

# MILKFOOD LIMITED

5th Floor, 91, Bhandari House, Nehru Place, New Delhi-110 019  
Ph.: 26460670-4 / 26463773 Fax : 011-26460823  
E-mail : milkfoodltd@milkfoodltd.com, Website : www.milkfoodltd.com  
CIN : L15201PB1973PLC003746 GST : 07AAACM5913B1ZY

29<sup>th</sup> September, 2021

MFL\SCY\2021 - 22  
The Manager (Listing)  
The BSE Limited  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building  
P J Towers, Dalal Street,  
Fort, Mumbai-400 001

Sub: Details of Voting Results and Report of Scrutinizer  
Scrip Code No. : 507621

Dear Sir/Madam,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 please attached herewith disclosure of voting results of the 48<sup>th</sup> Annual General Meeting of the Company held on Tuesday, 28<sup>th</sup> September, 2021.

The Board of Directors of the Company has appointed Ms. Kamlesh Gupta, Company Secretary as scrutinizers to scrutinize the remote e-voting and ballot process.

Based on the consolidated report of the Scrutinizer, as annexed, all resolutions as set out in the Notice of the Annual General Meeting have been duly approved by the Shareholders with requisite majority.

Consolidated report issued by scrutinizers attached herewith for your ready reference.

You are requested to take the same on record.

Thanking You

Yours Sincerely,  
For Milkfood Limited

*Rhaxur*

(Rakesh Kumar Thakur)  
Company Secretary



**milkfood**

Regd. Office : P.O. Bahadurgarh-147021 Distt. Patiala (Punjab)  
Phones : 0175-2381404 / 2381415  
Fax : 0175-2380248

## MILK FOOD LTD AGM 2021

Date of the AGM: 28 th Sep 2021

Total number of shareholders on record date: '4653' No. of Shares: '4886440'

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group :		4	No. of Shares:	2448334
Public :		39	No. of Shares:	908563

Detail of the Agenda:

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		( 1 )	( 2 )	[(2)/(1)]*100	( 4 )	( 5 )	[(4)/(2)]*100	[(5)/(2)]*100

1.To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended 31st March, 2021 alongwith the Report of the Board of Directors and Auditors thereon.

### Ordinary Resolution

Promoter and Promoter Group	E-Voting	2448334	0	0.0000	0	0	0.0000	0.0000
	Poll		2448334	100.0000	2448334	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2448334	2448334	100.0000	2448334	0	100.0000
Public – Institutional holders	E-Voting	376400	373300	99.1800	0	373300	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		376400	373300	99.1800	0	373300	0.0000
Public-Others	E-Voting	2061706	848387	41.1500	848387	0	100.0000	0.0000
	Poll		60566	2.9400	60566	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2061706	908953	44.0900	908953	0	100.0000
<b>Grand Total</b>		<b>4886440</b>	<b>3730587</b>	<b>76.3457</b>	<b>3357287</b>	<b>373300</b>	<b>89.9935</b>	<b>10.0065</b>

2.To appoint a Director in place of Mrs. Preeti Mathur, Director (DIN: 07951647), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

**Ordinary Resolution**

Promoter and Promoter Group	E-Voting	2448334	0	0.0000	0	0	0.0000	0.0000
	Poll		2448334	100.0000	2448334	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2448334	2448334	100.0000	2448334	0	100.0000
Public – Institutional holders	E-Voting	376400	373300	99.1800	0	373300	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		376400	373300	99.1800	0	373300	0.0000
Public-Others	E-Voting	2061706	848387	41.1500	848387	0	100.0000	0.0000
	Poll		60566	2.9400	60566	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2061706	908953	44.0900	908953	0	100.0000
<b>Grand Total</b>		<b>4886440</b>	<b>3730587</b>	<b>76.3457</b>	<b>3357287</b>	<b>373300</b>	<b>89.9935</b>	<b>10.0065</b>

3.To ratify the remuneration payable to the Cost Auditors for the financial year 2021-22:

**Ordinary Resolution**

Promoter and Promoter Group	E-Voting	2448334	0	0.0000	0	0	0.0000	0.0000
	Poll		2448334	100.0000	2448334	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2448334	2448334	100.0000	2448334	0	100.0000
Public – Institutional holders	E-Voting	376400	373300	99.1800	0	373300	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		376400	373300	99.1800	0	373300	0.0000
Public-Others	E-Voting	2061706	848387	41.1500	848387	0	100.0000	0.0000
	Poll		60566	2.9400	60566	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2061706	908953	44.0900	908953	0	100.0000
<b>Grand Total</b>		<b>4886440</b>	<b>3730587</b>	<b>76.3457</b>	<b>3357287</b>	<b>373300</b>	<b>89.9935</b>	<b>10.0065</b>

**4.Re-appointment of Mrs. Gita Bawa (DIN: 00111003) as an independent Director for the Second Term:**

**Special Resolution**

Promoter and Promoter Group	E-Voting	2448334	0	0.0000	0	0	0.0000	0.0000
	Poll		2448334	100.0000	2448334	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2448334	2448334	100.0000	2448334	0	100.0000
Public – Institutional holders	E-Voting	376400	373300	99.1800	0	373300	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		376400	373300	99.1800	0	373300	0.0000
Public-Others	E-Voting	2061706	848387	41.1500	848387	0	100.0000	0.0000
	Poll		60566	2.9400	60566	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2061706	908953	44.0900	908953	0	100.0000
<b>Grand Total</b>		<b>4886440</b>	<b>3730587</b>	<b>76.3457</b>	<b>3357287</b>	<b>373300</b>	<b>89.9935</b>	<b>10.0065</b>

**5.Appointment of and remuneration payable to Mr. Harmesh Mohan Sood (DIN: 07951620) as the Managing Director of the Company:**

**Special Resolution**

Promoter and Promoter Group	E-Voting	2448334	0	0.0000	0	0	0.0000	0.0000
	Poll		2448334	100.0000	2448334	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2448334	2448334	100.0000	2448334	0	100.0000
Public – Institutional holders	E-Voting	376400	373300	99.1800	0	373300	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		376400	373300	99.1800	0	373300	0.0000
Public-Others	E-Voting	2061706	848387	41.1500	848387	0	100.0000	0.0000
	Poll		60546	2.9400	60546	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2061706	908933	44.0900	908933	0	100.0000
<b>Grand Total</b>		<b>4886440</b>	<b>3730567</b>	<b>76.3453</b>	<b>3357267</b>	<b>373300</b>	<b>89.9935</b>	<b>10.0065</b>

**6.Appointment of Mr. Sudhir Avasthi (DIN: 00152375) as the Director of the Company:**

**Ordinary Resolution**

Promoter and Promoter Group	E-Voting	2448334	0	0.0000	0	0	0.0000	0.0000
	Poll		2448334	100.0000	2448334	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2448334	2448334	100.0000	2448334	0	100.0000
Public – Institutional holders	E-Voting	376400	373300	99.1800	0	373300	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		376400	373300	99.1800	0	373300	0.0000
Public-Others	E-Voting	2061706	848387	41.1500	848387	0	100.0000	0.0000
	Poll		60466	2.9300	60466	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2061706	908853	44.0800	908853	0	100.0000
<b>Grand Total</b>		<b>4886440</b>	<b>3730487</b>	<b>76.3437</b>	<b>3357187</b>	<b>373300</b>	<b>89.9933</b>	<b>10.0067</b>

**7.Appointment of Mr. Sudhir Avasthi (DIN: 00152375) as the Managing Director of the Company:**

**Special Resolution**

Promoter and Promoter Group	E-Voting	2448334	0	0.0000	0	0	0.0000	0.0000
	Poll		2448334	100.0000	2448334	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2448334	2448334	100.0000	2448334	0	100.0000
Public – Institutional holders	E-Voting	376400	373300	99.1800	0	373300	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		376400	373300	99.1800	0	373300	0.0000
Public-Others	E-Voting	2061706	848387	41.1500	848387	0	100.0000	0.0000
	Poll		60466	2.9300	60466	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2061706	908853	44.0800	908853	0	100.0000
<b>Grand Total</b>		<b>4886440</b>	<b>3730487</b>	<b>76.3437</b>	<b>3357187</b>	<b>373300</b>	<b>89.9933</b>	<b>10.0067</b>

Kamlesh Gupta  
Company Secretaries

763, HBH, Saraswativihar  
Near Sahara Mall  
Gurugram

#9873436986, e mail: cskamlesh.gupta@gmail.com

**CONSOLIDATED SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND VOTING BY  
PHYSICAL BALLOT CONDUCTED AT THE 48<sup>th</sup> ANNUAL GENERAL MEETING OF M/S  
MILKFOOD LIMITED**

To

**The Chairman  
M/s Milkfood Limited  
P.O. Bahadurgarh  
Distt. Patiala  
Punjab 147021**

**Sub:** Consolidated Scrutinizer's Report on Remote e voting and on Poll pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended and Regulation 44 of the SEBI(Listing Obligations and Disclosure Requirement) Regulations, 2015.

I, Kamlesh Gupta, a Company Secretary in practice have been appointed as the Scrutinizer by the Board of Directors of the Company pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with the Listing Regulations to scrutinize the remote e voting process and voting by physical ballot conducted at the venue of 48<sup>th</sup> Annual General Meeting (AGM) held on 28<sup>th</sup> September, 2021 at 9.00 a.m. at P.O. Bahadurgarh, Distt. Patiala, Punjab 147021.

The Company has appointed M/s Central Depository Services (India) Limited (CDSL) as the Service Provider for the purpose of extending the facility of remote e voting to the members of the Company.

The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means and during the AGM on the resolutions contained in the Notice of the AGM. My responsibility, as a scrutinizer for the remote e voting and physical ballot process at the AGM is restricted to give a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the remote e voting system provided by Central Depository Services (India) Limited (CDSL) and voting through Ballot papers carried out at the venue of meeting.

The remote e voting began on 25<sup>th</sup> September, 2021 at 9.00 a.m. and ended on 27<sup>th</sup> September, 2021 at 5.00 p.m.



At the end of the remote e voting on 27<sup>th</sup> September, 2021 at 5.00 p.m., the voting portal of the Service Provider was blocked forthwith.

At the venue of the 48<sup>th</sup> AGM of the Company held on 28<sup>th</sup> September, 2021, the facility to vote through physical ballot was made available to enable the members present in the meeting and who have not cast their vote through remote e voting to cast their votes on all the resolutions mentioned in the Notice of AGM.

After the voting at the AGM was concluded, the locked ballot box was subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and share Transfer Agent of the Company and the authorizations/proxies lodged with the Company.

After counting the votes casted at the venue of the AGM through ballot papers, the votes cast through remote e voting was unblocked by me in the presence of two witnesses.

Thereafter, I as a Scrutinizer duly compiled the details of the remote e voting and the physical voting conducted at the venue of the AGM by way of ballot papers, the combined details of which are as follows:

#### ORDINARY BUSINESS:

##### Resolution No. 1:

To receive, consider and adopt the audited standalone financial statements including the consolidated financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 alongwith the Report of the Board of Directors and Auditors thereon:

Item No. of Notice	Voting method	Votes in favour of the resolution		Votes against the resolution		Invalid votes
		Nos.	%age of total no. of valid votes cast (favour and against)	Nos.	%age of total no. of valid votes cast (favour and against)	
Item No. 1 as Ordinary Resolution	e-voting	8,48,387	69.44	3,73,300	30.56	NIL
	poll	25,08,900	100	NIL	NIL	NIL
	<b>Total</b>	<b>33,57,287</b>	<b>89.99</b>	<b>3,73,300</b>	<b>10.01</b>	<b>NIL</b>

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 1 of the Notice of the AGM dated 30<sup>th</sup> July, 2021 has been passed with requisite majority.

##### Resolution No. 2:

To appoint a Director in place of Mrs. Preeti Mathur, Director (DIN: 07951647), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re appointment:

Item No. of Notice	Voting method	Votes in favour of the resolution		Votes against the resolution		Invalid votes
		Nos.	%age of total no. of valid votes	Nos.	%age of total no. of valid votes	



			cast (favour and against)		cast (favour and against)	
Item No. 2 as Ordinary Resolution	e-voting	8,48,387	69.44	3,73,300	30.56	NIL
	poll	25,08,900	100	NIL	NIL	NIL
	<b>Total</b>	<b>33,57,287</b>	<b>89.99</b>	<b>3,73,300</b>	<b>10.01</b>	<b>NIL</b>

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 2 of the Notice of the AGM dated 30<sup>th</sup> July, 2021 has been passed with requisite majority.

#### SPECIAL BUSINESS:

##### Resolution No. 3:

To ratify the remuneration payable to the Cost Auditors for the financial year 2021-22:

Item No. of Notice	Voting method	Votes in favour of the resolution		Votes against the resolution		Invalid votes
		Nos.	%age of total no. of valid votes cast (favour and against)	Nos.	%age of total no. of valid votes cast (favour and against)	
Item No. 3 as Ordinary Resolution	e-voting	8,48,387	69.44	3,73,300	30.56	NIL
	poll	25,08,900	100	NIL	NIL	NIL
	<b>Total</b>	<b>33,57,287</b>	<b>89.99</b>	<b>3,73,300</b>	<b>10.01</b>	<b>NIL</b>

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 3 of the Notice of the AGM dated 30<sup>th</sup> July, 2021 has been passed with requisite majority.

##### Resolution No. 4:

To appoint Mrs. Gita Bawa(DIN: 00111003) asan Independent Director for the Second Term:

Item No. of Notice	Voting method	Votes in favour of the resolution		Votes against the resolution		Invalid votes
		Nos.	%age of total no. of valid votes cast (favour and against)	Nos.	%age of total no. of valid votes cast (favour and against)	
Item No. 4 as Special Resolution	e-voting	8,48,387	69.44	3,73,300	30.56	NIL
	poll	25,08,900	100	NIL	NIL	NIL
	<b>Total</b>	<b>33,57,287</b>	<b>89.99</b>	<b>3,73,300</b>	<b>10.01</b>	<b>NIL</b>

Based on the aforesaid results, I report that Special Resolution as contained in Item No. 4 of the Notice of the AGM dated 30<sup>th</sup> July, 2021 has been passed with requisite majority.

##### Resolution No. 5:

Appointment of and Remuneration payable to Mr. Harmesh Mohan Sood as the Managing Director of the Company:

Item No. of Notice	Voting method	Votes in favour of the resolution	Votes against the resolution	Invalid votes





		Nos.	%age of total no. of valid votes cast (favour and against)	Nos.	%age of total no. of valid votes cast (favour and against)	Nos.
<b>Item No. 5 as Special Resolution</b>	e-voting	8,48,387	69.44	3,73,300	30.56	NIL
	poll	25,08,880	100	NIL	NIL	NIL
	<b>Total</b>	<b>33,57,267</b>	<b>89.99</b>	<b>3,73,300</b>	<b>10.01</b>	<b>NIL</b>

Based on the aforesaid results, I report that Special Resolution as contained in Item No. 5 of the Notice of the AGM dated 30<sup>th</sup> July, 2021 has been passed with requisite majority.

**Resolution No. 6:**

Appointment of Mr. Sudhir Avasthi (DIN: 00152375) as the Director of the Company:

<b>Item No. of Notice</b>	<b>Voting method</b>	<b>Votes in favour of the resolution</b>		<b>Votes against the resolution</b>		<b>Invalid votes</b>
		Nos.	%age of total no. of valid votes cast (favour and against)	Nos.	%age of total no. of valid votes cast (favour and against)	Nos.
<b>Item No. 6 as Ordinary Resolution</b>	e-voting	8,48,387	69.44	3,73,300	30.56	NIL
	Poll	25,08,800	100	NIL	NIL	NIL
	<b>Total</b>	<b>33,57,187</b>	<b>89.99</b>	<b>3,73,300</b>	<b>10.01</b>	<b>NIL</b>

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 6 of the Notice of the AGM dated 30<sup>th</sup> July, 2021 has been passed with requisite majority.

**Resolution No. 7:**

Appointment of Mr. Sudhir Avasthi (DIN: 00152375) as the Managing Director of the Company:

<b>Item No. of Notice</b>	<b>Voting method</b>	<b>Votes in favour of the resolution</b>		<b>Votes against the resolution</b>		<b>Invalid votes</b>
		Nos.	%age of total no. of valid votes cast (favour and against)	Nos.	%age of total no. of valid votes cast (favour and against)	Nos.
<b>Item No. 7 as Special Resolution</b>	e-voting	8,48,387	69.44	3,73,300	30.56	NIL
	Poll	25,08,800	100	NIL	NIL	NIL
	<b>Total</b>	<b>33,57,187</b>	<b>89.99</b>	<b>3,73,300</b>	<b>10.01</b>	<b>NIL</b>

Based on the aforesaid results, I report that Special Resolution as contained in Item No. 7 of the Notice of the AGM dated 30<sup>th</sup> July, 2021 has been passed with requisite majority.



**Note:**

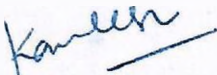
Percentage of votes cast in favour or against the resolutions are calculated based on the valid votes cast though remote e voting and voting by physical ballot conducted at the venue of the meeting.

Based on the aforesaid results, I report that, all the resolutions stand passed with the requisite majority.

The ballot papers and all the relevant records relating to the remote e voting and physical voting is under my safe custody and will be handed over to the Company Secretary after the Chairman signs the minutes.

Thanking you

Yours faithfully



**Kamlesh Gupta**  
Practicing Company Secretary  
ACS 13862  
CP No. 10451

UDIN: A013862C001021715

Date: 28/09/2021

Place: Gurugram



Countersigned and received the Report



(Rakesh Kumar Thakur)  
Company Secretary

29/09/2021