

SHWETDHARA MILK PRODUCER COMPANY LIMITED

CIN: U01100UP2016PTC082671

Reg office: Gorakhnath Complex, First Floor Left Side, Prayagraj Road, Near Awadh University, Faizabad, Ayodhya-224001

Email: Info@shwethdhamilk.com, Ph no: 7991402222, Website: www. Shwethdhamilk.com

NOTICE

NOTICE is hereby given that the 8th Annual General Meeting of the members of Shwethdharma Milk Producer Company Limited will be held on Thursday, 21st Day of September, 2023, at Yamuna Milan Resort Janura Bypass, Service road, near Indian oil petrol pump, in front of over bridge, Ayodhya-224001 at 12.30 p.m, to transact the following business:

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2023 and the Profit and Loss Account of the Company for the period ended on that date together with schedules and notes forming part thereof and the reports of Directors and Auditor's thereon and to pass following Ordinary resolution in this regard:

“RESOLVED that the audited Balance Sheet as at 31st March 2023, the Profit and Loss Account and cash flow statement for the year ended on that date together with Schedules and notes forming a part thereof and the Directors' and Auditors' report thereon, be and is hereby approved and adopted.”

2. To consider and declare the Limited Return (Dividend) on share capital of the Company and in this regard to pass the following resolution: -

“RESOLVED THAT the limited return (dividend) on share capital at the rate of ₹ 7/- (Rupees Seven Only) per equity share out of the current profits of the year ended 31st March 2023, on 259697 equity shares of Rs.100 (Rupees Hundred Only) each fully paid up absorbing ₹ 18,17,879 (Rupees Eighteen lacs seventeen thousand Eight Hundred Seventy Nine Only) for the F.Y. 2022-23 be and is hereby approved and confirmed, and that the same be paid to those equity shareholders, whose names appeared in the Register of Members as on 31st March, 2023.”

3. To consider and appoint a Director in place of Smt. Sarita Devi (DIN 08553205) who retire by rotation representing “Class – B” to ensure class representation of members

on the Board based on patronage criteria and in this regard pass the following resolution as an Ordinary resolution:-

“RESOLVED THAT that Smt. Sarita Devi (DIN 08553205) who retires by rotation at this Annual General Meeting representing “Class – B” of the members of the Company, be and is hereby re-appointed as Director in terms of Article 9.6 and other relevant articles of the Articles of Association of the Company and applicable provisions, if any, of the Companies Act, 2013 and rules framed there under (together with any statutory modification or re-enactment thereof for the time being in force), whose period of office shall be liable to retire by rotation.”

4. To consider and appoint a director in place of Smt. Usha Devi (DIN 08291474), representing “Class – A” on the Board of Directors who retire by rotation and in her place to appoint Smt. Savita Maurya (DIN: 10283941) representing “Class – A” to ensure class representation of members on the Board based on patronage criteria and in this regard pass the following resolution as an Ordinary resolution:

“RESOLVED THAT Smt. Usha Devi (DIN 08291474), who retires by rotation at this Annual General Meeting representing “Class – A” of the members of the Company and in terms of Article 9.6 (iii) of Articles of Association of the Company, not being eligible for re-appointment and in her place Smt. Savita Maurya (DIN: 10283941), representing “Class – A” of the members of the Company, be and is hereby appointed as Director in terms of Article 9.6 and other relevant articles of the Articles of Association of the Company and applicable provisions, if any, of the Companies Act, 2013 and rules framed there under (together with any statutory modification or re-enactment thereof for the time being in force), whose period of office shall be liable to retire by rotation.”

5. To consider and appoint Smt. Malti Devi (DIN 10283946) representing “Class –A” as Director of the Company and in this regard pass the following resolution as an Ordinary resolution:

“RESOLVED THAT in accordance with the provisions of Chapter XX1A of the Companies Act, 2013 read with section 152 and other applicable provisions of the

Companies Act, 2013 if any, Smt. Malti Devi (DIN 10283946) representing “Class – A” of the members of the Company, be and is hereby appointed as Director of the Company, whose period of office shall be liable to retire by rotation.”

6. To consider and approve the Budget of the Company for the FY 2023-2024.

“RESOLVED THAT the Budget of the Company for the period from 1st April, 2023 to 31st March 2024, as laid before the annual general meeting be and is hereby approved.”

7. To consider and approve the revised criteria for categorizing members into different classes based on patronage.

“RESOLVED that in terms of article 9.4 of the article of association of the company and in place of Resolution No. 08/1ST AGM:15.07.2016/2016-17 passed by the shareholders in the first annual general meeting of the company on 23rd June, 2016, the revised criteria for categorizing members into different classes based on the members’ participation in business (i.e. patronage) as set out herein below:

Sl. No.	Parameter	Class – A	Class - B	Class - C
1	No. of days of milk supplied to the MPC in a year	>= 300 days	>=270 days	>=200 days
2	Annual Milk Quantity supplied to the MPC (in litres)	>=6000	>=2500	>=500
3	Milk quantity supplied during Flush months (namely November to February) to that of the milk quantity supplied during Lean months (namely April to July) during a financial year;	Not more than 3	Not more than 3	Not more than 3
4	Minimum number of MPC shares subscribed (amount of share capital contributed)	60 shares (Rs 6000/-)	25 shares (Rs 2500 /-)	5 shares (Rs 500/-)

- a) The actual share contribution or the actual milk quantity supplied, whichever is lower, will be considered for the purpose of arriving at the categorisation of class.
- b) For the purpose of patronage calculation, the following shall be considered:
- i. Members who have been admitted during the previous financial year and have not yet completed 365 days of their membership but have subscribed the minimum required share capital for Class A, Class B or Class C shall be considered to belong to that class.
 - ii. Any member who will not meet the criteria under Class A or Class B may slide to an appropriate lower class for which the member meets the criteria. However, they will not be eligible to contest for the Board of Directors position for that year.
 - iii. Those members who are not fulfilling the required criteria to retain at least 'Class C' will be issued notice for cancellation of membership as per the provisions of Article 4.3 read with Article 8 of the Articles of Association of the Company. However, if Board allows them to continue their membership, then such members will be considered members without any class.

By order of the Board of Directors

SD/-

Place: Ayodhya
Date: 18.08.2023

Lakhvinder Singh
Chief Executive & Director

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A SHOW OF HANDS AS WELL AS IN A POLL INSTEAD OF HERSELF AND A **PROXY MUST BE A MEMBER** OF THE COMPANY. **NON-MEMBER CANNOT BE APPOINTED A PROXY.** THE INSTRUMENT APPOINTING PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DULY COMPLETED, STAMPED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY AT LEAST **48 HOURS** BEFORE THE SCHEDULED TIME OF THE MEETING. PROXY FORM IS ANNEXED HERETO.
2. Members/Proxies are requested to bring the Attendance Slip sent herewith duly filled in for attending the meeting.
3. Relevant documents referred to in the accompanying Notice shall be open for inspection by the members at the Registered Office of the company on all working days except Saturday and Sunday, during normal business hours (10.00 hrs to 17.00 hrs).
4. Members are requested to bring their copy of the Annual Report at the AGM as the Company would not provide any copy at the venue of the AGM.
5. Any member desirous of obtaining any information concerning the accounts or operations of the Company is requested to forward the query to the Registered Office of the Company at least 7 days prior to the date of the meeting.
6. Members are requested to quote their folio number and their member code in all their correspondence.
7. Members are requested to notify immediately any change in their addresses and Bank Account details to the Company.
8. Weapons, fire arms, ammunitions, knives and blades, sharp instruments etc., are prohibited at the AGM venue.

STATEMENT OF QUALIFICATIONS IN RESPECT OF THE CANDIDATES TO BE ELECTED AS DIRECTOR UNDER SECTION 378ZA(4)(c) OF THE COMPANIES ACT, 2013.

Name	Occupation	Qualification
Smt. Sarita Devi	Animal Husbandry	B.A.
Smt. Savita Maurya	Animal Husbandry	B.A.
Smt. Malti Devi	Animal Husbandry	12 th

By order of the Board of Directors

Place: Ayodhya

SD/-

Date: 18.08.2023

Chief Executive & Director

Explanatory Statement

Item No. 04

Smt. Savita Maurya is proposed to be appointed as Director of the Company with effect from the date of AGM in accordance with the provisions of the Companies Act, read with the Articles of Association of the Company.

The Board is of the view that the appointment of Smt. Savita Maurya on the Company's Board as Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 4 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Smt. Kiran herself is in any way concerned or interested in the said resolution. The Board recommends the said resolution to be passed as an ordinary resolution.

Item No. 05

Smt. Malti Devi was appointed as Director of the Company with effect from the date of AGM in accordance with the provisions of the Companies Act, read with the Articles of Association of the Company.

The Board is of the view that the appointment of Smt. Malti Devi on the Company's Board as Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 5 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Smt. Shyam Lata herself is in any way concerned or interested in the said resolution. The Board recommends the said resolution to be passed as an ordinary resolution.

By order of the Board of Directors

Place: Ayodhya
Date: 18.08.2022

SD/-
Lakhvinder Singh
Chief Executive & Director

