

DODLA DAIRY LIMITED

MILK & MILK PRODUCTS

Corporate Office : # 8-2-293/82/A, Plot No. 270-Q, Road No. 10C,
Jubilee Hills, Hyderabad - 500033.

Ph : 040-4546 7777 Fax : 040-4546 7788



Date: 08 February 2022

The General Manager Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers Dalai Street, Fort Mumbai-400 001	The Manager Listing Department National Stock Exchanges of India Limited "Exchange Plaza", 5th Floor, Plot No.C/1, G Block Bandra-Kurla Complex Bandra (East), Mumbai 400051.
Scrip Code : 543306	Scrip Code : DODLA

Dear Sir/Madam,

Subject: Postal Ballot Notice for appointment of Ms. Vinoda Kailas (DIN:09104308) as an Independent Woman Director of the Company

This is further to our letters dated 20 January 2022 and 08 February 2022, intimating about the appointment of Ms. Vinoda Kailas (DIN:09104308) as an Independent Woman Director of the Company and Calendar of Events for the proposed Postal Ballot for seeking the consent of the Members of the Company for the said appointment by way of special resolution.

Please find enclosed the Postal Ballot Notice for seeking approval of Members of the Company for the appointment of Ms. Vinoda Kailas (DIN:09104308) as an Independent Woman Director of the Company. The Notice shall be sent to all the Members, whose names appear in the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited and Central Depository Services (India) Limited as on Friday, 04 February 2022.

The voting period will commence from Friday, 11 February 2022, IST at 9.00 a.m. and will end on Saturday, 12 March 2022, IST at 5.00 p.m.

The Postal Ballot notice will also be available on the website of the Company www.dodladairy.com

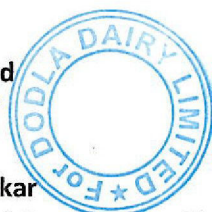
You are requested to kindly take the above information on record.

Yours Faithfully,

For Dodla Dairy Limited


Surya Prakash Mungelkar

Company Secretary and Compliance Officer



★ An ISO 22000-2005 & 50001 EnMS Certified Company ★



Dodla Dairy Limited

CIN: L15209TG1995PLC020324

Regd. Office: # 8-2-293/82/A, 270/Q, Road No 10-C, Jubilee Hills, Hyderabad – 500 033,
Telangana, India.

Tel: 040-4546 7777, Fax: 040-4546 7788

Website: www.dodladairy.com, Email: cs@dodladairy.com

REMOTE-E-VOTING	
Commencement date:	09:00 A.M. on Friday, 11 February 2022
End date:	05:00 P.M. on Saturday, 12 March 2022

Notice of Postal Ballot

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

To the members of the Company,

Notice is hereby given that pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 ("the Act") and Rules 20 and 22 of the Companies (Management and Administration Rules), 2014 (including any statutory modification(s) or reenactment thereof for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings (SS-2) to the extent applicable read with the General Circular No. 20/ 2021 dated December 8, 2021, 14/ 2020 dated April 8, 2020 and General Circular No. 17/ 2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special Resolutions by Companies under the Act and the Rules made thereunder on account of the threat posed by COVID -19" and the General Circular No. 22/2020 dated June 15, 2020, General Circular No.33/2020 dated September 28, 2020, General Circular No.39/2020 dated December 31, 2020 and General Circular No.10/2021 dated June 23, 2021 in relation to extension of the framework provided in the aforementioned circulars up to June 30, 2022, issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and any other applicable laws and regulations, that the Special Resolution as set out in this Notice is proposed for consideration by the Members of the Company for passing by means of Postal Ballot /Electronic voting ('e-voting').

The explanatory Statement pursuant to Section 102, 110 and other applicable provisions, if any, of the Act read with the Rules setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is annexed hereto for your consideration.

In accordance with the provisions of the MCA Circulars, the Company is sending the Notice in electronic form only. In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed there under and the MCA Circulars, the Company has extended only the remote e-voting facility for its members, to enable them to cast their votes electronically instead of submitting the postal ballot form. The instructions for remote e-voting are appended to the Notice. The members can vote on resolution through remote e-voting facility only. Assent or Dissent of the members on the resolution mentioned in the Notice would only be taken through the remote e-voting system as per the MCA Circulars.

The Board of Directors of the Company (the "Board") has appointed Mrs. Sridevi Madati, Partner of M/s. MNM & Associates (M No FCS : 6476 and CP No: 11694), as the Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner.

In compliance with the provisions of Section 108 and other applicable provisions of the Act, read with the Rule 20 of the said Rules and Regulation 44 of the Listing Regulations and the MCA Circulars, the Company is providing option of e-voting facility to all the Members of the Company. For this purpose, the Company has engaged the services of KFin Technologies Private Limited, Registrar and Share Transfer Agent of the Company to enable the Members to cast their votes electronically. For e-voting members are requested to read the Notes under the Section "E -Voting Procedure" to this Postal Ballot Notice.

Upon completion of the e-voting process, the Scrutinizer will submit his report to the Chairman after completion of the scrutiny and the results of the voting by Postal Ballot will be announced on or before 15 March 2022. The said result along with the Scrutinizer's Report will be displayed on the Company's website www.dodladairy.com and will be communicated to the Stock Exchanges on which the shares of the Company are listed.

SPECIAL RESOLUTION

Item No 1: Appointment of Ms. Vinoda Kailas (DIN:09104308) as an Independent Woman Director of the company

To consider and if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution**:

"RESOLVED THAT in accordance with the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 ("Rules") including any statutory modification(s) or re-enactment thereof for the time being in force and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended, Ms. Vinoda Kailas (DIN:09104308), who was appointed as an Additional Director in the category of Non-Executive Independent Woman Director of the company w.e.f. January 20, 2022, by the Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee, pursuant to Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and being eligible for appointment has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act read with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and in respect of whom the Company has received notice in writing under Section 160 of the Act, from a member proposing her candidature for the office of an Independent Woman Director, be and is hereby appointed as a Non- Executive Independent Woman Director of the Company, to hold office for a term of 5 (five) consecutive years with effect from January 20, 2022 to January 19, 2027 and not liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all acts, deeds and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution and matters incidental consequential and connected therewith and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution."

Registered Office:

Dodla Dairy Limited
CIN: L15209TG1995PLC020324
8-2-293/82/A, 270/Q, Road No 10-C,
Jubilee Hills, Hyderabad - 500 033
Telangana, India.

[Website: www.dodladairy.com](http://www.dodladairy.com)

Email: cs@dodladairy.com

Tel: 040-4546 7777 Fax: 040-4546 7788

By Order of the Board of Directors of
DODLA DAIRY LIMITED

Surya Prakash Mungelkar
Company Secretary & Compliance Officer
M No: ACS 31877

Date: 20 January 2022, Place: Hyderabad

Notes:

1. An Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended from time to time setting out the material facts and reasons for the resolution in respect of the business set out above is annexed hereto.
2. Members may please note that the Postal Ballot Notice will also be available on the Company's website at www.dodladairy.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on KFin Technologies Private Limited at www.kfintech.com.
3. The Notice is being sent to/published/displayed for all the Members, whose names appear in the Register of Member/List of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 04 February 2022 in accordance with the provisions of the Companies Act 2013 read with Rules made thereunder and the relevant circulars issued by Ministry of Corporate Affairs, Government of India.
4. The Postal Ballot Notice is being sent by e-mail to all those Members who have registered their e-mail address with the Company or with their Depository Participants. Members who have not registered their e-mail addresses with either the Company's RTA or their Depository participant (DP) are requested to register the same with the RTA in accordance with the process specified herein below at point no. 14B, for procuring user id and password and registration of e-mail ids for E-voting for the resolution set out in this Postal Ballot Notice.
5. The Portal for E-voting will remain open for the Members for exercising their voting from **11 February 2022 at 09:00 a.m.** India Standard Time ('IST') to **12 March 2022 at 05:00 p.m.** India Standard Time (IST) both days inclusive. Please note that E-voting module will be disabled for voting by KFin Technologies Private Limited (KFinTech) after the said date and time. During this period, the Members of the Company holding shares either in physical form or dematerialised form, as on **04 February 2022 ('cut-off date')**, may cast their vote electronically. Once vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
6. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the Company for E-voting i.e. **12 March 2022**
7. In line with the MCA Circulars, the Postal Ballot Notice is being sent by e-mail to all the Members, whose name appears on the Register of Members/ List of Beneficial Owners maintained by the Depositories as on cut-off date i.e. **04 February 2022** and who have registered their e-mail addresses in respect of electronic holdings with the Depositories through the concerned Depository Participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent i.e. KFin Technologies Private Limited. Each Member's voting rights shall be in proportion to his/ her share of the Paid-Up Equity Share Capital of the Company as on cut-off date.
8. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
9. The Board of Directors has appointed Mrs. Sridevi Madati, M/s. MNM & Associates, Practicing Company Secretaries (M No: F6476) (CP No: 11694), as Scrutinizer for scrutinizing the E-voting process and in a fair and transparent manner and Scrutinizer's decision on the validity of the E-voting will be final.

10. The Scrutinizer shall prepare Scrutinizer’s Report on the total votes cast in favour or against or abstained, if any. The Scrutinizer will submit her report to the Chairperson or Managing Director of the Company, after completion of scrutiny of votes received through E-voting. The results of the Postal Ballot will be announced by the Chairperson or Managing Director on or before 15 March 2022. The results of the Postal Ballot will be posted on the Company’s website: www.dodladairy.com and will also be communicated to the Stock Exchanges where the Company’s shares are listed.
11. All the documents referred to in this Notice and the Statement pursuant to Section 102 of the Companies Act, 2013, will be posted on the Company’s Website: www.dodladairy.com to facilitate online inspection of relevant documents until last date of E-voting of this Postal Ballot i.e. **12 March 2022**.
12. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the details pertaining to dispatch of Postal Ballot notice and result will be published in one English national daily newspaper circulating throughout India (in English language) and one Telugu daily newspaper circulating in Hyderabad (in vernacular language, i.e. Telugu).
13. In compliance with the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, Regulation 44 of SEBI Listing Regulations, SS-2 (Secretarial Standard on General Meeting) and the provisions of the Ministry of Corporate Affairs Circulars, and any amendments thereto, the Company is providing facility for voting by E-voting to all the Members of the Company to enable them to cast their votes electronically on the items mentioned in the Notice. For this purpose, the Company has engaged the services of its RTA viz. KFin Technologies Private Limited (KFinTech) (CIN: U72400TG2017PTC117649), Selenium Tower B, Plot 31 & 32, Financial District Nanakramguda, Serilingampally Mandal, Hyderabad – 500032, Telangana, India and have made necessary arrangements with RTA to facilitate E-voting. In line with MCA Circulars voting can be done only by E-voting. The Members are advised to use the E-voting procedure by themselves and not through any other person/proxies. The detailed procedure with respect to E-voting is as follows.

14. Voting through electronic means:

The instructions and other information relating to E-voting are as under:

Step 1:

Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2:

Access to KFinTech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Details on Step 1 are mentioned below:

Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>1. User already registered for IDeAS facility:</p> <p>I. Visit URL: https://eservices.nsdl.com</p> <p>II. Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section.</p> <p>III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”</p> <p>IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.</p>

	<p>2. User not registered for IDeAS e-Services</p> <p>I. To register click on link : https://eservices.nSDL.com</p> <p>II. Select “Register Online for IDeAS” or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</p> <p>III. Proceed with completing the required fields.</p> <p>IV. Follow steps given in points 1</p> <p>3. Alternatively by directly accessing the e-Voting website of NSDL</p> <p>I. Open URL: https://www.evoting.nSDL.com/</p> <p>II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</p> <p>III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</p> <p>IV. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e. KFintech.</p> <p>V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>1. Existing user who have opted for Easi / Easiest</p> <p>I. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com</p> <p>II. Click on New System Myeasi</p> <p>III. Login with your registered user id and password.</p> <p>IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal.</p> <p>V. Click on e-Voting service provider name to cast your vote.</p> <p>2. User not registered for Easi/Easiest</p> <p>I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>II. Proceed with completing the required fields.</p> <p>III. Follow the steps given in point 1</p> <p>3. Alternatively, by directly accessing the e-Voting website of CDSL</p> <p>I. Visit URL: www.cdslindia.com</p> <p>II. Provide your demat Account Number and PAN No.</p> <p>III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>IV. After successful authentication, user will be provided links for the respective ESP, i.e KFintech where the e- Voting is in progress.</p>
<p>Individual Shareholder login through their demat accounts / Website of Depository Participant</p>	<p>I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility.</p> <p>II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</p> <p>III. Click on options available against company name or e-Voting service provider – KFintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.</p>

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type Helpdesk details	Login type Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022- 23058542-43

Details on Step 2 are mentioned below:

Login method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

(A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFinTech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://evoting.kfintech.com/>
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number), followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and password for casting the 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 "EVEN" i.e., Dodla Dairy Limited - Postal Ballot" and click on "Submit"
- 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 "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. 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 folio/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 have voted on the resolution (s), 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., authorizing its representative on its behalf to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id mnmandassociates@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name_Even No."

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM, Postal Ballot Notice and e-voting instructions cannot be serviced, will have to follow the following process:

i. Members who have not registered their email address and in consequence the Annual Report, Notice of AGM, Postal Ballot Notice and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFinTech, by accessing the link: <https://ris.kfintech.com/clientservices/postalballot/>. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may write to einward.ris@kfintech.com.

ii. Alternatively, member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the postal ballot notice and the e-voting instructions.

iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means. The Scrutinizer will submit his report to the Chairperson or Managing Director of the Company after completion of the scrutiny and results of the Postal Ballot would be announced by on or before 15 March 2022 and the Resolution will be taken as passed, if the results of E-voting indicate that the requisite majority of the Members had assented to the Resolution. The Scrutinizer's decision on the validity of E-voting shall be final. As indicated earlier, the results will be published on the website of the Company i.e. www.dodladairy.com and will be communicated to the Stock Exchanges where the Company's shares are listed. Results will also be posted on the Website of KFin Technologies Pvt. Ltd, <https://evoting.kfintech.com>.

C. General Instructions

i. In case Members of the Company have not registered their e-mail address:

On account of threat posed by COVID-19 and in terms of the MCA and SEBI Circulars mentioned hereinabove, the Company will send Postal Ballot Notice in Electronic form only and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the E - voting system only. Therefore, those Members who have not yet registered their e-mail address are requested to get their e-mail addresses temporarily registered by visiting <https://ris.kfintech.com/clientservices/postalballot/> Post successful registration of email, the Member would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable remote e-voting for this Postal Ballot. In case of any queries, member may write to evoting@kfintech.com.

ii. The Remote E-voting period commences from 9.00 a.m. (IST) on 11 February 2022 and ends at 5.00 p.m. (IST) on 12 March 2022. During this period, the members of the Company, holding shares either in physical form or in demat form, as on the cut-off date of 04 February 2022, may cast their vote electronically. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

iii. The Scrutinizer shall, unlock the votes in the presence of at least two (2) witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairperson or Managing Director of the Company.

iv. Subject to the receipt of sufficient votes, the Resolution shall be deemed to be passed on the last date of voting i.e. on 12 march 2022. The results declared along with the Scrutinizer's Report shall be placed on the Company's website of the Company i.e. www.dodladairy.com and will be communicated to the Stock Exchanges where the Company's shares are listed.

v. To receive communication through electronic means, members are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form. If, however, shares are held in physical form, members are advised to register their e-mail address with KFinTech on <https://ris.kfintech.com/clientservices/postalballot/> or contact Toll Free No. 1800 309 4001, at [Unit: DODLA DAIRY LIMITED] KFin Technologies Private Limited, Selenium Building B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, Telangana State, India.

EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102 AND 110 OF THE COMPANIES ACT, 2013

Item No. 1

With respect to composition of Board of Directors of the Company, the Board at its Meeting held on 20 January 20, 2022, on the recommendations of the Nomination and Remuneration Committee, inducted Ms. Vinoda Kailas (DIN:09104308) as an Additional Director in the category of Non- Executive Independent Woman Director of the Company for a term of 5 (five) consecutive years w.e.f. 20 January 2022, subject to the approval of shareholders of the Company. Ms. Vinoda Kailas (DIN:09104308) has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Companies Act,2013 along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations. The Company has received notice in writing from a member under Section 160 of the Companies Act, 2013 proposing the candidature of Ms. Vinoda Kailas (DIN:09104308) as a Non-Executive Independent Woman Director of the Company.

Ms. Vinoda Kailas (DIN:09104308) aged about 40 years is a Computer Science Engineer from NIT Warangal (erstwhile REC Warangal). She has over 16 years of experience in designing and implementing large scale IT solutions for clients in US and Europe. She has experience in global client acquisition and technology innovation.

She now applies this expertise towards her passion for social development, as Trustee of the Pravaha Foundation. She oversees the long-term strategic outlook, and program management for all of the foundation's initiatives. She is also a Trustee for the Navam Innovation Foundation.

In compliance with Listing Regulations and Secretarial Standards-2 on General Meetings, the brief resume of Ms. Vinoda Kailas (DIN:09104308) is separately annexed and forming part of this notice.

The Board considers that association of Ms. Vinoda Kailas (DIN:09104308) as a Non-Executive Independent Woman Director would be of immense benefit to the Company. In the opinion of the Board, Ms. Vinoda Kailas (DIN:09104308) fulfills the conditions for his appointment as an Independent Woman Director as specified in the Companies Act, 2013 and SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015 as amended from time to time.

A copy of the draft letter of appointment of Ms. Vinoda Kailas (DIN:09104308) has been uploaded on the website of the company at www.dodladairy.com and available for inspection.

Save and except the appointee, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.1 of the Notice.

The Board recommends the Special Resolution set out at Item No.1 of the Notice for approval by the shareholders.

Registered Office:

Dodla Dairy Limited

CIN: L15209TG1995PLC020324

8-2-293/82/A, 270/Q, Road No 10-C,

Jubilee Hills, Hyderabad - 500 033

Telangana, India.

[Website: www.dodladairy.com](http://www.dodladairy.com)

Email: cs@dodladairy.com

Tel: 040-4546 7777 Fax: 040-4546 7788

By Order of the Board of Directors of
DODLA DAIRY LIMITED

Surya Prakash Mungelkar
Company Secretary & Compliance Officer
M No: ACS 31877

Date: 20 January 2022, Place: Hyderabad

ANNEXURE TO THE NOTICE DATED 20 JANUARY 2022

Details of Directors seeking appointment through postal ballot by remote e-voting process

Pursuant to section 152 of the Companies Act, 2013, Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India

Particulars	Name of the Director
	Vinoda Kailas
DIN	DIN:09104308
Date of birth and Age	15 January 1982 and Age: 40
Profile / Qualifications & Experience	<p>Ms. Vinoda Kailas (DIN:09104308) aged about 40 years is a Computer Science Engineer from NIT Warangal (erstwhile REC Warangal). She has over 16 years of experience in designing and implementing large scale IT solutions for clients in US and Europe. She has experience in global client acquisition and technology innovation.</p> <p>She now applies this expertise towards her passion for social development, as Trustee of the Pravaha Foundation. She oversees the long-term strategic outlook, and program management for all of the foundation's initiatives. She is also a Trustee for the Navam Innovation Foundation.</p>
Terms and Conditions of appointment / re-appointment	As mentioned in the letter of appointment as an Independent Woman Director for first term of 5 years effective from 20 January 2022.
Remuneration Proposed to be paid	Will be entitled to only Sitting Fees for Board and Committee Meetings of the Company as approved by the Members of the Company.
Shareholding in the company	Nil
Directorship Details of the Board	Navam Innovation Foundation
Membership/ Chairmanship of Committees of other Boards	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not related to any other Director / Key Managerial Personnel

Registered Office:

Dodla Dairy Limited
CIN: L15209TG1995PLC020324
8-2-293/82/A, 270/Q, Road No 10-C,
Jubilee Hills, Hyderabad - 500 033
Telangana, India.
[Website: www.dodladairy.com](http://www.dodladairy.com)
Email: cs@dodladairy.com
Tel: 040-4546 7777 Fax: 040-4546 7788

By Order of the Board of Directors of

DODLA DAIRY LIMITED

Surya Prakash Mungelkar

Company Secretary & Compliance Officer

M No: ACS 31877

Date: 20 January 2022, Place: Hyderabad