

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@moderndairies.com, CIN : L74899HR1992PLC032998

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

Ref: MDL/SECT/BSE/

Date: 19th December, 2020

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

Dear Sir,

**Sub: Submission of voting results of AGM held on 18th December, 2020, along with
Combined Scrutinizer Report**

Reg: Scrip Code: 519287

This is to inform you that the 28th Annual General Meeting of Modern Dairies Limited ("the Company") was held on Friday, the 18th December, 2020.

In this regard and pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Companies Act, 2013 please find attached herewith the Combined Scrutinizer Report.

Please acknowledge the receipt of the same.

Thanking you

Yours truly,
For **MODERN DAIRIES LIMITED**



Company Secretary

CONSOLIDATED SCRUTINIZER REPORT

(Pursuant to Section 108 & 109 of the Companies Act, 2013 and amended Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014

To
The Chairman
Modern Dairies Limited

28th Annual General Meeting of the Equity Shareholders of **Modern Dairies Limited** held on 18.12.2020 at 11:00 a.m. at the Registered Office of the Company at 136 K.M., G.T. Road, Karnal-132001(Haryana).

Dear Sir,

1. I, **Bhupesh Gupta**, of **B.K. Gupta & Associates**, Practicing Company was appointed as Scrutinizer by the Board of Directors of **Modern Dairies Limited** for the purpose of scrutinizing e-voting process (remote e-voting) and voting by the use of ballot at the meeting pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management And Administration) Rules, 2014 in respect of the below mentioned resolutions proposed at the 28th Annual General Meeting of the Equity Shareholders of the Company held on 18.12.2020 at 11:00 a.m. at the Registered Office of the Company at 136 K.M., G.T. Road, Karnal-132001(Haryana), submit our report as under.
2. The Public Advertisement with respect to dispatch of the notices and conducting of voting through electronic means was published in an English Newspaper "**Financial Express**" of wide circulation on **26.11.2020** and a Vernacular Newspaper "**Jansatta**" on **26.11.2020**.
3. The remote e-voting period commenced on **15.12.2020** at **09:00 a.m.** and ended on **17.12.2020** at **05:00 p.m.**, the NSDL Portal was blocked for voting thereafter.
4. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by ballots by the Shareholders on the resolutions proposed in the Notice of the 28th Annual General Meeting of the Company is the responsibility of the Management. My



responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of the ballot at the meeting are conducted in a fair and transparent manner and render Consolidate Scrutinizer Report of the total votes cast in the favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depositories Limited (NSDL) and the report prepared on the basis of votes casted through ballot process.

5. I, hereby submit Consolidated Scrutinizer's Report pursuant to Rule 20(4) (xii) on all the resolutions contained in the Notice of the aforesaid Annual General Meeting.
6. The results of the voting is as under:

A. Resolution-1: Ordinary Resolution

To consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2020, together with the reports of the Directors' and Auditors' thereon.

i. Voting through Electronic Means

- a) Voted in **favour** of the resolution:

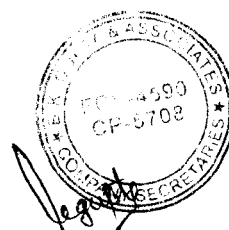
Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
14	72	69.231

- b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	32	30.769

- c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0



ii. Voting through Ballot

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
37	9714719	100.000

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0

c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

iii. Consolidated E-Voting and Ballot

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
51	9714791	99.999

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	32	0.001

c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0



RESULT FOR RESOLUTION NO.1

As the numbers of votes cast in favor of Ordinary Resolution mentioned in the Notice of 28th AGM were more than the votes cast against it, I report that an Ordinary Resolution in respect of the above mentioned business has been passed by the Shareholders as an Ordinary Resolution.

B. Resolution-2: Ordinary Resolution

To Appoint a Director in place of Mr. Ashwani Kumar Aggarwal (DIN : 00486430), who retires by rotation at this annual general meeting and being eligible has offered himself for re-appointment.

i. Voting through Electronic Means

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
14	72	69.231

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	32	30.769

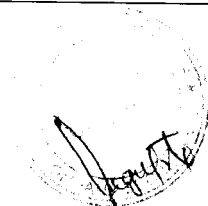
c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

ii. Voting through Ballot

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
36	9714319	100.000



b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0

c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

iii. Consolidated E-Voting and Ballot

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
50	9714391	99.999

b) Voted **against** the resolution:

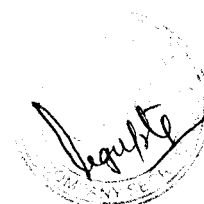
Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	32	0.001

c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

RESULT FOR RESOLUTION NO.2

As the numbers of votes cast in favour of Ordinary Resolution mentioned in the Notice of 28th AGM were more than the votes cast against it, I report that an Ordinary Resolution in respect of the abovementioned business has been passed by the Shareholders as an Ordinary Resolution.



C. Resolution-3: Special Resolution

To re-appoint Mr. Krishan Kumar Goyal (DIN: 00482035) as Chairman & Managing Director of the Company.

i. Voting through Electronic Means

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
14	72	69.231

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	32	30.769

c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

ii. Voting through Ballot

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
32	3308404	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0



c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

iii. **Consolidated E-Voting and Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
46	3308476	99.999

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	32	0.001

c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

RESULT FOR RESOLUTION NO.3

As the number of votes cast in favour of Special Resolution mentioned in the Notice of 28th AGM were more than the three fourth of votes cast against it, I report that a Special Resolution in respect of the above mentioned business has been passed by the Shareholders as a Special Resolution.



D. Resolution-4: Special Resolution

To re-appoint Mr. Ashwani Kumar Aggarwal (DIN: 00486430) as an Executive Director of the Company.

i. Voting through Electronic Means

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
14	72	69.231

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	32	30.769

c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

ii. Voting through Ballot

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
36	9714319	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0



c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

iii. **Consolidated E-Voting and Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
50	9714391	99.999

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	32	0.001

c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

RESULT FOR RESOLUTION NO.4

As the number of votes cast in favour of Special Resolution mentioned in the Notice of 28th AGM were more than the three fourth of votes cast against it, I report that a Special Resolution in respect of the above mentioned business has been passed by the Shareholders as a Special Resolution.

A circular stamp with a handwritten signature in the center. The signature appears to be 'August'.

E. Resolution-5: Special Resolution

To re-appoint Dr. Renu Vig (DIN: 07234892) as a Non-Executive Independent Woman Director.

i. Voting through Electronic Means

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
14	72	69.231

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	32	30.769

c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

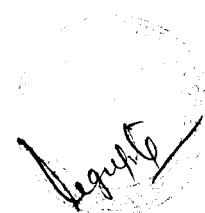
ii. Voting through Ballot

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
37	9714719	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0

A circular stamp with a handwritten signature inside, likely representing an official or director.

c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

iii. **Consolidated E-Voting and Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
51	9714791	99.999

b) Voted **against** the resolution:

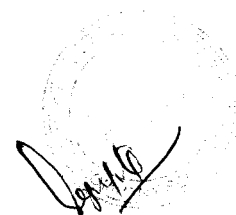
Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	32	0.001

c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

RESULT FOR RESOLUTION NO.5

As the number of votes cast in favour of Special Resolution mentioned in the Notice of 28th AGM were more than the three fourth of votes cast against it, I report that a Special Resolution in respect of the above mentioned business has been passed by the Shareholders as a Special Resolution.



F. Resolution-6: Ordinary Resolution

To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2021.

i. Voting through Electronic Means

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
14	72	69.231

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	32	30.769

c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

ii. Voting through Ballot

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
37	9714719	100.00

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0



c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

iii. **Consolidated E-Voting And Ballot**

a) Voted in **favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
51	9714791	99.999

b) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of the total number of valid votes cast
2	32	0.001

c) **Invalid** votes:

Total Number of members whose votes are declared invalid	Total number of votes cast by them
0	0

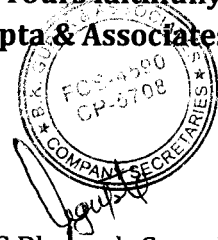
RESULT FOR RESOLUTION NO.6

As the numbers of votes cast in favour of Ordinary Resolution mentioned in the Notice of 28th AGM were more than the votes cast against it, I report that an Ordinary Resolution in respect of the above mentioned business has been passed by the Shareholders as an Ordinary Resolution.



7. All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 28th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

**Yours faithfully,
For B.K. Gupta & Associates**



(CS Bhupesh Gupta)

C.P. NO: 4590

Scrutinizer

UDIN:-F004590B001558780

Dated: - 19.12.2020

Place: - Ludhiana

We the undersigned witness that the votes polled through ballot were opened and processed in our presence. Further votes were unblocked from the e-voting website of National Securities Depositories Limited (NSDL) (www.evoting.nsdl.com) and also opened and processed in our presence at 11.45 a.m. on 18th December, 2020.

1. Sahil Bajaj

Sahil Bajaj (Captain Colony, Vill. Meharban, Rahon Road)
Ludhiana

2. Sahil Khurana

Jahid Khurana
(Basant Nagar, Sarfaj, Ludhiana)