

**KMG Milk Food Limited**

CIN:L15201HR1999PLC034125

Regd. Office: 9<sup>th</sup>k.m. Stone, Pipli to Ambala, N.H. 1, G.T. Road Village Masana Distt. Kurukshetra-132118,  
Haryana

Tel: 01744-279452, Fax: 01744-279453

Website: www.kmgmilkfood.com, Email: compliances.kmg@gmail.com

---

**NOTICE**

Notice is hereby given that the 32<sup>nd</sup> Annual General Meeting of the members of M/s KMG MILK FOOD LIMITED will be held on Monday, the 23<sup>rd</sup> day of September, 2024, at 01:00 P.M., at the Registered Office of the Company at 9<sup>th</sup>k.m. Stone, Pipli to Ambala, G.T. Road, Village Masana, Distt. Kurukshetra-136118, Haryana to transact the following business:

**ORDINARY BUSINESS:**

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31<sup>st</sup>, 2024 and the reports of the Board of Directors and Auditors thereon.**

“**RESOLVED THAT** financial statement of the company as on 31<sup>st</sup> March, 2024, which includes the Balance Sheet as on 31<sup>st</sup> March, 2024, Profit and Loss Account and Cash Flow Statement of the company for the financial year 2023-2024 along with the Directors’ Report and Auditors’ Report thereon be and is hereby received, considered, approved and adopted.”

- 2. To appoint a director in place of Mrs. Mithlesh Garg (DIN: 00185942), who retires by rotation and being eligible, offers herself for re-appointment.**

Based on terms of Appointment, Executive and Non-Executive Directors are liable to retire by rotation. Mrs. Mithlesh Garg (DIN: 00185942), Non-Executive, Non-Independent Director who is liable to retire by rotation being eligible, seeks re-appointment. The Board recommended his re-appointment.

“**RESOLVED THAT** pursuant to the provision of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the Shareholders of the company be and is hereby accorded to the re-appointment of Mrs. Mithlesh Garg as Director, who is liable to retire by rotation.

- 3. To approve retirement of additional director, Mr. Vinod Poudyal (DIN: 08753902)**

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), Consent of the Board be and is hereby accorded, to appoint Vinod Poudyal (DIN: 08753902) Registration No. IDDB-NR-202403-056675 as an Additional Director (Non-Executive & Independent) on the Board of the Company w.e.f. 13/03/2024 to hold office till the conclusion of the next Annual General Meeting.

WHEREAS, the Board of Directors of the company has reviewed the current composition and size of the Board and determined that no additional directors are needed at this time;

AND WHEREAS, the Board believes that the existing number of directors is sufficient to effectively manage the affairs of the Company and that re-appointing additional directors is unnecessary; The Board of Directors hereby decides not to re-appoint any additional directors to the Board.

**4. To consider and if thought fit, to pass, the following Resolution for Re-appointment of Statutory Auditors of the Company:**

**“RESOLVED FURTHER THAT** pursuant to Sections 139, 142 and other applicable provisions if any, of the Companies Act, 2013 (the Act) and the Companies (Audit and Auditors) Rules, 2014, (the Rules) Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force) and other applicable acts, rules and regulations, M/s. Gauri Goyal & Associates, Chartered Accountants (Firm Registration No. 036120N) who have given written consent for their re-appointment and a certificate that their re-appointment, if made, will be in accordance with the conditions of Section 141 of the Act and Rule 4 of the Rules, be and are hereby re-appointed as the statutory auditors of the Company from the conclusion of this AGM until the conclusion of 36<sup>th</sup> Annual General Meeting on remuneration as mentioned in the explanatory statement and as may be fixed or altered by the Board of Directors of the Company in addition to out of pocket expenses as may be incurred by them during the course of audit.”

**By Order of the Board of Directors  
For KMG Milk Food Limited**

**Sd/-  
Basudev Garg  
Chairman cum Whole Time Director  
DIN: 00282038**

**Date: 31.08.2024  
Place: Kurukshetra**