1: Special*** **(Alteration In Objects Clause Of The Memorandum Of Association)**

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	15	42,35,723	-	-	15	42,35,723	100
Against	0	0	0	0	0	0	0
Total Valid Votes Cast	15	42,35,723	-	-	15	42,35,723	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. ***Resolution No 2: Ordinary*** **(Purchase Of Land From 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	15	42,35,723	-	-	15	42,35,723	100
Against	0	0	0	0	0	0	0
Total Valid Votes Cast	15	42,35,723	-	-	15	42,35,723	100

For Suman Bajoria & Associates

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

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)	42,34,900

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.

Thank You

Yours faithfully,

For Suman Bajoria & Associates

COMPANY SECRETARY CP 17602 SUMAN BAJORIA

Suman Bajoria

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

UDIN: **A020904E000251354**

Dated 4th May 2023