

# MILKFOOD LIMITED

CIN : L15201PB1973PLC003746

5<sup>th</sup> Floor, 91, Bhandari House, Nehru Place, New Delhi-110 019

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21<sup>st</sup> May, 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: Annual Secretarial Compliance Report for the Financial Year Ended 31<sup>st</sup> March, 2021  
Scrip Code No.: 507621**

Dear Sir/Madam,

Pursuant to the Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Regulations”), read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019 please find enclosed herewith the “Annual Secretarial Compliance Report” dated 21<sup>st</sup> May, 2021 issued by Mrs. Kamlesh Gupta, Practicing Company Secretary, Gurugram for the Financial Year Ended 31<sup>st</sup> March, 2021.

You are requested to take the same on your records.

Thanking you

Yours faithfully,  
For Milkfood Limited

Rakesh Kumar Thakur  
Company Secretary &  
Compliance Officer

Encl: As above

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

**Annual Secretarial Compliance Report of M/s MILKFOOD LIMITED**

for the year ended 31<sup>st</sup> March, 2021

(Pursuant to SEBI- CIR/CFD/CMD1/27/2019 Dated 8<sup>th</sup> February, 2019 for the purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1. I, Kamlesh Gupta, Practicing Company Secretary, have examined:

(a) all the documents and records made available to me and explanation provided by M/s Milkfood Limited having its Registered Office at P.O. Bahadurgarh, Distt. Patiala, Punjab (“the listed entity”),

(b) the filings/ submissions made by the listed entity to the stock exchanges,

(c) website of the listed entity,

(d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31<sup>st</sup> March, 2021 (“Review Period”) in respect of compliance with the provisions of :

(a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and

(b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), Rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

2. The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(d) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018

(e) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable to the Company during the reporting period)

(f) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the reporting period)

(g) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the reporting period)

(h) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the reporting period)

(i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable to the Company during the reporting period)

and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	As per Regulation 33 of SEBI (LODR) Regulations, 2015, The listed entity shall submit quarterly and year to date standalone/consolidated financial results to the stock exchange within forty five days of end of each quarter Other than the last quarter.	Non compliance of Regulation 33. Due to Covid 19 pandemic, Company could not submit the financial results for the quarter ended September, 2020 within the period prescribed under Regulation 33 of SEBI (LODR) Regulations, 2015.	Due to Covid 19 pandemic, the financial results for the quarter ended September , 2020 were not submitted within the period prescribed under Regulation 33 of SEBI (LODR) Regulations, 2015. However, the results were submitted on 19 <sup>th</sup> November, 2020. The Company deposited the fine of Rs. 11800/- as imposed by the BSE.

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued hereunder:

Sr. No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter,	Observations/ remarks of the Practicing Company Secretary, if any.
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			<b>debarment, etc</b>	
1.	BSE	Non-submission of the financial results for the quarter ended September, 2020 within the period prescribed under Regulation 33 of SEBI (LODR) Regulations, 2015.	Fine of Rs. 11800/- inclusive of GST of Rs. 1800 was imposed.	Due to Covid 19 pandemic, the financial results for the quarter ended September , 2020 were not submitted within the period prescribed under Regulation 33 of SEBI (LODR) Regulations, 2015. However, the results were submitted on 19 <sup>th</sup> November, 2020. The Company deposited the fine of Rs. 11800/- as imposed by the BSE.

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

<b>Sr. No.</b>	<b>Observations of the Practicing Company Secretary in the previous reports</b>	<b>Observations made in the secretarial compliance report for the year ended 31<sup>st</sup> March, 2020 (The years are to be mentioned)</b>	<b>Actions taken by the listed entity, if any</b>	<b>Comments of the Practicing Company Secretary on the actions taken by the listed entity</b>
1.	Non compliance of Regulation 31A of SEBI( Listing Obligations and Disclosure Requirements) Regulations , 2015, relating to the Re-classification of Promoter and Promoter Group's entities.	Non compliance of Regulation 31A of SEBI( Listing Obligations and Disclosure Requirements) Regulations , 2015, relating to the Re-classification of Promoter and Promoter Group's entities.	The decision taken relating to the re classification of Promoter and Promoter Group's entities was withdrawn and the Company rectified the scrutinizer's report along with voting results for the Annual General Meeting	As The Company rectified scrutinizer's report along with voting result for the Annual General Meeting held on September 26, 2019 giving the correct effect of the holdings of the entities mentioned in the Promoter

			held on September 26, 2019 giving the correct effect of the holdings of the entities mentioned in the Promoter category .	category thus the company complied with the said Regulation.
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3. CIR/CFD/CMD1/114/2019 (Resignation of statutory auditors from listed entities and their material subsidiaries) - Not Applicable, since during the period under review there was no Appointment and Re-appointment of the Statutory Auditors.

**\*Note: due to Covid 19 break and consequent lockdown in the County, this Report has been given on the basis of records and documents received from the Company from time to time through electronic means.**

Date:21/05/2021  
Place: Gurugram

Kamlesh  
Gupta  
(Kamlesh Gupta)  
Practicing Company Secretary  
ACS: 13862  
CP: 10451  
UDIN: A013862C000353476

Digitally signed by  
Kamlesh Gupta  
Date: 2021.05.21 14:05:00  
+05'30'