



**MODERN DAIRIES LTD.**

Corporate Office : 98-99, Sub City Centre, Sector 34, Chandigarh -160 022 (INDIA)  
Tel. : +91-172-2609001, 2609002, Fax : +91-172-2609000  
E-mail : info@modern dairies.com, CIN : L74899HR1992PLC032998

Regd. Office & Works : PB No. 3, 136 KM, G.T. Road, Karnal - 132 001 (Haryana)

**Ref: MDL/SECT/BSE/**

**Date: 14<sup>th</sup> February, 2020**

M/s. BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai-400001

**SUB: OUTCOME OF THE MEETING OF BOARD OF DIRECTORS**

Dear Sirs,

We wish to inform you that the Company in its Board meeting held today, **Friday, 14<sup>th</sup> February, 2020** at Chandigarh approved the following:

1. Approved Un-Audited Financial Results for the quarter ended 31<sup>st</sup> December, 2019 pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Approved reappointment of Mr. Krishan Kumar Goyal as Chairman & Managing Director of the Company for a further period of 5 years w.e.f 1<sup>st</sup> April, 2020, subject to approval of shareholders.
3. Approved reappointment of Mr. Ashwani Kumar Aggarwal as Executive (Whole Time) Director of the Company for a further period of 3 years w.e.f 1<sup>st</sup> April, 2020, subject to approval of shareholders.

We are enclosing herewith the approved Un-audited Financial Results along with copy of Limited Review Report.

Please note that the Board of Directors meeting commenced at 12:00 noon and concluded at 2:30 pm on 14<sup>th</sup> February, 2020. This is for your information and doing the needful.

Thanking you

Yours truly,  
For **MODERN DAIRIES LIMITED**

  
**Ashish Kumar Sharma**  
General Manager (Secretarial)



MODERN DAIRIES LIMITED

Statement of UnAudited financial results for the Period Ended 31st December, 2019

(Amount Rs in Lacs)

Sr. No.	Particulars	3 months ended	Preceding	Corresponding	Year to date	Year to date	Previous
		31 December 2019	3 months ended 30 September 2019	3 months ended in the previous year 31 December 2018	figures for current period ended 31 December 2019	figures for previous period ended 31 December 2018	year ended 31 March 2019
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
I	Revenue from operations	20,767.58	20,270.34	15,057.43	57,083.83	41,328.45	56,042.51
II	Other Income	9.46	7.40	(15.96)	30.66	16.68	26.92
III	<b>Total Income(I+II)</b>	<b>20,777.04</b>	<b>20,277.74</b>	<b>15,041.47</b>	<b>57,114.49</b>	<b>41,345.12</b>	<b>56,069.43</b>
IV	<b>EXPENSES</b>						
	Cost of materials consumed	19,857.18	19,191.67	13,626.47	54,240.78	37,150.92	50,179.16
	Purchase of Stock in Trade	-	-	-	-	-	-
	Changes in inventories of Finished goods, Stock in trade and Work-in-progress	(418.42)	(105.77)	(76.17)	(962.46)	395.25	466.66
	Excise Duty on Sales	-	-	-	-	-	-
	Employee benefits expense	251.78	244.48	233.90	741.21	680.54	938.45
	Finance costs	5.01	1.41	4.65	7.55	14.08	20.15
	Depreciation and amortization expenses	136.62	138.60	136.92	415.48	380.59	526.55
	Other expenses	800.33	786.16	810.57	2,336.39	2,370.71	3,332.48
	<b>Total expenses(IV)</b>	<b>20,632.50</b>	<b>20,256.55</b>	<b>14,736.34</b>	<b>56,778.95</b>	<b>40,992.09</b>	<b>55,463.45</b>
V	Profit/(Loss) before exceptional items and tax (III-IV)	144.54	21.19	305.13	335.54	353.03	605.98
VI	Exceptional Items	-	-	-	-	-	-
VII	Profit/(Loss) before tax (V-VI)	144.54	21.19	305.13	335.54	353.03	605.98
VIII	Tax Expense:						
	(1) Current Tax	-	-	-	-	-	-
	(2) Deferred Tax	-	-	-	-	-	-
IX	Profit/(Loss) for the period from continuing operations (VII-VIII)	144.54	21.19	305.13	335.54	353.03	605.98
X	Profit/(Loss) from discontinued operations	-	-	-	-	-	-
XI	Tax expenses of discontinued operations	-	-	-	-	-	-
XII	Profit/(Loss) from discontinued operations(after tax)(X-XI)	-	-	-	-	-	-
XIII	Profit/(Loss) for the period (IX+XII)	144.54	21.19	305.13	335.54	353.03	605.98
XIV	Other Comprehensive Income						
	A. (i) Items that will not be reclassified to profit or loss	-	-	-	-	-	1.39
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	-	-	-	-
	B. (i) Items that will be reclassified to profit or loss	-	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-
XIV	Other Comprehensive Income	-	-	-	-	-	1.39
XV	<b>Total Comprehensive Income for the period (XIII+ XIV) comprising Profit/(Loss) and Other comprehensive Income for the period</b>	<b>144.54</b>	<b>21.19</b>	<b>305.13</b>	<b>335.54</b>	<b>353.03</b>	<b>607.36</b>
XVI	Earnings per equity share (for continuing operation) :						
	(1) Basic	0.62	0.09	1.31	1.44	1.51	2.60
	(2) Diluted	0.62	0.09	1.31	1.44	1.51	2.60
XVI	Earnings per equity share (for discontinued operation) :						
	(1) Basic	-	-	-	-	-	-
	(2) Diluted	-	-	-	-	-	-
XVI	Earnings per equity share (for discontinued & continuing operation) :						
	(1) Basic	0.62	0.09	1.31	1.44	1.51	2.60
	(2) Diluted	0.62	0.09	1.31	1.44	1.51	2.60

For and on behalf of the Board of Directors

Place: Chandigarh  
Date: 14.02.2020



A.K. Aggarwal  
(Executive Director)  
(DIN: 00486430)

## Notes to the Financial Results :

1. The financial results of Modern Dairies Limited ('MDL', 'the Company') were reviewed by the Audit Committee and taken on record by the Board of Directors at its meeting held on 14<sup>th</sup> February, 2020. The Statutory Auditors of the Company have carried out a limited review of the above financial results.
2. The Company is primarily engaged in the business of Manufacturing milk & milk products which is a single primary reportable segment in accordance with the requirements of Indian Accounting Standards (IndAS) – 108 on operating segments as prescribed under the Companies (Accounting Standards) Rules 2006.
3. The Company is continuously making efforts to resolve with the lenders for the payment of their debts. In expectation of the said resolution, the Company has prepared financial results on the going concern assumptions.
4. The Company has adopted Indian Accounting Standards (Ind AS) from 1 April 2017 (transition date being 1 April 2016) and accordingly, these financial results have been prepared in accordance with Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Companies Act 2013 read with the relevant rules issued there under and the other accounting generally accepted in India.
5. The Company's accounts with lenders have become non- performing assets (NPA) hence interest amounting to Rs.705 lakhs for Quarter (including interest on debentures) and for the 9 months upto 31.12.2019 amounting to Rs.2035 lakhs has not been provided in the quarter under review. The Financial Results shall be affected to the same extent respectively.
6. The Company has paid managerial remuneration during the current Quarter amounting to Rs. 6,67,485 and for 9 months upto 31.12.2019 amounting to Rs.32,52,455 to directors without prior approval from the bank or public financial institution concerned or the non-convertible debenture holders or other secured creditor. The director undertake that in case the approval is not received, the remuneration received by the Director shall be refunded. The financial Results are affected to that extent.
7. The figures of the previous period have been reclassified /recasted/ regrouped wherever necessary to conform to current period's figures.
8. The company is paying Rs.25 lakhs per month as adhoc payments to Edelweiss, as there is no agreement in this regard the components of such payment cannot be ascertained hence any liability for deduction of TDS if may arising on such future ascertainment has not been provided.





**AARYAA & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**

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Sector-82, Mohali - 160055 (Punjab)

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Mob. : +91-9814798644

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**LIMITED REVIEW REPORT**

To,  
The Board of Directors  
Modern Dairies Limited

1. We have reviewed the accompanying statement of un-audited financial results of **Modern Dairies Limited** for the quarter ended 31<sup>st</sup> December 2019 prepared as per the applicable Indian Accounting Standards (IndAS) being submitted by the company pursuant to the requirements of regulation 33 of the SEBI (Listing Obligation a Disclosure Requirements) Regulation, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5<sup>th</sup> July, 2016. This statement is the responsibility of the company's Management and has been approved by Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedure, applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. We refer to the following Qualifications:
  - Director's remuneration is not admissible as prescribed in Section 197 of Companies Act, 2013 if company has defaulted in payment of dues to any bank or public financial institution or non convertible debenture holders or any other secured creditors, then the prior approval of the bank or public financial institution concerned or the non-convertible debenture holders or other secured creditor, as the case may be, shall be obtained by the company before obtaining the approval in the general meeting.

The Company is not eligible to pay director remuneration for non-compliance of condition prescribed in section 197 of the Companies Act, 2013. The company has given the following director remuneration:



CHANDIGARH : Plot No. 181/33, Industrial Area, Phase 1, Chandigarh -160 002

PANCHKULA : # 113, Tribune Mitra Vihar, Opp. Sector - 26, Panchkula - 134 113 (Haryana)

BADDI : Showroom No. 1 (FF), Near gupta Hospital, Baddi - Nalagarh Highway, Baddi-173 205 (H.P.)

S. No.	Name	Designation	Remuneration (for Quarter ended 31 <sup>st</sup> December, 2019)	Remuneration (for nine months ended 31 <sup>st</sup> December, 2019)
1.	Mr. Krishan Kumar Goyal	Chairman & Managing Director	-	12,50,000
2	Mr. Ashwani Kumar Aggarwal	Executive Director	6,67,485	20,02,455

**\*Above figures of director's remuneration are inclusive of perks.**

4. Based on our review conducted as above, except for the effects of qualification stated in para 3 above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Indian Accounting Standards (IndAS) prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5<sup>th</sup> July, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to the following matters:

**(A) Assignment of SBI debt to ARC**

A lender bank of the company viz. State Bank of India (SBI) has assigned its loans and other facilities along with underlying financial documents together with all the rights, title and interest to Edelweiss Asset Reconstruction Company Limited, acting in its capacity as trustee of the EARC Trust- SC 306 for the benefits of the holders of the Security Receipts issued by the trustee there under.

During the reporting period there has been no written agreement between the Company and Edelweiss Asset Reconstruction Company Limited to crystallise the amount payable and interest thereon to them. The Company is paying Rs 25 Lakh per month as adhoc Payments to Edelweiss. In absence of any agreement in this regard, the components of such payment can not be ascertained, hence any liability for deduction of TDS, if may arising on such future ascertainment has not been provided.



**(B) One Time Settlement (OTS) with PNB**

The company had proposed their OTS offer to Punjab National Bank (PNB) in Quarter ending 30th June 2019 and the same has been rejected by the bank in the Previous Quarter. Against the dues towards PNB the company has made a payment of 6 Crores which stands parked in a separate non-lien account.

**(C) Interest provisioning on facilities from Consortium banks & Optionally Convertible Debentures:**

The Company's various credit facilities, including Optionally Convertible Debentures have been declared "Non-Performing Assets"/ Recalled by its respective banks. There is a usual practice that banks discontinue to account for as "income" in respect to the accrued interest on such assets, subsequent to the declaration of these as "Non-performing assets". The bankers of the company too have not accounted as "income" in respect to the interest subsequent to NPA declaration date. In order to achieve the desired congruency on this issue & uncertainty of the amount liable to be paid, the management of the company has not provided for such interest i.e. interest on credit facilities subsequent to the date of declaration of these credit facilities as non-performing. Such interest amounts to Rs.7.05 Crores and Rs.20.35 Crores for Current quarter & Year ended 31<sup>st</sup> December 2019 respectively (including on the assigned debts of SBI) and Rs 16.47 Lakh and Rs 49.425 Lakh in respect to optionally converted debentures for Quarter & year ended 31<sup>st</sup> December 2019 respectively which has resulted in the understatement of current liabilities and overstatement of profits by same amount. Even though the debts of SBI have been assigned to Edelweiss Asset Reconstruction Company Limited, in absence of any express agreement between the company and Edelweiss Asset Reconstruction Company Limited, no interest has been accounted for in this respect. This interest is not recorded in Profit & Loss Account.

Our Opinion is not qualified in respect of matters specified in Para 5.

**FOR AARYAA & ASSOCIATES  
CHARTERED ACCOUNTANT**

  
CA Harsharanjit Singh Chahal  
(Partner)  
M No. 091689



Place: Chandigarh  
Dated: 14<sup>th</sup> February, 2020