

MILKFOOD LIMITED

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CIN: L15201PB1973PL0003746 GST : 07AAACM5913B1ZY

Dated:10.07.2022

To
The Secretary
BSE Limited
Corporate Relationship Dept.
P. J. Towers, Dalal Street,
Mumbai - 400 001.
Scrip Code: [507621]

Dear Sir/Madam,

Sub: Summary of Proceedings of the Hon'ble National Company Law Tribunal, Chandigarh Bench (NCLT) Convened Meetings of Secured Creditors, Unsecured Creditors and Equity Shareholders of Milkfood Limited.

Ref: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.

Dear Sir/ Madam,

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), please find enclosed a summary of the proceedings of Secured Creditors, Unsecured creditors and Equity Shareholders of Milkfood Limited convened as per Order of the Hon'ble NCLT, held on Saturday, 9th July, 2022;

- i. NCLT convened Meeting of Secured Creditors at 10.30 a.m. (Annexure-A)
- ii. NCLT convened Meeting of Unsecured Creditors at 11.30 a.m. (Annexure-B)
- iii. NCLT convened Meeting of Equity Shareholders at 2:30 p.m. (Annexure-C)

We request you to kindly take the same on your record.

Thanking you
For **Milkfood Limited**

RAKESH KUMAR THAKUR
Digitally signed by RAKESH KUMAR THAKUR
Date: 2022.07.10 12:41:32 +0530

(Rakesh Kumar Thakur)
Company Secretary & Compliance Officer

Encl. as above

Regd.Office: P.O. Bahadurgarh-147021, Distt. Patiala (Punjab)

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ANNEXURE- A

SUMMARY OF THE PROCEEDINGS OF THE MEETING OF SECURED CREDITORS OF MILKFOOD LIMITED HELD PURSUANT TO ORDER DATED 13TH May, 2022 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, CHANDIGARH BENCH ON SATURDAY 9TH JULY, 2022 THROUGH VIDEO CONFRENCING (VC/OTHER AUDIO-VISUAL MEANS ('OAVM') FACILITY PROVIDED BY CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED STARTED FROM 10:30 A.M. AND CONCLUDED AT 10.52 A.M.

In Compliance with the Order dated 13th May, 2022 of the Hon'ble National Company Law Tribunal, Chandigarh Bench ("NCLT"), in Company Application CA (CAA) No. 44(CHD) (PB) of 2021 and as per applicable procedure mentioned in General Circular No. 14/2020 dated 8th April 2020 read with General Circular No. 17 /2020 dated 13th April 2020 and General Circular No. 39/2020 dated 31st December 2020 issued by the Ministry of Corporate Affairs ("MCA") and Circular No, SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 issued by the Securities and Exchange Board of India ("SEBI") as amended, the Meeting of Unsecured Creditors of Milkfood Limited ("Meeting") was duly convened and held on Saturday, the 9th July, 2022, through Video Conferencing/ Other Audio Visual Means ("VC/OAVM"), for the purpose of considering, the Scheme of Arrangement of Milkfood Limited and Triputi Infrastructure Private Limited and the respective shareholders, secured creditors and unsecured creditors under the provisions of Sections 230 to 232 of the Companies Act, 2013 ("the Act") and other relevant provisions of the Act and rules framed thereunder ("Scheme").

1. A total 3(three) Secured Creditors attended the Meeting through VC as per the records of the attendance and all the 3 Secured Creditors have voted through remote e-voting.
2. The Scrutinizer appointed by Hon'ble NCLT, Mr. P. D. Sharma, Practising Company Secretary with the assistance of Company Secretary and Company's representative felicitated and assessed that the requisite quorum was present and called the meeting to order.
3. The Chairman of the Meeting appointed by the Hon'ble NCLT, Justice Ranjit Singh (Retd.) was informed that the Meeting has been convened pursuant to Order dated 13th May, 2022 of the Hon'ble NCLT, Chandigarh bench, for the purpose of considering the proposed Scheme of Arrangement of Milkfood Limited and Triputi Infrastructure Private Limited and their respective shareholders, secured creditors and unsecured creditors under the provisions of Sections 230 to 232 of the Companies Act, 2013 ("the Act").
4. The Notice of Meeting of the Secured Creditors dated 6th June, 2022 for convening the NCLT convened Meeting, as circulated to the Secured Creditors, was taken as read.
5. As per the Notice of Meeting that the facility to cast vote via remote e-voting was provided to Secured Creditors from 6th July, 2022 (9:00 am IST) to 8th July, 2022 (5:00 p.m. IST), E-voting facility is available at the Meeting and

as mentioned in the Notice, at the end of discussion on the proposed resolution for amalgamation on which the voting was held, there was facility of e-voting at the e-voting platform of the CDSL, for all those Secured Creditors who participated in the Meeting but have not cast their votes by availing the remote e-voting facility.

6. The Company's representative and Independent Director, Mr. K K Kohli further informed the Secured Creditors that Mr. Manuj Nagrath, Advocate was appointed as Alternate Chairman and Mr. P. D. Sharma, Practising Company Secretary, was appointed as Scrutinizer by the Hon'ble NCLT for scrutinizing the remote e-voting and also for the votes which have cast electronically (e-voting) by the Secured Creditors at the end of the Meeting.
7. That Mr. K K Kohli invited the Secured Creditors who have registered themselves as Speakers and were attending the said Meeting through VC/OAVM facility, to put forward their queries, clarifications or suggestions, if any, on the Agenda Item, as contained in the Notice. Thereafter, Mr. K K Kohli, Independent Director, informed that the Secured Creditors did not put any queries, clarifications or suggestions on the proposed Scheme of Amalgamation.
8. Thereafter, the following business as set out in the Notice dated 6th June, 2022 for the Meeting of the Secured Creditors of the Company, was transacted:

Scheme of Amalgamation of Triputi Infrastructure Private Limited with Milkfood Limited and their respective shareholders and creditors under the provisions of Sections 230 to 232 of the Companies Act, 2013 ("the Act").

9. Thereafter, Mr. K K Kohli after taking due permission from the Chairman appointed invited those Secured Creditors present at the Meeting through VC, who have not cast their votes through remote e-voting, to avail the facility of e-voting at the Meeting.
10. The Chairman informed the Secured Creditors that the results would be declared after considering the e-voting pursuant to the conclusion of the Meeting and the remote e-voting which was already done. The results would be submitted to the Stock Exchanges within 2 working days of the conclusion of the Meeting and would be placed on the website of the Company.
11. Mr. K K Kohli, Independent Director of the Company, gave a heartiest vote of thanks to the Chairman, Alternate Chairman and Scrutiniser and the Creditors and other dignitaries and the Meeting was concluded thereafter.

ANNEXURE-B

SUMMARY OF THE PROCEEDINGS OF THE MEETING OF UNSECURED CREDITORS OF MILKFOOD LIMITED HELD PURSUANT TO ORDER DATED 13TH MAY, 2022 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, CHANDIGARH BENCH ON SATURDAY, 9TH JULY, 2022 THROUGH VIDEO CONFRENCING (VC/OTHER AUDIO-VISUAL MEANS ('OAVM') FACILITY PROVIDED BY CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED STARTED FROM 11:30 A.M. AND CONCLUDED AT 12.13 P.M.

In Compliance with the Order dated 13th May, 2022 of the Hon'ble National Company Law Tribunal, Chandigarh Bench ("NCLT"), in Company Application CA (CAA) No. 44(CHD) (PB) of 2021 and as per applicable procedure mentioned in General Circular No. 14/2020 dated 8th April 2020 read with General Circular No. 17 /2020 dated 13th April 2020 and General Circular No. 39/2020 dated 31st December 2020 issued by the Ministry of Corporate Affairs ("MCA") and Circular No, SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 issued by the Securities and Exchange Board of India ("SEBI") as amended, the Meeting of Unsecured Creditors of Milkfood Limited ("Meeting") was duly convened and held on Saturday, the 9th July, 2022, through Video Conferencing/ Other Audio Visual Means ("VC/OAVM"), for the purpose of considering, the Scheme of Arrangement of Milkfood Limited and Triputi Infrastructure Private Limited and the respective shareholders, secured creditors and unsecured creditors under the provisions of Sections 230 to 232 of the Companies Act, 2013 ("the Act") and other relevant provisions of the Act and rules framed thereunder ("Scheme").

1. A total 11(eleven) Unsecured Creditors attended the Meeting through VC as per the records of the attendance and the total number of 16 (Sixteen) Unsecured Creditors casted their vote all by way of remote e-voting.
2. The Scrutinizer appointed by Hon'ble NCLT, Mr. P. D. Sharma, Practising Company Secretary with the assistance of Company Secretary and Company's representative felicitated and assessed that the requisite quorum was present and called the meeting to order.
3. The Chairman of the Meeting appointed by the Hon'ble NCLT, Justice Ranjit Singh (Retd.) was informed that the Meeting has been convened pursuant to Order dated 13th May, 2022 of the Hon'ble NCLT, Chandigarh bench, for the purpose of considering the proposed Scheme of Arrangement of Milkfood Limited and Triputi Infrastructure Private Limited and their respective shareholders, secured creditors and unsecured creditors under the provisions of Sections 230 to 232 of the Companies Act, 2013 ("the Act").
4. The Notice of Meeting of the Unsecured Creditors dated 6th June, 2022 for convening the NCLT convened Meeting, as circulated to the Unsecured Creditors, was taken as read.
5. As per the Notice of Meeting that the facility to cast vote via remote e-voting was provided to Unsecured Creditors from 6th July, 2022 (9:00 am IST) to 8th July, 2022 (5:00 p.m. IST), E-voting facility is available at the Meeting and as mentioned in the Notice, at the end of discussion on the proposed resolution for amalgamation on which the voting was held, there was facility

of e-voting at the e-voting platform of the CDSL, for all those Unsecured Creditors who participated in the Meeting but have not cast their votes by availing the remote e-voting facility.

6. The Company's representative and Independent Director, Mr. K K Kohli further informed the Unsecured Creditors that Mr. Manuj Nagrath, Advocate was appointed as Alternate Chairman and Mr. P. D. Sharma, Practicing Company Secretary, was appointed as Scrutinizer by the Hon'ble NCLT for scrutinizing the remote e-voting and also for the votes which have cast electronically (e-voting) by the Unsecured Creditors at the end of the Meeting.
7. That Mr. K K Kohli invited the Unsecured Creditors who have registered themselves as Speakers and were attending the said Meeting through VC/OAVM facility, to put forward their queries, clarifications or suggestions, if any, on the Agenda Item, as contained in the Notice. Thereafter, Mr. K K Kohli, Independent Director, informed that the Unsecured Creditors did not put any queries, clarifications or suggestions on the proposed Scheme of Amalgamation.
8. Thereafter, the following business as set out in the Notice dated 6th June, 2022 for the Meeting of the Unsecured Creditors of the Company, was transacted:

Scheme of Amalgamation of Triputi Infrastructure Private Limited with Milkfood Limited and their respective shareholders and creditors under the provisions of Sections 230 to 232 of the Companies Act, 2013 ("the Act").

9. Thereafter, Mr. K K Kohli after taking due permission from the Chairman appointed invited those Unsecured Creditors present at the Meeting through VC, who have not cast their votes through remote e-voting, to avail the facility of e-voting at the Meeting.
10. The Chairman informed the Unsecured Creditors that the results would be declared after considering the e-voting pursuant to the conclusion of the Meeting and the remote e-voting which was already done. The results would be submitted to the Stock Exchanges within 2 working days of the conclusion of the Meeting and would be placed on the website of the Company.
11. Mr. K K Kohli, Independent Director of the Company, gave a heartiest vote of thanks to the Chairman, Alternate Chairman and Scrutiniser and the Creditors and other dignitaries and the Meeting was concluded thereafter.

SUMMARY OF THE PROCEEDINGS OF THE MEETING OF EQUITY SHAREHOLDERS OF MILKFOOD LIMITED HELD PURSUANT TO ORDER DATED 13TH MAY, 2022 OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, CHANDIGARH BENCH ON SATURDAY 9TH JULY, 2022 THROUGH VIDEO CONFRENCING (VC/OTHER AUDIO-VISUAL MEANS ('OAVM') FACILITY PROVIDED BY CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED STARTED FROM 2:30 P.M. AND CONCLUDED AT 2.58 PM.

In Compliance with the Order dated 13th May, 2022 of the Hon'ble National Company Law Tribunal, Chandigarh Bench ("NCLT"), in Company Application CA (CAA) No. 44(CHD) (PB) of 2021 and as per applicable procedure mentioned in General Circular No. 14/2020 dated 8th April 2020 read with General Circular No. 17 /2020 dated 13th April 2020 and General Circular No. 39/2020 dated 31st December 2020 issued by the Ministry of Corporate Affairs ("MCA") and Circular No, SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 issued by the Securities and Exchange Board of India ("SEBI") as amended, the Meeting of Equity Shareholders of Milkfood Limited ("Meeting") was duly convened and held on Saturday, the 9th July, 2022, through Video Conferencing/ Other Audio Visual Means ("VC/OAVM"), for the purpose of considering, the Scheme of Arrangement of Milkfood Limited and Triputi Infrastructure Private Limited and the respective shareholders, secured creditors and unsecured creditors under the provisions of Sections 230 to 232 of the Companies Act, 2013 ("the Act") and other relevant provisions of the Act and rules framed thereunder ("Scheme").

1. A total number of 34 (thirty four) Equity Shareholders had registered for voting. It is stated that 22 (twenty two) Equity Shareholders attended the Meeting through VC as per the records of the attendance and total number of votes casted were 32 (Thirty Two) out of which 30 casted their vote through remote e-voting and 2 casted their vote through venue voting and rest 2 members abstained from voting.
2. The Scrutinizer appointed by Hon'ble NCLT, Mr. P. D. Sharma, Practising Company Secretary with the assistance of Company Secretary and Company's representative felicitated and assessed that the requisite quorum was present and called the meeting to order.
3. The Chairman of the Meeting appointed by the Hon'ble NCLT, Justice Ranjit Singh (Retd.) was informed that the Meeting has been convened pursuant to Order dated 13th May, 2022 of the Hon'ble NCLT, Chandigarh bench, for the purpose of considering the proposed Scheme of Arrangement of Milkfood Limited and Triputi Infrastructure Private Limited and their respective shareholders, secured creditors and unsecured creditors under the provisions of Sections 230 to 232 of the Companies Act, 2013 ("the Act").
4. The Notice of Meeting of the Equity Shareholders dated 6th June, 2022 for convening the NCLT convened Meeting, as circulated to the Equity Shareholders, was taken as read.
5. As per the Notice of Meeting that the facility to cast vote via remote e-voting was provided to Equity Shareholders from 6th July, 2022 (9:00 am IST) to 8th July, 2022 (5:00 p.m. 1ST), E-voting facility is available at the Meeting and

as mentioned in the Notice, at the end of discussion on the proposed resolution for amalgamation on which the voting was held, there was facility of e-voting at the e-voting platform of the CDSL, for all those Equity Shareholders who participated in the Meeting but have not cast their votes by availing the remote e-voting facility.

6. The Company's representative and Independent Director, Mr. K K Kohli further informed the Equity Shareholders that Mr. Manuj Nagrath, Advocate was appointed as Alternate Chairman and Mr. P. D Sharma, Practicing Company Secretary, was appointed as Scrutinizer by the Hon'ble NCLT for scrutinizing the remote e-voting and also for the votes which have cast electronically (e-voting) by the Equity Shareholders at the end of the Meeting.
7. That Mr. K K Kohli invited the Equity Shareholders who have registered themselves as Speakers and were attending the said Meeting through VC/OAVM facility, to put forward their queries, clarifications or suggestions, if any, on the Agenda Item, as contained in the Notice. Thereafter, Mr. K K Kohli, Independent Director, informed that the Equity Shareholders did not put any queries, clarifications or suggestions on the proposed Scheme of Amalgamation.
8. Thereafter, the following business as set out in the Notice dated 6th June, 2022 for the Meeting of the Equity Shareholders of the Company, was transacted:

Scheme of Amalgamation of Triputi Infrastructure Private Limited with Milkfood Limited and their respective shareholders and creditors under the provisions of Sections 230 to 232 of the Companies Act, 2013 ("the Act").

9. Thereafter, Mr. K K Kohli after taking due permission from the Chairman appointed invited those Equity Shareholders present at the Meeting through VC, who have not cast their votes through remote e-voting, to avail the facility of e-voting at the Meeting.
10. The Chairman informed the Equity Shareholders that the results would be declared after considering the e-voting pursuant to the conclusion of the Meeting and the remote e-voting which was already done. The results would be submitted to the Stock Exchanges within 2 working days of the conclusion of the Meeting and would be placed on the website of the Company.
11. Mr. K K Kohli, Independent Director of the Company, gave a heartiest vote of thanks to the Chairman, Alternate Chairman and Scrutiniser and the Equity Shareholders and other dignitaries and the Meeting was concluded thereafter.