

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: 14 March 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,

Sub: Results of Postal Ballot – Notice dated 20 January 2022

Ref: Regulation 30 & 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is further to our letter dated 8 February 2022 submitting the Postal Ballot Notice for seeking approval of the Members of the Company by way for Special Resolution for appointment of Ms. Vinoda Kailas (DIN:09104308), as an Independent Woman Director of the Company with effect from 20 January 2022 for a period of 5 (five) consecutive years.

In this regard, please note that Mrs. Sridevi Madati, Partner of M/s. MNM & Associates (M No FCS : 6476 and CP No: 11694), Practising Company secretaries, who was appointed as the Scrutinizer for the aforesaid Postal Ballot process has submitted his Report on 14 March 2022. In accordance with the said Report, the Members of the Company have approved the Special Resolution as embodied in the Postal Ballot Notice dated 20 January 2022, for appointment of Ms. Vinoda Kailas (DIN:09104308), as an Independent Woman Director of the Company with effect from 20 January 2022 for a period of 5 (five) consecutive years. with a majority of 99.9992 % votes as detailed under:-

Votes in favour of the resolution	99.9992
Votes against the resolution	0.0008

The results of the Postal Ballot were accordingly announced today.

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We enclose herewith:

- Results of Postal Ballot conducted through remote e-voting
- Scrutinizer's Report;
- Certified True Copy of the resolutions as approved by the Members

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

Thanking you,

Yours Faithfully,

For Dodla Dairy Limited

Surya Prakash Mungelkar

Company Secretary and Compliance Officer

Encl: as above

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CIN: L 15209TG1995PLC020324 ★ Toll Free No.: 1800-103-1477 ★ Visit us at : www.dodladairy.com

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Results of Postal Ballot

As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, pertaining to the voting result of Postal ballot through remote e- voting

Name of the Company	Dodla Dairy Limited
Date of Postal Ballot Notice	20 January 2022
Voting Start Date	11 February 2022
Voting End Date	12 March 2022
Total number of Members as on record date	42505
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable

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Agenda wise disclosure:

Resolution-1		Appointment of Ms. Vinoda Kailas (DIN:09104308) as an Independent Woman Director of the company						
Resolution required: (Ordinary/ Special)		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	37203859	37203825	99.9999	37203825	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		37203825	99.9999	37203825	0	100.0000	0.0000
Public Institutions	E-Voting	12754231	6477845	50.7898	6477845	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6477845	50.7898	6477845	0	100.0000	0.0000
Public Non-Institutions	E-Voting	9534645	6514901	68.3287	6514518	383	99.9941	0.0059
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		6514901	68.3287	6514518	383	99.9941	0.0059
Total		59492735	50196571	84.3743	50196188	383	99.9992	0.0008

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REPORT OF SCRUTINIZER

Date: 14 March, 2022

To,

The Chairman

Dodla Dairy Limited

8-2-293/82/A, Plot No. 270-Q,

Road No. 10-C, Jubilee Hills,

Hyderabad-500033, Telangana.

Dear Sir,

Sub: Scrutinizer's Report on postal ballot conducted as per Companies Act, 2013 and allied Rules.

We, **Sridevi Madati**, Partner representing M/s. **MNM & Associates, Practising Company Secretaries** was appointed as Scrutinizer by the Board of Directors of **Dodla Dairy Limited** vide resolution dated 20 January, 2022 to ensure that the process of postal ballot is conducted in a fair and transparent manner and for ascertaining the requisite majority for the resolutions proposed to be passed with respect to the provisions of Section 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force, and Regulation 44 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other applicable provisions, if any on the resolutions as set out in the notice of Postal Ballot.

We submit our report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Act, and Rules made thereunder including MCA Circulars issued by the MCA in view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, have advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance



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with the provisions of the Companies Act 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue and SEBI Listing Regulation, relating to postal ballot process conducted through electronic means.

2. Our responsibility as Scrutinizer is restricted to make Scrutinizers' Report of the votes cast "For" or "Against" the resolutions stated in the Notice of Postal Ballot.
3. The Postal Ballot Notice along with Explanatory Statement under Section 102 of the Act was sent only by electronic mode to those Members whose names appeared in the Register of Members / List of Beneficial Owners as on Friday, 4 February, 2022 ("Cut-off Date"), received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and whose e-mail address was registered with the Company / Depositories / Depository Participants. A copy of the Postal Ballot Notice is also available on the website of the Company (www.dodladairy.com), the relevant section of the website of the Stock Exchanges on which the Equity Shares of the Company are listed i.e. BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com) and the website of KFin Technologies Private Limited, the remote e-voting service providing agency to the Company (<https://ris.kfintech.com/clientservices/postalballot/>). Members who held Equity Share(s) of the Company as on Friday, 4 February, 2022, were entitled to vote through remote e-voting process in relation to the Resolution specified in the Postal Ballot Notice. The dispatch of the Postal Ballot Notice was completed on 10 February, 2022.
4. The Company has appointed "KFin Technologies Private Limited", (KFin), as the Agency, for providing the facility of remote e-voting to the Members of the Company. KFin has provided a system for recording the votes of the shareholders electronically.
5. As stated in Sub-rule 3 of Rule 22 of Companies (Management and Administration) Rules, 2014 as amended from time to time & MCA circulars, on Friday, 11 February, 2022, public notices were published by the Company in Business Line (English Newspaper) and in Nava Telangana (Telugu Newspaper) informing about the completion of dispatch of Postal Ballot notices to its shareholders through electronic means, along with all requisite document.
6. In accordance with the MCA Circulars, the physical copies of the Postal Ballot Notice, along with postal ballot forms and pre-paid business envelope, were not sent to any



Member. Accordingly, the communication of the assent and dissent of the Members had taken place through the remote e-voting only.

7. The remote e-voting commenced on Friday, 11 February, 2022 (9:00 a.m. IST onwards) and ended on Saturday, 12 March, 2022 (5:00 p.m. IST) both days inclusive. The remote e-voting facility was provided by KFin Technologies Private Limited.
8. All the data of remote e-voting i.e. the results of e-voting along with the list of shareholders who voted "For" and "Against" the Resolutions were downloaded from the e-voting portal of KFin, by unblocking the remote e-voting event in the presence of two witnesses, Mr. Naga Kishore Mittapalli & Mr. Srikanth Palem who are not in the employment of the Company on Saturday, 12 March, 2022 at around 6:41 p.m. IST.
9. All votes casted through remote e-voting up to 5:00 p.m. IST on Saturday, 12 March, 2022 the last date and time fixed by the Company, were considered for scrutiny.
10. The summary of the results of the postal ballot conducted through remote e-voting is, as under:

Resolution: Appointment of Ms. Vinoda Kailas (DIN: 09104308) as an Independent Woman Director of the Company (as a Special Resolution)

(i) Voted in favour of the Resolution:

Mode	Number of Members voted	No. of votes cast in favour of the Resolution	% of total number of valid votes cast
Postal Ballot (Remote e-voting)	134	50196188	99.9992
TOTAL	134	50196188	99.9992

(ii) Voted against the Resolution:

Mode	Number of Members voted	No. of votes cast in favour of the Resolution	% of total number of valid votes cast
Postal Ballot (Remote e-voting)	13	383	0.0008
TOTAL	13	383	0.0008



(iii) Invalid Votes:

Mode	Number of Members	No. of votes cast
Postal Ballot (Remote e-voting)	0	0
TOTAL	0	0

11. Votes casted by the members through remote e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with the Company.

12. Based on the above remote e-voting, We report that the special resolution as contained in the Postal Ballot Notice dated 20 January, 2022, have been carried on with the requisite majority. You may accordingly declare the result of Postal Ballot through remote e-voting.

13. The relevant records relating to voting shall remain in our custody until the Chairman considers, approves and signs the minutes and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

For **MNM & Associates**
Company Secretaries
Firm Registration No. P2017TL059600


Sridevi Madati
Partner
M.No.F6476
COP 11694



Counter signed by

Mr. Dodla Sessa Reddy
Director
DIN: 00520448
(Chairman of the Meeting)

UDIN F006476C002916471

Date: 14 March 2022
Place: Hyderabad

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CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED BY MEMBERS OF THE COMPANY THROUGH POSTAL BALLOT ON 12 MARCH 2022.

Sub: Appointment of Ms. Vinoda Kailas (DIN:09104308) as an Independent Woman Director of the company

“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.”

// CERTIFIED TRUE COPY //
For DODLA DAIRY LIMITED

SESHA REDDY DODLA
DIRECTOR
DIN: 00520448

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