

**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: 18th May, 2024**

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

SUB: OUTCOME OF THE MEETING OF BOARD OF DIRECTORS**Ref: Scrip Name: Modern Dairies Limited, Scrip Code: 519287 & ISIN: INE617B01011**

Dear Sir(s),

Pursuant to Regulation 30 read with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Company in its Board meeting held today i.e., **Saturday, the 18th May, 2024** at Chandigarh, considered and approved the following along with other Agenda Items:

1. Annual Audited Financial Statements of the Company for the financial year ended 31st March, 2024 alongwith Auditors' Report thereon submitted by Statutory Auditors of Company. (Copy enclosed)
2. Audited Financial Results for the quarter and year ended 31st March, 2024, Statement of Assets and Liabilities, Cash Flow Statement alongwith Auditors Report thereon issued by Statutory Auditor of the Company and Statement on Impact of Audit Qualification (for audit report with modified opinion) (Copy enclosed).

Please note that the Board of Directors meeting commenced at 12:00 noon and concluded at 2.10 p.m. on 18th May, 2024. This is for your information and doing the needful.

Thanking you

Yours truly,
For **MODERN DAIRIES LIMITED**

SHRUTI JOSHI

Digitally signed by SHRUTI JOSHI
Date: 2024.05.18 14:11:19 +05'30'

COMPANY SECRETARY**Encl : As above**

MODERN DAIRIES LIMITED

Statement of Audited Financial Results for the year ended 31st March, 2024

(Amount Rs in Lacs)

Sr. No.	Particulars	3 months ended 31 March 2024	Preceding 3 months ended 31 December 2023	Corresponding 3 month ended in the previous year 31 March 2023	Current year ended 31 March 2024	Previous year ended 31 March 2023
		(Audited)	(Reviewed)	(Audited)	(Audited)	(Audited)
I	Revenue from operations	9,782.92	9,995.19	8,092.23	36,149.51	21,748.92
II	Other Income	34.79	14.22	36.10	54.67	126.92
III	Total Income(I+II)	9,817.71	10,009.41	8,128.33	36,204.18	21,875.84
IV	EXPENSES					
	Cost of materials consumed	7,619.17	7,616.98	7,224.12	28,233.15	16,242.24
	Changes in inventories of Finished goods and Work-in-progress	(135.59)	102.44	(753.22)	(208.03)	(1,100.78)
	Employee benefits expense	364.64	340.31	325.96	1,379.57	1,240.20
	Finance costs	68.85	76.41	145.78	382.08	247.71
	Depreciation/ Impairment Loss and amortization expenses	76.29	104.41	86.24	342.98	335.39
	Other expenses	1,188.30	1,316.24	836.52	4,580.90	3,694.08
	Total expenses(IV)	9,181.66	9,556.79	7,865.40	34,710.65	20,658.84
V	Profit/(Loss) before exceptional items and tax (III-IV)	636.05	452.62	262.93	1,493.53	1,217.00
VI	Exceptional Items					
	Exceptional Items Income	-	-	-	2,795.51	-
	Exceptional Items Exp.	(1.77)	(0.40)	(1.38)	(866.18)	(1.38)
VII	Profit/(Loss) before tax (V-VI)	634.28	452.22	261.55	3,422.86	1,215.62
VIII	Tax Expense:					
	(1) Current Tax	-	-	-	-	-
	(2) Deferred Tax	-	-	-	-	-
IX	Profit/(Loss) for the period (VII-X)	634.28	452.22	261.55	3,422.86	1,215.62
X	Other Comprehensive Income					
	A. (i) Items that will not be reclassified to profit or loss	(3.01)	-	(3.01)	(3.01)	(3.01)
XI	Other Comprehensive Income	(3.01)	-	(3.01)	(3.01)	(3.01)
XII	Total Comprehensive Income for the period (XIII+XIV) comprising Profit/(Loss) and Other comprehensive Income for the period	631.27	452.22	258.54	3,419.85	1,212.61
XIII	Paid-up equity share capital	2,335.89	2,335.89	2,335.89	2,335.89	2,335.89
XIV	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	(8,507.72)	(11,927.57)
XV	Earnings per equity share (for					
	(1) Basic	2.72	1.94	1.12	14.68	5.21
	(2) Diluted	2.72	1.94	1.12	14.68	5.21

Place: Chandigarh
Date : 18th May, 2024



A.K. Aggarwal



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

MODERN DAIRIES LIMITED

Statement of Audited Assets & Liabilities as on 31st March, 2024

(Amount Rs in Lacs)

Particulars		As at 31 Mar 2024	As at 31 Mar 2023
ASSETS			
1)	Non-current assets		
	Property, Plant and Equipment	2,969.92	2,856.34
	Capital work-in-progress	126.92	87.40
	Other Intangible assets	1.31	2.21
	Investments	1.33	1.33
	Other Financial Assets	522.26	470.49
		3,621.74	3,417.77
2)	Current assets		
	Inventories	2,859.52	2,715.78
	Trade receivables	1,875.20	1,892.82
	Cash and cash equivalents	154.86	23.57
	Other current assets	465.15	459.81
	Asset Held for Disposal	1.60	1.60
		5,356.33	5,093.59
	Total Assets	8,978.07	8,511.36
EQUITY AND LIABILITIES			
1)	EQUITY		
	Equity Share capital	2,335.89	2,335.89
	Other Equity	(8,507.72)	(11,927.57)
		(6,171.83)	(9,591.68)
2)	LIABILITIES		
	Non-Current liabilities		
	Financial Liabilities		
	Long Term Borrowings	786.26	-
	Long Term Provisions	129.43	126.70
		915.69	126.70
3)	Current liabilities		
	Financial Liabilities		
	Short term borrowings	-	77.33
	Trade payables - Total Outstanding dues of:		
	- Micro enterprises and small enterprises	204.92	491.11
	- Creditors other than Micro enterprises and Small enterprises	4,026.26	2,799.95
	Other financial liabilities	6,791.01	12,740.75
	Other current liabilities	2,074.46	403.23
	Short Term Provisions	1,137.56	1,463.97
		14,234.21	17,976.34
	Total Equity and Liabilities	8,978.07	8,511.36

Place : Chandigarh
Date : 18th May, 2024

A.K. Aggarwal

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



Notes to the Financial Results as on 31.03.24

1. The financial results of Modern Dairies Limited ('MDL', 'the Company') for the quarter 31st March, 2024 have been reviewed by the Audit Committee and subsequently approved at the meeting of the Board of Directors held on 18th of May, 2024.
2. The Company is primarily engaged in the business of Manufacturing of milk & milk products which is a single primary reportable segment in accordance with the requirements of Indian Accounting Standards (Ind AS) – 108 on operating segments as prescribed under the Companies (Indian Accounting Standards) Rules 2015.
3. 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.
4. The figures for the quarter ended 31st March, 2024 and 31st March 2023 are the balancing figures between the audited figures in respect of the full financial years and the published unaudited year to date figures upto third quarter of the respective financial years and also the figures upto the end of the third quarter were only reviewed and not subjected to audit.
5. The One Time Settlement (OTS) sanctioned by Punjab National Bank is under implementation and interest due thereon has been accounted for. It shall be accounted for at the time of the closure of OTS.
6. The company has paid managerial remuneration to directors amounting to Rs. 84,35,595/- for the year ended on 31.03.2024 without prior approval from the lenders. The directors undertake that in case the approval is not received, the remuneration so as received by the Directors shall be refunded. The financial Results are affected to that extent.



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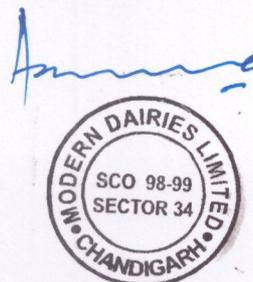
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7. Regarding Milk Cess liability to Govt. of Haryana under Haryana Murrah Buffalo and other Milch Animal Breed Act, 2001 Act. The company has filed a Special Leave Petition before the Hon'ble Supreme Court against the decision dated 28th May, 2010 of Punjab & Haryana High Court regarding levy of Milk Cess under the above act. The SLP was admitted in the Hon'ble Supreme Court and it had granted interim stay in September, 2012. The matter is pending before the Hon'ble Supreme Court. Ending September quarter, Company received demand notice amounting to Rs. 512.76 Crore and further received the recovery notice for above amount from the office of Tehsildar, District Karnal. The company filed a writ petition in Hon'ble Punjab & Haryana High Court against this demand recovery notice and stay of recovery proceedings. The Hon'ble High court stayed the recovery proceedings and instructed the company to deposit Rs. 4 Crores by 31.03.2024. The company has complied and deposited the due amount as per the said order. The company had received the last demand notice as on 31st December, 2023 from the Govt. of Haryana for Rs. 544.31 Crores for Milk Cess along with compounded Interest. The company as an abundant caution has provided for the Milk Cess Provision in the accounts for the current year Rs. 59.06 Lacs, making total amount of Rs. 20.71 Crore as on 31st March, 2024, out of which Rs. 5.91 Crore and Rs. 4.00 Crore, total amounting to Rs. 9.91 Crore has been already deposited as per Hon'ble Supreme Court's & Hon'ble Punjab & Haryana High Court's orders.
8. Due to uncertainty mentioned in note no. 5 & 7 above, deferred tax asset has not been recognized due to absence of virtual certainty supported by convincing evidence to the effect that sufficient future taxable income would be available against which deferred tax assets can be realized.
9. The Statutory auditors of the company have carried out audit of the financial results for the quarter and financial year audit ended 31st March, 2024 and have issued their report. The audit report is available on the company's website at www.moderndairies.com.
10. Previous year figures have been rearranged and regrouped where ever necessary.



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Auditor's Report on Annual Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of Modern Dairies Limited

1. We have audited the accompanying statement of quarterly standalone financial results of Modern Dairies Limited (the company) for the year ended 31st March, 2024 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI circular no. CIR/CFD/FAC/62/2016 dated July 05, 2016. The quarterly standalone financial results for the quarter ended March 31, 2024 and year ended March 31, 2024 have been prepared on the basis of the standalone financial results for the 9 months period ended December 31, 2023, the audited annual standalone financial statement as at and for the year ended March 31, 2024 and the relevant requirements of regulation 33 of the SEBI (listing obligation and disclosure requirement) Regulations, 2015 read with SEBI circular no. CIR/CFD/FAC/62/2016 dated July 05, 2016, which are the responsibility of the company's management and have been approved by the board of directors of the company. Our responsibility is to express an opinion on these standalone financial results based on our review of these standalone financial results for the nine months period ended December 31, 2023 which was prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind AS 34) Interim Financial Reporting, specified under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India; and our audit of the annual financial statements as at and for the year ended March 31, 2024; and the relevant requirements of regulation 33 of the SEBI (listing obligation and disclosure requirement) Regulations, 2015 read with SEBI circular no. CIR/CFD/FAC/62/2016 dated July 05, 2016.

2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

3. In our opinion and to the best of our information and according to the explanations given to us, **except** for the effects of the matter described in the **Basis for Qualified Opinion** section of our report and **Emphasis of Matters**, these quarterly financial results as well as the year to end results are presented in accordance with requirements of Regulation 33 of the SEBI (listing obligation and disclosure requirement) Regulations, 2015 in this regard and give a true and fair view of total comprehensive income comprising of net profit and other comprehensive income and financial information for the quarter ended 31st March, 2024 and for the year ended March 31st, 2024.

4. Basis for Qualified Opinion

Director's remuneration is not admissible as prescribed in Sec-197 of companies Act, 2013 except in accordance with the provision of Schedule V and if it is not able to comply with such provisions, the prior approval of lenders is required.

The Company is not eligible to pay director remuneration for non-compliance of conditions prescribed in schedule V of the companies Act, 2013. During the year, the company has given the director remuneration to Managing Director and Executive Director amounting to Rs.84,35,595 (for current quarter Rs.14,61,313).

Apart from the managerial remuneration for quarter ended 31st March, 2024, as mentioned above the company has paid director remuneration of **Rs.3,34,37,557** till date without complying the provisions of Schedule V of the companies Act, 2013.

We conducted our audit in accordance with Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

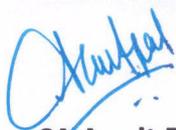
5. EMPHASIS OF MATTER

One Time Settlement (OTS) with Lender

The Punjab National Bank OTS Scheme is under implementation and interest due thereon has been accounted for. The scheme shall be accounted for at the time of closure of OTS.

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

**FOR APT & CO LLP
CHARTERED ACCOUNTANT**



**CA Amrit Pal Singh
(Partner)**

M No. 508134

Place: Chandigarh

Dated: 18-05-2024

UDIN: 24508134BKBMXH2499



ANNEXURE I

**Statement on Impact of Audit Qualifications (for audit report with modified opinion)
submitted
along-with Annual Audited Financial Results - (Standalone and Consolidated separately)**

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2024.

[See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

I.	Sl. No	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	36,204.18	36,204.18
	2.	Total Expenditure	34,710.65	34,626.29
	3.	Profit/(loss) before exceptional items.	1,493.53	1,577.89
	4.	Exceptional Items	1,929.33	1,929.33
	5.	Net Profit/(Loss)	3,422.86	3,507.22
	5.	Earnings Per Share	14.68	15.04
	6.	Total Assets	8,978.07	9,062.43
	7.	Total Liabilities	15,149.90	15,149.90
	8.	Net Worth	(6,171.83)	(6,087.47)
	9.	Any other financial item(s) (as felt appropriate by the management)		
II.	Audit Qualification (each audit qualification separately):			
	<p>a. Details of Audit Qualification: <i>Director's remuneration is not admissible as prescribed in Sec-197 of companies Act, 2013 except in accordance with the provision of Schedule V and if it is not able to comply with such provisions, the prior approval of lenders is required.</i></p> <p><i>The Company is not eligible to pay director remuneration for non-compliance of conditions prescribed in schedule V of the companies Act, 2013. During the year, the company has given the director remuneration to Managing Director and Executive Director amounting to Rs.84,35,595 (for current quarter Rs.14,61,313).</i></p> <p><i>Apart from the managerial remuneration for quarter ended 31st March, 2024, as mentioned above the company has paid director remuneration of Rs.3,34,37,557 till date without complying the provisions of Schedule V of the companies Act, 2013.</i></p>			
	b. Type of Audit Qualification: Qualified Opinion			
	c. Frequency of qualification: Repetitive			
	<p>d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: The company has paid Managerial Remuneration amounting to Rs.84,35,595 /-, to directors for which the company is yet to receive approval from the competent authority / agency. The directors undertake that in case the approval is not received from the competent authority / agency, they shall refund the remuneration paid to them by the company. Profitability of the</p>			



company shall affect to the same extent.

e. For Audit Qualification(s) where the impact is not quantified by the auditor: Not applicable.

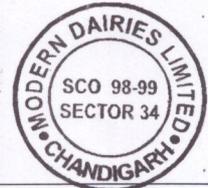
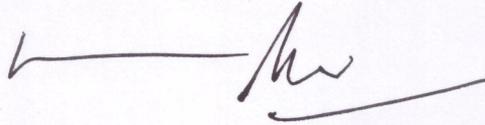
(i) Management's estimation on the impact of audit qualification:

(ii) If management is unable to estimate the impact, reasons for the same:

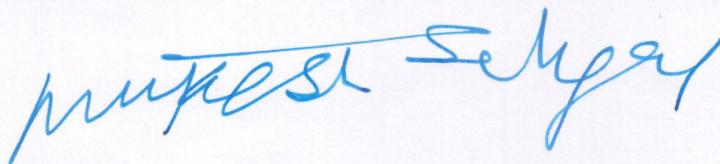
(iii) Auditors' Comments on (i) or (ii) above:

III. Signatories:

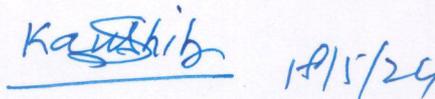
• CEO/Managing Director



• CFO



• Audit Committee Chairman



• Statutory Auditor



Place: Chandigarh

Date: 18-05-2024