

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 : 07AAACM591381ZY

30th August, 2020

MFL\SCY2020 - 21
The Manager (Listing)
The BSE Limited
1st 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 47th Annual General Meeting of the Company held on Saturday, 29th August, 2020.

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



(Rakesh Kumar Thakur)
Company Secretary



milkfood

MILK FOOD LTD AGM 2020

Date of the AGM: 29 th Aug 2020

Total number of shareholders on record date: '4350' 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 :

36 No. of Shares: 899056

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)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100

1. To receive, consider and adopt the audited standalone financial statements including consolidated financial statements of the Company for the financial year ended 31st March, 2020 alongwith the Report of the Board of Directors and Auditors thereon.

Ordinary Resolution

Promoter and Promoter Group	E-Voting	2448334	0	0.000	0	0	0.000	0.000
	Poll		2448334	100.000	2448334	0	100.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2448334	2448334	100.000	2448334	0	100.000
Public – Institutional holders	E-Voting	378688	58154	15.360	0	58154	0.000	100.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		378688	58154	15.360	0	58154	0.000
Public-Others	E-Voting	2059418	376	0.020	319	57	84.840	15.160
	Poll		898951	43.650	898951	0	100.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2059418	899327	43.670	899270	57	99.990
GRAND TOTAL		4,886,440	3,405,815	69.699	3,347,604	58211	98.291	1.709

2. To re-appoint Mr. Harmesh Mohan Sood, Director (DIN: 07951620), who retires by rotation.

Ordinary Resolution

Promoter and Promoter Group	E-Voting	2448334	0	0.000	0	0	0.000	0.000
	Poll		2448334	100.000	2448334	0	100.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2448334	2448334	100.000	2448334	0	100.000
Public – Institutional holders	E-Voting	378688	58154	15.360	0	58154	0.000	100.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		378688	58154	15.360	0	58154	0.000
Public-Others	E-Voting	2059418	376	0.020	319	57	84.840	15.160
	Poll		898951	43.650	898951	0	100.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2059418	899327	43.670	899270	57	99.990
GRAND TOTAL		4,886,440	3,405,815	69.699	3,347,604	58211	98.291	1.709

3. To ratify the remuneration payable to the Cost Auditors for the financial year 2020-21.

Special Resolution

Promoter and Promoter Group	E-Voting	2448334	0	0.000	0	0	0.000	0.000
	Poll		2448334	100.000	2448334	0	100.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2448334	2448334	100.000	2448334	0	100.000
Public – Institutional holders	E-Voting	378688	58154	15.360	0	58154	0.000	100.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		378688	58154	15.360	0	58154	0.000
Public-Others	E-Voting	2059418	376	0.020	319	57	84.840	15.160
	Poll		898951	43.650	898951	0	100.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2059418	899327	43.670	899270	57	99.990
GRAND TOTAL		4,886,440	3,405,815	69.699	3,347,604	58211	98.291	1.709

4. To appoint Mr. Kewal Krishan Kohli as Non Executive Independent Director.

Special Resolution

Promoter and Promoter Group	E-Voting	2448334	0	0.000	0	0	0.000	0.000
	Poll		2448334	100.000	2448334	0	100.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2448334	2448334	100.000	2448334	0	100.000
Public – Institutional holders	E-Voting	378688	58154	15.360	0	58154	0.000	100.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		378688	58154	15.360	0	58154	0.000
Public-Others	E-Voting	2059418	376	0.020	319	57	84.840	15.160
	Poll		898951	43.650	898951	0	100.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2059418	899327	43.670	899270	57	99.990
GRAND TOTAL		4,886,440	3,405,815	69.699	3,347,604	58211	98.291	1.709

5. To appoint Mr. Anil Girotra as Non Executive Independent Director.

Special Resolution

Promoter and Promoter Group	E-Voting	2448334	0	0.000	0	0	0.000	0.000
	Poll		2448334	100.000	2448334	0	100.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2448334	2448334	100.000	2448334	0	100.000
Public – Institutional holders	E-Voting	378688	58154	15.360	0	58154	0.000	100.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		378688	58154	15.360	0	58154	0.000
Public-Others	E-Voting	2059418	376	0.020	319	57	84.840	15.160
	Poll		898951	43.650	898951	0	100.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2059418	899327	43.670	899270	57	99.990
GRAND TOTAL		4,886,440	3,405,815	69.699	3,347,604	58211	98.291	1.709

6. To appoint Mr. Lalit Kumar as a Non Executive Non Independent Director.

Special Resolution

Promoter and Promoter Group	E-Voting	2448334	0	0.000	0	0	0.000	0.000
	Poll		2448334	100.000	2448334	0	100.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2448334	2448334	100.000	2448334	0	100.000
Public – Institutional holders	E-Voting	378688	58154	15.360	0	58154	0.000	100.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		378688	58154	15.360	0	58154	0.000
Public-Others	E-Voting	2059418	376	0.020	319	57	84.840	15.160
	Poll		898951	43.650	898951	0	100.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2059418	899327	43.670	899270	57	99.990
GRAND TOTAL		4,886,440	3,405,815	69.699	3,347,604	58211	98.291	1.709

7. Appointment of and remuneration payable to Mr. Harmesh Mohan Sood as a Whole Time Director of the Company.

Special Resolution

Promoter and Promoter Group	E-Voting	2448334	0	0.000	0	0	0.000	0.000
	Poll		2448334	100.000	2448334	0	100.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2448334	2448334	100.000	2448334	0	100.000
Public – Institutional holders	E-Voting	378688	58154	15.360	0	58154	0.000	100.000
	Poll		0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		378688	58154	15.360	0	58154	0.000
Public-Others	E-Voting	2059418	376	0.020	310	66	82.450	17.550
	Poll		898951	43.650	898951	0	100.000	0.000
	Postal Ballot (if applicable)		0	0.000	0	0	0.000	0.000
	Total		2059418	899327	43.670	899261	66	99.990
GRAND TOTAL		4,886,440	3,405,815	69.699	3,347,595	58220	98.291	1.709

Kamlesh Gupta
Company Secretaries

763, HBH, Saraswati Vihar
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 47th 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 Regulationsto scrutinize the remote e voting process and voting by physical ballot conducted at the venue of 47thAnnual General Meeting (AGM)held on 29th August, 2020 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 on the resolutions contained in the Notice of 47th AGM of the members of the Company. 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), the authorized agency to provide remote e voting facilities engaged by the Company and voting through Ballot paper carried out at the venue of meeting.

The remote e voting began on 26th August, 2020 at 9.00a.m and ended on 28thAugust, 2020 at 5.00 p.m.



At the end of the remote e voting on 28th August, 2020 at 5.00 p.m., the voting portal of the Service Provider was blocked forthwith.

At the venue of the 47th AGM of the Company held on 29th August, 2020 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 paper, the votes cast through remote e voting was unblocked by me in the presence of two witnesses as prescribed under Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended.

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 paper, the combined details of which are as follows:

ORDINARY BUSINESS:

Resolution No. 1:

(1) To receive, consider and adopt:

(a) the audited standalone financial statements including the consolidated financial statements of the Company for the financial year ended 31st March, 2020 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	319	0.55	58,211	99.45	NIL
	poll	33,47,285	100	NIL	NIL	105
	Total	33,47,604	98.29	58,211	1.71	105

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 1 of the Notice of the AGM dated 20th July, 2020 has been passed with requisite majority.

Resolution No. 2:

To appoint a Director in place of Mr. Harmesh Mohan Sood, Director (DIN: 07951620), who retires by rotation at this Annual General Meeting and being eligible, offers himself 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 cast (favour and against)	Nos.	%age of total no. of valid votes cast (favour and against)	
Item No. 2 as Ordinary Resolution	e-voting	319	0.55	58,211	99.45	NIL
	poll	33,47,285	100	NIL	NIL	105
	Total	33,47,604	98.29	58,211	1.71	105

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 2 of the Notice of the AGM dated 20th July, 2020 has been passed with requisite majority.

SPECIAL BUSINESS:

Resolution No. 3:

To ratify the remuneration payable to the Cost Auditors for the financial year 2020-21:

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	319	0.55	58,211	99.45	NIL
	poll	33,47,285	100	NIL	NIL	105
	Total	33,47,604	98.29	58,211	1.71	105

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 3 of the Notice of the AGM dated 20th July, 2020 has been passed with requisite majority.

Resolution No. 4:

To appoint Mr. KewalKrishanKohli as Non Executive Independent Director:

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 Ordinary Resolution	e-voting	319	0.55	58,211	99.45	NIL
	poll	33,47,285	100	NIL	NIL	105
	Total	33,47,604	98.29	58,211	1.71	105



Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 4 of the Notice of the AGM dated 20th July, 2020 has been passed with requisite majority.

Resolution No. 5:

To appoint Mr. Anil Girotra as Non Executive Independent Director:

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. 5 as Ordinary Resolution	e-voting	319	0.55	58,211	99.45	NIL
	poll	33,47,285	100	NIL	NIL	105
	Total	33,47,604	98.29	58,211	1.71	105

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 5 of the Notice of the AGM dated 20th July, 2020 has been passed with requisite majority.

Resolution No. 6:

To appoint Mr. Lalit Kumar as Non Executive Non Independent Director:

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. 6 as Ordinary Resolution	e-voting	319	0.55	58,211	99.45	NIL
	poll	33,47,285	100	NIL	NIL	105
	Total	33,47,604	98.29	58,211	1.71	105

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 6 of the Notice of the AGM dated 20th July, 2020 has been passed with requisite majority

Resolution No. 7:

Appointment of and Remuneration payable to Mr. Harjesh Mohan Sood as Whole time 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	Nos.	%age of total no. of	



			valid votes cast (favour and against)		valid votes cast (favour and against)	
Item No. 7 as Special Resolution	e-voting	310	0.53	58,220	99.47	NIL
	poll	33,47,285	100	NIL	NIL	105
	Total	33,47,595	98.29	58,220	1.71	105

Based on the aforesaid results, I report that Special Resolution as contained in Item No. 7 of the Notice of the AGM dated 20th July, 2020 has been passed with requisite majority

Note:

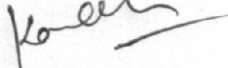
Percentage of votes cast in favour or against the resolutions are calculated based on the valid votes cast though remote e voting and voting by physical ballot conducted at the venue of the meeting.

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

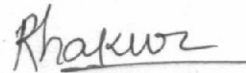
UDIN: A013862B000634779

Date: 30/08/2020

Place: Gurugram



Countersigned and received the Report



(Rakesh Kumar Thakur)

Company Secretary