**UMANG DAIRIES LIMITED**

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

24th August 2018

**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 25th 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 25th Annual General Meeting of the Company scheduled to be held on Wednesday, 19th September, 2018 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 2017-18 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

Encl:a/a

C/c : (Through Speed Post)

| | | |
|---|---|---|
| National Securities Depository Ltd.<br>Trade World, 4th Floor,<br>Kamala Mills Compound,<br>Senapati Bapat Marg,<br>Lower Parel,<br>Mumbai – 400 013 | Central Depository Services<br>(India) Ltd.<br>Phiroze Jeejeebhoy Towers<br>28th Floor, Dalal Street<br>Mumbai – 400 023 | M/s MAS Services Ltd.<br>T-34, 2nd Floor, Phase-II<br>Okhla Industrial Area<br>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.)
**Admin. Office:** Gulab Bhawan (Rear Block), 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi -110 **002**
**Phone:** 011-30179776, **Email ID:** sharesumang@jkmail.com

## NOTICE

**NOTICE** is hereby given that the **25th 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 **19th September 2018** 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 2018 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 appoint 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 an 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 24th Annual General Meeting (AGM), the appointment of M/s Singhi & Co., Chartered Accountants, New Delhi, (Registration No. 302049E) 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 2019, be and is hereby ratified on a remuneration of Rs.3.45 Lac per annum, excluding G.S.T. 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 an 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 audit of the cost records of the Company for the financial year 2018-19 commencing 1st April 2018, of Rs. 42,000/-, excluding G.S.T. 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 Regulation 17 (1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, Smt. Sharda Devi Singhania, (DIN: 01685496) aged 75 years, who has been a Director of the Company since 27th March 2015, liable to retire by rotation, do continue to be a Director of the Company in the category of Non-Executive Director."

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

   "RESOLVED THAT pursuant to Regulation 17 (1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, Shri R.C. Periwal, (DIN: 00168904) aged 85 years, who has been a Non Executive Independent Director of the Company since 22nd September 2014, do continue to be a Director of the Company in the category of Non-Executive Independent Director upto the conclusion of the Annual General Meeting of the Company to be held in the year 2019."

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

By Order of the Board

Pankaj Kamra
Company Secretary

Date: 9th August 2018

**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 & 7 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 13th September 2018 to 19th September 2018 (both days inclusive).

6. The Dividend for the financial year ended 31st March 2018 of Rs. 0.25/- per Equity Share (5%) 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 19th September 2018 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 2017-18, the Notice of the 25th 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 2017-18, the Notice of the 25th 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 2017-18 and the Notice of the 25th 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 Director proposed to be re-appointed (item No. 3 of the Notice) is given hereunder:

    Smt. Sharda Devi Singhania (DIN: 01685496) is aged 75 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 25th 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 voting period begins on 16th September 2018 from 10:00 A.M. and ends on 18th September 2018 at 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 of 12th September 2018, 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/Members'.

(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)<br>• 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.<br>• 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 changed 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 shareholders (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. 12th September 2018 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, Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mills Compounds, N M Joshi Marg, Lower Parel (E), Mumbai – 400013; Phone No. 1800225533 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. 12th September 2018 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, first count the votes cast at the Meeting and thereafter unblock the votes cast 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 cast in favour or against, if any, to the Chairman of the Company 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., 12th September 2018 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 e-voting www.evotingindia.com and shall simultaneously be forwarded to the concerned Stock Exchanges. The result of the voting will also be displayed at the Notice Board at the Registered Office and the Administrative Office of the Company.

## STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

**Item No. 5**

1. The Board at its meeting held on 3rd May 2018, as recommended by the Audit Committee, has appointed M/s Sanjay Kumar Garg & Associates, Cost Accountants, as Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year 2018-19 commencing 1st April 2018 at a remuneration of Rs. 42,000/- excluding G.S.T. as applicable and reimbursement of travelling and other out-of-pocket expenses actually incurred by the said Auditors in connection with the cost audit.
2. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration as mentioned above, payable to the Cost Auditors has to be ratified by the Members of the Company.
3. The resolution is accordingly recommended for approval of the Members.
4. 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.

**Item No. 6**

1. Smt. Sharda Devi Singhania has been a Director of the Company since 27th March 2015, liable to retire by rotation.
2. Pursuant to Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (Applicable w.e.f. 1st April 2019), the Company is required to take approval of the Members by means of a Special Resolution for continuation of Directorship of Smt. Sharda Devi Singhania, who is aged 75 years, by giving justification thereof. The resolution is accordingly recommended for approval of the Members by means of a Special Resolution.
3. Smt. Sharda Singhania is currently working in managerial capacity with M/s Param Shubham Vanijya Ltd. for more than 25 years. She is actively involved in the field of Education and was instrumental in establishing the well-known Lakshmipat Singhania Academy (LSA) in Kolkata, West Bengal. She continues to be the driving force of this institution and functions as the President of its Executive Committee. She also established Lakshmipat Singhania Academy in Bissau, Rajasthan and overseas the operations of the Academy as the Vice Chairperson of its Managing Committee.

   Smt. Singhania has been the Past-President of 'Ladies Study Group' which is the prestigious ladies wing of the well-known Indian Chamber of Commerce, Kolkata. She is actively involved in various social, philanthropic and CSR activities undertaken by the various Companies of the J.K. Organisation and has widely travelled overseas
4. Keeping in view vast knowledge and experience of Smt. Sharda Devi Singhania, it will be in the interest of the Company to continue her directorship. Accordingly, Board recommends his continuation as a Director of the Company in the category of Non-Executive Director.
5. Except Smt. Sharda Devi Singhania and her relatives to the extent of their shareholding, if any, in the Company, none of the other Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the aforesaid Resolution.
6. 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. 7**

1. Shri R.C. Periwal has been a Non Executive Independent Director of the Company since 22nd September 2014.
2. Pursuant to Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (Applicable w.e.f. 1st April 2019), the Company is required to take approval of the Members by means of a Special Resolution for continuation of Directorship of Shri R.C. Periwal, who is aged 85 years, by giving justification thereof. The resolution is accordingly recommended for approval of the Members by means of a Special Resolution.
3. Shri R. C. Periwal is Post Graduate in Commerce and has multi-company experience of over 52 years in administration with specialization in consumer marketing.
4. Keeping in view vast knowledge and experience of Shri R.C. Periwal, it will be in the interest of the Company to continue his directorship. Accordingly, Board recommends his continuation as a Director of the Company in the category of Non-Executive Independent Director upto the conclusion of the Annual General Meeting of the Company to be held in the year 2019.

5. Except Shri R.C. Periwal and his relatives to the extent of their shareholding, if any, in the Company, none of the other Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the aforesaid Resolution.

6. 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.

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

By Order of the Board

Pankaj Kamra
Company Secretary

Date: 9th August 2018

## 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. SEBI has mandated that securities of listed companies can be transferred only in dematerialised form from December 2018 onwards. In view of the above and to avail various benefits of dematerialisation, members are advised to dematerialise shares held by them in physical form. Dematerialisation facility is available both on NSDL and CDSL. Company's ISIN No. is INE864B01027.

5. Members having multiple folios are requested to write to the RTA for consolidation of the Folios.

6. Dividend Warrants:

   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.

7. Unclaimed Dividends / Dividend Warrants : Members who have not claimed their dividend for the Financial Years 2012-13, 2013-14, 2014-15 and 2015-16 may send their unclaimed dividend warrants to the Company Secretary for revalidation at Gulab Bhawan (Rear Block), 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.

8. As mandated by SEBI, Members holding shares in physical form are required to submit their Permanent Account Number (PAN) and Bank details to the RTA/Company, if not registered with the Company

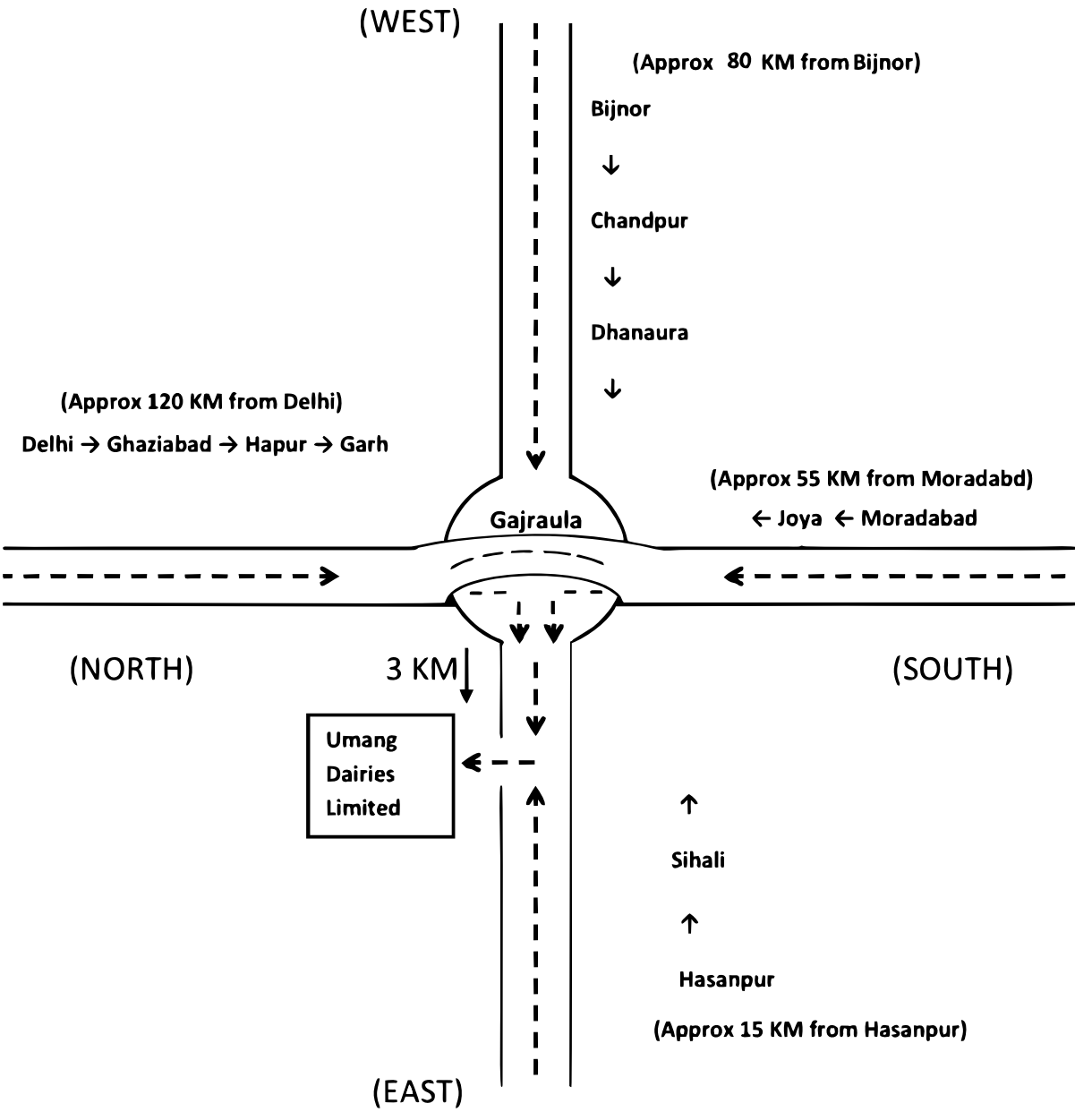
9. Nomination: Pursuant to Section 72 of the Companies Act, 2013, individual Members holding Equity Shares of the Company either singly or jointly may nominate an individual to whom all the rights in the Shares in the Company shall vest in the event of death of the sole/all joint Members. Member holding shares in physical form, may send their nomination in the prescribed Form SH-13, duly filled in, to the Company Secretary at Gulab Bhawan (Rear Block), 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi- 110 002. Members holding shares in dematerialised form are requested to contact their Depository Participant for recording their nomination.

10. 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.

11. This Notice also contains a route map of the venue of AGM.

# UMANG DAIRIES LIMITED

## Route Map to the venue of the 25th Annual General Meeting



# UMANG DAIRIES LIMITED

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

## ADMISSION SLIP

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

I hereby record my presence at the 25th Annual General Meeting of the Company being held at Gajraula-Hasanpur Road, Gajraula - 244 235, Dist. Amroha (U.P.) on **Wednesday,** the **19th September 2018** at **11.30 A.M**

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

**Strike out whichever is not applicable*

*#Applicable for shareholders holding shares in dematerialised form.*

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.)
**Admin. Office**: Gulab Bhawan (Rear Block), 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi -110 002
**Phone:** 011-30179776, **Email ID**: 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/her;

(2) Name: ..... Address: .....
E-Mail ID: ..... Signature: ..... or failing him/her;

(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 25th Annual General Meeting of the Company to be held on Wednesday, the 19th September 2018 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 2018 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 Singhi & 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 2019. |
| 6 | Continuation of Smt. Sharda Devi Singhania (DIN: 01685496) to be a Non-Executive Director of the Company. |
| 7 | Continuation of Shri R.C. Periwal (DIN: 00168904) to be a Non-Executive Independent Director of the Company. |

**Signed this**..... **Day of**..... **2018**

**AFFIX REVENUE STAMP**

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.