

**A. GOYAL & ASSOCIATES**

**COMPANY SECRETARY**



**CS ASHISH GOYAL**

ACS, M.COM

## **Consolidated Report of Scrutinizer on remote e-voting and voting through polling paper**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

To,  
The Chairman,  
Extraordinary General Meeting of the Equity Shareholders of  
KMG MILK FOOD Limited  
held on the 4<sup>th</sup> April, 2024 at 11:30 a.m., at  
9th K.M. Stone, Pipli to Ambala N.H. 1 G.T. Road Village Masana Distt. Kurukshetra 136118 (Haryana)

**Sub: Scrutinizer's Report on remote e-voting & voting through polling paper conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules 2014**

Dear Sir,

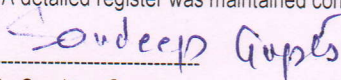
I, Ashish Goyal, Proprietor of M/s A. Goyal & Associates, Company Secretaries, Karnal was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing of voting process i.e. remote e-voting process and voting through polling paper (poll) at Extraordinary General Meeting (EGM) in pursuance of the Section 108 of the Companies Act 2013 (hereinafter "the Act"), read with Rule-20 of the Companies (Management and Administration) Rules 2014 as substituted by the Companies (Management and Administration) Rules 2015 (hereinafter "the Rules") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 on the agenda items mentioned in the Notice dated March 13<sup>th</sup>, 2024 of the Extraordinary General Meeting of the members of the Company held on Thursday, the 4<sup>th</sup> day of April, 2024 at 11:30 a.m. at 9th K.M. Stone, Pipli to Ambala N.H. 1 G.T. Road Village Masana Distt. Kurukshetra 136118 (Haryana).

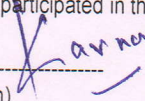
The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means and polling paper received on the resolutions contained in the Notice of Extraordinary General Meeting. My responsibility as a scrutinizer is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above based on the report generated from the e-voting system provided by the Central Depository Services Limited ("CDSL"), the authorized agency appointed by the Company for providing remote e-voting facilities and polling paper received by the company.

I have completed the scrutiny of online voting (remote e-voting) and polling papers received and submit my report as under:

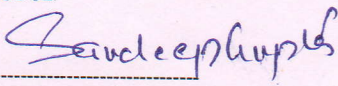
1. The Company has engaged the services of Central Depository Services Limited (herein after "CDSL") as the Authorized Agency to provide secured system for remote e-voting process. The shareholders of the Company had been provided facility to vote on resolutions through the remote e-voting facility. Shareholders opting for remote e-voting facility, cast their votes on the designated website [https:// www.evotingindia.com](https://www.evotingindia.com) of CDSL.
2. The Company has completed the dispatch of notice containing remote e-voting instruction on Thursday, 13<sup>th</sup> March, 2024. The shareholders of the Company as on cut-off date i.e. 28<sup>th</sup> March, 2024, were entitled to avail the facility of remote e-voting. Shareholders who have not cast their votes via remote e-voting & present at the EGM were entitled to cast their votes through polling paper on all resolutions (Item No. 1 to 5) as set out in the notice dated March 13, 2024.
3. The remote e-voting period commenced from Wednesday, 10:00 a.m. (IST) on 1<sup>st</sup> April, 2024 and ended on Monday, 5:00 p.m. (IST) on 3<sup>rd</sup> April, 2024. All the votes received by casting of votes electronically through CDSL portal up to 5:00 p.m. (IST) on 3<sup>rd</sup> April, 2024, the last date and time fixed by the Company were considered for my scrutiny. E-voting facility was blocked forthwith thereafter.
4. After closure of period for remote e-voting, the members who has cast votes through remote e-voting were downloaded from the e-voting website of CDSL, for the purpose of ensuring that the votes of members who have already cast their votes through remote e-voting are not counted again on voting through poll.

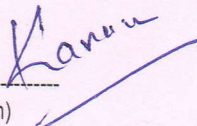
5. At the EGM, after the Chairman ordered for poll, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
6. The locked ballot box was subsequently opened after completion of poll, in my presence along with two witnesses (1) Mr. Sandeep Gupta S/o Pawan Kansal R/o Karnal and (2) Mr. Karan S/o R/o Karnal who are not in the employment of the Company and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Boxes being unlocked in my presence. The Poll papers have been reconciled with the records maintained by CDSL, Registrar & Share Transfer Agents of the Company and the authorization / proxies lodged with the Company to eliminate the duplicate voting i.e. remote e-voting as well as by use of polling paper. A detailed register was maintained containing the particulars of shareholders participated in the voting.

  
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 (Mr. Sandeep Gupta)

  
 -----  
 (Mr. Karan)

7. The polling papers, which were incomplete and/or which were otherwise found defective have been treated as ignored and kept separately.
8. After counting, the votes cast by the members and proxy holders present at the EGM through polling papers, the votes cast through remote e-voting by the members were unblocked at 12:00 p.m. (IST) on 4<sup>th</sup> day of April, 2024 in the presence of 2 (Two) witnesses namely Mr. Sandeep Gupta and Mr. Karan who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence Name Mr. Sandeep Gupta and Mr. Karan. Thereafter, the details containing interalia, the information about shareholders voting "For" and "Against" the resolutions, were generated from the e-voting website of CDSL.

  
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 (Mr. Sandeep Gupta)

  
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 (Mr. Karan)

9. Based on report generated from the e-voting website of CDSL and voting through polling paper at EGM, the consolidated report on the result of voting on each resolution are given hereunder:

**Item No. 1: Ordinary Resolution**

**Appointment of Mr. Vinod Poudyal as a Non-Executive Independent Director of the Company:**

Mode of Voting	Votes cast in favour			Votes cast against			Invalid votes		
	No. of members	No. of votes	% of total number of valid votes cast	No. of members	No. of votes	% of total number of valid votes cast	No. of members	No. of votes	% of total number of valid votes cast
Remote E-voting	00	00	0	0	0	0	-	-	-
Voting through polling paper (in person or by proxy)	15	2964275	100	-	-	-	-	-	-
<b>Total</b>	<b>15</b>	<b>2964275</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>-</b>	<b>-</b>	<b>-</b>

Therefore, Resolution No.1 has been approved with requisite majority.

10. The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at the EGM shall remain in my safe custody until the chairman considers, approves and signs the minutes of the aforesaid EGM and thereafter the same will be handed over to the Company Secretary for safe keeping.

11. I would like to inform you that the Resolution(s) as contained in the Notice dated 31<sup>st</sup> January, 2024 have been passed with requisite majority i.e. Resolution No. 1 to 5 as Ordinary/Special Resolutions. You may accordingly declare the result of the voting through Remote E-voting and Polling papers at EGM.

Thanking You.  
Yours Faithfully,

For A. Goyal & Associates  
Company Secretaries


CS Ashish Goyal  
Proprietor  
M No.: 52796  
COP: 19535

UDIN: A052796F000029542

Date: 04.04.2024

Accepted:  
KMG MILK FOOD LIMITED

Basudev  
Garg

Digitally signed  
by Basudev Garg  
Date: 2024.04.04  
18:00:26 +05'30'

Chairman

# KMG MILK FOOD LIMITED

CIN: L15201HR1999PLC034125

Regd. Office: 9<sup>th</sup> Kilometer Stone, Pipli to Ambala, Village Masana, Kurukshetra,  
Haryana-136118

Tel.: 01744-279452 Fax.: 01744-279453 Website: www.kmggroup.com

Email.: compliances.kmg@gmail.com

Date: 04.04.2024

The Corporate Information Department  
BSE Limited  
Phiroze Jeejee Towers  
Dalal Street  
Mumbai-400001

**Company Number: 519415**

**Sub: Voting Results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby give below details in the prescribed format regarding the voting results of the businesses transacted at the Extra Ordinary General Meeting of our Company KMG MILK FOOD LIMITED held on 04.04.2024 at the Registered Office at 9th K.M. Stone, Pipli to Ambala, G.T. Road, Village Masana, Distt. Kurukshetra, Haryana – 136118, as per Annexure-1.

## FORMAT FOR VOTING RESULTS

<b>Date of the EGM</b>	<b>04.04.2024</b>
<b>Record Date</b>	<b>28.03.2024</b>
<b>Total number of shareholders on record date</b>	<b>1350</b>
<b>No. of shareholders present in the meeting either in a person or through proxy:</b>	
<b>a. Promoter and Promoter Group:</b>	<b>5</b>
<b>b. Public:</b>	<b>10</b>
<b>No. of Shareholders attended the Meeting through Video Conferencing</b>	
<b>a. Promoters and Promoter Group</b>	<b>NIL</b>
<b>b. Public</b>	<b>NIL</b>
<b>No. of Resolutions Passed in meeting</b>	<b>1</b>

Agenda wise disclosure:

**Resolution No. 1**

**Appointment of Mr. Vinod Poudyal as a Non-Executive Independent Director of the Company**

<b>Resolution required:</b>			Ordinary						
<b>Whether promoter are interested in the agenda item.</b>			No						
Category	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	
Promoter and Promoter Group	E-voting	2962275	0	0	0	0	0	0	
	Poll		2962275	100	2962275	0	100	0	
	Postal voting		0	0	0	0	0	0	
	<b>Total</b>		<b>2962275</b>	<b>2962275</b>	<b>100</b>	<b>2962275</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public – Institutional	E-voting	364900	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal voting		0	0	0	0	0	0	
	<b>Total</b>		<b>364900</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public non institution	E-voting	1977425	0	0	0	0	0	0	
	Poll		2000	0.10	2000	0	100	0	
	Postal voting		0	0	0	0	0	0	
	<b>Total</b>		<b>1977425</b>	<b>2000</b>	<b>0.10</b>	<b>2000</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>5304600</b>	<b>2964275</b>	<b>55.88</b>	<b>2964275</b>	<b>0</b>	<b>100</b>	<b>0</b>	
								Whether Resolution Passed or Not.	Yes

Company Secretaries

KARNAL-132001

Mob.: 89501-70702

E-mail: [csashishgoyal@gmail.com](mailto:csashishgoyal@gmail.com)

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## **CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules 2014 as amended]

To  
The Chairman  
KMG Milk Food Limited  
9<sup>th</sup> KM Stone, Pipli to Ambala  
G.T. Road, Vill, Masana,  
Distt. Kurukshetra  
Haryana-136118

**Sub- Consolidated Scrutinizer's Report on remote E-voting and voting through physical Ballot at the EGM of the Company held on Thursady, 04.04.2024 at 11.30 A.M.**

Dear Sir,

I Ashish Goyal, Practicing Company Secretary, Proprietor of **M/s A. Goyal & Associates**, Companies Secretaries, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolutions at the Extra- Ordinary General of the Equity Shareholders of **KMG Milk Food Limited** held on Thursday, 04.04.2024 at 11.30 A.M. submit our **Consolidated report of E-voting** and voting through **ballot (Physical)**.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under and the other applicable laws, relating to ballot voting including voting by electronic means. My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes cast by the members for the resolutions contained in the Notice of EGM held on 04.04.2024 based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facilities for e-voting and scrutiny of the physical ballot received till the closing of the voting process.

After the time fixed for closing of the e-voting, i.e. 5:00 P.M. on 03.04.2024, a final electronic report of the e-voting was generated by me by accessing the data available to me from the website '[www.evotingindia.com](http://www.evotingindia.com)' of Central Depository Services (India) Limited (CDSL), the Agency to provide e-voting facility. Data regarding the e-votes was diligently scrutinized.

The physical ballots received till the closing of polling, were diligently scrutinized and reconciled with the records maintained by the Company through **M/s Skyline financial services Pvt. Ltd., the Registrar and Transfer Agents** of the Company and the authorizations lodged with the Company.

(a) **Resolution No.-1 Appointment of Mr. Vinod Poudyal as Non-Executive Independent Director of the Company.**

(i) Voted in **favour** of the resolution:

<b>Number of Members Voted (through e-voting and Ballot) (in person or by proxy)</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
15	2964275	100%

(ii) Voted **against** the resolution:

<b>Number of Members Voted (through e-voting and Ballot) (in person or by proxy)</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast</b>
NIL	NIL	NIL

(iii) **Invalid** votes:

<b>Number of Members Voted (through e-voting and Ballot) (in person or by proxy)</b>	<b>Number of votes cast by them</b>
NIL	NIL

The Electronic data along with the Physical Ballot Forms and the other related papers/ registers or records will be handed over to the company for safe custody of the same after signing of the scrutinizer's Report.

**For A.Goyal & Associates  
Company Secretaries**

**ASHISH** Digitally signed  
by ASHISH GOYAL  
**GOYAL** Date: 2024.04.04  
17:58:46 +05'30'

**ASHISH GOYAL  
Proprietor)**

**C.P No. : 19535  
ACS No. : 52796**

**UDIN: A052796F000029542**

**Place: Karnal  
Date: 04.04.2024**