

# Annexure - I

## 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 31/03/2020

### (I) REGISTRATION AND OTHER DETAILS:

(i)	CIN	L15495GJ1993PLC019383
(ii)	Registration date	03 <sup>rd</sup> 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: <a href="mailto:finance@oceanicfoods.com">finance@oceanicfoods.com</a> Website: <a href="http://www.oceanicfoods.com">www.oceanicfoods.com</a>
(vi)	Whether Listed Company? Yes / No	Yes, BSE Limited
(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: <a href="mailto:Mumbai@linkintime.co.in">Mumbai@linkintime.co.in</a> Website: <a href="http://www.linkintime.co.in">www.linkintime.co.in</a>
--	--	--

**(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	---	---	---	---	---



(f)	Insurance Companies	---	---	---	---	---	---	---	---	---
(g)	FIs	---	---	---	---	---	---	---	---	---
(h)	Foreign Venture Capital Funds	---	---	---	---	---	---	---	---	---
(i)	Others (Specify)	---	---	---	---	---	---	---	---	---
(j)	Sub – Total (B)									
2	Non-Institutions									
(a)	Bodies Corporate									
(i)	Indian	25,012	---	25,012	0.6670%	32,606	---	32,606	0.2898%	(0.3772%)
(ii)	Overseas	---	---	---	---	---	---	---	---	---

Sr. No.	Category of Shareholders	No of Shares held at the beginning of the year 01.04.2019				No of Shares held at the end of the year 31.03.2020				% 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	2,17,988	---	2,17,988	5.813%	2,44,560	---	2,44,560	2.1739%	(3.6391%)
(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh.	4,77,500	---	4,77,500	12.73%	24,26,948	---	24,26,948	21.5729%	8.83%
(c)	Others (specify)	---	---	---	---					
	Hindu Undivided Family	2,00,000	---	2,00,000	5.3333%	1,22,936	---	1,22,936	1.0928%	(- 4.2405%)
	Non-Resident Indian (Non Repatriable)	---	---	---	---	55	---	55	0.0005	0.0005
	(Repat)	---	---	---	---	390	---	390	0.0035	0.0035
	Clearing Members	22,000	---	22,000	0.5867%	5	---	5	0	(0.5867%)

	Sub-total(B) (2)									
	Total Public shareholding (B)=B(1)+B(2)	9,42,500	---	9,42,500	25.13%	28,27,500	---	28,27,500	25.13%	(3.74%)
C	Shares held by Custodian for ADRs and GDRs.	---	---	---	---	---	---	---	---	---
<b>GRAND TOTAL</b>		<b>37,50,000</b>	<b>---</b>	<b>37,50,000</b>	<b>100%</b>	<b>1,12,50,000</b>	<b>---</b>	<b>1,12,50,000</b>	<b>100%</b>	<b>---</b>

**(ii) Shareholding of Promoters:**

Sr. No.	Shareholder's name	Shareholding at the beginning of the year 01.04.2019			Shareholding at the end of the year 31.03.2020			% Chan ge
		No. of Shares	% of total shares of the Compan y	% of shares pledged/e ncumbere d to total shares	No. of Shares	% of total shares of the Company	% of shares pledge d/encu mbere d to total shares	
1	Tulan Vinodrai Patel	3,36,600	8.97%	---	10,09,800	8.97%	---	---
2	Ajesh Vinodrai Patel	3,52,495	9.39%	---	10,57,485	9.39%	---	---
3	Nirmalaben Vinodrai Patel	4,57,468	12.19%	---	13,72,404	12.19%	---	---
4	Vinodrai Devrajbhai Patel	7,42,500	19.80%	---	22,27,500	19.80%	---	---

5	Vinodrai D. Patel (HUF) Karta of HUF	6,29,937	16.79%	---	18,89,811	16.79%	---	---
6	Ajesh V. Patel (HUF) Karta of HUF	1,48,500	3.96%	---	4,45,500	3.9600	---	---
7	Khyati Tulan Patel	1,40,000	3.73%	---	4,20,000	3.7333	---	---
<b>GRAND TOTAL</b>		<b>28,07,500</b>	<b>74.86%</b>	<b>---</b>	<b>84,22,500</b>	<b>74.86%</b>	<b>---</b>	<b>---</b>

**(iii) Change in Promoter's Shareholding:**

Sr. No	Particulars	Shareholding at the beginning of the year 01.04.2019			Increasing Decreasing in Share holding	Reason	Cumulative Shareholding during the year 31.03.2020	
		No. of Shares	% of total shares of Company	Date			No. of Shares	% of total shares of the Company
1	Vinodrai D. Patel	742500	19.80	01.07.2019	Increase	Bonus shares	2227500	19.80
2	Vinodrai D. Patel (HUF)	629937	16.7983	01.07.2019	Increase	Bonus shares	1889811	16.7983
3	Ajesh V. Patel	352495	9.3999	01.07.2019	Increase	Bonus shares	1057485	9.3999
4	Ajesh V. Patel (HUF)	148500	3.96	01.07.2019	Increase	Bonus shares	445500	3.96
5	Nirmala V. Patel	457468	12.1991	01.07.2019	Increase	Bonus shares	1372404	12.1991
6	Tulan V. Patel	336600	8.9760	01.07.2019	Increase	Bonus shares	1009800	8.9760
7	Khyati T. Patel	140000	3.7333	01.07.2019	Increase	Bonus shares	420000	3.7333

**(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 01.04.2019			Increasing Decreasing in Share holding	Reason	Cumulative Shareholding during the year 31.03.2020	
		No. of Shares	% of total shares of Company	Date			No. of Shares	% of total shares of the Company
1	Jyoti Vinod Chandra Mehta	0	0	21.06.2019 26.07.2019	Increase	Purchase and Bonus shares	387000	3.44%
2	Vinod Prabhulal Mehta	0	0	21 Jun 2019 29 Jun 2019 12 Jul 2019	Increase	Purchase and Bonus shares	387000	3.44%
3	Nilesh Naranbhai Varotaria	0	0	29.06.2019 12.07.2019	Increase	Purchase and Bonus shares	363000	3.2267%
4	Anil Bhikhubhai Varotaria	0	0	29.06.2019 12.07.2019	Increase	Purchase and Bonus shares	360000	3.2%
5	Ashitaben B. Vyas	0	0	29.06.2019 12.07.2019	Increase	Purchase and Bonus shares	240000	2.133%
6	Hitendra Bhowanji Patel	40000	0.3556%	12.07.2019	Increase	Bonus shares	120000	1.0667%
7	Vimalkumar Kalaria	40000	0.3556%	12.07.2019	Increase	Bonus shares	120000	1.0667%
8	Anju Hitendra Patel	27,500	0.2444%	12.07.2019	Increase	Bonus shares	82,500	0.733%
9	Vijaysingh Gussain	18000	0.16%	12.07.2019	Increase	Bonus shares	54,000	0.48%
10	Mehta Amitkumar Jayantilal	14000	0.1244%	12.07.2019	Increase	Bonus shares	42,000	0.3733%

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

Sr. No.	Name	Shareholding at the beginning of the year i. e. 01/04/2019		Shareholding at the end of the year i. e. 31/03/2020	
		No. of shares	% of total shares of company	No. of shares	% of total shares of the company
<b>A.</b>	<b>Managing Director/ Whole-time Director</b>				
1	Ajesh V. Patel- Wholetime Director	3,52,495	9.39%	1057485	9.3999
2	Tulan V. Patel,  Managing Director (w.e.f 24 <sup>th</sup> December, 2018) and CEO	3,36,600	8.97%	1009800	8.9760
<b>B.</b>	<b>Key Managerial Personnel</b>				
--	----	---	---	---	---

(vi) **INDEBTEDNESS:**

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

	<b>Secured Loans Excluding Deposited</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtedness</b>
<b>Indebtedness at the beginning of the financial year</b>				
(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
<b>Total (i+ii+iii)</b>	<b>45,54,243</b>	<b>19,68,63,375</b>	<b>Nil</b>	<b>20,14,17,618</b>
<b>Change in Indebtedness During the financial year</b>				
• Addition	NIL	5,96,98,511	Nil	5,96,98,511
• Reduction	7,84,864	12,71,16,741	Nil	12,79,01,605
<b>Net Change</b>	<b>7,84,864</b>	<b>(6,74,18,230)</b>	<b>Nil</b>	<b>(6,82,03,094)</b>
<b>Indebtedness at the end of the financial year</b>				
(i)Principal Amount	37,69,379	12,94,45,145	Nil	13,32,14,524
(ii)Interest due but not paid	NIL	Nil	Nil	Nil
(iii)Interest accrued but not due	NIL	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>	<b>45,54,243</b>	<b>12,94,45,145</b>	<b>Nil</b>	<b>13,32,14,524</b>

(vii) **REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

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

Sr. No	Particulars of Remuneration	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	47,63,904	42,83,904	90,47,808
2.	Stock option	---		---
3.	Sweat equity	---		---
4.	Commission:  - As % of profit - Other, specify...	---		---
5.	Others, please specify	---		---
	<b>Total (A)</b>			<b>90,47,808</b>

**B. Remuneration to other Directors:**

Sr No	Particulars of Remuneration	Mr Nitesh Kotecha	Mr Rashmikant Makwana	Ms Vaidehi Majithia	Total Amount
1	<b>Independent Director</b>				
-	Fees for attending Board/ Committee Meeting	80,000	60,000	70,000	2,10,000
-	Commission				
-	Other, please specify				
--	TOTAL (B) (1)				
2	<b>Other Non – Executive Director</b>				
-	Fees for attending Board/ committee meeting	---	---	---	---
-	Commission				
-	Other, please specify				
--	TOTAL (B) (2)				
	TOTAL (B) (2)	---	---	---	---
	Total (B) = (1+2)	---	---	---	---
	<b>Total Managerial Remuneration</b>	80,000	60,000	70,000	2,10,000

**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"> <li>Salary as per provisions contained in section 17 (1) of the Income tax Act, 1961</li> <li>Value of perquisites under section 17(2) Income tax Act, 1961</li> <li>Profit in lieu of salary under section 17(3) Income tax, 1961</li> </ul>	2,04,336 --- ---	5,99,053 --- ---	8,03,389 --- ---
2.	Stock Option	---	---	---
3.	Sweat Equity			---
4.	Commission <ul style="list-style-type: none"> <li>As % of profit</li> <li>Other, specify</li> </ul>			--- ---
5.	Other, please, specify			---
	Total	2,04,336	5,99,053	8,03,339

(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)
<b>A. COMPANY</b>					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---
<b>B. DIRECTORS</b>					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	---	---	---	---	---
Punishment	---	---	---	---	---
Compounding	---	---	---	---	---

Date : 29/10/2020  
Place : Jamnagar

BY ORDER OF THE BOARD OF DIRECTORS  
For, Oceanic Foods Limited,

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