

MINUTES OF THE TWENTY SECOND ANNUAL GENERAL MEETING OF THE MEMBERS OF KWALITY LIMITED HELD ON WEDNESDAY, 24th SEPTEMBER, 2014 AT 9.30 A.M. AT LAVANYA, G.T. KARNAL ROAD, PALLA BAKHTAVARPUR MORD, ALIPUR, DELHI-110036

DIRECTORS PRESENT

Mr. Sanjay Dhingra	Chairman & Managing Director
Mr. Sidhant Gupta	Director
Mr. Arun Srivastava	Director
Mr. Rattan Sagar Khanna	Director

IN ATTENDANCE

Mr. Sunit Shangle	Chief Financial Officer
Ms. Deepa Kapoor	Company Secretary

Number of Shareholders present in the meeting either in person or through proxy 317

BUSINESS OF THE MEETING:

1. Mr. Sanjay Dhingra, Chairman of the Company took the chair in pursuant to Article 75 of the Article of Association of the Company.
2. After ascertaining that the Quorum was present, the Chairman called the meeting to order.
3. With the unanimous consent of the members present, the notice of the Annual General Meeting along with the explanatory statement was taken as read.
4. The Chairman delivered the speech and briefly highlighted the Company's business activities and outlook of the company.
5. At the request of the Chairman, Ms. Deepa Kapoor, Company Secretary & Compliance Officer of the Company read the Auditor's Report on the accounts for the year ended 31st March, 2014 to the members of the Company.
6. The Register of Members, register of Director's Shareholding and other Statutory Registers required under the provisions of Companies Act, 2013 were kept open for inspection for the members of the Company.
7. The Chairman informed the members that the Company has provided e-voting facility to the members to exercise their voting on the resolutions to be considered at the Annual General Meeting. To enable members, who had not

For Kwality Limited
(Formerly known as Kwality Dairy (India) Limited)

Company Secretary

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exercised the e-voting facility, the Chairman ordered a poll to take place. He also informed that the members who had not availed the e-voting facility are requested to exercise their voting through poll.

The reports for e-voting and poll was submitted. As the resolutions received sufficient votes, Chairman declared them as passed on the date of Annual General Meeting as per the detail given below.

8. ADOPTION OF ACCOUNTS, DIRECTORS' AND AUDITORS' REPORT THEREON

"RESOLVED THAT the Directors' Report, Audited Balance Sheet, Statement of Profit & Loss Account and Cash Flow Statement for the year ended 31st March, 2014 and the Auditors' Report thereon be and are hereby received, approved and adopted."

Total Votes	Total Votes Received on e-voting & Poll	Invalid Votes	In Favor		Against	
			No. of votes	%	No. of votes	%
20,31,86,434	772	Nil	621	80.44	150	19.43

The resolution is passed as an Ordinary Resolution.

9. DECLARATION OF DIVIDEND FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2014

"RESOLVED THAT the final dividend at the rate of Re. 0.10 on equity shares of Re. 1/- each, fully paid-up be and is hereby declared for payment, to those shareholders of the Company whose names appear on the Company's Register of Members on Tuesday, 16th September, 2014."

Total Votes	Total Votes Received on e-voting & Poll	Invalid Votes	In Favor		Against	
			No. of votes	%	No. of votes	%
20,31,86,434	772	Nil	621	80.44	150	19.43

The Resolution is passed as an Ordinary Resolution.

10. APPOINTMENT OF M/S P.P. MUKERJEE AS STATUTORY AUDITOR OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013 ("Act"), and other applicable provisions of the Act, if any and the rules made there under, as amended from time to time, M/s. P.P. Mukerjee & Associates


CHAIRMAN'S INITIALS

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Chartered Accountants (ICAI Firm Registration No. 023276N), retiring Auditors of the company be and is hereby re-appointed as Statutory Auditors of the Company, to hold the office from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting of the Company to be held in the year 2019 (subject to ratification of their appointment at every AGM) at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors”.

Total Votes	Total Votes Received on e-voting & Poll	Invalid Votes	In Favor		Against	
			No. of votes	%	No. of votes	%
20,31,86,434	772	Nil	671	86.92	100	12.95

The resolution is passed as an Ordinary Resolution.

11. ALTERATION OF ARTICLE OF ASSOCIATION

“RESOLVED THAT Pursuant to Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, the Article of Association of the Company be and is hereby altered by substitution of regulation 104 and 127 of the Article of Association of the Company with the following new regulation:

104. At each Annual General Meeting of the Company one third of such of the Directors for the time being as are liable to retire by rotation or if their number is not three or a multiple of three, then the number nearest to one third shall retire from office.
- 127 (i) Directors liable to retire by rotation shall be determined on the basis of seniority i.e. those who have been longest in office since their last appointment and in case of Directors appointed on same day, those who are to retire shall, in default of and subject to any agreement among themselves, be determined by lot.
- 127 (ii) Subject to the provisions of Section 203 of the Companies Act, 2013 and the rules made there under an individual may be appointed as the Chairperson as well as the Managing Director or Chief Executive Officer of the Company at the same time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to file the necessary e-forms with the Registrar of Companies, Delhi & Haryana in relation to the aforesaid amendment to the

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Articles of Association and further to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution."

Total Votes	Total Votes Received on e-voting & Poll	Invalid Votes	In Favor		Against	
			No. of votes	%	No. of votes	%
20,31,86,434	33,99,409	Nil	3399308	99.997	100	0.002

The resolution is passed as Special Resolution.

12. TO APPOINT A DIRECTOR IN PLACE OF MR. SANJAY DHINGRA (DIN: 00025376), WHO RETIRES BY ROTATION

"RESOLVED THAT Mr. Sanjay Dhingra, who retires by rotation and is eligible for reappointment be and is hereby appointed as a Director of the Company liable to retire by rotation."

Total Votes	Total Votes Received on e-voting & Poll	Invalid Votes	In Favor		Against	
			No. of votes	%	No. of votes	%
20,31,86,434	772	Nil	671	86.92	100	12.95

The Resolution is passed as an Ordinary Resolution.

13. APPOINTMENT OF MR. ARUN SRIVASTAVA AS AN INDEPENDENT DIRECTOR


"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Companies (Appointment and Qualifications of Directors) Rules 2014, read with Schedule IV to the Act, Mr. Arun Srivastava (DIN: 01121929), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, and who is eligible for appointment, be and is hereby appointed as Non-Executive Independent Director of the Company with effect from 12.08.2014 up to 11.08.2019."

Total Votes	Total Votes Received on e-voting & Poll	Invalid Votes	In Favor		Against	
			No. of votes	%	No. of votes	%
20,31,86,434	16,13,85,642	Nil	16,13,85,641	99.99	Nil	Nil

The resolution is passed as an Ordinary Resolution.



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14. APPOINTMENT OF DR. RATTAN SAGAR KHANNA AS AN INDEPENDENT DIRECTOR

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Companies (Appointment and Qualifications of Directors) Rules 2014, read with Schedule IV to the Act, Dr. Rattan Sagar Khanna (DIN: 03073914), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, and who is eligible for appointment, be and is hereby appointed as Non-Executive Independent Director of the Company with effect from 12.08.2014 up to 11.08.2019."

Total Votes	Total Votes Received on e-voting & Poll	Invalid Votes	In Favor		Against	
			No. of votes	%	No. of votes	%
20,31,86,434	16,13,85,642	Nil	16,13,85,641	99.99	Nil	Nil

The resolution is passed as an Ordinary Resolution.

15. AUTHORISATION TO BORROW MONEY UNDER SECTION 180(1)(c) OF THE COMPANIES ACT, 2013

"RESOLVED THAT in supersession of resolution passed earlier and subject to the provisions of Section 180(1)(c), Section 186 of the Companies Act, 2013, and other applicable provisions of the Companies Act, 2013, if any, and the rules made there under and subject to the provisions of the Articles of Association of the Company, consent of the members be and is hereby accorded to the Board of Directors of the Company for and on behalf of company, severally and/or jointly to borrow any sum or sums of money, give and/or receive the corporate guarantee, from time to time as the Board of Directors may think fit, for the purpose of business of the Company on such terms and conditions and with or without security from financial institutions and/or Banks and/or depositors and/or other parties by way of rupee loans and/or loans in any currency or currencies and/or deposits and/or credit facilities and/ or deferred payment facilities and/or non-fund based limit

and/or issue of debentures, as the Board of Directors may in its absolute discretion think fit, notwithstanding that the money or monies to be borrowed together with the monies already borrowed by the Company including the corporate guarantee on behalf of the Company (apart from the temporary loans obtained from the company's Banker in the ordinary course of business) may exceed the aggregate paid up share capital of the company and its free reserve (i.e. reserve not set apart for any specific purpose) provided, however, that the total borrowings outstanding at any one time including the monies already borrowed shall not exceed a sum of Rs. 3,000 Crores (Rupees Three Thousand Crores Only).

RESOLVED FURTHER THAT the Board of Directors of the Company be

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and is hereby authorised to file the necessary e-forms with the Registrar of Companies, Delhi & Haryana and other concerned authorities and to take all such steps and to give all such directions and to do all such acts, deeds, matters and things as may be necessary and/or expedient to give effect of the above resolution.”

Total Votes	Total Votes Received on e-voting & Poll	Invalid Votes	In Favor		Against	
			No. of votes	%	No. of votes	%
20,31,86,434	16,13,85,642	Nil	16,13,85,641	99.99	Nil	Nil

The resolution is passed as Special Resolution.

16. AUTHORISATION TO ISSUE SHARES ON PREFERENTIAL BASIS

"RESOLVED THAT pursuant to the provisions of Section 42 and Sections 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable laws, rules, regulations notifications and circulars and in accordance with the Memorandum and Articles of Association of the Company and Listing Agreements between the Company and the Stock Exchanges where the shares of the Company are listed and subject to such approvals, permissions and sanctions as may be necessary from the Government of India, Reserve Bank of India ("RBI"), Securities and Exchange Board of India ("SEBI"), Registrar of Companies, NCT of Delhi & Haryana, and/or any other regulatory authorities, any other competent authorities, institutions or bodies, within or outside India and subject to such conditions, alterations and modifications as may be prescribed by such concerned authorities while granting such approvals, permissions and sanctions, which the Board of Directors (hereinafter referred to as the "Board" which term shall be deemed to include any committee(s) duly constituted/ to be constituted by the Board to exercise its powers including the powers conferred by this resolution) is hereby authorized to accept, consent of the Company be and is hereby accorded to offer, issue and allot (including with provisions for reservations on firm and /or competitive basis, of such part of issue and for such categories of person including employees of the Company as may be permitted) by way of rights issue and/or public issue and/or offer for sale and/or private placement and/or by issuing compulsory convertible debenture (CCD)/compulsory convertible preference shares (CCPS) and/or Qualified Institutional Placements under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 and/or against subscription in foreign/ Indian Currency, through prospectus and/or offering circular/offer letter/ term sheet, equity shares of the Company (which shall rank pari-passu to the existing equity shares of the Company) (the "shares"), and/or non-convertible and partly convertible debentures, with or without warrants, and/or Global Depository Receipts/Global Depository Shares ("GDRs/GDSs") and/or American Depository Receipts/American Depository Shares ("ADRs/ADSs") against the issue of underlying shares and/or foreign currency convertible bonds ("FCCBs") convertible into equity shares, which shall rank



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pari-passu with the then existing (hereinafter referred to as "securities"), whether to remain unlisted or to be listed on any stock exchanges in India or any other international stock exchange outside India, to resident of India or persons resident outside India including Foreign Institutional Investors/ Qualified institutional Buyers ("QIBs")/ Companies/ Individuals in India or abroad, with or without an overallotment/ Green Shoe Option, as may be permitted under applicable laws, rules & regulations and policy whether or not they are members of the Company in such form and terms, including as to pricing, the ratio in which such securities may be offered, issued and allotted to the existing shareholders, the number of securities to be issued, face value of the securities, rate of interest, premium, number of equity shares to be allotted on conversion, exercise of rights attached with warrants, ratio of exchange of shares and/or warrants and/or any other financial instruments, period of conversion/redemption/fixing of record date or book closure, adjustment conditions for corporate actions and other related or incidental matters as may be decided and deemed appropriate by the Board up to a sum of Rupees 10,000 million (inclusive of premium as may be determined by the Board) (or an equivalent amount in any foreign currency) in one or more tranches, at such price or prices, at a premium or discount to market price or prices and in such manner and on such terms and conditions as the Board may in its absolute discretion think fit, in consultation with lead managers and/or underwriters and/or advisers as may be appointed by the Board, whether with or without an option to subscribe for additional securities."

RESOLVED FURTHER THAT without prejudice to the generality of the above and subject to all applicable laws, the aforesaid issue of securities may have all or any terms or combination of terms in accordance with Indian laws and/or international practices and regulations including, but not limited to, conditions in relation to payment of interest, additional interest, premium on redemption, prepayment and other debt service payments whatsoever, and all such terms are provided in issue of securities of this nature internationally and/or domestically including terms for issue of shares upon conversion of securities or variation of conversion price of the securities during the term of securities as the Board deems fit and appropriate and the Board is also entitled to enter into and execute all such arrangements/agreements, as the case may be, with any lead managers, underwriters, registrar, advisors, guarantors, trustees, agents, depositories, custodians and all such agencies as may be involved or concerned in such offering of securities and to remunerate all such agencies including the payment of commissions, brokerage, fees or the like and also to seek the listing of such securities or securities representing the same in one or more stock exchanges within and/or outside India."

RESOLVED FURTHER THAT the Board may enter into any agreement with any agency or body for issue and allotment of securities in such form(s) with such features and attributes as are prevalent in domestic as well as international capital markets for instruments of that nature and to provide for the tradability or free transferability thereof as per the domestic as well as international practices and regulations and under the norms and practices prevalent in the international markets and the securities issued in foreign market and/or Indian markets shall be deemed to have been made abroad and/or in the international market and/or at the place of issue of the securities in the international market

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and/or Indian market and may be governed by applicable Indian laws and/or foreign laws, as the case may."

RESOLVED FURTHER THAT in the event of issue of securities by way of a qualified institutional placement to QIB's on private placement basis shall be in accordance with chapter VIII of the SEBI (Issue of Capital & Disclosure Requirement) Regulations 2009, the relevant date on the basis of which price of the resultant shares shall be determined as specified under the SEBI (Issue of Capital & Disclosure Requirement) Regulations 2009 shall be the date of the meeting in which the board or the committee of the directors duly authorized by the board, decide to open the proposed issue of securities."

RESOLVED FURTHER THAT in the event the securities are proposed to be issued through FCCBs/ADRs/GDRs; the relevant date for the purpose of pricing the securities is the date of the meeting at which the Board decides to open the proposed issue, as specified in the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (through Depository Receipt Mechanism), Scheme 1993."

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize and approve the offering circular/ prospectus/ placement document/ term sheets/ agreements, in respect of the proposed issue of the securities and to authorize any director or directors of the Company or any other officer or officers of the Company to sign the above documents for and behalf of the Company together with the authority to amend, vary or modify the same and to give such declarations, affidavits, certificates, consents as may be required from time to time, and to arrange for the submission of the offering circular/ prospectus/ placement document/ term sheets agreements, and any amendments and supplements thereto, with any applicable stock exchanges, government and regulatory authorities, institutions, as may be required."

RESOLVED FURTHER THAT in case securities are offered through rights issue, the shareholders shall have right to renounce all or any the shares offered in favor of any person or persons who are Indian residents subject to the right of the Board to refuse allotment to a person, not being a shareholder of the company without assigning any reason. The members can apply for additional shares and they may be entitled to allotment of additional shares at the discretion of the Board and in consultation with the stock exchanges. The renounces may also apply for additional shares and they may be entitled to allotment of additional shares at the discretion of the Board and in consultation with the stock exchanges."

RESOLVED FURTHER THAT in case of any over subscription of the issue, the Board be and is hereby authorized to retain such of the amount, and issue and allot such securities as may be permitted in accordance with applicable laws, rules & provisions in consultation with concerned authorities including stock exchanges."

RESOLVED FURTHER THAT the Board be and is hereby entitled to vary, modify, alter any of the foregoing terms and conditions at their discretion and in conformity with those as may be approved by the SEBI, RBI or any other appropriate authority and/or department."

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For Kwaliti Limited
(Formerly known as Kwaliti Dairy (India) Limited)

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Company Secretary

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RESOLVED FURTHER THAT for giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds and things as the Board may at its absolute discretion, consider necessary, usual and expedient, including without limitation the utilization of issue proceeds, entering into of underwriting, memorandum of understanding, marketing and depository arrangements, and with power on behalf of the Company to settle any question, remove any difficulty or doubt that may arise from time to time in relation to the offer, issue, allotment and utilization of the issue proceeds of the securities for the Company's projects/ expansions/ modernizations/ acquisitions/ direct investments in the subsidiary companies/ joint ventures/ repayment of debts/ other corporate needs, as they may deem fit."

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board/ committee be and is hereby authorized to do all such acts, deeds and things as the Board may at its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise with regard to the offer/ issue, allotment and utilization of the issue proceeds including but without limitation to the making of listing applications, creation of such mortgage/ charge, if necessary, under applicable provisions of the Companies Act, 2013, in respect of the aforesaid securities either on pari-passu basis or otherwise, giving or authorizing the giving by concerned persons of such declarations, affidavits, certificates, consents and authorities as may be required from time to time, without being required to seek any further consent or approval of the members and the members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

RESOLVED FURTHER THAT in case of any debt instrument including but without limitation to any debentures, bonds, the members shall be deemed to have given their approval expressly by the authority of this resolution."

RESOLVED FURTHER THAT the Board, be and is hereby authorized to delegate all the above powers and authorities to any person or persons or committee of the Board, in connection with the issue of securities, and to give effect to the above resolutions."

Total Votes	Total Votes Received on e-voting & Poll	Invalid Votes	In Favor		Against	
			No. of votes	%	No. of votes	%
20,31,86,434	16,13,85,642	Nil	16,13,85,641	99.99	Nil	Nil

The resolution is passed as Special Resolution.

17. The meeting ended with vote of thanks to the Chair..

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Place: New Delhi


Date: August 24, 2014


Sanjay Dhingra

Chairman

(DIN: 00025376)

For Kwality Limited
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Company Secretary

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KWALITY LIMITED

(Formerly Known as Kwaliti Dairy (India) Limited)

KDIL HOUSE: F-82, Shivaji Place, Rajouri Garden, New Delhi-110027

Board: +91 11 47006500 (100 Lines) Fax: +91 11 25191800

E-mail: info@kdil.in Website: www.kdil.in

CIN : L74899DL1992PLC255519

Detail of voting results of 22nd Annual General Meeting of Kwaliti Limited pursuant to Clause 35A of the Listing Agreement:-

The data as required to be reported to the Stock Exchanges as per Clause 35A of the Listing Agreement.

Date of AGM	Monday, 24 th September, 2014
Total number of Shareholders on record date	21243
No. of shareholders present in the meeting either in person or through proxy:	
➤ Promoters and Promoters Group	01
➤ Public	316
No. of Shareholders attended the meeting through Video Conferencing	Nil

Details of the Agenda and Voting Results:

Item No.	Details of the Agenda	Type of Resolution	Mode of Voting
1.	Adoption of Balance Sheet & Profit & Loss Account as on March 31, 2014 along with reports thereon.	Ordinary Resolution	e-voting/Poll
2.	Declaration of Final Dividend for the Financial Year 2013-14.	Ordinary Resolution	e-voting/Poll
3.	Appointment of Mr. Sanjay Dhingra, Director liable to retire by rotation.	Ordinary Resolution	e-voting/Poll
4.	Appointment of M/s P. P. Mukerjee & Associates, Chartered Accountants, as Statutory Auditors.	Ordinary Resolution	e-voting/Poll
5.	Alteration of article of association of the Company.	Special Resolution	e-voting/Poll

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6.	Appoint Mr. Arun Srivastava as an independent director.	Ordinary Resolution	e-voting/Poll
7.	Appoint Dr. Rattan Sagar Khanna as an independent director.	Ordinary Resolution	e-voting/Poll
8.	Authorize the Board of Directors to borrow money under section 180(1)(c) of the companies act, 2013.	Special Resolution	e-voting/Poll
9.	Authorization to issue shares on preferential basis.	Special Resolution	e-voting/Poll

Mode of voting: (Postal ballot/E-voting)

Resolution No. 1: Adoption of Balance Sheet & Profit & Loss Account as on March 31, 2014 along with reports thereon.

Promoter/Public	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
Promoter and promoter group	15,21,54,714	Nil	Nil	Nil	Nil	Nil	Nil
Public - Institutional Holders	8,87,937						
Public-others	5,01,43,783	772	Nil	621	150	80.44	19.43
Total	20,31,86,434	772	Nil	621	150	80.44	19.43

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Resolution No. 2: Declaration of Final Dividend for the Financial Year 2013-14.

Promoter/Public	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
Promoter and promoter group	15,21,54,714	Nil	Nil	Nil	Nil	Nil	Nil
Public - Institutional Holders	8,87,937						
Public-others	5,01,43,783	772	Nil	621	150	80.44	19.43
Total	20,31,86,434	772	Nil	621	150	80.44	19.43

Resolution No. 3: Appointment of Mr. Sanjay Dhingra, Director liable to retire by rotation.

Promoter/Public	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
Promoter and promoter group	15,21,54,714	Nil	Nil	Nil	Nil	Nil	Nil
Public - Institutional Holders	8,87,937						
Public-others	5,01,43,783	772	Nil	671	100	86.92	12.95
Total	20,31,86,434	772	Nil	671	100	86.92	12.95

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CIN : L74899DL1992PLC255519

Resolution No. 4: Appointment of M/s. P.P Mukerjee & Associates as Statutory Auditor of the Company.

Promoter/Public	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
Promoter and promoter group	15,21,54,714	Nil	Nil	Nil	Nil	Nil	Nil
Public - Institutional Holders	8,87,937						
Public-others	5,01,43,783	772	Nil	671	100	86.92	12.95
Total	20,31,86,434	772	Nil	671	100	86.92	12.95

Resolution No. 5: Approval of alteration of article of association of the company.

Promoter/Public	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
Promoter and promoter group	15,21,54,714	Nil	Nil	Nil	Nil	Nil	Nil
Public - Institutional Holders	8,87,937		Nil				
Public-others	5,01,43,783	33,99,409	Nil	33,99,308	100	99.997	0.002
Total	20,31,86,434	33,99,409	Nil	33,99,308	100	99.997	0.002

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Resolution No. 6: Appoint Mr. Arun Srivastava as an independent director.

Promoter/Public	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
Promoter and promoter group	15,21,54,714	15,21,54,714	Nil	15,21,54,714	Nil	100	Nil
Public - Institutional Holders	8,87,937						
Public-others	5,01,43,783	92,30,928	Nil	92,30,927	Nil	99.99	Nil
Total	20,31,86,434	16,13,85,642	Nil	16,13,85,641	Nil	99.99	Nil

Resolution No. 7: Appoint Dr. Rattan Sagar Khanna as an independent director.

Promoter/Public	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
Promoter and promoter group	15,21,54,714	15,21,54,714	Nil	15,21,54,714	Nil	100	Nil
Public - Institutional Holders	8,87,937						
Public-others	5,01,43,783	92,30,928	Nil	92,30,927	Nil	99.99	Nil
Total	20,31,86,434	16,13,85,642	Nil	16,13,85,641	Nil	99.99	Nil

Super





KWALITY LIMITED

(Formerly Known as Kwaliti Dairy (India) Limited)

KDIL HOUSE: F-82, Shivaji Place, Rajouri Garden, New Delhi-110027

Board: +91 11 47006500 (100 Lines) Fax: +91 11 25191800

E-mail: info@kdil.in Website: www.kdil.in

CIN : L74899DL1992PLC255519

Resolution No. 8: Authorize the Board of Directors to borrow money under section 180(1)(c) of the companies act, 2013.

Promoter/Public	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
Promoter and promoter group	15,21,54,714	15,21,54,714	Nil	15,21,54,714	Nil	100	Nil
Public - Institutional Holders	8,87,937						
Public-others	5,01,43,783	92,30,928	Nil	92,30,927	Nil	99.99	Nil
Total	20,31,86,434	16,13,85,642	Nil	16,13,85,641	Nil	99.99	Nil

Resolution No.9: Authorization to issue shares on preferential basis.

Promoter/Public	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
Promoter and promoter group	15,21,54,714	15,21,54,714	Nil	15,21,54,714	Nil	100	Nil
Public - Institutional Holders	8,87,937						
Public-others	5,01,43,783	92,30,928	Nil	92,30,927	Nil	99.99	Nil
Total	20,31,86,434	16,13,85,642	Nil	16,13,85,641	Nil	99.99	Nil

Signature



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