



Ocean Sparkle Limited

[CIN: U05005TG1995PLC021217]

Registered Office: 8-3-975, Plot No. 128, Srinagar Colony, Hyderabad - 500 073, Telangana

ADDENDUM TO NOTICE OF 25TH AGM TO BE HELD ON 27TH NOVEMBER 2020

Ocean Sparkle Limited ("The company") had issued Notice dated 27th October 2020 (AGM Notice) for convening the 25th Annual General Meeting of the shareholders of the company, scheduled to be held on Friday, 27th November 2020 at the registered office of the company in Hyderabad. The AGM notice has already been circulated to all the shareholders of the company in due compliance with the provisions the Companies Act, 2013, read with Rules made thereunder.

Subsequent to issuance and circulation of the AGM notice , request from Shareholders has been received and accordingly the Board of Directors vide their resolution dated 20th November 2020 passed by Circulation resolved to conduct the AGM by Audio Visual means and hence accordingly this addendum is being issued.

KFin Technologies Private Limited, ("KFin"), is our the Company's Registrar and Transfer Agent and they will provide the facility for voting through remote e-voting, for participating in the AGM through VC / OAVM and e-voting during the AGM. The clear instructions and procedures regarding the participation at the meeting are enclosed with this addendum to the Notice as Annexure A

This addendum to the AGM notice shall form an integral part of the Notice dated 27th October 2020, circulated to all shareholders of the company. Accordingly all the shareholders, depositories, registrar and share transfer agent, agencies appointed for the e voting other authorities and all other concerned persons are requested to take notice of the addendum.

Place : Hyderabad

For Ocean Sparkle Limited

Date: 20th November 2020

Company Secretary



ANNEXURE A

1. In view of the continuing restrictions on the movement of people at several places in the country, due to the outbreak of COVID-19, the Ministry of Corporate Affairs, Government of India (“MCA”), have allowed companies to conduct Annual General Meetings (“AGM”) through video-conferencing (“VC”) / other audio-visual means (“OAVM”) during the calendar year 2020, without the physical presence of Members. This also addresses the health and safety of the Members. This AGM is being convened in compliance with applicable provisions of the Companies Act, 2013 and the Rules made thereunder (“the Act”); and the provisions of General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No.17/2020 dated 13th April, 2020 and 28th September 2020 issued by the MCA
2. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act
3. In accordance with the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (“ICSI”) read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated 15th April, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company i.e. 8-3-975, Plot No. 128, Srinagar Colony Hyderabad – 500073 which shall be the deemed venue of the AGM. The route map for the venue of the AGM is therefore not attached.
4. KFin Technologies Private Limited, (“KFin”), the Company’s Registrar and Transfer Agent will provide the facility for voting through remote e-voting, for participating in the AGM through VC / OAVM and e-voting during the AGM.
5. Generally, a Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a Member of the Company. Since the AGM is being held through VC / OAVM, physical attendance of Members is dispensed with and consequently, the facility for appointment of proxies is not applicable. Hence proxy forms and attendance slips are not annexed to this Notice.
6. Corporate Members intending to authorise their representatives to attend the meeting pursuant to Section 113 of the Act, are requested to email certified copy of the Board / governing body resolution / authorisation etc. authorising their representatives to attend and vote on their behalf at email IDs oslcosec@oceansparkle.in with a copy marked to evoting@kfintech.com with the subject line “Ocean Sparkle Limited 25th AGM”.



DESPATCH OF ANNUAL REPORT, PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF NOTICE AND ANNUAL REPORT:

7. In accordance with the provisions of the MCA, the Notice along with the Annual Report is being sent through email only to Members whose email IDs are registered with KFin and the Depository Participant / Depository.
8. The Notice of the AGM and the Annual Report are available on the website of the Company viz. www.oceansparkle.com.
9. Members who have still not registered their email IDs are requested to do so at the earliest.

PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:

10. Members will be able to attend the AGM through VC / OAVM or view the live webcast of the AGM at <https://emeetings.kfintech.com/> by using their remote e-voting login credentials and selecting the 'Event' for Company's AGM.

Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further, Members can also use the OTP based login for logging into the e-voting system.

11. Members may join the AGM through Laptops, Smartphones, Tablets or iPads for better experience. Further, Members will be required to use internet with a good speed to avoid any disturbance during the AGM. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Mozilla Firefox.

Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio / Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches. Members are encouraged to join the AGM through Laptops with latest version of Google Chrome for better experience.

Members will be required to grant access to the web-cam to enable two-way video conferencing.

12. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM and shall be kept open throughout the AGM.



13. Members who wish to express their views or ask questions during the AGM may register themselves at <https://emeetings.kfintech.com/> by clicking on the 'Speaker Registration' option available on the screen after logging.

Members, holding shares as on the cut-off date i.e. November 13, 2020 and who would like to speak or express their views or ask questions during the AGM may register themselves as speakers at <https://emeetings.kfintech.com> and clicking on "Speaker Registration" during the period from Tuesday, 24th November, 2020 (9:00 a.m. IST) upto Wednesday, 25th November, 2020 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to speak / express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time at the AGM.

14. Members who need assistance before or during the AGM with use of technology, can send a request to KFin at 1-800-3454-001 or write to them at evoting@kfintech.com

PROCEDURE FOR REMOTE E-VOTING AND VOTING DURING THE AGM

1. Members are requested to attend and participate in the ensuing AGM through VC / OAVM and cast their vote either through remote e-voting facility or through e-voting facility to be provided during AGM.
2. If any votes are cast by the Members through the e-voting available during the AGM and if the same Members have not participated in the meeting through VC / OAVM then the votes cast by such Members shall be considered invalid as the facility of e-voting during the AGM is available only to the Members participating in the meeting.
3. The facility of e-voting during the meeting will be available to those Members who have not cast their vote by remote e-voting. Members, who cast their vote by remote e-voting, may attend the AGM through VC / OAVM but will not be entitled to cast their vote once again on resolutions.
4. In case of any query and / or help, in respect of attending AGM through VC / OAVM mode, Members may refer to the Help & Frequently Asked Questions (FAQs) and 'AGM VC / OAVM' user manual available at the download Section of <https://evoting.KFintech.com> or contact KFinTech at the email ID evoting@kfintech.com or on phone No.: 040-6716 1500 or call KFin's toll free No.: 1800-3454-001 for any further clarifications / technical assistance that may be required.
5. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 the Company is pleased to provide to its Members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-voting services



arranged by KFin. The Members may cast their votes using an electronic voting system from a place other than the venue of the AGM (“remote e-voting”).

6. The facility for voting through electronic voting system shall be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be able to exercise their right at the AGM.
7. The remote e-voting period commences on Tuesday, 24th November 2020 (9:00 a.m. IST) and ends on Thursday, 26th November, 2020 (5:00 p.m. IST). During this period, Members of the Company holding shares either in physical form or in demat form, as on the cut-off date i.e. Friday, 13th November, 2020 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by KFin for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

The process and manner for remote e-voting are as under:

A. In case a Member receives an e-mail from KFin (for Members whose e-mail addresses are registered with the Company/ Depository Participants):

- (i) Launch internet browser by typing the URL: <https://evoting.KFintech.com>
- (ii) Enter the login credentials (i.e. **User ID and Password** mentioned above). Your Folio No./ DP ID-Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your vote.
- (iii) After entering these details appropriately, Click on “LOGIN”.
- (iv) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- (v) You need to login again with the new credentials.
- (vi) On successful login, the system will prompt you to select the “EVENT” i.e., Ocean Sparkle Limited.
- (vii) On the voting page, enter the number of shares (which represents the number of votes) as on the Cut Off date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially in “AGAINST” but the total number in “FOR/AGAINST” taken together should not exceed your total shareholding as mentioned hereinabove. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- (viii) Members holding multiple folios/demat accounts shall choose the voting process separately for



each folios/demat accounts.

- (ix) Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- (x) You may then cast your vote by selecting an appropriate option and click on “Submit”.
- (xi) A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- (xii) Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter, etc. together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at email ID: oslcosec@oceansparkle.in with a copy marked to <https://evoting.kfintech>. The scanned image of the above mentioned documents should be in the naming format “Corporate Name_ EVENT NO.”

B. Voting at the AGM: Those Members who are present at the AGM through VC / OAVM and have not cast their vote on resolutions through remote e-voting, can vote through e-voting at the AGM. Members who have already cast their votes by remote e-voting are eligible to attend the AGM.

C. A Member can opt for only single mode of voting i.e. through remote e-voting or voting at the AGM. If a Member casts votes by both modes i.e. voting at AGM and remote e-voting, voting done through remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

D. Other Instructions:

- I. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.
- II. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. Friday, 13th November, 2020.
- III. Any person who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date i.e. Friday, 13th November, 2020 may obtain the User ID and Password in the manner as mentioned below:
 - a. If the mobile number of the Member is registered against Folio No. / DP ID Client ID, the Member may send SMS: MYEPWD<space>E-voting Event Number + Folio No. or DP ID Client ID to +91 9212993399

Example for NSDL: MYEPWD<SPACE> IN12345612345678

Example for CDSL: MYEPWD<SPACE> 1402345612345678

Example for Physical: MYEPWD<SPACE> XXX1234567890



- b. If email ID of the Member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the Member may click 'Forgot password' and enter Folio No. or DP ID Client ID and PAN to generate a password.
- c. Members may call KFin toll free number 1-800-5724-001.
- d. Members may send an email request to: evoting@kfintech.com. If the Member is already registered with the KFin e-voting platform then such Member can use his / her existing User ID and password for casting the vote through remote e-voting.
- IV. The Board of Directors has appointed Mr.NVS Suryanarayana, Company Secretary of M/s NVS Suryanarayana Company Secretaries as a Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM in a fair and transparent manner.
- V. The procedure for e-voting during the AGM is same as the instructions mentioned above for remote e-voting since the AGM is being held through VC/OAVM. The e-voting window shall be activated upon instructions of the Chairman of the AGM during the AGM. E-voting during the AGM is integrated with the VC/OAVM platform and no separate login is required for the same.
- VI. The results declared along with the Scrutinizer's report shall be placed on the Company's website www.oceansparkle.com and on the website of KFin <https://evoting.KFintech.com> immediately after the result declared by the Chairman or any other person authorized by the Chairman.
- VII. In case of any queries, please visit Help and Frequently Asked Questions (FAQs) section available at KFin's website <https://evoting.KFintech.com>.
- VIII. The Company will be providing the facility of live webcast of proceedings of AGM. Members who are entitled to participate in the AGM can view the proceeding of AGM by logging on the website of KFin at <https://emeetings.kfintech.com> using their secure login credentials. During the live webcast of AGM, Members may post their queries in the message box provided on the screen.

For ease of participation by Members, provided below are some key details regarding the AGM for your reference:

Sr.No	Particulars	Details of access
1.	Link for live webcast of the AGM and for participation through VC / OAVM	https://emeetings.kfintech.com by using e-voting credentials and click on video conference
2.	Link for posting AGM queries and speaker registration and	https://emeetings.kfintech.com by using e-voting credentials and click on "post your queries" / "Speaker registration" as the case may be.



	period of registration	Period of registration: Tuesday, 24 th November, 2020 (9:00 a.m IST) to Wednesday, 25 th November, 2020 (5:00 p.m IST)
3	Link for remote e-voting	https://evoting.KFintech.com
4	Username and password for VC	Members may attend the AGM through VC by accessing the link https://emeetings.kfintech.com by using the remote e-voting credentials. Please refer the instructions of this Notice for further information.
5	Helpline number for VC participation and e-voting	Contact KFin Technologies Private Limited at 1-800-3454-001 or write to them at emeetings@kfintech.com
6	Cut-off date for e-voting	November 24, 2020
7	Time period for remote e-voting	Commences on Tuesday, 24 th November, 2020 (9:00 a.m. IST) and ends on Thursday, 26 th November, 2020 (5:00 p.m. IST)
8	Link for Members to update e-mail address	https://ris.kfintech.com/email_registration/
9	Last date for publishing results of the e-voting	On or before 28 th November, 2020
10	Registrar and Transfer Agent contact details	KFin Technologies Private Limited Selenium Tower B, Plot Nos. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500 032 Tel: 1-800-5724-001 www.kfintech.com
11	Ocean Sparkle Limited – contact details	8-3-975, Plot No. 128, Srinagar Colony, Hyderabad - 500073 Email: oslcosec@oceansparkle.in