

# UMANG DAIRIES LIMITED

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



September 22, 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: Voting Results of 23<sup>rd</sup> Annual General Meeting held on 21<sup>st</sup> September 2016.

1. Please find attached herewith the Consolidated Voting Results (Remote E- Voting & Poll at AGM venue) on the Resolutions forming part of the Notice of the abovesaid 23rd Annual General Meeting of the Company held on 21st September 2016 at Gajraula Hasanpur Road, Gajraula – 244 235, Dist. Amroha, Uttar Pradesh.
2. We have to further inform you that Mr. Namo Narain Agarwal, Practicing Company Secretary, Membership No. FCS-234, has submitted his Scrutinizer Consolidated Report dated 22nd September 2016 on remote e-voting and Poll Voting for the aforesaid AGM. A copy of the said Report is also enclosed herewith.

Thanking you and assuring you of our best attention at all times.

Yours faithfully,  
For Umang Dairies Limited

  
(Pankaj Kamra)  
Company Secretary

Copy for information to:

1. National Securities Depository Limited  
Trade World, 4<sup>th</sup> Floor,  
Kamala Mills Compound,  
Senapati Bapat Marg, Lower Parel,  
Mumbai – 400 013
2. Central Depository Services (India) Limited  
Phiroze Jeejeebhoy Towers, 28<sup>th</sup> Floor  
Dalal Street  
Mumbai- 400 023

Admn. Office : Gulab Bhawan, 3rd Floor, 6A, Bahadur Shah Zafar Marg, New Delhi - 110 002, Ph. : (011) 33001162, 33001112, Fax : 23739475

E-mail : umang@jkmil.com

Regd. Office : Gajraula Hasanpur Road, Gajraula - 244 235 Dist. Amroha (U.P.) Ph. : (05924) 252491- 92, Fax : (05924) 252495

E-mail : udl@umangdairy.com, Website : www.umangdairies.com, C I N : L15111UP1992PLC014942

AN ISO 9001 : 2008, HACCP, ISO 14001 : 2004 & OHSAS 18001 : 2007 Certified Company



UMANG DAIRIES LIMITED

Format for Voting Results  
Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Annexure I

Date of the AGM	21/09/2016		
Total number of shareholders on record date	18707		
No. of shareholders present in the meeting either in person or through proxy:			
Promoters and Promoter Group	4		
Public	43		
No. of Shareholders attended the meeting through Video Conferencing	NOT APPLICABLE		
Promoters and Promoter Group			
Public			

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1	(Ordinary)	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.						
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	16415734	0	0.00	0	0	0.00	0.00
	Poll	16415734	16415734	100.00	16415734	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	16415734	16415734	100.00	16415734	0	100.00	0.00
Public - Institutions	E-Voting	16100	0	0.00	0	0	0.00	0.00
	Poll	16100	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)							
	Total	16100	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	5571366	288	0.01	288	0	100.00	0.00
	Poll	5571366	33159	0.60	33159	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	5571366	33447	0.60	33447	0	100.00	0.00
<b>Total</b>		<b>22003200</b>	<b>16449181</b>	<b>74.76</b>	<b>16449181</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Resolution No. 2	(Ordinary)	Declaration of Dividend.						
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	16415734	0	0.00	0	0	0.00	0.00
	Poll	16415734	16415734	100.00	16415734	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	16415734	16415734	100.00	16415734	0	100.00	0.00
Public - Institutions	E-Voting	16100	0	0.00	0	0	0.00	0.00
	Poll	16100	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)							
	Total	16100	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	5571366	288	0.01	288	0	100.00	0.00
	Poll	5571366	33159	0.60	33159	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	5571366	33447	0.60	33447	0	100.00	0.00
<b>Total</b>		<b>22003200</b>	<b>16449181</b>	<b>74.76</b>	<b>16449181</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Resolution No. 3	(Ordinary)	Re-appointment of Smt. Sharda Devi Singhania (DIN. 01685496) as a Director, who retires by rotation.						
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	16415734	0	0.00	0	0	0.00	0.00
	Poll	16415734	16415734	100.00	16415734	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	16415734	16415734	100.00	16415734	0	100.00	0.00
Public - Institutions	E-Voting	16100	0	0.00	0	0	0.00	0.00
	Poll	16100	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)							
	Total	16100	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	5571366	288	0.01	288	0	100.00	0.00
	Poll	5571366	33159	0.60	33159	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	5571366	33447	0.60	33447	0	100.00	0.00
<b>Total</b>		<b>22003200</b>	<b>16449181</b>	<b>74.76</b>	<b>16449181</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



<b>Resolution No. 4</b>	<b>(Ordinary)</b>	Ratification of appointment of M/s Lodha & Co., Chartered Accountants, as Auditors of the Company and their remuneration.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$
Promoter and Promoter Group	E-Voting	16415734	0	0.00	0	0	0.00	0.00
	Poll	16415734	16415734	100.00	16415734	0	100.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>16415734</b>	<b>16415734</b>	<b>100.00</b>	<b>16415734</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E-Voting	16100	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>16100</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public - Non Institutions	E-Voting	5571366	288	0.01	288	0	100.00	0.00
	Poll		33159	0.60	33159	0	100.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>5571366</b>	<b>33447</b>	<b>0.60</b>	<b>33447</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>22003200</b>	<b>16449181</b>	<b>74.76</b>	<b>16449181</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

<b>Resolution No. 5</b>	<b>(Ordinary)</b>	Ratification of remuneration payable to M/s Sanjay Kumar Garg & Associates, Cost Auditors for the financial year ending 31st March 2017.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$
Promoter and Promoter Group	E-Voting	16415734	0	0.00	0	0	0.00	0.00
	Poll	16415734	16415734	100.00	16415734	0	100.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>16415734</b>	<b>16415734</b>	<b>100.00</b>	<b>16415734</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E-Voting	16100	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>16100</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public - Non Institutions	E-Voting	5571366	288	0.01	288	0	100.00	0.00
	Poll		33159	0.60	33159	0	100.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>5571366</b>	<b>33447</b>	<b>0.60</b>	<b>33447</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>22003200</b>	<b>16449181</b>	<b>74.76</b>	<b>16449181</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

<b>Resolution No. 6</b>	<b>(Special)</b>	Re-appointment of Shri R. C. Jain (DIN: 00165590), as an Independent Director, for a further term of five consecutive years.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$
Promoter and Promoter Group	E-Voting	16415734	0	0.00	0	0	0.00	0.00
	Poll	16415734	16415734	100.00	16415734	0	100.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>16415734</b>	<b>16415734</b>	<b>100.00</b>	<b>16415734</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E-Voting	16100	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>16100</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public - Non Institutions	E-Voting	5571366	288	0.01	288	0	100.00	0.00
	Poll		33159	0.60	33159	0	100.00	0.00
	Postal Ballot (if applicable)							
	<b>Total</b>	<b>5571366</b>	<b>33447</b>	<b>0.60</b>	<b>33447</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>22003200</b>	<b>16449181</b>	<b>74.76</b>	<b>16449181</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Date: 22nd September, 2016  
Place: New Delhi



For Umang Dairies Limited

(R.C. Periwal)  
Director

# *NAMO NARAIN AGARWAL*

M. Com., L.L.B, FCS, Company Secretary

372, Narmada Apartments,  
Alaknanda,  
New Delhi – 110 019.  
Service Tax Reg No ABVFN0836BST002 – Company Secretary

Phone : 011-42143477  
Mobile : 09899026864  
Email : nagarwal1939@gmail.com  
PAN : ABVFN0836B

To,  
The Chairman of the 23<sup>rd</sup> Annual General Meeting,  
**Umang Dairies Limited,**  
Gulab Bhawan,  
6A, Bahadur Shah Zafar Marg,  
New Delhi-110002

22<sup>nd</sup> September, 2016

**Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies  
(Management and Administration) Rules, 2014**

## **SCRUTINIZER'S CONSOLIDATED REPORT ON**

**VOTES CAST BY REMOTE E-VOTING / BALLOT PAPERS AT COMPANY'S  
23<sup>rd</sup> ANNUAL GENERAL MEETING HELD ON 21 SEPTEMBER, 2016**

Pursuant to Notice dated 12<sup>th</sup> May, 2016, 23<sup>rd</sup> Annual General Meeting of the company was held on 21<sup>st</sup> September, 2016 for conducting **six items** of Business of the Agenda.

I am appointed as a Scrutinizer for the purpose of voting with respect to the said items through remote e-voting and by ballot papers taken at the said Meeting.

I submit my report as under:

### **On voting by ballot papers**

1. Before the start of voting by ballot, ballot boxes kept for votes by ballot papers were locked in my presence with due identification mark.
2. The locked ballot boxes were subsequently opened in the presence of two persons as witnesses and ballot papers were diligently scrutinized in my presence. The ballot papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The votes cast at the meeting by the said ballot papers were then counted "assent" and "dissent".



**On voting by remote e-voting**

4. Thereafter, the votes cast through remote e-voting were unblocked in the presence of two witnesses not being in the employment of the company, and counted “assent” and “dissent”.

**On Consolidation**

5. On the basis of count of votes cast through remote e-voting and by ballot papers, **consolidated result** of voting “assent” and “dissent” on the said six items of business is as follows:-

**Item no. 1** (Ordinary Resolution)

Consideration and adoption of audited Financial Statements for the financial year ended 31<sup>st</sup> March 2016 and the Reports of the Board of Directors and Auditors thereon.

Mode of voting	Votes cast <b>Assent</b> (Nos.)	Votes cast <b>Dissent</b> (Nos.)	Votes cast <b>Total</b> (Nos.)	No. of Members, who cast votes
Remote e-voting	288	-	288	7
Ballot Paper	164,48,893	-	164,48,893	47
Total	164,49,181	-	164,49,181	54
%age of total votes	100	-	100	

**Item no. 2** (Ordinary Resolution)

Declaration of Dividend

Mode of voting	Votes cast <b>Assent</b> (Nos.)	Votes cast <b>Dissent</b> (Nos.)	Votes cast <b>Total</b> (Nos.)	No. of Members, who cast votes
Remote e-voting	288	-	288	7
Ballot Paper	164,48,893	-	164,48,893	47
Total	164,49,181	-	164,49,181	54
%age of total votes	100	-	100	



**Item no. 3** (Ordinary resolution)

Re-appointment of Smt. Sharda Singhania (DIN 01685496) as a Director, who retires by rotation

Mode of voting	Votes cast <b>Assent</b> (Nos.)	Votes cast <b>Dissent</b> (Nos.)	Votes cast <b>Total</b> (Nos.)	No. of Members, who cast votes
Remote e-voting	288	-	288	7
Ballot Paper	164,48,893	-	164,48,893	47
Total	164,49,181	-	164,49,181	54
%age of total votes	100	-	100	

**Item no. 4** (Ordinary resolution)

Ratification of appointment of M/s Lodha & Co., Chartered Accountants as Auditors of the Company and their remuneration

Mode of voting	Votes cast <b>Assent</b> (Nos.)	Votes cast <b>Dissent</b> (Nos.)	Votes cast <b>Total</b> (Nos.)	No. of Members, who cast votes
Remote e-voting	288	-	288	7
Ballot Paper	164,48,893	-	164,48,893	47
Total	164,49,181	-	164,49,181	54
%age of total votes	100	-	100	

**Item no. 5** (Ordinary resolution)

Ratification of remuneration payable to M/s Sanjay Kumar Garg & Associates, Cost Auditors for the financial year ending 31<sup>st</sup> March, 2017



Mode of voting	Votes cast <b>Assent</b> (Nos.)	Votes cast <b>Dissent</b> (Nos.)	Votes cast <b>Total</b> (Nos.)	No. of Members, who cast votes
Remote e-voting	288	-	288	7
Ballot Paper	164,48,893	-	164,48,893	47
Total	164,49,181	-	164,49,181	54
%age of total votes	100	-	100	

**Item no. 6** (Special resolution)

Appointment of Shri R.C. Jain (DIN 00165590) as an Independent Director for a further term of five consecutive years


Mode of voting	Votes cast <b>Assent</b> (Nos.)	Votes cast <b>Dissent</b> (Nos.)	Votes cast <b>Total</b> (Nos.)	No. of Members, who cast votes
Remote e-voting	288	-	288	7
Ballot Paper	164,48,893	-	164,48,893	47
Total	164,49,181	-	164,49,181	54
%age of total votes	100	-	100	

I did not find any ballot paper invalid.

**All the five ordinary and one special resolutions were thus passed with requisite majority.**

Ballot Paper Register alongwith ballot papers and other records have been given to the Company Secretary of the company.

Yours faithfully,



(Namo Narain Agarwal)

Scrutinizer, CP 3331, FCS 234

**Namo Narain Agarwal**  
FCS 234, CP 3331  
372, Narmada Apartments,  
Alaknanda, New Delhi-19  
nnagarwal1939@gmail.com  
Mobile: 098899020564

Countersigned



(RC Periwal)

Chairman of the meeting