

Prabhat Dairy Ltd.

Fresh Dairy • Milk Ingredients • Co-manufacturing



August 11, 2017

BSE Ltd. Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Scrip Code: 539351	The Listing Department National Stock Exchange of India Limited Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051 Symbol: PRABHAT
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Sub: Proceedings of 19th Annual General Meeting.

REF: Regulation 30 read with Schedule III Part A of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

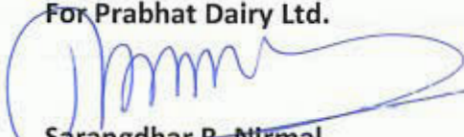
Dear sir/madam,

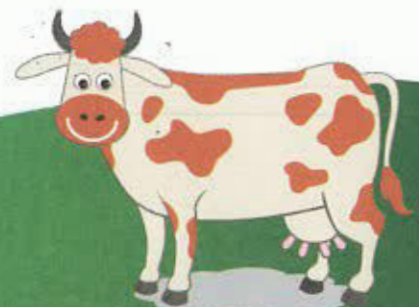
Pursuant to the captioned regulation we are enclosing herewith proceedings of the 19th Annual General Meeting of the Company held on Thursday, August 10, 2017 at 2:30 P.M. at the registered office of the Company at Gat no. 121/2A, at Ranjankhol, Taluka Rahata, Dist. Ahmednagar-413720 Maharashtra.

Kindly take the above information on record.

Thank you,

For Prabhat Dairy Ltd.


Sarangdhar R. Nirmal
Chairman & Managing Director
DIN: 00035234



Regd. Office: 121/2A, At. Post Ranjankhol, Taluka – Rahata, District – Ahmednagar, State – Maharashtra,
India, Pin – 413720, Telephone – 02422 – 645901 to 09, 645500, (M) – +91-9921087777, Fax : 02422 – 265816

Corporate Office: Plot No., D – 37/4 TTC Industrial Area, MIDC, Turbhe, Navi Mumbai, State – Maharashtra,
India, Pin – 400705, Telephone – 022 – 41287700

CIN: L15203PN1998PLC013068

www.prabhatdairy.in | info@prabhatdairy.in



Proceedings of the 19th Annual General Meeting of Prabhat Dairy Limited

The 19th Annual General Meeting (AGM) of the Members of Prabhat Dairy Ltd. ("the Company") was held on Thursday, August 10, 2017 at 2:30 P.M. at the registered office of the Company at Gat no. 121/2A, at Ranjankhol, Taluka Rahata, Dist. Ahmednagar-413720.

The Chairman Mr. Sarangdhar R. Nirmal confirmed the presence of requisite quorum and welcomed all the shareholders, directors and auditors' to the Meeting.

The Chairman addressed a welcome note to all the shareholders, directors and auditors.

Mr. Vivek S. Nirmal – Joint Managing Director briefed about the business and financial performance of the Company for the financial year ended March 31, 2017 and future outlook.

The Chairman then invited Mrs. Priya Nagmoti, Company Secretary to read the Notice, Auditors' Report and Directors' Report and with the permission of all the members present, the said documents being already circulated to all the shareholders were taken as read.

Mrs. Priya Nagmoti, Company Secretary informed the members that the Company had extended e-voting facility to all the shareholders to cast their votes electronically on all resolutions set forth in the AGM Notice. The E-voting commenced at 9.00 A.M on August 07, 2017 and ended at 5.00 P.M on August 09, 2017. M/s. Shravan A. Gupta & Associates, Practicing Company Secretaries was appointed as a scrutinizer by the Board for scrutinizing the e-voting process and provide the combined results.

Ms. Priya Nagmoti, Company Secretary further informed the Members that the Company has arranged for a poll and the members attending the meeting who have not cast their vote by e-voting shall be able to exercise their right to vote at the meeting through poll paper.

The following items of business as set out in Notice were put for Member's discussion and approval.

Ordinary Business:

1. Ordinary resolution for adoption of Audited Financial Statements (standalone) and Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017, together with the Report of the Board of Directors' and Auditors' thereon.
2. Ordinary resolution for declaration of dividend at the rate of Re. 0.40 per equity share of Rs. 10/- each for the financial year ended March 31, 2017.



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3. Ordinary resolution to appoint a Director in place of Mr. Sarangdhar R. Nirmal (DIN: 00035234), who retires by rotation, and being eligible, offers himself for re-appointment.
4. Ordinary resolution to appoint M/s. M S K A & Associates, Chartered Accountants (Firm Registration No. 105047W), as the Statutory Auditors of the Company and to fix their remuneration.

Special Business:

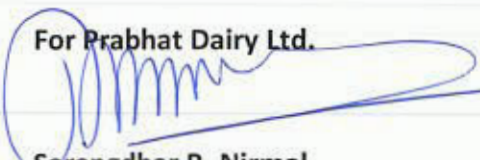
5. Ordinary resolution to appoint Mr. Haresh Shah (DIN: 00228471) as an Independent Director of the Company.
6. Ordinary resolution for ratification of the remuneration of Cost Auditors.

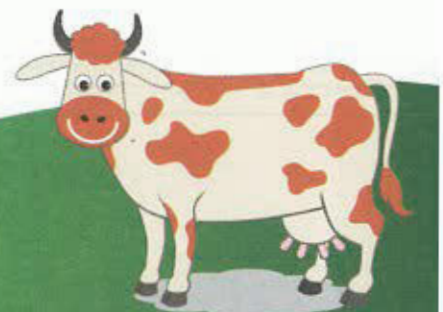
The above resolutions were proposed and seconded by the Members present at the AGM. On the invitation of Chairman, several members addressed the meeting and gave their suggestions, sought clarifications, which were provided by the Chairman to the satisfaction of the members. Thereafter, the Chairman directed that the poll be taken at the meeting through physical ballot.

The Chairman declared that consolidated voting results of e-voting and physical poll for the aforesaid items shall be submitted to the stock exchanges viz. BSE Ltd. and National stock Exchange of India Ltd. within 48 hours of the conclusion of the AGM and will also be placed on the website of the Company at <http://www.prabhatfresh.com/investor-desk/>.

Thereafter, the Chairman thanked all the Members, Directors and Auditors' for their effective participation in the meeting and declared the meeting as concluded and closed at 4.00 p.m. All the members gave a vote of thanks to the chair.

For Prabhat Dairy Ltd.


Sarangdhar R. Nirmal
Chairman & Managing Director
DIN: 00035234



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