

Extract of Annual Return

(Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company (Management & Administration) Rules, 2014)

Financial Year ended on 31/03/2019

(I) REGISTRATION AND OTHER DETAILS:

(i)	CIN	L15495GJ1993PLC019383
(ii)	Registration date	03 rd May, 1993
(iii)	Name of the Company	Oceanic Foods Limited
(iv)	Category Sub-category of the Company	Company having share capital Indian Non-Government Company
(v)	Address of the Registered Office and Contact Details	<u>Address of Registered Office:</u> Opp. Brooke bond factory, P. N. Marg, Jamnagar-361002 Gujarat <u>Contact Details:</u> Phone: 0288-2757355/66/77, E-Mail Id: finance@oceanicfoods.com Website: www.oceanicfoods.com
(vi)	Whether Listed Company? Yes / No	Yes, BSE SME Platform

(vii)	Name, address and contact details of Registrar and Share Transfer Agent.	Link Intime India Private Limited, C- 101, 247 Park, L.B. S Marg, Vikhroli (West), Mumbai – 400 083 Tel: 022 4918 6000 Fax: 022 4918 6060 Email: Mumbai@linkintime.co.in Website: www.linkintime.co.in
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(II) PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated:

Sr. No.	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Manufacturing and Processing of Dehydrated Vegetables	103	99.89%

(III) PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1	---	---	---	---	---

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Sr. No.	Category of Shareholders	No of Shares held at the beginning of the year 01.04.2018				No of Shares held at the end of the year 31.03.2019				% Change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
(b)	Individuals									
(i)	Individual shareholders holding nominal share capital upto Rs.1 Lakh	1,71,000	---	1,71,000	4.56%	2,17,988	---	2,17,988	5.813%	(1.253%)
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh.	8,08,500	---	8,08,500	21.56%	4,77,500	---	4,77,500	12.73%	(8.83%)
(c)	Others (specify)	---	---	---	---					
	Hindu Undivided Family	67,000	---	67,000	1.7867%	2,00,000	---	2,00,000	5.3333%	(3.5466%)
	Non- Resident Indian (Non Repatriable)	---	---	---	---	---	---	---	---	---
	Clearing Members	4000	---	4000	0.1067%	22,000	---	22,000	0.5867%	0.48%
	Sub-total(B) (2)									
	Total Public shareholding (B)=B(1)+B(2)	10,82,500	---	10,82,500	28.87%	9,42,500	---	9,42,500	25.13%	(3.74%)
C	Shares held by Custodian for ADRs and GDRs.	---	---	---	---	---	---	---	---	---
	GRAND TOTAL	37,50,000	---	37,50,000	100%	37,50,000	---	37,50,000	100%	---

(ii) **Shareholding of Promoters:**

Sr. No.	Shareholder's name	Shareholding at the beginning of the year 01.04.2018			Shareholding at the end of the year 31.03.2019			% Change
		No. of Shares	% of total shares of the Company	% of shares pledged /encumbered to total shares	No. of Shares	% of total shares of the Company	% of shares pledged /encumbered to total shares	
1	Tulan Vinodrai Patel	3,36,600	8.97%	---	3,36,600	8.97%	---	---
2	Ajesh Vinodrai Patel	3,52,495	9.39%	---	3,52,495	9.39%	---	---
3	Nirmalaben Vinodrai Patel	4,57,468	12.19%	---	4,57,468	12.19%	---	---
4	Vinodrai Devrajbhai Patel	7,42,500	19.80%	---	7,42,500	19.80%	---	---
5	Patel Vinodrai Devrajbhai (HUF) Karta of HUF	6,29,937	16.79%	---	6,29,937	16.79%	---	---
6	Patel Ajesh Vinodrai (HUF) Karta of HUF	1,48,500	3.96%	---	1,48,500	3.96%	---	---
7	Khyati Tulan Patel	---	---	---	1,40,000	3.73%		
GRAND TOTAL		26,67,500	71.13%	---	28,07,500	71.13%	---	---

(iii) Change in Promoter's Shareholding:

Sr. No	Particulars	Shareholding at the beginning of the year 01.04.2018			Increasing Decreasing in Share holding	Reason	Cumulative Shareholding during the year 31.03.2019	
		No. of Shares	% of total shares of Company	Date			No. of Shares	% of total shares of the Company
--	---	---	---	12.04.2018 02.11.2018 14.11.2018 26.11.2018 03.12.2018	Increase	Open Market Purchase	1,40,000	3.73%

(iv) Shareholding Pattern of top ten shareholders: (Other than Directors, Promoters & Holders of GDRs & ADRs):

Sr. No	Particulars	Shareholding at the beginning of the year 01.04.2018			Increasing Decreasing in Share holding	Reason	Cumulative Shareholding during the year 31.03.2019	
		No. of Shares	% of total shares of Company	Date			No. of Shares	% of total shares of the Company
1	Harichhaben M Joshi	1,00,000	2.66%	---	---	---	1,00,000	2.66%
2	Parag Bhalchandra Vyas	---	---	05.04.2018	Increase	Purchase	68000	1.81%
3	Kuldeep Bhalchandra Vyas	---	---	05.04.2018	Increase	Purchase	67000	1.78%
4	Neha Bimal Mehta	74,000	1.97%	---	Decrease	Sale	46,000	1.22%
5	Vimal Pragibhai Kalaria	40000	1.0667%	---	No Change	---	40000	1.0667%
6	Hitendra Bhowanji Patel	40000	1.0667%	---	Decrease	Sale	20000	0.53%
7	Pantomath Stock Brokers Pvt Ltd	20,000	0.53%	---	Decrease	Sale	12,000	1.04%
8	Ramnklal Manji Premji	36000	0.96%	---	No Change	---	36000	0.96%
9	Anju Hitendra Patel	27,500	0.73%	---	No Change	---	27,500	0.73%
10	Kamalaben Ramnklal Premji	34,000	0.9067%	---	No Change	---	34,000	0.9067%

(v) **SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

Sr. No.	Name	Shareholding at the beginning of the year i. e. 01/04/2018		Shareholding at the end of the year i. e. 31/03/2019	
		No. of shares	% of total shares of company	No. of shares	% of total shares of the company
A.	Managing Director/ Whole-time Director				
1	Vinodrai D. Patel- Managing Director (Cessation w.e.f 24 th December 2018)	7,42,500	19.80%	---	---
2	Ajesh V. Patel- Wholetime Director	3,52,495	9.39%	3,52,495	9.39%
3	Tulan V. Patel, Managing Director (w.e.f 24 th December, 2018) and CEO	3,36,600	8.97%	3,36,600	8.97%
B.	Key Managerial Personnel				
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(vi) **INDEBTEDNESS:**

Indebtedness of the Company interest outstanding / accrued but not due for payment:

	Secured Loans Excluding Deposited	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i)Principal Amount	73,83,551	17,89,37,352	Nil	18,63,20,903
(ii)Interest due but not paid	Nil	Nil	Nil	Nil
(iii)Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	73,83,551	17,89,37,352	Nil	18,63,20,903
Change in Indebtedness During the financial year				
• Addition	NIL	8,41,31,302	Nil	8,41,31,302
• Reduction	28,29,308	6,62,05,279	Nil	6,90,34,587
Net Change	-(28,29,308)	1,79,26,023	Nil	1,50,96,715
Indebtedness at the end of the financial year				
(i)Principal Amount	45,54,243	19,68,63,375	Nil	20,14,17,618
(ii)Interest due but not paid	NIL	Nil	Nil	Nil
(iii)Interest accrued but not due	NIL	Nil	Nil	Nil
Total (i+ii+iii)	45,54,243	19,68,63,375	Nil	20,14,17,618

(vii) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. No	Particulars of Remuneration	Vinodrai D Patel MD*	Ajesh V Patel WTD	Tulan V. Patel (MD)**	Total Amount
1.	Gross Salary: (a) Salary as per provision contained in section 17(1) of the Income tax Act, 1961 (b) Value of perquisites under section 17(2) Income-tax Act, 1961 © Profits in lieu of salary under section 17(3) Income-tax Act, 1961	45,59,895	47,23,904	41,98,572	1,34,82,371
2.	Stock option	---	---	---	---
3.	Sweat equity	---	---	---	---
4.	Commission: - As % of profit - Other, specify...	---	---	---	---
5.	Others, please specify	---	---	---	---
Total (A)					1,34,82,371

* Vinodrai D.Patel resigned from the Office of Managing Director w.e.f 24th December, 2018. Hence the amount of remuneration is from period 01st April 2018 to 24th December, 2018

** Tulan V. Patel was appointed as a Managing director w.e.f 24th December, 2018, hence remuneration is from the period December 2018 to 31st March 2019

B. Remuneration to other Directors:

Sr No	Particulars of Remuneration	Mr Nitesh Kotecha	Mr Rashmikant Makwana	Ms Vaidehi Majithia	Total Amount
1	Independent Director				
-	Fees for attending Board/ Committee Meeting	20,000	20,000	20,000	60,000
-	Commission				
-	Other, please specify				
--	TOTAL (B) (1)				
2	Other Non – Executive Director				
-	Fees for attending Board/ committee meeting	---	---	---	---
-	Commission				
-	Other, please specify				
--	TOTAL (B) (2)				
	TOTAL (B) (2)	---	---	---	---
	Total (B) = (1+2)	---	---	---	---
	Total Managerial Remuneration	20,000	20,000	20,000	60,000

C. Remuneration to Key Managerial Personnel other than as Managing Director/Manager/Whole-time Director:

Sr No	Particulars of Remuneration	Key Managerial Personnel		
		Ms Krishna S. Adhyaru (Company Secretary)	Mr Shrinivas Jani (CFO)	Total
1.	Gross Salary <ul style="list-style-type: none"> • Salary as per provisions contained in section 17 (1) of the Income tax Act, 1961 • Value of perquisites under section 17(2) Income tax Act, 1961 • Profit in lieu of salary under section 17(3) Income tax, 1961 	1,80,300	1,71,063	3,51,363
2.	Stock Option	---	---	---
3.	Sweat Equity	---	---	---
4.	Commission <ul style="list-style-type: none"> • As % of profit • Other, specify 	---	---	---
5.	Other, please, specify	---	---	---
	Total	1,80,300	1,71,063	3,51,363

(viii) **PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES::**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---
B. DIRECTORS					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---
C. OTHER OFFICERS IN DEFAULT					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---

Date : 29/08/2019
Place : Jamnagar

By Order of the Board of Directors
For, Oceanic Foods Limited,

Sd/-
Ajesh V. Patel
Chairman & Wholtime Director
[DIN: 00083536]