

HARIT PRADESH MILK PRODUCER COMPANY LIMITED

CIN: U01110UP2021PTC154607

Regd Office: MH-35, Pallavpuram-2, Modipuram, Meerut, Uttar Prdaesh 250 110

Tel 0121-4341575

Email: info@haritpmilk.com

NOTICE

NOTICE is hereby given that the 2nd Annual General Meeting of the members of Harit Pradesh Milk Producer Company Limited will be held on Friday, the 30th day of September, 2022 at 'Hotel Sagar', Garh Rd, opposite Lokpriya Hospital, Samrat Palace, Panchsheel Colony, Meerut, Uttar Pradesh 250 002' at 11.30 am to transact the following business:

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2022 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 2022, the Profit and Loss Account and Cash Flow Statement for the period ended on that date together with Schedules and notes forming a part thereof and the Directors' and Auditors' Report of the Company, be and are hereby approved and adopted.”

2. To consider and appoint a Director in place of Shri Kapil Bhardwaj (DIN 09377124) who retires by rotation and being eligible offers himself for re-appointment.
3. To consider and appoint a Director in place of Shri Shailendra Singh (DIN 09377123) who retires by rotation and being eligible offers himself for re-appointment.
4. Appointment of Shri Vivek Kumar as a Director

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

“RESOLVED that Shri Vivek Kumar (DIN 09733815) a member of the Company who has signified his consent to act as Director be and is hereby appointed as Director of the Company whose period of office shall be liable to retire by rotation.”

5. Appointment of Shri Pawan Kumar Tyagi as a Director

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

“RESOLVED that Shri Pawan Kumar Tyagi (DIN 09733867) a member of the Company who has signified his consent to act as Director 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 2022-2023.

“RESOLVED that, the Budget estimates of the Company for the period from 1st April, 2022 to 31st March, 2023 as laid before the Annual General Meeting be and is hereby approved.”

7. To consider and approve the alterations in the Articles of Association of the Company and if thought fit, to pass with or without modification(s) following Special Resolution:

“RESOLVED that pursuant to the relevant provisions of Chapter XXI-A of the Companies Act, 2013 in particular Section 378-I, 378ZQ, 378ZR, Section 14 and other applicable provisions of the Companies Act, 2013 including rules made thereunder, the existing Articles of Association of the Company be and are hereby altered in the manner and to the extent following:

(1) The existing Article 4.3. iii. be altered/modified and shall be read as under:

4.3(iii): *Any member who is not eligible to continue as a Member shall be served a written notice by the Company for removal as Member and given an opportunity of being heard. The Member would need to reply to the notice within the stipulated period as specified in the notice. Thereafter, the Board shall take a decision in the matter. However, for the purpose of sending notices to the members, the Board may exempt one or more eligibility criterion for all the members during a particular year.*

(2) The existing Article 9.13 be altered/modified and shall be read as under:

9.13(i): *The quorum for a meeting of the Board shall be one-third of the total strength of directors, subject to a minimum of three including the presence of at least one elected Director and one Expert Director. Notwithstanding the above, the quorum for the meeting of the Board of Directors shall not require the presence of the Expert Director in case there is no Expert Director on the Board of the Company.*

9.13(ii): *In case meeting of the Board could not be held for want of quorum, the meeting shall stand adjourned for the date, time and place as decided by the Chairman of the Company. However, the adjourned meeting shall be convened by the Chairman within seven days from the date of original meeting.*

By order of the Board of Directors

Place: Meerut
Date: 13 September, 2022

Sd/-
Shriman Narayan Pandey
Company Secretary
M. No. F7763

NOTES

1. **THE COMPANY'S MANAGEMENT HAS TO ENSURE ABIDING BY ALL THE COVID-19 RELATED GUIDELINES ISSUED BY THE AUTHORITIES. HENCE, THE MEMBERS OF THE COMPANY WHO WOULD LIKE TO ATTEND THE ANNUAL GENERAL MEETING (AGM) IN-PERSON ARE REQUIRED TO INFORM THE COMPANY AT LEAST 7 DAYS BEFORE THE SCHEDULED DATE OF THE AGM SO AS TO ENABLE THE COMPANY TO MAKE ALL NECESSARY ARRANGEMENTS IN ORDER TO STRICTLY FOLLOW THE SOCIAL DISTANCING NORMS AND ALL OTHER COVID-19 RELATED PROTOCOL REQUIREMENTS. TO MINIMIZE THE RISK OF COVID-19, NO MEMBER WITHOUT PRIOR INTIMATION TO THE COMPANY OF HIS/HER INTENTION TO ATTEND THE AGM, WILL BE PERMITTED TO ATTEND THE AGM.**
2. 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 HIMSELF/HERSELF AND A **PROXY MUST BE A MEMBER OF THE COMPANY. NON MEMBER CANNOT BE APPOINTED AS 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.
3. Members/Proxies are requested to bring the Attendance Slip sent herewith duly filled in for attending the meeting.
4. Considering the share capital held by members, every member shall have single vote (show of hands or poll).
5. After the end of financial year 2021-22 and till the date of this notice, 8062 new members were admitted, who will not be entitled to vote at ensuing AGM.
6. 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 Saturdays, during normal business hours (11.00 hrs to 16.00 hrs).
7. Following documents are enclosed with Notice:
 - a. Statement of qualification in respect of the candidates to be elected as director along with name as given in item number 2,3,4 & 5 and statement with respect to item number 7.
 - b. Minutes of last Annual General Meeting held on 29.11.2021.
 - c. Balance Sheet as at 31st March, 2022 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.
 - d. Budget for the FY 2022-23.

8. Members are requested to bring their copy of the 1st Annual Report at the AGM as the Company would not provide any copy at the venue of the AGM.
9. 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.
10. Members are requested to quote their folio number and their member code in all their correspondence.
11. Members are requested to notify immediately any change in their addresses and Bank Account details to the Company.
12. Weapons, firearms, ammunitions, knives and blades, sharp instruments etc., are prohibited at the AGM venue.

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

Item Nos. 2, 3, 4 & 5

	Shri Kapil Bhardwaj	Shri Shailendra Singh	Shri Vivek Kumar	Shri Pawan Kumar Tyagi
Age:	43	48	42	46
Qualification:	Graduate	Graduate	Graduate	Graduate
Occupation	Farming & Animal Husbandry	Farming & Animal Husbandry	Farming & Animal Husbandry	Farming & Animal Husbandry
Experience:	20 years in Farming & Animal Husbandry	28 years in Farming & Animal Husbandry	15 years in Farming & Animal Husbandry	20 years in Farming & Animal Husbandry
Terms and conditions of appointment:	Non Executive Director liable to retire by rotation	Non Executive Director liable to retire by rotation	Non Executive Director liable to retire by rotation	Non Executive Director liable to retire by rotation
Remuneration sought to be paid and last drawn remuneration:	0	0	0	0
Date of first appointment on Board:	26/10/2021	26/10/2021	Proposed to appoint in 2 nd Annual General Meeting	Proposed to appoint in 2 nd Annual General Meeting
Number of Board Meetings attended:	8	6	-	-
Shareholding:	10	11	5	5
Relation with other Directors and KMP:	No	No	No	No
Membership/ Chairmanship of Committees of Board:	No	No	No	No

By order of the Board of Directors

Sd/-

Place: Meerut
Date: 13 September, 2022

Shriman Narayan Pandey
Company Secretary
M. No.F7763

Explanatory Statement

Item No. 4

As per Article 9.2 of the Articles of Association, the Board of the Company shall have at least five and not more than fifteen Directors. Presently Company has 7 Directors in the Board. As the members are increasing, more representation from producer members in the Board of the company are desirable.

In view of above, Shri Vivek Kumar, a member of the Company has expressed his willingness to act as Director in the Board of the Company. The Board is of the view that the appointment of Shri Vivek Kumar on the Company's Board as Director is desirable and would be beneficial to the Company and hence it recommends the Resolution No. 4 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Shri Vivek Kumar himself, 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. 5

As per Article 9.2 of the Articles of Association, the Board of the Company shall have at least five and not more than fifteen Directors. Presently Company has 7 Directors in the Board. As the members are increasing, more representation from producer members in the Board of the company are desirable.

In view of above, Shri Pawan Kumar Tyagi, a member of the Company has expressed his willingness to act as Director in the Board of the Company. The Board is of the view that the appointment of Shri Pawan Kumar Tyagi on the Company's Board as Director is desirable and would be beneficial to the Company and hence it recommends the Resolution No. 5 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Shri Pawan Kumar Tyagi himself, 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. 7

The existing Articles of Association of the Company necessitate certain changes to incorporate and reflect in them certain provisions to bring in better clarity in understanding and administering the provisions of Articles in line with the applicable provisions of the law implemented and amended from time to time as well as to bring more clarity in the process of appointment, continuation and severance of members/director of the Company in certain circumstances; and to eliminate ambiguity and giving broader meaning to the definition clauses wherever required.

Therefore, the proposed alterations detailed in the special resolution are recommended as alterations of certain existing Articles to provide flexibility and ease in the business operation and management of the Company and to avoid any unintended ambiguity.

The Board of Directors at their meeting held on 11th September, 2022 had with the requisite majority as per Section 378 I of the Companies Act, 2013, approved the proposal of amending the Articles of Association of the Company. Pursuant to the provisions of the Companies Act, 2013, approval of the members by way of special resolution shall be required for amending the Articles of Association of the Company. Therefore, the proposed alterations detailed in the special resolution are recommended by the Board for the amendment/alteration of certain existing provisions of the Articles of Association of the Company.

The Board of Directors recommends the Special Resolution set out in Item No. 7 of the accompanying notice for the approval of the members.

None of the Directors/Officers of the Company or their relatives are, in any way, interested or concerned in the resolution except as the member of the Company.

A copy of the Memorandum and Articles of Association together with the proposed alterations is available for inspection by the Members at the Registered Office of the Company between 11 a.m to 4 p.m on all working days except Saturdays, during normal office hours (11.00 hrs to 16.00 hrs) from the date hereof up to the date of the meeting.

Item No. 6

Harit Pradesh Milk Producer Company Limited			
S.No.	Particulars	Total (Rs. in Lakhs)	Per KG
		Budget FY 2022-23	Budget FY 2022-23
		(E)	(C)
	Total Procurement - KG	61,769,000	-
	Average Procurement - KGPD	169,230	-
	Fat %	5.51	-
	SNF %	8.63	-
A	Sales Realisation	27,620.46	44.72
	Increase & (Decrease) in Inventory	-	-
B	Less : Producer Price	23,791.08	38.52
	Less : Fat & Snf Recovery		-
C	Gross Margin	3,829.38	6.20
D	Less : Variable Cost - Milk Procurement exp*	782.28	1.27
E	Sahayak Margin	648.19	1.05
	- Transportation Charges		-
F	Milkvan Tranport { Village to BMC }	640.99	1.04
G	Outward Freight {BMC/MCC - Mother Dairy}	279.79	0.45
H	Variable Cost Total	2,351.26	3.81
I	Contribution	1,478.12	2.39
	Less : Fixed Cost -Administrative exp	276.05	0.45
	Manpower	678.80	1.10
J	EBITDA	523.27	0.85
	Interest	122.19	0.20
	Depreciation	346.11	0.56
K	Profit/(Loss) from Milk Operations	54.97	0.09

* Variable cost Milk Procurement expense mainly include Price incentive, BMC & MCC Expenses, Procurement staff salary, Electricity & Diesel

** Other Income include Admission Fees from Members & Interest on Fixed Deposit

Minutes of the First Annual General Meeting of Harit Pradesh Milk Producer Company Limited held on 29th November, 2021 at Hotel Sagar, Meerut, Uttar Pradesh commenced at 11:00 AM & concluded at 12.45 PM.

PRESENT:

1.	Shri Kapil Bhardwaj	:	Chairman & Shareholder
2.	Smt. Anju Devi	:	Director & Shareholder
3.	Shri Ankur Kumar	:	Director & Shareholder
4.	Shri Jitendra	:	Shareholder
5.	Shri Pradeep Kumar	:	Shareholder
6.	Shri Satish	:	Shareholder
7.	Shri Sailendra Singh	:	Director & Shareholder
8.	Shri Virendra	:	Director & Shareholder

Special Invitees:

1.	Shri Mariappan R	:	Practice Head, PIB-NDDB Dairy Services
2.	Shri Shubhankar Saha	:	Analyst- Legal & CS - NDDB Dairy Services
3.	Dr. Hitesh Poonia	:	Team Leader-Bulandshahr MPG
4.	Shri Ranjit Kumar	:	Team Leader- Muzaffarnagar MPG

8 members were present in person holding 80 equity shares of the Company.

- A. Shri Kapil Bhardwaj took the chair.
- B. Shri Kapil Bhardwaj, chairman declared that the quorum is present in terms of article 11.6 of Articles of Association of the Company. The meeting was then called to order.
- C. The Chairman welcomed the members, Directors to the 1st Annual General Meeting of the Company.
- D. With the unanimous consent of the members present, the Notice convening the 1st Annual General Meeting having already been circulated to the members was taken as read.

Chairman also thanked NDDB Dairy Services and Mother Dairy Fruit & Vegetable Private Limited (Mother Dairy), for taking initiative to setup milk procurement system to begin with and for providing active support in setting up the Company and for various other services.

Thereafter, Chairman, took up the item of Agenda for the meeting.

The meeting transacted the following business:

- 1. To consider and adopt Memorandum and Articles of Association of the Company.**

Shri Virendra proposed the following resolution as an Ordinary Resolution:

Resolution No. 1st AGM:29.11.2021:1/2021

“RESOLVED that the Memorandum and the Articles of Association of the Company as registered with the Registrar of Companies, Uttar Pradesh and as placed before the meeting be and is hereby adopted.”

Shri Shailendra Singh seconded the above resolution.

The Chairman put the motion to vote and on show of hands and declared the same as carried unanimously.

- 2. To consider and appoint a director in place of Shri Virendra (DIN 09377062), who vacates the office, being eligible, offer himself for re-appointment.**

Shri Satish proposed the following resolution as an Ordinary Resolution:

Resolution No. 1st AGM:29.11.2021:2/2021

“RESOLVED that Shri Virendra (DIN 09377062), a first Director of the Company, who vacates the office at the 1st Annual General Meeting of the Company and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

Shri Pradeep Kumar seconded the above resolution.

The Chairman put the motion to vote and on show of hands and declared the same as carried unanimously.

- 3. To consider and appoint a director in place of Shri. Shailendra Singh (DIN 09377123), who vacates the office, being eligible, offers himself for re-appointment.**

Shri Jitendra proposed the following resolution as an Ordinary Resolution:

Resolution No. 1st AGM:29.11.2021:3/2021

“RESOLVED that Shri Shailendra Singh (DIN 09377123), a first Director of the Company, who vacates the office at the 1st Annual General Meeting of the Company and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

Shri Ankur Kumar seconded the above resolution.

The Chairman put the motion to vote and on show of hands and declared the same as carried unanimously.

- 4. To consider and appoint a director in place of Shri Kapil Bhardwaj (DIN 09377124), who vacates the office, being eligible, offers herself for re-appointment.**

Smt. Anju Devi proposed the following resolution as an Ordinary Resolution:

Resolution No.1st AGM:29.11.2021:4/2021

“RESOLVED that Shri Kapil Bhardwaj (DIN 09377124), a first Director of the Company, who vacates the office at the 1st Annual General Meeting of the Company and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

Shri Virendra seconded the above resolution.

The Chairman put the motion to vote and on show of hands and declared the same as carried unanimously.

- 5. To consider and appoint a director in place of Smt. Anju Devi (DIN 09377125), who vacates the office, being eligible, offers himself for re-appointment.**

Shri Sailendra Singh proposed the following resolution as an Ordinary Resolution:

Resolution No. 1st AGM:29.11.2021:5/2021

“RESOLVED that Smt. Anju Devi (DIN 09377125), a first Director of the Company, who vacates the office at the 1st Annual General Meeting of the Company and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

Shri Satish seconded the above resolution.

The Chairman put the motion to vote and on show of hands and declared the same as carried unanimously.

- 6. To consider and appoint a director in place of Shri Ankur Kumar (DIN 09377126), who vacates the office, being eligible, offer himself for re-appointment.**

Shri Pradeep Kumar proposed the following resolution as an Ordinary Resolution:

Resolution No. 1st AGM:29.11.2021:6/2021

“RESOLVED that Shri Ankur Kumar (DIN 09377126), a first Director of the Company, who vacates the office at the 1st Annual General Meeting of the Company and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

Shri Jitendra seconded the above resolution.

The Chairman put the motion to vote and on show of hands and declared the same as carried unanimously.

- 7. To consider and approve the Budget estimates of the Company for the period 26th October 2021 to 31st March 2022.**

Shri Ankur Kumar proposed the following resolution as an Ordinary Resolution:

Resolution No. 1st AGM:29.11.2021:7/2021

“RESOLVED that the Budget Estimates of the Company for the period from 26th October 2021 to 31st March 2022, as laid before the annual general meeting be and is hereby approved.”

Smt. Anju Devi seconded the above resolution.

The Chairman put the motion to vote and on show of hands and declared the same a carried unanimously.

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

Shri Kapil Bhardwaj proposed the following resolution as an Ordinary Resolution:

Resolution No.1st AGM:29.11.2021:8/2021

“RESOLVED that in terms of Article 9.4 of the Articles of Association of the Company, the criteria for categorizing members into different classes based on the members participation in business (i.e patronage) are set out herein under, as recommended by the Board of Directors be and is hereby approved and adopted:

Sl No.	Parameter	Class-A	Class-B	Class-C
1	No. of days of milk supplied to the MPC in a year.	>= 270 days	>=270 days	>=200 days
2	Annual Milk Quantity supplied to the MPC (in Litres).	>=3000	>=1500	>=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).	30 shares (Rs.3000/-)	15 shares (Rs.1500/-)	5 shares (Rs.500/-)

* Note –

- 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 the class chosen by them 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."

Shri Satish seconded the above resolution.

The Chairman put the motion to vote and on show of hands and declared the same a carried unanimously.

9. To consider and approve the preliminary expenses amounting to Rs.49312/- incurred for incorporating the Company by NDDB Dairy Services and be reimbursed to them.

Shri Virendra proposed the following resolution after amendment as an Ordinary Resolution:

Resolution No.1st AGM: 29.11.2021:9/2021

“RESOLVED that the preliminary expenses amounting to Rs.49312/- (Rupees Forty- Nine Thousand Three Hundred Twelve Only) incurred for incorporating the Company by NDDB Dairy Services in connection with the incorporation of the Company as per the statement placed before the Meeting be and is hereby approved.

Shri Sailendra Singh seconded the above resolution.

The Chairman put the motion to vote and on show of hands and declared the same as carried unanimously.

10. To consider and adopt the following resolution for the appointment of Statutory Auditors of the Company.

Smt. Anju Devi proposed the following resolution as an Ordinary Resolution:

Resolution No.1st AGM: 29.11.2021:10/2021

“RESOLVED that M/s. S B Billimoria & Co, Chartered Accountants, be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this 1st Annual General Meeting up-to-the conclusion of the sixth Annual General Meeting of the Company, at such remuneration as may be decided by the Board for every financial year.”

Shri Kapil Bhardwaj seconded the above resolution.

The Chairman put the motion to vote and on show of hands and declared the same as carried unanimously.

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

Shri Virendra proposed the following resolution as an Ordinary Resolution:

Resolution No.1st AGM: 29.11.2021:11/2021

“RESOLVED that, pursuant to the relevant provisions of chapter XX1A of the Companies Act, 2013, in particular Sections 378H, 378ZQ, 378ZR and other applicable provisions, if any, of the Companies Act, 2013 (together with any statutory modification or re-enactment thereof for the time being in force) the applicable provisions of the Memorandum and Articles of Association of the Company, the Authorized Share Capital of the Company be increased from Rs.10,00,000/- (Rupees Ten Lacs Only) divided into 10000 Equity Shares of Rs.100/- (Rupees One Hundred) each to Rs.100,000,000/- (Rupees Ten Crore) divided into 10,00,000 (Ten Lacs) Equity Shares of Rs.100/- (Rupees One Hundred) each by creation of an additional 990,000 (Nine Lac Ninety Thousand) Equity Shares of Rs.100/- (Rupees One Hundred) each.

RESOLVED further that, the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause VI thereof by the following new Clause VI.

“VI. The Authorised Share Capital of the Company is Rs.100,000,000/- (Rupees Ten Crore) divided into 1000000 (Ten Lakh) Equity Shares of Rs.100/- (Rupees One Hundred) each.”

RESOLVED further that, for the purpose of giving effect to this resolution, the Chief Executive be and is hereby authorized to take all such steps as it may in its absolute discretion deem necessary and expedient and to settle any question, difficulty or doubt that may arise in this regard.”

Shri Kapil Bhardwaj seconded the above resolution.

The Chairman put the motion to vote and on show of hands and declared the same as carried unanimously.

12. To consider and alter the main objects of the Company and if thought fit, to pass with or without modification (s), the following resolution as a Special Resolution:

Shri Ankur Kumar proposed the following resolution as Special Resolution:

Resolution No.1st AGM: 29.11.2021:12/2021

“RESOLVED that, pursuant to the relevant provisions of Chapter XX1-A of the Companies Act, 2013, and other applicable provisions, if any, of the Companies Act, 2013 (together with any statutory modification or re-enactment thereof for the time being in force), the applicable provisions of the Memorandum and Articles of Association of the Company and subject to the approval Central Government, the existing Clause III A of Memorandum of Association of the Company be and is hereby altered by adding following new object as point 5 and renumbering the existing point 5 as new point 6.

“5. To carry on the business of purchasing, producing, processing, selling, trading, import, export etc. of primary produce and its derivatives including but not limited to edible oil, fruits and vegetables primarily of the members and also of others, marketing of the same and to deal in activities that are part of or incidental to any activity related thereto.”

RESOLVED further that, Chief Executive be and is hereby authorised to take all such steps and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary and expedient and to settle any question, difficulty or doubt that may arise in this regard.”

Shri Sailendra Singh seconded the above resolution.

- 13.** There being no other business to transact at the meeting, the meeting concluded with a vote of thanks to the Chair.

Sd/-

Date of entry: 20th December, 2021

CHAIRMAN

Date of signing: 20th December, 2021

Form No. MGT-11

PROXY FORM

HARIT PRADESH MILK PRODUCER COMPANY LIMITED

CIN NO. U01110UP2021PTC154607

Regd Office: MH-35, Pallavpuram-2, Modipuram,
Meerut, Uttar Pradesh 250 110

Tel 0121 4341575, Email: info@haritpmilk.com

Name of Member(s):
Registered Address:
Email Id:
Folio No.:

I/We being the member(s) ofshares of the above named Company, hereby appoint

1. Name
Folio No.
Address.
Email Id
Signature, or failing him
2. Name
Address
Email Id
Signature....., or failing him
3. Name
Email Id
Signature.....

as my proxy to attend and vote for me and on my behalf at the 2nd Annual General Meeting of the Company, to be held on the 30th day of September, 2022 at 11.30 AM at 'Hotel Sagar', Garh Rd, opposite Lokpriya Hospital, Samrat Palace, Panchsheel Colony, Meerut, Uttar Pradesh 250 002' and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl.	Resolution	Vote		
		In favour	In against	Neutral
1	To receive, consider and adopt the Balance Sheet as at 31 st March, 2022 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.			
2	To consider and appoint a Director in place of Shri Kapil Bhardwaj (DIN 09377124) who retires by rotation and being eligible offers himself for re-appointment.			
3	To consider and appoint a Director in place of Shri Shailendra Singh (DIN 09377123) who retires by rotation and being eligible offers himself for re-appointment.			
4	Appointment of Shri Vivek Kumar as a Director.			
5	Appointment of Shri Pawan Kumar Tyagi as a Director.			
6	To consider and approve the Budget of the Company for the FY 2022-2023.			

7	To consider and approve the alterations in the Articles of Association of the Company.			
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Signed thisday of September, 2022

Signature of Shareholder:

Signature of Proxy holder:

Affix Rs.1. Revenue Stamp
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Note: The proxy form must be returned so as to reach the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting. Proxy need to be a member.

ATTENDANCE SLIP

HARIT PRADESH MILK PRODUCER COMPANY LIMITED

CIN NO. U01110UP2021PTC154607
Regd Office: MH-35, Pallavpuram-2, Modipuram,
Meerut, Uttar Pradesh 250 110
Tel 0121 4341575, Email: info@haritpmilk.com

Folio No:																	
Member Code:																	

I hereby record my presence at the 2nd Annual General Meeting of Harit Pradesh Milk Producer Company Limited held on 30th September, 2022.

Name of the Shareholders.....

Name of Proxy (in case of proxy attending the meeting)

(A) To attend : _____

(B) To attend and Vote : _____

Signature of the Shareholder/Proxy*

*strike out whichever is not applicable

ACKNOWLEDGEMENT

HARIT PRADESH MILK PRODUCER COMPANY LIMITED

CIN NO. U01110UP2021PTC154607
Regd Office: MH-35, Pallavpuram-2, Modipuram,
Meerut, Uttar Pradesh 250 110
Tel 0121 4341575, Email: info@haritpmilk.com

Folio Number:

MPP Code:

I Member Code R/o member of Harit Pradesh Milk Producer Company Limited. I have received the notice of the 2nd Annual General Meeting sent by the Company along with all enclosures.

Signature / Thumb Impression of the Member

Date:

Place:

वार्षिक आम सभा के स्थल का रुट मैप

