UMANG DAIRIES LIMITED

Gulab Bhawan, 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi - 110 002

August 24, 2016

Electronic Filing

Department of Corporate Services /
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Scrip Code: 500231

National Stock Exchange of India Limited
"Exchange Plaza"
Bandra – Kurla Complex
Bandra (E)
Mumbai – 400 051

Symbol : UMANGDAIRY
Series : EQ

Dear Sir/Madam,

Re: Notice of the 23rd Annual General Meeting

1. Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith copy of the Notice convening 23rd Annual General Meeting of the Company scheduled to be held on Wednesday, 21st September, 2016 at 11.30 A.M. at the Registered Office of the Company at Gajraula Hasanpur Road, Gajraula – 244 235, Dist. Amroha, Uttar Pradesh.

2. Further, we wish to intimate you that in compliance of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual Report for the Financial Year 2015-16 of the Company would be sent to the Stock Exchanges within twenty one working days of it being approved and adopted at the abovesaid Annual General Meeting of the Company.

Yours faithfully,
For Umang Dairies Limited

Pankaj

(Pankaj Kamra)
Company Secretary

C/c : (Through Speed Post)

National Securities Depository Ltd. Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013	Central Depository Services (India) Ltd. Phiroze Jeejeebhoy Towers, 28th Floor Dalal Street, Mumbai – 400 023	M/s MAS Services Ltd. T-34, 2nd Floor, Phase-II Okhla Industrial Area, New Delhi – 110 020

UMANG DAIRIES LIMITED

CIN: L15111UP1992PLC014942, **Website :** www.umangdairies.com
Registered Office : Gajraula- Hasanpur Road, Gajraula – 244 235, Dist. Amroha (U.P.)
Admn. Office: Gulab Bhawan, 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi -110 002
Phone: 011-30179776 **Email :** sharesumang@jkmail.com

N O T I C E

NOTICE is hereby given that the **23rd Annual General Meeting** of the Members of **UMANG DAIRIES LIMITED** will be held at the **Registered Office** of the Company at Gajraula Hasanpur Road, Gajraula – 244 235, Dist. Amroha, Uttar Pradesh, on **Wednesday**, the **21st September 2016 at 11.30 A.M.** to transact the following business:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2016 and the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend.
3. To appoint a Director in place of Smt. Sharda Devi Singhania (DIN: 01685496), who retires by rotation and being eligible, offers herself for re-appointment.
4. To ratify the appointment of Auditors of the Company and to fix their remuneration and in connection therewith to consider and if thought fit to pass, with or without modification(s), the following as Ordinary Resolution:

   "RESOLVED that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act 2013, the Rules made thereunder as amended from time to time and pursuant to the resolution of the Members passed at the 21st Annual General Meeting (AGM), the appointment of M/s Lodha & Co., Chartered Accountants, New Delhi, (Registration No. 301051E) as Auditors of the Company, to hold office from the conclusion of this AGM till the conclusion of the AGM to be held in the year 2017, be and is hereby ratified on a remuneration of Rs. 2.70 Lac, excluding Service Tax as applicable and reimbursement of travelling and other out-of-pocket expenses actually incurred by the said Auditors in connection with the audit".

As Special Business

5. To consider and if thought fit to pass, with or without modification(s), the following as Ordinary Resolution:

   "RESOLVED that pursuant to the provisions of Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, remuneration of M/s Sanjay Kumar Garg & Associates, the Cost Auditors, appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year 2016-17 commencing 1st April 2016, of Rs.35,000/- excluding service tax as applicable and reimbursement of travelling and other out-of-pocket expenses actually incurred by the said Auditors in connection with the cost audit, be and is hereby ratified.

   RESOLVED further that the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things as may be deemed necessary or expedient in connection therewith and incidental thereto."
6. To consider and if thought fit to pass, with or without modification(s), the following as Special Resolution:

   "RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Shri R. C. Jain, Director of the Company (DIN: 00165590), be and is hereby re-appointed as an Independent Director of the Company to hold office for a term of five consecutive years from the date of his appointment at this Annual General Meeting, upto the conclusion of 28th Annual General Meeting of the Company in the year 2021."

REGISTERED OFFICE:
Gajraula Hasanpur Road
Gajraula - 244235
Dist. Amroha, (U.P.)

By order of the Board

Pankaj Kamra
Company Secretary

Date: 12th May 2016

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.

A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. Statement pursuant to Section 102 of the Companies Act 2013 (Act), setting out the material facts concerning Item Nos. 5 & 6 of the Notice, is annexed hereto.

3. Corporate Members intending to send their authorised representatives to attend the Annual General Meeting (AGM) are requested to send a duly certified copy of their Board Resolution authorising their representatives to attend and vote at the AGM.

4. Relevant documents referred to in the accompanying Notice and the Statement pursuant to Section 102 of the Act, shall be available for inspection by the members at the Registered Office/Administrative Office of the Company on any working day between 2:00 P.M. to 4:00 P.M. upto and including the date of the AGM and also at the venue of the meeting.

5. The Register of Members and the Share Transfer Books of the Company will remain closed from 15th September, 2016 to 21st September, 2016 (both days inclusive).

6. The Dividend for the financial year ended 31st March 2016 of Re. 1/- per Equity Share (20%) on 2,20,03,200 fully paid equity shares of Rs. 5/- each, as recommended by the Board of Directors, if declared at the AGM, will be paid within three weeks of the date of the AGM to those members whose names shall be borne on the Register of Members of the Company on 21st September 2016 or to their mandatees. In respect of shares held by the Members in dematerialised form, the dividend will be paid on the basis of details of beneficial ownership to be received from the Depositories for this purpose.

7. In furtherance of the Go Green Initiative of the Government, electronic copy of the Annual Report for 2015-16, the Notice of the 23rd AGM of the Company along with Admission Slip and Proxy Form are being sent to all the members whose email addresses are registered with the Company/Depository Participants. Physical copy of the aforesaid documents may be sent on request by any such Member.

8. Physical copy of the Annual Report for 2015-16, the Notice of the 23rd AGM of the Company along with Admission Slip and Proxy Form are being sent to those members who have not registered their e-mail addresses with the Company/Depository Participants. The Annual Report for 2015-16 and the Notice of the 23rd AGM along with Admission Slip and Proxy Form will also be available on the Company's website www.umangdairies.com.

9. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically.

10. Appointment of Director

    Brief resume of the Directors proposed to be re-appointed (item No. 3 of the Notice) is given hereunder:

    Smt. Sharda Devi Singhania (DIN: 01685496) is aged 73 years. She has been involved in various Social & Philanthropic activities. She does not hold any directorships or membership/chairmanship of committees of other public Companies nor hold any Equity Shares of the company.

11. Remote e-Voting procedure

    In compliance with the provisions of Section 108 of the Companies Act, 2013 read with relevant rules thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members, facility to exercise their right to vote at the 23rd AGM by electronic voting system from a place other than the venue of the meeting ("remote e-voting") and the businesses may be transacted through remote e-voting services provided by Central Depository Services (India) Limited (CDSL). Remote e-voting is optional. The facility for voting by ballot/polling paper shall also be made available at the AGM and members attending the AGM who have not already cast their vote by remote e-voting shall be able to exercise their right to cast vote at the AGM.

    The instructions for Members for remote e-voting are as under:

    (i) The e-voting period begins on 18th September 2016 (10:00 A.M.) and ends on 20th September 2016 (5:00 P.M.). During this period, Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 14th September 2016, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

    (ii) Shareholders who have already voted prior to the AGM date may attend the AGM but would not be entitled to vote at the AGM.

    (iii) The Shareholders should log on to the e-voting website www. evotingindia.com

    (iv) Click on "Shareholders" tab.

    (v) Now Enter your User ID

(a) For CDSL: 16 digits beneficiary ID,

(b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

(c) Members holding shares in Physical Form should enter Folio Number registered with the Company.

(vi) Next enter the image verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is printed on sticker pasted on the envelope of this notice. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company's records in order to login. If both the details are not recorded with the depository or Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(ix) After entering these details appropriately, click on "SUBMIT" tab.

(x) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xi) For Members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for Umang Dairies Limited.

(xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xviii) If Demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xx) Note for Non – Individual Shareholders and Custodians

- Non-Individual Members (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xxi) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 14th September 2016 may follow the same instruction as mentioned above for remote e-voting.

(xxii) In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com. The contact details of official responsible to address grievances connected with remote e-voting are Shri Rakesh Dalvi, Deputy Manager, Central Depository Services (India) Limited, 16th Floor, P.J. Towers, Dalal Street, Fort, Mumbai – 400 001; Phone No. 18002005533 or write an email to helpdesk.evoting@cdslindia.com.

(xxiii) The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. 14th September 2016 and a person who is not a Member as on the cut-off date should treat the Notice for information purpose only.

(xxiv) The Company has appointed Mr. Namo Narain Agarwal, Practising Company Secretary (Membership No. FCS-234) as Scrutinizer to scrutinize the voting (at AGM venue) and remote e-voting process in a fair and transparent manner.

(xxv) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes casted at the Meeting and thereafter unblock the votes casted through remote e-voting in the presence of atleast two (2) witnesses not in the employment of the Company and make, not later than 48 hours of conclusion of AGM, a consolidated Scrutinizer's Report of the total votes casted in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same. The Chairman or a person authorized by him in writing shall declare the results of the voting forthwith.

12. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e., 14th September 2016 and who has not cast vote by remote e-voting, and being present at the AGM either personally or through proxy, only shall be entitled to vote at the AGM. Ballot papers will be available at the venue of the AGM.

13. The Results declared alongwith the consolidated Scrutinizer's report shall be placed on the website of the Company www.umangdairies.com and on the website of CDSL www.cdslindia.com and shall simultaneously be forwarded to the concerned Stock Exchanges.

STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 5

The Board at its meeting held on 12th May 2016, as recommended by the Audit Committee, has appointed M/s Sanjay Kumar Garg & Associates, Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year 2016-17 commencing 1st April 2016 at a remuneration of Rs. 35,000/- excluding service tax as applicable and reimbursement of travelling and other out-of-pocket expenses actually incurred by the said Auditors in connection with the cost audit.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.

The resolution is accordingly recommended for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the aforesaid resolution.

Relevant documents would be available for inspection by the Members at the Registered Office/Administrative Office of the Company on any working day between 2:00 P.M. to 4:00 P.M. upto and including the date of AGM and also at the venue of the meeting.

Item No. 6

Shri R. C. Jain (DIN: 00165590) was appointed by the Shareholders as an Independent Director for a term of two consecutive years at the Annual General Meeting (AGM) held on 22nd September, 2014. The Board of Directors of the Company has recommended re-appointment of Shri R.C. Jain as an Independent Director of the Company to hold office for a further term of five consecutive years, from this AGM in terms of Section 149 of the Companies Act, 2013 (the Act), as mentioned in the Resolution.

Shri R.C. Jain is B.Com and L.L.B. and has about 49 years of rich experience in different capacities in the field of Finance and Accounts.

Shri R. C. Jain is on the Board of various Private Limited Companies and does not hold any Membership of Committees of the Board in any other Companies. Shri Jain holds 100 equity shares in the Company.

Shri R. C. Jain has given requisite declaration that he meets the criteria of Independence as prescribed both under sub-section (6) of Section 149 of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and has given his consent to act as Independent Director of the Company. Shri Jain is also not disqualified from being appointed as Director in terms of Section 164 of the Act.

In the opinion of the Board, Shri R. C. Jain fulfils the conditions specified in the Act in respect of his reappointment as an Independent Director of the Company and is independent of the management.

The resolution is accordingly recommended for the approval of the Members.

Except Shri R. C. Jain, being the appointee, none of the other Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in aforesaid resolution.

Relevant documents alongwith copy of the draft letter of reappointment of Shri Jain as an Independent Director setting out the terms and conditions would be available for inspection by the Members at the Registered Office/Administrative Office of the Company on any working day between 2:00 P.M. to 4:00 P.M. upto and including the date of AGM and also at the venue of the meeting.

REGISTERED OFFICE:
Gajraula Hasanpur Road
Gajraula - 244235
Dist. Amroha, (U.P.)

By order of the Board

Pankaj Kamra
Company Secretary

Date: 12th May 2016

FOR ATTENTION OF THE MEMBERS

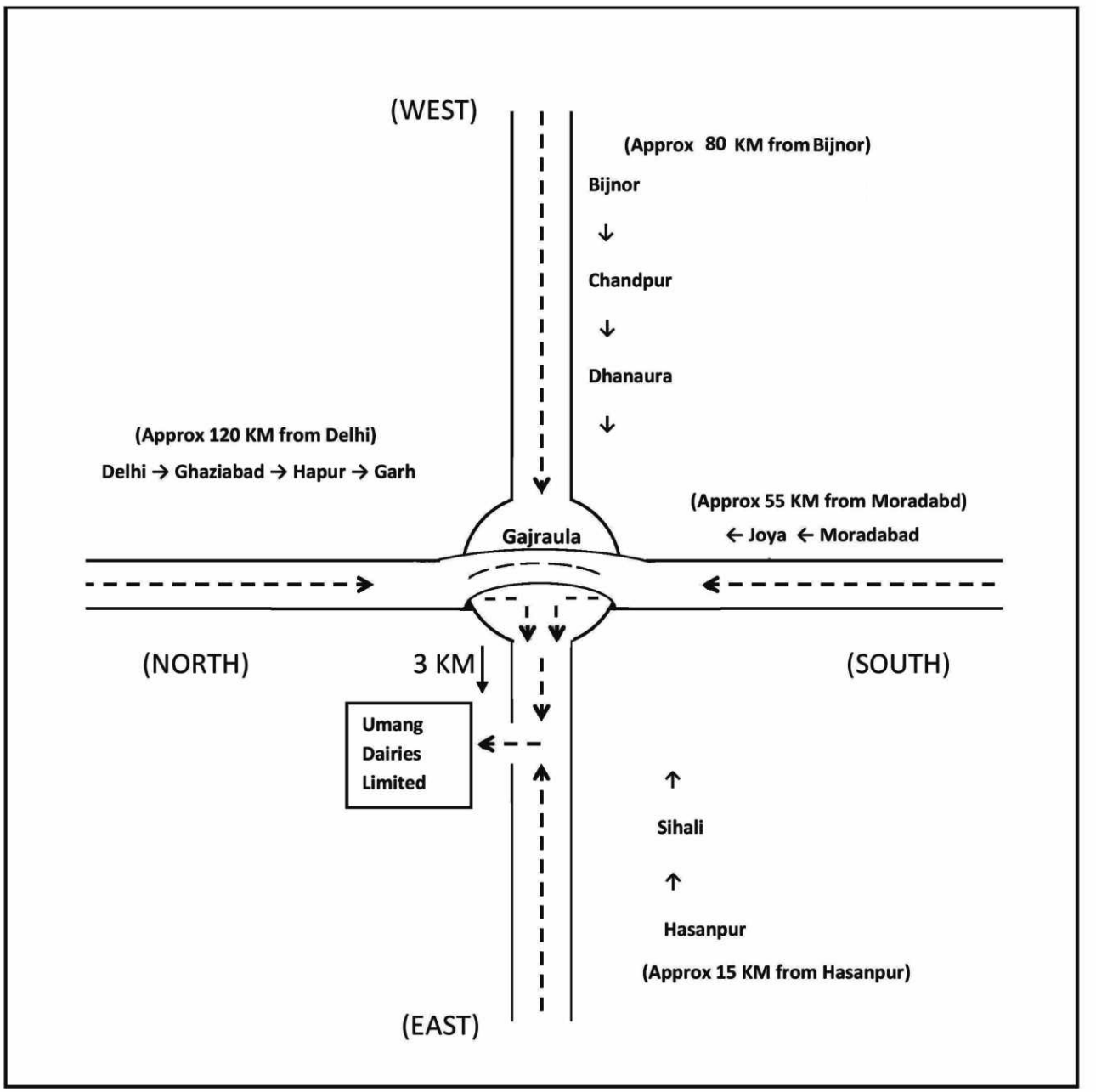
1. Members/Proxies should bring the Admission Slip sent herewith duly filled in for attending the Meeting.
2. For prompt attention, requests for transfer of Equity Shares and related correspondence should be addressed to the Company's Registrar and Share Transfer Agents (RTA): MAS SERVICES LIMITED, T-34, Second Floor, Okhla Industrial Area, Phase-II, New Delhi-110 020. The shareholders may approach their Depository Participant for getting their shares dematerialised and in respect of shares already held in dematerialised mode for registration of change in their addresses, bank mandates, nominations, etc.
3. Please Check the address including the Pin Code in the address slip pasted on the envelope and advise correction, if any, therein. Also please do indicate the Pin Code Number of your delivery post office while notifying change in your address to RTA where shares are held in physical form.
4. Dividend Warrants, Share Transfer, etc.:

   As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is mandatory for the company to print the bank account details of the investors in dividend payment instrument. Accordingly, the Members are requested to register/update their correct bank account details with the Company/RTA/ Depository Participant, as the case may be.
5. Unclaimed Dividends / Dividend Warrants : Members who have not claimed their dividend for the Financial Years 2012-13, 2013-14 and 2014-15 may send their unclaimed dividend warrants to the Company Secretary for revalidation at Gulab Bhawan, 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi- 110 002.

   Members are requested to furnish to the Company their Bank particulars to enable the Company to directly credit the dividend amount in their Bank Account through Electronic Clearing Services.
6. Nomination: Pursuant to Section 72 of the Companies Act, 2013, individual Shareholders holding Equity Shares of the Company either singly or jointly may nominate an individual to whom all the rights in the Shares in the Company shall vest in the event of death of the sole/all joint Shareholders.
7. Dematerialisation of Shares and Liquidity: Members may in their own interest consider dematerialisation of their shareholding in the Company held in physical form. Dematerialisation facility is available both on NSDL and CDSL. Company's ISIN is INE864B01027.
8. Members are requested to quote their Folio No./DP ID- Client ID and details of shares held in physical/demat mode, e-mail ids and Telephone No. for prompt reply to their communications.
9. This Notice also contains a route map of the venue of AGM.

UMANG DAIRIES LIMITED

Route Map to the venue of the 23rd Annual General Meeting



UMANG DAIRIES LIMITED

CIN: L15111UP1992PLC014942, **Website :** www.umangdairies.com
Registered Office : Gajraula- Hasanpur Road, Gajraula – 244 235, Dist. Amroha (U.P.)
Admn. Office: Gulab Bhawan, 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi -110 002
Phone: 011-30179776 **Email :** sharesumang@jkmail.com

ADMISSION SLIP

Folio No. / DP ID / Client ID #	
No. of Equity Shares held	

I hereby record my presence at the 23rd Annual General Meeting of the Company being held at Gajraula-Hasanpur Road, Gajraula - 244 235, Dist. Amroha (U.P.) on **Wednesday**, the **21st September 2016** at **11.30 A.M.**

Name of the Member (in block letters)
Name of Proxy Holder /Authorised Representative* (in block letters)

#Applicable for shareholders holding shares in dematerialised form.
*Strike out whichever is not applicable

Signature of the Member/Proxy/Authorised Representative*

Notes: 1. A Member/Proxy/Authorised representative wishing to attend the meeting must complete this Admission Slip before coming to Meeting and hand it over at the entrance.
2. If you intend to appoint a proxy, please complete, stamp, sign and deposit the Proxy Form given below at the Company's Registered Office at least 48 hours before the time fixed for the Meeting.

UMANG DAIRIES LIMITED

CIN: L15111UP1992PLC014942, **Website :** www.umangdairies.com
Registered Office : Gajraula- Hasanpur Road, Gajraula – 244 235, Dist. Amroha (U.P.)
Admn. Office: Gulab Bhawan, 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi -110 002
Phone: 011-30179776 **Email :** sharesumang@jkmail.com

PROXY FORM

Pursuant to Section 105 (6) of the Companies Act, 2013 and Rule 19 (3) of the Companies (Management and Administration) Rules, 2014.

Name of the member(s):	
Registered Address:	
E-Mail ID:	
Folio No./DPID/Client ID:	

I /We .....being the member(s) of Umang Dairies Limited, holding ..... shares hereby appoint :

(1) Name: _____ Address: _____
E Mail ID: _____ Signature: _____ or failing him;

(2) Name: _____ Address: _____
E Mail ID: _____ Signature: _____ or failing him;

(3) Name: _____ Address: _____
E Mail ID: _____ Signature: _____

as my/ our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the 23rd Annual General Meeting of the Company to be held on Wednesday, the 21st September 2016 at 11.30 A.M. at Gajraula-Hasanpur Road, Gajraula - 244 235, Dist. Amroha (U.P.) and at any adjournment thereof in respect of the resolutions as are indicated below:

Resolution Number	Resolution
1	Consideration and Adoption of audited Financial Statements for the financial year ended 31st March 2016 and the Reports of the Board of Directors and Auditors thereon.
2	Declaration of Dividend.
3	Re-appointment of Smt. Sharda Devi Singhania (DIN: 01685496) as a Director, who retires by rotation.
4	Ratification of appointment of M/s Lodha & Co., Chartered Accountants, as Auditors of the Company and their remuneration.
5	Ratification of remuneration payable to M/s Sanjay Kumar Garg & Associates, Cost Auditors for the financial year ending 31st March 2017.
6	Re-appointment of Shri R. C. Jain (DIN: 00165590), as an Independent Director, for a further term of five consecutive years.

Signed this _____Day of _____2016

Affix Revenue Stamp here

Signature of Shareholder Signature of Proxy holder(s)

Notes: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at Gajraula-Hasanpur Road, Gajraula - 244 235, Dist. Amroha (U.P.), not less than 48 hours before the commencement of the Meeting. A Proxy need not be a member of the Company.

2. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the company. A member holding more than 10% of the total share capital of the company may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. A proxy holder may vote either for or against each resolution.

UMANG DAIRIES LIMITED

CIN: L15111UP1992PLC014942, **Website :** www.umangdairies.com
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Admn. Office: Gulab Bhawan, 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi -110 002
Phone: 011-30179776 **Email :** sharesumang@jkmail.com

E-COMMUNICATION REGISTRATION FORM

Dear Shareholders,

Pursuant to the provisions of the Companies Act, 2013 read with relevant Rules issued thereunder, the Company is permitted to serve various notices/documents under the said Act, through electronic mode to those shareholders who have registered their e-mail address either with the Company or with the Depository.

To support this 'Green Initiative' the Members holding shares in physical form are requested to fill-in the appended form and send back to the Company. Members holding shares in dematerialized form are requested to approach the concerned Depository Participant to record/update in their e-mail address.

Pankaj Kamra
Company Secretary

E-COMMUNICATION REGISTRATION FORM

(For Members holding Equity Shares in physical mode)

Folio No. : .....

Name of the 1st Registered Holder : .....

Name of the Joint Holder(s) : .....

Registered Address : .....

.....

E-mail Id (to be registered) : .....

I/We Member(s) of Umang Dairies Ltd. agree to receive communication from the Company in electronic mode.

Please register my/our above e-mail ID in your records for sending communication in electronic form.

Date: Signature

Note: Members(s) are requested to complete this Form and send to the Company Secretary at the above address or send the scanned copy of this Form duly completed at the email id- sharesumang@jkmail.com