

MAALAV MAHILA MILK PRODUCER COMPANY LIMITED
CIN NO. U01114MP2017PTC043970

Registered Office: Old A B Road, Talwara, Champapura, Biaora, Rajgarh, MP-465674

Email: info@maalavmilk.com ; Telephone: 8057900900

NOTICE

Notice is hereby given that the **9th Annual General Meeting** of the Shareholders of Maalav Mahila Milk Producer Company Limited will be held on **Monday, 29th September, 2025 at Hotel LA OM Palace, Biaora, Rajgarh M.P - 465674, at 12:00 P.M** to transact the following business:

Ordinary Business:

- 1. To receive, consider and adopt the audited Balance Sheet as at 31st March 2025 and 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 thereon and to adopt following Ordinary resolution in this regard:**

“RESOLVED THAT the audited Balance Sheet as at 31st March 2025, 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 thereon, be and is hereby approved and adopted.”

- 2. To consider and declare the Limited Return (Dividend) on share capital of the Company for the F.Y. 2024-2025 and in this regard to adopt the following ordinary resolution:**

“RESOLVED THAT the limited return (dividend) on share capital at the rate of ₹8 per equity share out of the current profits of the year ended 31st March 2025, on 377039 equity shares of Rs.100 each fully paid up absorbing Rs. 30,16,312/-for the F.Y. 2024-2025 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, 2025.”

- 3. To consider the retirement of Smt. Ramshree Sharma (DIN: 07893820), who is retiring by rotation and being ineligible for reappointment, in this regard to adopt the following ordinary resolution:**

“RESOLVED THAT pursuant to the provisions of Section 152 and Section 378ZA of the Companies Act, 2013, read with Article 9.6 of the Articles of Association of the Company, and other applicable provisions, if any in terms of Article No 9.6 and pursuant of Section 378ZA of the Companies act 2013 and other applicable provisions of the Articles of Association and Companies Act, 2013 (together with any statutory modification or re-enactment thereof for the time being) Smt. Ramshree Sharma (DIN: 07893820), Director who is liable to retire by rotation at the ensuing Annual General Meeting is ineligible for re-appointment, be and is hereby retires from the position of director at the conclusion of this Annual General Meeting and the resulting vacancy may not filled up.”

- 4. To consider the retirement of Smt. Neelam Nagar (DIN: 08806718), who is retiring by rotation and being ineligible for reappointment, in this regard to adopt the following ordinary resolution:**

“RESOLVED THAT pursuant to the provisions of Section 152 and Section 378ZA of the Companies Act, 2013, read with Article 9.6 of the Articles of Association of the Company, and other applicable provisions, if any (together with any statutory modification or re-enactment thereof for the time being) Smt. Neelam Nagar (DIN: 08806718), Director who is liable to retire by rotation at the ensuing Annual General Meeting being ineligible for re-appointment, be and is hereby retires from the position of director at the conclusion of this Annual General Meeting and the resulting vacancy may not filled up.”

5. To consider the reappointment of Smt. Rina Dangi (DIN: 09705962), who is retiring by rotation and being eligible for reappointment, in this regard to adopt the following ordinary resolution:

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

“RESOLVED THAT pursuant to the provisions of Section 152 and Section 378ZA of the Companies Act, 2013, read with Article 9.6 of the Articles of Association of the Company, and other applicable provisions, if any (together with any statutory modification or re-enactment thereof for the time being) Smt. Rina Dangi (DIN: 09705962), Director of the company, who is liable to retire by rotation at the ensuing Annual general meeting of the company and being eligible offer herself for re-appointment, be and is hereby reappointed as the Director of the Company.”

Special Business:

6. To consider the appointment of Smt. Pooja Goswami (DIN: 11295000), as Director of the Company.

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

“RESOLVED THAT Smt. Pooja Goswami (DIN:11295000) who was appointed as an additional director on the Board of Directors of the Company w.e.f allotment of DIN and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company, whose period of office shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Chief Executive or Company Secretary be and are hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

7. To consider the appointment of Smt. Poonam Yadav (DIN: 11295198), as Director of the Company.

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

“RESOLVED THAT Smt. Poonam Yadav (DIN: 11295198) who was appointed as an additional director on the Board of Directors of the Company w.e.f. allotment of DIN and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company, whose period of office shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Chief Executive or Company Secretary be and are hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

8. To consider the appointment of Smt. Rekha Lodha (DIN: 11294982), as Director of the Company.

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

“RESOLVED THAT Smt. Rekha Lodha (DIN: 11294982) who was appointed as an additional director on the Board of Directors of the Company w.e.f. allotment of DIN and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company, whose period of office shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Chief Executive or Company Secretary be and are hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution.”

9. To consider and approve criteria for categorizing the members into different classes based on patronage, in this regard to adopt the following special Resolution.

“**RESOLVED THAT** in supersession of resolution passed at 1st AGM held on 27th October, 2017 approved (Vide Resolution No. 8), in terms of Article 9.4 of the Articles of Association of the Company, the revised criteria for categorizing members into different classes based on the members’ participation in business (i.e., patronage) are as set out herein below:

Parameters	Class A	Class B	Class C
No. of days of milk supplied to the MPC in a year	>=300	>=270	>=200
Annual Milk Quantity supplied to the MPC (in litres)	>=7000	>=2500	>=500
Milk supply ratio of Flush (i.e., November to February) and Lean (i.e., April to July) should not exceed 3:1	Flush to Lean Ratio shall not exceed 3.0	Flush to Lean Ratio shall not exceed 3.0	Flush to Lean Ratio shall not exceed 3.0
Minimum number of MPC shares subscribed (amount of share capital contributed)	70 Shares	25 Shares	5 Shares

* 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 categorization 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 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.

be and are hereby approved and adopted and effective from FY 2025-26.”

10. To consider and approve the guidelines for constitution of Nominating Committee in order to scrutinize the application received from eligible Members for vacant positions on the Board based on defined criteria.

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

“RESOLVED THAT pursuant to the relevant provisions of Part XXI-A of the Companies Act in particular Sec. 378-I and Sec 14 and other applicable provisions of Companies Act, 2013 including rules made thereunder, the consent of the shareholders of the Company be and is hereby accorded for the adoption and approval of the guidelines for the constitution of the Nominating Committee.

- (i) The Board of the Maalav Mahila Milk Producer Company Limited (“Company”) shall constitute a “Nominating Committee”, (NC) within three months of the completion of the financial year, for suggesting to the Board ‘Potential candidate for the vacant producer-member director position on the Board of the Company’.
- (ii) The vacancy of the Producer Directors on the Board (under Class A or Class B or Class C category) shall be announced by the Board of Directors of the Company. The notice inviting nominations from eligible members for consideration by the Nominating Committee (to fill as many number of positions as vacant on the board) shall be put on the notice board of the Company and/ or on the website of the Company, if any, and/or by sending a circular by ordinary post and/or by sending at his/her email id registered with the company and/or through any other electronic means/mode to all the eligible members of the respective class(es) for which the vacancy arises.
- (iii) The Board shall prepare a process which has to be followed by the ‘Nominating Committee’ for identifying such potential members as referred under Article.
- (iv) The “Nominating Committee” shall consider the following table showing the ‘Applicant’s eligibility scores’ to be given against each parameter for the eligible applicant:

Parameter for applicant’s eligibility score	Maximum Score
Number of days of Milk supplied to the Company during previous two financial years Scoring will be as follows: (95% or more days - 30 ; 85% to <95% days - 20 ; 75% to <85% - 15 ; 65% to <75% - 10 ; 55% to <65% - 5 ; <55% - 0)	30
Supplying the entire surplus to the Company during the period (i.e., has not supplied milk to any other players /competitors/operators)-based on self-declaration and subsequent verification by the Company.	5
Maintaining either of the member class (A, B, C) for the last 5 years @6 marks for each year	30
5 marks for 12 th pass, 10 marks for graduate, 15 marks for Post graduate	15
Training attended- Member Training (5 marks); VCG/MRG Training (5 marks); LDP (Leadership Development Programme)/ Board of Directors’ Training Programme (10 marks);	20
TOTAL	100

- (v). The Nominating Committee constituted by the Board shall comprise of: -

1. A producer-member director on the board from the membership class for which the vacancy has arisen provided that such Producer Member director is not the one who is retiring at the forthcoming Annual General Meeting. If more than one producer-member qualifies, then one NC member shall be identified through draw of lots. Also, if no producer-member director is available from the class, then any other producer-member director shall be identified through draw of lots;
2. One Expert Director who is on the Board of the Company; and
3. One expert from any Management Institute of repute or an institution, having done considerable work for development of producer owned enterprises.

The Company Secretary of the Company shall assist the 'Nominating Committee' and be responsible for maintaining all the relevant documents thereof including the minutes of the meeting of the Nominating Committee.

- (vi). The term of the 'Nominating Committee' shall be from the date of first meeting of the committee to the date till it sends its recommendation to the Board of the Company.
- (vii). The Board shall prescribe the process to be adopted by the 'Nominating Committee' for identifying such potential members.

RESOLVED FURTHER THAT, for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized 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.”

11. To consider and approve the Budget of the Company for the FY 2025-2026

To consider and approve with or without modification (s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT the Budget of the Company for the period from 1st April 2025 to 31st March 2026 as laid before the annual general meeting be and is hereby approved.”

12. Increase in Authorized Share Capital of the Company by alteration of Capital clause in Memorandum of Association

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

“Resolved that pursuant to the provisions of Section 378H and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the rules framed thereunder, the Authorized Share Capital of the Company be increased from ₹5,00,00,000 (Rupees Five Crore Only) divided into 5,00,000 (Five Lakhs) Equity Shares of ₹100 (Rupees Hundred Only) each to ₹10,00,00,000 (Rupees Ten Crore Only) divided into 10,00,000 (Ten Lakhs) Equity Shares of ₹100 (Rupees Hundred Only) each.

Resolved further that the Memorandum of Association of the Company be altered by substituting the existing Clause VI - 'Share Capital' by the following:

The Authorized Share Capital of the Company is ₹10,00,00,000 (Rupees Ten Crore Only) divided into 10,00,000 (Ten Lakhs) Equity Shares of ₹100 (Rupees Hundred Only) each.

Resolved further that Chief Executive or Company Secretary of the Company be and is hereby severally authorized to digitally sign or file requisite forms with Registrar of Companies and do all such things, act, deeds which may deem necessary to give effect to the above resolution.”

13. 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 resolution as special resolution:

“RESOLVED THAT pursuant to the relevant provisions of Part XXI-A of the Companies Act in particular Sec. 378-I and Sec 14 and other applicable provisions of Companies Act, 2013 including rules made thereunder, the existing Articles of Association of the Company be, the consent of the shareholders of the Company be and is hereby accorded for alteration of Articles of Associations of the Company altered in the manner and to the extent following:

The existing Article 2.1 xi and xix be altered to read as under;

- ❖ ‘Member’ means an individual woman Producer or Producer Institution (whether incorporated or not) admitted as a Member of the Company.
- ❖ "Producer Institution" means a Producer Company or any other institution having only producer or producers or Producer Company or Producer Companies as its member whether incorporated or not having any of the objects referred to in section 378B and which agrees to make use of the services of the Producer Company or Producer Companies as provided in its articles;

The existing Article 4 be altered to read as under;

❖ **Article 4.1: Membership**

The Company may have individual women Producers or Producer Institutions or a combination of both as its members as decided by the Board.

❖ **Article 4.2: Qualifications and procedure for obtaining Membership**

- i. An individual woman Producer engaged in production of milk from milch animals owned by her and responsible for the care and management of cow(s) and/or buffalo(es) or Producer Institution engaged in procurement of milk from milch animals of its members would be eligible for applying for Membership of the Company. For individual Membership the membership shall be limited to only one producer from each household.
- ii. An individual woman Producer or Producer Institution desirous of becoming a Member of the Company shall apply in prescribed application form to the Company and undertake in writing to abide by the provisions of the Memorandum and the Articles of Association of the Company.

In addition, she/ Producer Institution will pay a non-refundable admission fee, subscribe to equity shares of the Company and satisfy other conditions laid down by the Board from time to time.

- iii. No person/Producer Institution, shall become a Member of the Company if:

- a) She/Producer Institution has any business interest which is in conflict with the business of the Company, or
 - b) she was in employment of the Company directly on its rolls or through a Contractor or employed on contractual basis with the Company for not less than consecutive six months in any of the two financial years immediately preceding the financial year or during the current financial year in which she is proposed to be enrolled.
- iv. Such an individual woman Producer/ Producer Institution shall become a Member after the Board of Directors passes a resolution accepting their admission as a Member.

❖ **Article 4. 4: Voting Rights of Member**

Every member shall have a single vote, provided that the individual member has poured milk for at least 200 days totalling to at least 500 lts. in a financial year and Producer Institution member has at least poured 36,500 lts of milk in a financial year.

The existing Article 9.5 i. be altered to read as under;

The number of positions on the Board representing each class of members, to the extent possible, shall be based on patronage of the respective class. However, this requirement stands waived off till the 9th Annual General Meeting of the Company.

The existing Article 9.6 ii. be altered to read as under;

Any vacancy on the Board to be filled at the Annual General Meeting shall be based on the recommendation of the Nominating Committee appointed by the Board. This provision shall be effective from the conclusion of 9th Annual General Meeting of the Company

The existing Article 9.7 be altered to read as under:

"To fill the vacant position(s) on the Board or otherwise, the Board may co-opt Additional Director(s) or Director to fill the casual vacancy provided that the member identified to fill the casual vacancy has fulfilled the membership continuation criteria at least for two preceding financial years and the Additional Director or Director so appointed shall hold office till the next Annual General Meeting of the Company or for a shorter period if the Board decides so at the time of appointment. However, such a person cannot be co-opted to fill the vacant position on the Board in two subsequent years.

Further, the requirement of 'membership continuation criteria at least for two preceding financial years' shall be effective from the conclusion of 9th Annual General Meeting of the Company."

RESOLVED FURTHER THAT all acts, actions, deeds and things done by the Board of Directors of the Company prior to the aforesaid alterations be and are hereby also approved.

RESOLVED FURTHER THAT this supersedes all earlier arrangements.

ALSO RESOLVED THAT Chief executive or Company Secretary be and is hereby authorized to do all such acts, deeds, matters and things as may be required to implement this resolution."

14. To consider and approve subscribing share capital of Apex Cooperative to be promoted by NDDB and to pass the following as Special resolution in this regard:

"RESOLVED THAT pursuant to the provisions of Memorandum and Article of Association of the Company and provisions of chapter XXIA of the Companies Act, 2013 ('the Act'), and any

other applicable provisions of the Act read with rules and regulations made thereunder, other applicable laws / statutory provisions, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members of the Company be and is hereby accorded to subscribe the shares of multi-state cooperative society up to a limit of 30% of the General Reserves and become member of the multi-state cooperative society promoted by NDDB.

RESOLVED FURTHER THAT the Chairman and the Chief Executive of the Company be and are hereby severally authorized to initiate all necessary actions and execute documents as required to implement this resolution.”

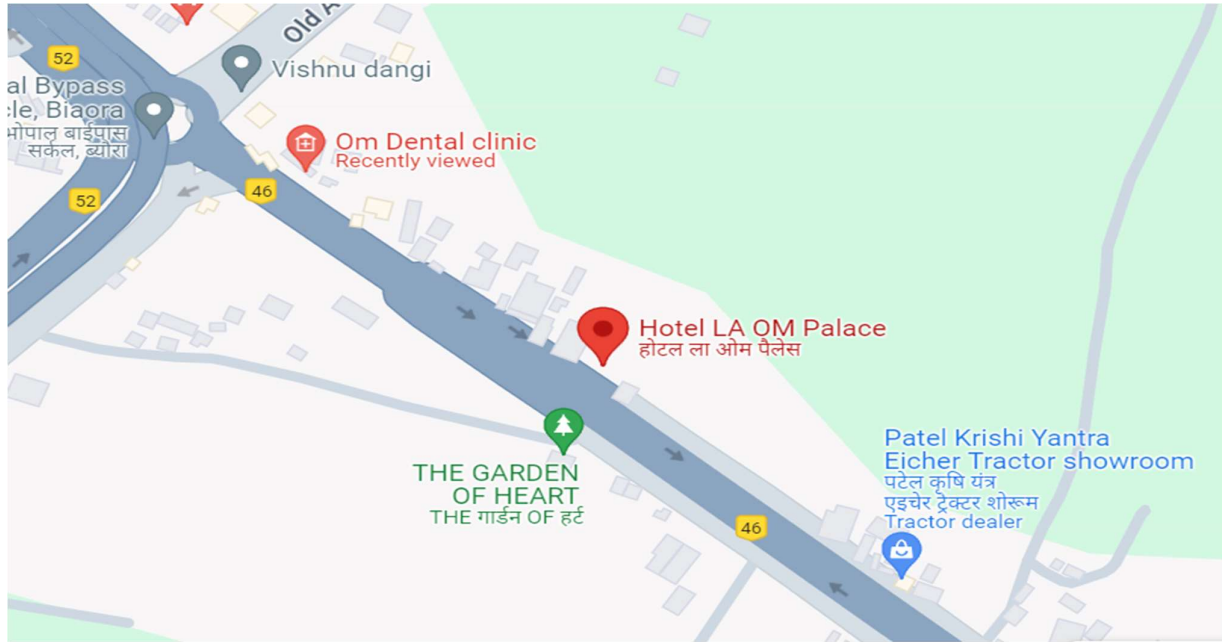
By order of the Board of Directors

Date: 08th September, 2025
Place: Biaora

Ravindra Singh
Chief Executive & Director

NOTES

1. a member entitled to attend and vote at the annual general meeting (AGM) is entitled to appoint a proxy to attend and vote on a show of hands as well as on a poll instead of himself/herself and **a proxy must be a member of the company. non-member cannot be appointed as a proxy.** the instrument appointing proxy in order to be effective must be deposited at the registered office of the company, duly completed, stamped and signed, **at least 48 hours before the scheduled time** of the meeting. a blank proxy form is enclosed herewith.
2. Every member will have only one vote (on a show of hands as well as on poll) irrespective of her shareholding or patronage in the Company.
3. The following documents are enclosed with this notice:
 - i. The names of candidates for election to the office of Director including a statement of qualifications in respect of each candidate;
 - ii. Minutes of the previous AGM held on 20th September, 2024.
 - iii. The audited Balance Sheet as of 31st March, 2025. and Profit and Loss Account for the financial year ended 31st March 2025 together with Reports of the Board of Directors and Auditors thereon is annexed herewith.
 - iv. Budget for FY. 2025-2026 is also enclosed.
4. The member requiring information on accounts or operation of the Company or indenting any query are requested to forward the same to the Company Secretary at the registered office of the company, at least 7 days prior to the date of meeting.
5. Members are requested to quote their folio numbers and member code in all their correspondence.
6. The Explanatory Statement setting out all material facts in respect of Item no.6,7,8,10,12,13 and 14 of the accompanying notice is attached herewith.
7. Relevant documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection by the members at the Registered Office of the Company on all working days during normal business hours (between 11:00 hrs to 16:00 hrs).
8. The limited return (dividend), as recommended by the Board, if declared at the meeting, will be paid to those shareholders, whose names appear as Members in the Register of Members of the Company as on 31st March 2025.
9. Members are requested to notify immediately any change in their addresses along with PIN Code and Mobile Number to the Company.
10. Members are requested to note that as per Section 205A of the Companies Act,1956/ Section 123 of the Companies Act 2013, dividends not encased /claimed within seven years from the date of declaration will be transferred to the Investor Education and Protection Fund (IEPF). After transfer of the said amount to IEPF, no claims in this respect shall lie against IEPF or the Company.
11. The members are requested to bring their ID card issued by the Company at AGM Venue for their identification purpose.
12. Weapons, fire arms, ammunitions, knives and blades, sharp instruments etc., are prohibited at the AGM venue.
13. A Route Map along with Prominent Landmark for easy location to reach the venue of Annual General Meeting is annexed with the notice of Annual General Meeting.



By order of the Board of Directors

Date: 08th September, 2025
Place: Biaora

Ravindra Singh
Chief Executive & Director

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

Name	Occupation	Qualification
Smt. Pooja Goswami	Animal Husbandry	Graduation
Smt. Poonam Yadav	Animal Husbandry	Higher Secondary
Smt. Rekha Lodha	Animal Husbandry	Higher Secondary

By order of the Board of Directors

Date: 08th September, 2025
Place: Biaora

Ravindra Singh
Chief Executive & Director

EXPLANATORY STATEMENT

Item No. 6

The Board is of the view that the appointment of Smt. Pooja Goswami (DIN: 11295000) on the Company's Board as Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 6 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Smt. Pooja Goswami (DIN: 11295000) herself is in any way concerned or interested in the said resolution. The Board recommends the adoption of the resolution as an ordinary resolution.

Item No. 7

The Board is of the view that the appointment of Smt. Poonam Yadav (DIN: 11295198) as Directors on the Company's Board is desirable and would be beneficial to the Company and hence it recommends the said Resolution set out in Item No.6 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Smt. Poonam Yadav (DIN: 11295198) herself is in any way concerned or interested in the said resolution. The Board recommends the adoption of the resolution as an ordinary resolution.

Item No. 8

The Board is of the view that the appointment of Smt. Rekha Lodha (DIN: 11294982) as Directors on the Company's Board is desirable and would be beneficial to the Company and hence it recommends the said Resolution set out in Item No.7 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Smt. Rekha Lodha (DIN: 11294982) herself is in any way concerned or interested in the said resolution. The Board recommends the adoption of the resolution as an ordinary resolution.

Item No.9

The Articles of Association of the Company empower the General Body, from time to time, to decide the criteria for categorizing members into different classes based on their patronage, i.e., participation in the business of the Company.

At the 1st Annual General Meeting held on 27th October, 2017, the members had approved criteria for classification of members into Class A, Class B and Class C (vide Resolution No. 8), based on number of days of milk supply, total quantity supplied, shareholding, and milk supply ratio. The same has been implemented by the Company from FY 2017-18.

Over the years, the Company has grown significantly, with members increasing their animal holdings and milk supply per member also showing an upward trend. As a result, the representation of members across the existing classes has become skewed.

It is considered appropriate and in the best interest of the Company and its members to revise the classification criteria so that each class contributes, as far as possible, approximately one-third of the Company's annual milk procurement, thereby ensuring balanced representation of all three classes on the Board of the Company.

Accordingly, the Board of Directors, at its meeting held on 03rd September, 2025, considered and approved the proposal to revise the criteria for classification of members into Class A, Class B and Class C based on patronage, and now recommends the same for approval of the shareholders by way of a Special Resolution.

None of the Directors/Officers of the Company or their relatives is, in any way, interested or concerned in the resolution.

Item No. 10

As per the Articles 9.6; 9.18 ii.k.; and 11.11 vii of the Articles of Association of the Company relating, inter alia, to the representation of class of members on the Board, election of Directors, recommendation for the position of Directors etc., it is necessary to have a "Nominating Committee" (NC) by the Board.

Further as per the requirement of Article 11.11 of the Articles of Association of the Company, the guidelines for the constitution of "Nominating Committee" would require approval of the Members by an Ordinary resolution passed at the Annual General Meeting of the Shareholders of the Company.

The approval of members so as to provide for the constitution of "Nominating Committee" (NC) by the Board, approval of guidelines for constitution of NC and formulation of criteria for the nomination of directorship.

Therefore, it is imperative and appropriate that, suitable guidelines for the constitution of "Nominating Committee" including the eligibility criteria for the directorship, as detailed in the draft ordinary resolution, of Nominating Committee and recommendation of eligible members to the board for times to come.

None of the Directors/Officers of the Company or their relatives is, in any way, interested or concerned in the resolution.

Item No. 12

Presently, the Authorized Share Capital of the Company as mentioned in Clause VI of Memorandum of ₹5,00,00,000 (Rupees Five Crore Only) divided into 5,00,000 (Five Lakh) Equity Shares of ₹100 (Rupees Hundred Only) each.

It is deemed appropriate to increase the Authorized Share Capital from ₹5,00,00,000 (Rupees Five Crore Only) divided into 5,00,000 (Five Lakh) Equity Shares of ₹100 (Rupees Hundred Only) each to ₹10,00,00,000 (Rupees Ten Crore Only) divided into 10,00,000 (Ten Lakhs) Equity Shares of ₹100 (Rupees Hundred Only) each and for that purpose the Memorandum of Association is proposed to be suitably altered in terms of the resolution proposed in the accompanying Notice.

The provisions of the Companies Act, 2013 require the Company to seek the approval of the Members for increase in the Authorized Share Capital and for the alteration of capital clause of the Memorandum of Association of the Company.

None of the Directors of your Company or any of their relatives is in any way, concerned or interested in the said resolution.

The Board recommends the resolution for approval members as Ordinary Resolution.

Item No. 13

The Articles of Association of the Company presently contain provisions relating to definitions, membership, voting rights of members, composition of the Board, filling of vacancies, and related matters.

In order to bring greater clarity and alignment with the provisions of the Companies Act, 2013 (particularly Part XXI-A relating to Producer Companies), and to meet the present requirements of the Company, it is proposed to alter certain Articles of the Association.

Alteration in article 2.1 xi and xix

As per sub article 2.1 xi” Member’ means an individual woman Producer admitted as a Member of the Company. In order to include other institutions as the Member of the Company it is proposed to alter the existing Article 2.1 xi and insert 2.1 xix in the Articles of Association of the Company as provided hereunder: -

The existing Article 2.1 xi and xix be altered to read as under;

- ❖ ‘Member’ means an individual woman Producer or Producer Institution (whether incorporated or not) admitted as a Member of the Company.
- ❖ "Producer Institution" means a Producer Company or any other institution having only producer or producers or Producer Company or Producer Companies as its member whether incorporated or not having any of the objects referred to in section 378B and which agrees to make use of the services of the Producer Company or Producer Companies as provided in its articles;

Alteration in article 4

As per sub article 4.1 Membership

The Company may have individual women Producers as its members.

As per sub article 4.2 Qualifications and procedure for obtaining Membership:

- i. An individual woman Producer engaged in production of milk from milch animals owned by her and responsible for the care and management of cow(s) and/or buffalo(es) would be eligible for applying for Membership of the Company. Membership shall be limited to only one producer from each household.
- ii. An individual woman Producer desirous of becoming a Member of the Company shall apply in prescribed application form to the Company and undertake in writing to abide by the provisions of the Memorandum and the Articles of Association of the Company.

In addition, she will pay a non-refundable admission fee, subscribe to equity shares of the Company and satisfy other conditions laid down by the Board from time to time.

- iii. No person who has any business interest which is in conflict with the business of the Company shall become a member of the Company.
- iv. Such an individual woman Producer shall become a Member after the Board of Directors passes a resolution accepting their admission as a Member.

As per sub article 4.4 Voting Rights of Member:

Every member shall have a single vote, provided that the member has poured milk for at least 200 days totalling to at least 500 lts. in a financial year. However, at the First Annual General Meeting of the Company, all members shall have a single vote each.

The existing Article 4 be altered to read as under;

❖ **Article 4.1: Membership**

The Company may have individual women Producers or Producer Institutions or a combination of both as its Members as decided by the Board.

❖ **Article 4.2: Qualifications and procedure for obtaining Membership**

- i. An individual woman Producer engaged in production of milk from milch animals owned by her and responsible for the care and management of cow(s) and/or buffalo(es) or Producer Institution engaged in procurement of milk from milch animals of its members would be eligible for applying for Membership of the Company. For individual Membership the membership shall be limited to only one producer from each household.
- ii. An individual woman Producer or Producer Institution desirous of becoming a Member of the Company shall apply in prescribed application form to the Company and undertake in writing to abide by the provisions of the Memorandum and the Articles of Association of the Company.

In addition, she/ Producer Institution will pay a non-refundable admission fee, subscribe to equity shares of the Company and satisfy other conditions laid down by the Board from time to time.

- iii. No person/Producer Institution, shall become a Member of the Company if:
 - c) She/Producer Institution has any business interest which is in conflict with the business of the Company, or
 - d) she was in employment of the Company directly on its rolls or through a Contractor or employed on contractual basis with the Company for not less than consecutive six months in any of the two financial years immediately preceding the financial year or during the current financial year in which she is proposed to be enrolled.
- iv. Such an individual woman Producer/ Producer Institution shall become a Member after the Board of Directors passes a resolution accepting their admission as a Member.

❖ **Article 4.4: Voting Rights of Member**

Every member shall have a single vote, provided that the individual member has poured milk for at least 200 days totalling to at least 500 lts. in a financial year and Producer Institution member has at least poured 36,500 lts of milk in a financial year.

Alteration in article 9

Alteration in article 9.5 (i)

As per sub article 9.5 (i) "The number of positions on the Board representing each class of members, to the extent possible, shall be based on patronage of the respective class. However, this requirement stands waived off till the 10th Annual General Meeting of the Company." In view of this it is proposed to alter the existing Article 9.5 (i) of the Articles of Association of the Company as provided hereunder: -

The existing Article 9.5 i. be altered to read as under;

The number of positions on the Board representing each class of members, to the extent possible, shall be based on patronage of the respective class. However, this requirement stands waived off till the 9th Annual General Meeting of the Company.

Alteration in article 9.6 (ii)

As per sub article 9.6 (ii)" The vacant position on the Board as per 9.6 (i) shall be filled based on the recommendation of the Nomination Committee appointed by the Board. However, this provision shall be in vogue after 10th AGM of the Company and till such time the vacant position shall be filled based on the recommendation of the Board of the Company.

The existing Article 9.6 ii. be altered to read as under;

Any vacancy on the Board to be filled at the Annual General Meeting shall be based on the recommendation of the Nominating Committee appointed by the Board. This provision shall be effective from the conclusion of 9th Annual General Meeting of the Company.

Alteration in article 9.7

As per sub article 9.7" "To fill the vacant position(s) on the Board or otherwise, the Board may co-opt Additional Director(s) or Director to fill the casual vacancy provided that the member identified to fill the casual vacancy has fulfilled the membership continuation criteria at least for two preceding financial years and the Additional Director or Director so appointed shall hold office till the next Annual General Meeting of the Company or for a shorter period if the Board decides so at the time of appointment. However, such a person cannot be co-opted to fill the vacant position on the Board in two subsequent years.

Further, the requirement of 'membership continuation criteria at least for two preceding financial years' shall be effective from the conclusion of 10th Annual General Meeting of the Company."

The existing Article 9.7 be altered to read as under;

"To fill the vacant position(s) on the Board or otherwise, the Board may co-opt Additional Director(s) or Director to fill the casual vacancy provided that the member identified to fill the casual vacancy has fulfilled the membership continuation criteria at least for two preceding financial years and the Additional Director or Director so appointed shall hold office till the next Annual General Meeting of the Company or for a shorter period if the Board decides so at the time of appointment. However, such a person cannot be co-opted to fill the vacant position on the Board in two subsequent years.

Further, the requirement of 'membership continuation criteria at least for two preceding financial years' shall be effective from the conclusion of 9th Annual General Meeting of the Company."

The Board in its 51st Board meeting held on 08th September, 2025 has 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 12 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.

Item No. 14

NDDB is facilitating the formation of an Apex Multi State Cooperative Society of Milk Producer Organizations promoted or to be promoted in future by NDDB through NDDB Dairy Services (NDS). The said Apex Cooperative shall be registered under the provisions of the Multi State Cooperative Societies Act, 2002. The Society aims to promote the economic interests of its members by supporting milk production, procurement, processing, and marketing, expanding related activities in the dairy sector, and offering financial, technical, and training support to milk producers through collaboration with government bodies and adherence to cooperative principles. Since Maalav MPO's objectives and activities are in aligned with the overarching goals and vision of this Apex Cooperative particularly in promoting cooperative and mutual assistance principles, enhancing milk production, and strengthening the dairy value chain in India. Hence, it is proposed that Maalav MPO should become member of the said Apex Cooperative by subscribing the shares of multi-state cooperative society up to a limit of 30% of the General Reserves and become member of the multi-state cooperative society promoted by NDDB.

None of the Directors/Officers of the Company or their relatives is, in any way, interested or concerned in the resolution.

The Board of Directors recommends the Special Resolution set out in Item no. 13 of the accompanying notice for the approval of the members.

By order of the Board of Directors

Date: 08th September, 2025

Place: Biaora

Ravindra Singh
Chief Executive & Director

BUDGET FOR FY 2025-2026

Maalav Mahila Milk Producer Company Limited				
Revenue Budget				
S.No.	Particulars	UoM	Budget FY 24-25	Proposed Budget FY 25-26
(I)	Milk Procurement Qty	(KGPD)	89,562	96,320
(II)	Revenue from Milk Operations	(Rs. in Lakhs)	18,522.00	22,146.05
(III)	Producer Price	(Rs. in Lakhs)	16,121.31	19,600.71
(IV)	Sahayak Margin	(Rs. in Lakhs)	391.58	401.24
(V)	Logistic Cost	(Rs. in Lakhs)	1,211.30	1,188.26
(VI)	Other Milk Procurement Cost	(Rs. in Lakhs)	517.50	616.75
(VII)	Fixed Cost	(Rs. in Lakhs)	328.33	398.85
(VIII)	Profit/(Loss) from Milk Operation befor Grant Support	(Rs. in Lakhs)	(48.02)	(59.77)
(IX)	Grant Support -Milk Operations	(Rs. in Lakhs)	-	-
(X)	Profit/(Loss) from Milk Operation after Grant Support	(Rs. in Lakhs)	(48.02)	(59.77)
(XI)	Revenue Expenses for PES Activities	(Rs. in Lakhs)	13.41	(7.80)
(XII)	(Deficit) -PES Operations	(Rs. in Lakhs)	(13.41)	7.80
(XIII)	Grant Support -PES Operations	(Rs. in Lakhs)	-	-
(XIV)	Profit/(Loss) from PES Operations	(Rs. in Lakhs)	(13.41)	7.80
(XV)	Other Income	(Rs. in Lakhs)	132.72	103.04
(XVI)	Profit/(Loss) Befor Tax	(Rs. in Lakhs)	71.29	51.08

Capex Budget				
S.No.	Particulars	UoM	Budget FY 24-25	Proposed Budget FY 25-26
A	Milk Operation			
(I)	MPP SET UP COST	(Rs. in Lakhs)	-	3.50

(II)	CANS	(Rs. in Lakhs)	-	64.00
(III)	ICT	(Rs. in Lakhs)	12.84	69.65
(IV)	DPMCU	(Rs. in Lakhs)	9.48	150.90
(V)	BMC Accessories	(Rs. in Lakhs)	-	78.85
(VI)	AMCU	(Rs. in Lakhs)	-	2.00
(VII)	ETP	(Rs. in Lakhs)	-	12.00
(VIII)	HO Set up	(Rs. in Lakhs)	-	5.10
(X)	MCC-Lab set up cost	(Rs. in Lakhs)	-	2.00
	Capex -Milk Operations	(Rs. in Lakhs)	22.31	388.00
(IX)	Capex Grant Support -Milk Operations	(Rs. in Lakhs)	-	-
	Capex- Soyabean Procurement			0.50
	Capex from own Funds	(Rs. in Lakhs)	22.31	388.50
B	PES Operation			
(I)	Containers	(Rs. in Lakhs)	-	-
(II)	Handheld Device/Tablet	(Rs. in Lakhs)	-	-
	Capex -PES Operations	(Rs. in Lakhs)	-	-
(III)	Capex Grant Support -PES Operations	(Rs. in Lakhs)	-	-
	Capex from own Funds	(Rs. in Lakhs)	-	-
I	Total Capex	(Rs. in Lakhs)	22.31	388.50
II	Total Capex grant	(Rs. in Lakhs)	-	-
III	Capex from own Funds	(Rs. in Lakhs)	22.31	388.50

MINUTES OF 8TH ANNUAL GENERAL MEETING

MINUTES OF THE 8th ANNUAL GENERAL MEETING OF MAALAV MAHILA MILK PRODUCER COMPANY LIMITED HELD ON FRIDAY THE 20TH DAY OF SEPTEMBER, 2024 AT LA OM PALACE, BIAORA, RAJGARH, MADHYA PRADESH-465674 COMMENCED AT 12:00 PM & CONCLUDED AT 01:00 PM

PRESENT:

1. Smt. Ramshree Sharma : Chairman & Shareholder
2. Smt. Teena Yadav : Director & Shareholder
3. Smt. Neelam Nagar : Director & Shareholder
4. Smt. Gayatree : Director & Shareholder
5. Smt. Sunita Vishvakarma : Director & Shareholder
6. Smt. Babita Parmar : Director & Shareholder
7. Smt. Rina Dangi : Director & Shareholder
8. Smt. Mamta Bai : Director & Shareholder
9. Smt. Meena Rajput : Additional Director & Shareholder
10. Smt. Mamta Lodhi : Additional Director & Shareholder
11. Smt. Abdhesh Yadav : Additional Director & Shareholder
12. Shri Basant Choudhary : Expert Director
13. Shri Ravindra Singh : Chief Executive & Director

IN ATTENDANCE:

1. Smt. Vaishnavi Sharma : Company Secretary
- A. Smt. Ramshree Sharma took the chair and asked the Company Secretary to confirm the requisite attendance and quorum for commencing the meeting.
- B. Thereafter, Shri Vaishnavi Sharma, Company Secretary stated that as per the attendance register there were 19 members holding 1128 shares were present in-person and 6759 Shareholder represented were present through proxy holding 1,67,966 shares. In total 6778 members were present holding 1,69,094 shares. He further stated that the requisite quorum as per the section 378ZA (9) of the Companies Act, 2013 read with Article 11.6 of Articles of Association, has constituted a valid quorum.
- C. On request, the Board granted leave of absence to Shri Alok Kumar Gupta, Expert Director of the Company.
- D. The Chairman declared that the quorum is present after ascertaining the same from the Company Secretary.

- E. The Company Secretary stated that the Register of Proxies, Members' Register, Register of Directors' shareholding, Statutory Auditor's Report and other statutory registers were available and open for inspection. He also informed that there was no adverse remarks qualifications in the Auditors Report of the Company and hence Auditors Report was taken as read.
- F. The Chairman welcomed the Members, Directors to the 8th Annual General Meeting of the Company. Thereafter, the Chairman commenced the proceeding of meeting by reading Value, Mission & Vision of the Company.
- G. With the unanimous consent of the members present, the Notice convening the 8th Annual General Meeting having already been circulated to the members was taken as read.
- H. Thereafter, the Chairman in her speech briefed the meeting about the operation of the company and activities to be carried out by the Company.
- I. Thereafter, on the advice of the Chairman, Smt. Vaishnavi Sharma, Company Secretary, took up the items of Agenda for the meeting.

The meeting transacted the following business:

- 1. To receive, consider and adopt the Balance Sheet as at 31st March 2024 and the Profit and Loss Account of the Company for the period ended on that date together with schedules and notes forming a part thereof and the reports of Directors and Auditor's thereon and to pass following Ordinary resolution in this regard:**

Smt. Bhagwati Bai Dangi (Folio No.: 0008512) proposed the following resolution as an Ordinary Resolution:

Resolution No. 1/8th AGM: 20.09.2024/2024-25

“RESOLVED THAT the audited Balance Sheet as at 31st March 2024, 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 is hereby approved and adopted.”

Smt. Anita (Folio No.: 0012216) seconded the above resolution.

The Chairman moved the motion to vote by show of hands and after voting concluded declared the same as passed unanimously.

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

Smt. Krishna Bai (Folio No.: 0008472) proposed the following resolution as an Ordinary Resolution:

Resolution No. 2/8th AGM: 20.09.2024/2024-25

“RESOLVED THAT the limited return (dividend) on share capital at the rate of ₹8 per equity share out of the current profits of the year ended

31st March 2024, on 2,95,648 equity shares of Rs.100 each fully paid up and absorbing Rs 23,65,184 for the F.Y. 2023-24 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, 2024.”

Smt. Mosam Bai (Folio No.: 0005598) seconded the above resolution.

The Chairman moved the motion to vote by show of hands and after voting concluded declared the same as passed unanimously.

3. To consider and appoint Smt Mamta Lodhi as a Director and to pass following Ordinary Resolution in this regard.

Smt. Braj Kuwar (Folio No.:0005640) proposed the following resolution as an Ordinary Resolution:

Resolution No. 3/8th AGM: 20.09.2024/2024-25

“RESOLVED THAT, Smt. Mamta Lodhi (DIN 10725368), who was appointed as an additional director on the Board of Directors of the Company w.e.f. 30th July, 2024 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company, whose period of office shall be liable to retire by rotation.”

Smt. Anita Bai Sharma (Folio No.: 0011471) seconded the above resolution.

The Chairman moved the motion to vote by show of hands and after voting concluded declared the same as passed unanimously.

4. To consider and appoint Smt Meena Rajput as a Director and to pass following Ordinary Resolution in this regard.

Smt. Nirmala Bai Chandravanshi (Folio No.:0013876) proposed the following resolution as an Ordinary Resolution:

Resolution No. 4/8th AGM: 20.09.2024/2024-25

“RESOLVED THAT, Smt. Meena Rajput (DIN 10720146), who was appointed as an additional director on the Board of Directors of the Company w.e.f. 25th July, 2024 and

who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company, whose period of office shall be liable to retire by rotation.”

Smt. Gulab Bai (Folio No.: 0006886) seconded the above resolution.

The Chairman moved the motion to vote by show of hands and after voting concluded declared the same as passed unanimously.

5. To consider and appoint Smt Abdhesh Yadav as a Director and to pass following Ordinary Resolution in this regard.

Smt. Sangita Bai (Folio No.:0010095) proposed the following resolution as an Ordinary Resolution:

Resolution No. 5/8th AGM: 20.09.2024/2024-25

“**RESOLVED THAT**, Smt. Abdhesh Yadav (DIN 10720165), who was appointed as an additional director on the Board of Directors of the Company w.e.f. 25th July, 2024 and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as Director of the Company, whose period of office shall be liable to retire by rotation.”

Smt. Indra Bai (Folio No.: 0009404) seconded the above resolution.

The Chairman moved the motion to vote by show of hands and after voting concluded declared the same as passed unanimously.

6. To consider and re-appoint a director Smt. Teena Yadav (DIN 08664281) who retires by rotation and being eligible for re-appointment offer herself for reappointment in this regard to pass the following ordinary resolution: -

Smt. Ramesh Bai (Folio No.:0011000) proposed the following resolution as an Ordinary Resolution:

Resolution No. 6/8th AGM: 20.09.2024/2024-25

“**RESOLVED THAT** Smt. Teena Yadav (DIN 08664281) director of the Company, who retires by rotation at this 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.”

Smt. Vinita Bai (Folio No.: 0006251) seconded the above resolution.

The Chairman moved the motion to vote by show of hands and after voting concluded declared the same as passed unanimously.

- 7. To consider and re-appoint a director Smt. Sunita Vishvakarma (DIN 08880271) who retires by rotation and being eligible for re-appointment offer herself for reappointment in this regard to pass the following ordinary resolution: -**

Smt. Geeta Lodhi (Folio No.: 0021217) proposed the following resolution as an Ordinary Resolution:

Resolution No. 7/8th AGM: 20.09.2024/2024-25

“RESOLVED THAT Smt. Sunita Vishvakarma (DIN 08880271) director of the Company, who retires by rotation at this 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.”

Smt. Nirmala Bai (Folio No.: 0014599) seconded the above resolution.

The Chairman moved the motion to vote by show of hands and after voting concluded declared the same as passed unanimously.

- 8. To consider and approve the Interim Budget of the Company for the FY 2024-2025 in this regard to pass the following ordinary resolution.**

Smt. Seeta Bai Lodha (Folio No.: 0026535) proposed the following resolution as an Ordinary Resolution:

Resolution No. 8/8th AGM: 20.09.2024/2024-25

“RESOLVED THAT the Budget of the Company for the period from 1st April, 2024 to 31st March, 2025, as laid before the annual general meeting be and is hereby approved.”

Smt. Dayal Kuwar (Folio No.: 0004146) seconded the above resolution.

The Chairman moved the motion to vote by show of hands and after voting concluded declared the same as passed unanimously.

- 9. To consider and approve secondment agreement with NDDB Dairy Services**

Smt. Ram Kuwar Bai (Folio No.: 0009166) proposed the following resolution as an Ordinary Resolution:

Resolution No. 9/8th AGM: 20.09.2024/2024-25

“RESOLVED THAT pursuant to the provisions of Memorandum and Article of Association of the company and provisions of chapter XXIA of the Companies Act, 2013 (‘the Act’), and any other applicable provisions of the Act read with rules and regulations made thereunder,

other applicable laws / statutory provisions, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members of the Company be and is hereby accorded to the Company for entering in to secondment arrangement/agreement with NDDB Dairy Services and ratification of all the executed transactions pertaining to secondment arrangements and enter into and/or continue the transaction(s)/ contract(s)/arrangement(s)/agreement(s) with NDDB Dairy Services ('NDS') for secondment arrangement.

RESOLVED FURTHER THAT the termination of this arrangement /agreement by the Company shall require prior consent of the members at the General Meeting.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to do all acts, deeds and things including delegation of power to any director to sign/execute the necessary agreement/contract with NDS whenever required for implementation of this resolution.”

Smt. Koshalya Bai (Folio No.: 0012609) seconded the above resolution.

The Chairman moved the motion to vote by show of hands and after voting concluded declared the same as passed unanimously.

10. To consider and approve supply of Milk to NDDB Dairy Services ('NDS').

Smt. Koushalya Bai (Folio No.: 0012761) proposed the following resolution as an Ordinary Resolution:

Resolution No. 10/8th AGM: 20.09.2024/2024-25

“RESOLVED THAT pursuant to the provisions of Memorandum and Article of Association of the company and provisions of chapter XXIA of the Companies Act, 2013 ('the Act'), and any other applicable provisions of the Act read with rules and regulations made thereunder, other applicable laws / statutory provisions, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members of the Company be and is hereby accorded to the supply agreement dated 01st April 2024 entered with NDDB Dairy Services for the transaction(s) / contract(s) / arrangement(s) / agreement(s) with NDDB Dairy Services ('NDS') for supply of milk including any amendment, modification and extension thereof;

“RESOLVED FURTHER that Board of Directors of the Company be and is hereby authorized to do all acts, deeds and things including delegation of power to any director to sign/execute the necessary agreement/contract with NDS whenever required for implementation of this resolution.”

Smt. Meena (Folio No.: 0012735) seconded the above resolution.

The Chairman moved the motion to vote by show of hands and after voting concluded declared the same as passed unanimously.

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

Date:

Chairman

Place: Biaora

MAALAV MAHILA MILK PRODUCER COMPANY LIMITED

CIN: U01114MP2017PTC043970

Regd Office: Old A B Road, Talwara, Champapura, Biaora, Rajgarh, MP-465674

Email: info@maalavmilk.com

ATTENDANCE SLIP

Folio No:

Member
Code:

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I hereby record my presence at the 9th Annual General Meeting of the Maalav Mahila Milk Producer Company Limited held on Monday, 29th September, 2025.

Name of the Shareholders.....

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

Signature of the Shareholder/Proxy*

*Strike out whichever is not applicable

MAALAV MAHILA MILK PRODUCER COMPANY LIMITED

CIN: U01114MP2017PTC043970

Regd Office: Old A B Road, Talwara, Champapura, Biaora, Rajgarh, MP-465674

Email: info@maalavmilk.com

Form No. MGT-11

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 Member	
Address	
Email Id	
Folio No.	

I.....being the member ofshares of the above-named Company, hereby appoint

1. Name ; Email Id; Signature

or failing her

2. Name ; Email Id; Signature

As my proxy to attend and vote for me and on my behalf at the 9th Annual general Meeting of the Company, to be held on Monday, the 29th day of September, 2025 at 12:00 PM at Hotel LA OM Palace, Biaora, Rajgarh Madhya Pradesh-465674 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolution	Voting		
		Favor	Against	Neutral
1	To receive, consider and adopt the audited Balance Sheet as at 31st March 2025 and 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 thereon and to adopt following Ordinary resolution in this regard.			
2	To consider and declare the Limited Return (Dividend) on share capital of the Company for the F.Y. 2024-2025 and in this regard to adopt the following ordinary resolution.			
3	To consider the retirement of Smt. Ramshree Sharma (DIN: 07893820), who is retiring by rotation and being ineligible for reappointment, in this regard to adopt the following ordinary resolution.			
4	To consider the retirement of Smt. Neelam Nagar (DIN: 08806718), who is retiring by rotation and being ineligible for			

	reappointment, in this regard to adopt the following ordinary resolution.			
5	To consider the retirement of Smt. Rina Dangi (DIN: 09705962) who is retiring by rotation and being eligible offer herself for reappointment in this regard to pass the following ordinary resolution.			
6	To consider the appointment of Smt. Pooja Goswami (DIN:11295000), as Director of the Company.			
7	To consider the appointment of Smt. Poonam Yadav (DIN:11295198), as Director of the Company.			
8	To consider the appointment of Smt. Rekha Lodha (DIN: 11294982), as Director of the Company.			
9	To consider and approve criteria for categorizing the members into different classes based on patronage, in this regard to adopt the following ordinary resolution.			
10	To consider and approve the guidelines for constitution of Nominating Committee in order to scrutinize the application received from eligible Members for vacant positions on the Board based on defined criteria.			
11	To consider and approve the Budget of the Company for the FY 2025-2026.			
12	Increase in Authorized Share Capital of the Company by alteration of Capital clause in Memorandum of Association			
13	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 resolution as special resolution.			
14	To consider and approve subscribing share capital of Apex Cooperative to be promoted by NDDDB and to pass the following as Special resolution in this regard.			

Signed on this day of September, 2025

Signature of Shareholder:

Signature of Proxy holder:



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 needs to be a member.

MAALAV MAHILA MILK PRODUCER COMPANY LIMITED

CIN: U01114MP2017PTC043970

Regd Office: Old A B Road, Talwara, Champapura, Biaora, Rajgarh, MP-465674

Email: info@maalavmilk.com

ACKNOWLEDGEMENT

Folio Number

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I _____ Resident of _____ am member of Maalav Mahila Milk Producer Company Limited. I hereby declare that I have received the notice for Ninth Annual General Meeting of the Company along with all its annexure.

Member Signature/Thumb impression

Date:

Place: