



we



CARE

**12**<sup>th</sup> ANNUAL REPORT  
2023 - 24



# माहीदाध

पशुओ माटे परदान



## समतोल पशु आहार

- दूध उत्पादन तथा दूधनी गुणवत्तामां सुधारो.
- दूध उत्पादन भर्यमां घटाडो.
- पशु स्वास्थ्य तथा प्रजनन क्षमतामां सुधारो.
- रोग प्रतिकारक शक्तिमां वधारो.

पधु जाणकारी माटे संपर्क करो  
**माही मिल्क प्रोड्यूसर कंपनी लिमिटेड**  
(अनिमल डीड अन्ड न्युट्रीशन युनिट)

राजकोट-जामनगर हाईवे, गाम : पंढेरी - ३६०११०, ज़. : राजकोट  
टेलीफोन नंबर : १८००-२७४०-७३२ / ०२८१-२४६०७३२ | ईमेल : [afnu@maahimilk.com](mailto:afnu@maahimilk.com)

# We Care!!!

Maahi becomes the synonym of mother whose warmth comes to your doorstep in the form of milk from the lakhs of milk producers. Every drop of milk creates shared happiness for customers and lakhs of farmers.

At Maahi family, we always believe and care for inclusive growth. This belief has paved the way for creating a strong foundation for building an Organization that thrives on its core values and care for all its stakeholders.

At Maahi, caring is more than a sentiment, it's the essence of who we are. Through empathy, dedication, and meaningful actions, we create a legacy of care that uplifts, inspires, and defines our journey towards a brighter tomorrow, together.

In every endeavour, Maahi exemplifies "We Care". It's not just a philosophy but a heartfelt commitment that guides us in everything we do. As we look to the future, we remain dedicated to nurturing a culture where care is the soul in our every action.

## Index

Content	Page No.	Content	Page No.
Progress at Glance	1	Cash Flow Statement	41
Chairman's Message	2	Notes forming parts of the Financial Statements	42
Chief Executive's Message	3	Minutes of Previous Annual General Meeting	65
We Care!!!	4	Budget for Financial Year 2024-25	72
Directors' Report	13	Notice of Thirteenth Annual General Meeting	73
Independent Auditor's Report	27		
Balance Sheet	39		
Statement of Profit & Loss Account	40		




- Quality at each level
- Trust
- Accountability
- Mutual Co-operation
- Innovation
- Passion
- Long Term View
- Honesty & Transparency

# Value



**Maahi Milk Producer Company Limited is committed for giving maximum return to the members through dairying.**

# Mission



**With strong commitment to our values, Maahi will be known as one of the World's leading companies in the area of milk business.**

# Vision



# MAAHI MILK PRODUCER COMPANY LIMITED

CIN : U01403GJ2012PTC070646

## ■ Annual Report - 2023-24 ■

### BOARD OF DIRECTORS (As on 13<sup>th</sup> August, 2024)

#### Chairman

Shri Vijaybhai Odedara

#### Directors

Shri Nagabhai Odedara  
Smt. Shobhanaben Patoriya  
Shri Goganbhai Kandoriya  
Smt. Sushilaben Pandya  
Smt. Nilamben Golitar

Shri Rambhai Budhas  
Shri Sharadkumar Mota  
Shri Ashokbhai Rangpara  
Shri Bharatkumar Vala  
Smt. Hitarthiben Dodiya

#### Expert Directors

Dr. Saugata Mitra  
Dr. Jignesh Shah  
Dr. Raghu Mallegowda

#### Chief Executive & Director

Dr. Sanjaykumar Govani

#### Company Secretary

Shri Sanjay Talati

#### Sr. Manager -Accounts & Finance

Shri Vinay Kumar Inani

#### Statutory Auditors

Price Waterhouse Chartered Accountants LLP

#### Internal Auditors

Ernst & Young LLP  
Chartered Accountants

#### Bankers

Axis Bank Ltd. HDFC Bank Ltd.  
ICICI Bank Ltd. State Bank of India

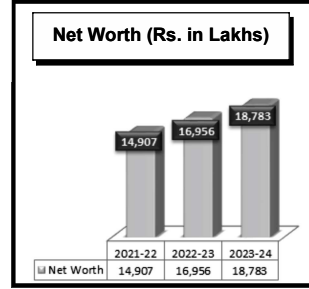
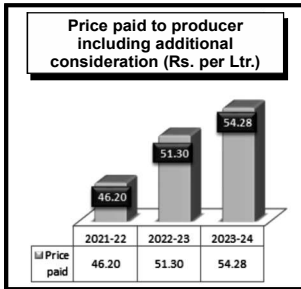
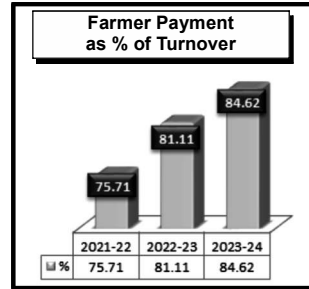
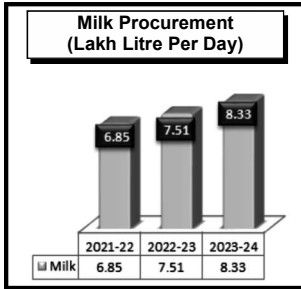
#### Registrar & Transfer Agent

Link Intime India Pvt. Ltd.

#### Registered Office

3<sup>rd</sup> & 4<sup>th</sup> Floor, Sakar Building, Opp. Rajkumar College, Dr. Radhakrishnan Road, Rajkot-360 001, Gujarat.  
Tel.: 0281 2460732, Fax: 0281 2460734 Email: info@maahimilk.com Website : www.maahimilk.com

# Progress at Glance



## 2023-2024



**Rs. 1954.71 Cr.**  
Turnover



Credit rating "AA-" (Double A Minus) assigned by CARE Rating Ltd.



**Rs. 16.32 Cr.**  
Net Profit After Tax

## Chairman's Message

To all my beloved milk producer members and members of the Board,

With the efficient management and unwavering supports from members and all stakeholders, company has achieved sales turnover of Rs. 1954.71 crores, while the profit before tax is Rs. 21.52 crores during the financial year 2023-24.

During the eleven years of the company's progress, the company has given foremost priority to the overall development and care of the milk producer members. Company has taken various initiatives during the financial year 2023-24 for the wellbeing of its milk producer members which ensures the best services with competitive return to the them.

To make the membership registration process easier for milk producers and adhering to our values of transparency and innovation, during the financial year 2023-24, the company has digitalized the entire membership registration process by developing in-house Maahi Membership Application. Thus, the entire process has become paperless. Now, milk producers can easily register for membership through e-KYC.

To enhance the milk production per animal at low cost as well as to take care of health of Milch Animal, it is indispensable to use Maahi Dan. Considering the requirement of high fat milch animal, company has launched 'Maahi Dan Anmol', which has received good response from the consumers.

The company not just cares for its members but also cares for the animals. Satiating the demand of milk producer

members, *Maahi Pashu Seva* was started at the doorstep of the milk producers, it is getting good response and we are consistently expanding its scope. Presently, Maahi Pashu Seva has been made available in all our operational areas.

In coordination with the NDDDB, 38 members have been facilitated to get installed Flexi biogas plant under the Ministry of New and Renewable Energy (MNRE)'s National Biogas Programme. The initiative is making the dairy farmers self-dependent for cooking gas and highly organic enriched bio-manure and also improve the sanitation of the villages and area.

During the year the milk producer members have kept their unflinching faith in the company which is commendable and due to this the company has scaled many new heights.

I assure that the company will unflaggingly work in the future with the same commitment to empower the milk producer members.

Finally, I congratulate the expert directors, officers and employees for efficient operations of the company and making various programs successful. I am also thankful to all the members, board of directors, Mother Dairy Fruits and Vegetables Pvt. Ltd., customers, vendors, associates, all service providers and bankers for their continuous support. I express my sincere gratitude to NDDDB and NDDDB Dairy Services for technical guidance provided during the year.

**Vijaybhai Odedara**  
**Chairman**

## Chief Executive's Message

To all my dear milk producer members and members of the Board,

In the incessant progressing voyage of eleven years since the operationalization of Maahi Milk Producer Company Limited, the Company has been providing competitive prices to its milk producer members and becomes the instrument in building livelihood for lakhs of milk producers. Maahi has built a world of trust by taking care for not only the milk producing members but for all the stakeholders directly and indirectly connected with the entire dairy value chain.

By usage of modern technology and strategically locating milk chilling centers, the cost of milk procurement has been reduced. To improve the quality of milk, more focus is being given by the company to establish BMCs at the village level MPPs.

Company cares for environment sustainability by promoting solar energy, the company has installed new solar power systems at various MPPs and BMCs. Further, additional solar power system installed at company's Animal and Feed Nutrition Unit at Khanderi, Rajkot.

To enhance quality of milk and milk products, Maahi has got sanctioned project under National Programme for Dairy Development (NPDD) scheme of the Ministry of Fisheries, Animal Husbandry and Dairying. This 3 years' project will help the company in strengthening milk testing facilities by upgrading existing laboratories of BMC/MCCs. Additionally, the project will also support in upgrading Information and Communications Technology (ICT)

infrastructure of the company to best serve our members as well as consumers.

Maahi has been conferred "**NCDFI e-Market Award**" for the second year in a row by Hon'ble Union Home Minister and First Minister for Cooperation of India Shri Amit Shah in the presence of Hon'ble Chief Minister of Gujarat Shri Bhupendrabhai Patel for active participation in NCDFI e-market.

Under the guidance of NDDB, Maahi has been working as Cluster Based Business Organization (CBBO) for Ghed Utkarsh Fodder and Agri Producer Company Limited under the Central Sector Scheme of Government of India, designed for the promotion and formation of Farmer Producer Organizations.

A Memorandum of Understanding has recently been entered into between the Central Government, Global standard-1 (GS-1) and Maahi for traceability of Maahi's premium cow ghee 'Gir-Amrut'. With the implementation of traceability, customer can trace all the details of products.

I would like to express my heartfelt thanks to all the milk producer members for their continued support and faith and also to the expert directors and all the members of the board of directors for their guidance.

Lastly, I sincerely express my gratitude to NDDB, NDDB Dairy Services and Mother Dairy Fruits and Vegetables Pvt. Ltd. for their continuous support.

**Dr. Sanjaykumar Govani**  
**Chief Executive & Director**



# We Care!!!

## **Nurturing the life of Milk Producer Members**

Maahi believes that prosperity of our company is intrinsically linked to the well-being of our members. This belief has always been driving force for the company and its management to work relentlessly for the betterment of the milk producer members of the company. This year, we have taken significant strides to support and empower our milk producer members, ensuring their growth, sustainability and prosperity.

Company has transparent, fully automatic, vibrant and dynamic milk procurement system with optimum utilization of latest technologies. We take holistic care of our milk producer members embodying our name "Maahi" in true sense by providing different services at the farmers' doorstep like veterinary health services, AI service, cattle feed, mineral mixture, deworming, fodder seeds, biogas plants and quality milk & milk products.

### ***Better and timely Returns...***

With consistent commitment towards maximum returns to the members, during the year under review, company has passed on 84.62 % of its total sales turnover of milk and milk products to its members.

Company has paid average rate of Rs.52.94 per liter during FY 23-24 apart from the additional consideration of Rs.40.83 Cr. to the eligible members.

Company is best known for its timely payment directly into individual member's Bank account on every 2<sup>nd</sup> working day of completion of 10 days' milk billing cycle.

### ***Best facilitator in providing financial help...***

During the year under review, company

has facilitated more than 2,700 members to avail cattle loan amounting to more than Rs 54 Cr. from formal banking sources to meet their financial needs to expand their dairying activities.

### ***Enhancing skill and knowledge...***

Training is a process of acquisition of new skills, attitude and knowledge in the context of preparing for a vocation or improving ones' productivity. This helps milk producer members not only in understanding the way of improving milk production through scientific way but also to pursue animal husbandry business keeping in mind the objectives of development of the company as a whole. Core purpose of the training, is also to nurture and promote mindset of ownership amongst the members, which encourage them to make decisions while considering the organization's best interests.

During the year under review:

- 1,331 Member Awareness Programs (MAPs) were conducted in which 31,877 members have participated.
- 759 Women Awareness Programs (WAPs) were conducted in which 17,173 women members have participated.
- 6 Leadership Development Programs (LDPs) were conducted in which training given to total 127 members.
- 92 Member Relation Group (MRG) training were conducted in which training given to 2,133 MRG Members.
- 495 Village Contact Group (VCG) training were conducted in which training given to 10,496 VCG Members.

## *Enhancing the reach...*

### **New members**

During the year under review, the company has enrolled 14,278 new milk producer members. At the end of FY 2023-24, total registered members were 1,13,034 amongst which 46.48% were female members.

### **Milk Procurement**

During the year under review, the company has procured milk from its members belonging to 2,533 Milk Pooling Points (MPPs) spread across 11 districts of Saurashtra and Kutch operated through 47 Milk Chilling Centers (MCC)/Cluster Bulk Milk Chilling (BMC) centers along with 22 village based BMCs.

The average milk procurement during the year under review has been increased to 8.58 Lakh KG Per Day (LKGPD) i.e. increase of 10.81% compared to previous FY.

During the FY 2023-24, Company has recorded the highest ever per day milk procurement i.e. 10.93 LKGPD on 31<sup>st</sup> January, 2024

### **Animals well being**

We strongly believe that it is our moral responsibility to serve and care for animals of our members whose blessings continuously bestowed upon us. Towards our commitment to animal well-being, the integration of productivity enhancement services emerges as a pivotal aspect. At its core, productivity enhancement services encompass a spectrum of technologies, practices and methodologies designed to optimize animal husbandry, management and healthcare.

### **Maahi Pashu Seva...**

In continuation to company's commitment to increase the income of milk producers by keeping their animals healthy,

company has been providing Doorstep Veterinary Health Services to milk producers through 33 mobile ambulatory van.

Company's qualified and committed team of Veterinary Doctors provides the veterinary services at the doorstep of milk producers at a very reasonable rates, ensuring healthier animals and better milk yields.

Company has developed in-house android application called "**Maahi Pashu Seva**" which helps the milk producers to connect with our experienced Veterinary Doctors by just one click from his/her smart phone. The application provides the historical data as well to track the health report of milch animals.

During the year under review, 61,824 animals were treated amongst which 880 were major surgical operations performed by the team of expert doctors.

### **Artificial Insemination(AI) Services...**

250 trained Mobile Artificial Insemination Technicians(MAITs) are providing the AI services at the doorstep of farmers. During the year under review, total 63,418 nos. of AIs were carried out following standard practice and 313 Farmers Awareness Meetings were also organized.

### **Cattle Feeds...**

Compound Cattle Feeds play a vital role in the health of milch animals. Livestock animals need a balanced diet containing all the necessary nutrients, fluids, minerals, and vitamins. Proper nutrition gives milch animals the vigor to row, develop, reproduce and strong immunity to fight against infections. All these advantages lead to more profitable and sustainable animal husbandry business.

Company's ISO 9001:2015 certified production facilities- Animal Feed and Nutrition Unit (AFNU) provides a wide range of Cattle Feed variants to cater the market needs.

Considering the market demand for high protein content, during the year under review, we have launched new product-Maahi Dan Anmol in 50 Kg bag which has received good response from the consumers, and now the portfolios consists:

- Maahi Dan Power-50 Kg (ISI mark and BIS Type II)
- Maahi Dan Sampoon-50 Kg (ISI mark and BIS Type I)
- Maahi Dan Anmol-50 Kg (BIS Type-I)
- Maahi Dan Gold- 50 kg (BIS Type-II)
- Maahi Dan Regular-50 Kg
- Maahi Dan Junior- 20 Kg (Calf Starter)
- Maahi Dan Purak-50 Kg
- Maahi Dan Jute Bag-60 Kg
- Mineral Mixture under the Brand name of "Maahi Min" 1 Kg
- Maahi Makai Bhardo- 35 Kg
- Maahi Pashu Sheetvardhak- 5.25 Kg

Company also provides the area specific mineral mixtures to various milk producer companies across India.

During the year under review, Company has sold 18,806 Metric Ton (MT) of different animal feed variants to its happy customers.

### ***Fodder Development Program...***

To increase the availability of fodder for livestock and to increase the availability of fodder crops, maximum attention is focused on the distribution of improved and high yielding seeds. During the year under review, Maahi distributed 19.9 MT of high quality fodder seeds free of cost to 6,597 milk producer members.

### ***Deworming...***

Deworming is a process to kill worms. It is economically important to deworm adult cattle at strategic times to improve

production and re-production. In order to help the members to keep their animals healthy & free from worm infestation with an effective & safe anthelmintic, Maahi has started to provide bolus regularly. During the year, total 29,493 doses have been supplied to milk producer members at reasonable rate.

### ***Mastitis Control Popularization Project (MCP)...***

Mastitis is the burning issue amongst the milk producers, which causes the huge financial loss to them. National Dairy Development Board (NDDB) supported MCP aims to prevent the disease as well as to promote the Ethno-Veterinary Medicine (EVM) as a cost effective, simple and sustainable solution for the farmers. It also addresses issues related to antibiotic residues in milk and antimicrobial resistance in general.

During the year under review, total 1,808 nos. of pooled milk samples tested by California Mastitis Test (CMT) for subclinical mastitis from MCP MPPs and total 5,134 nos. of cases found with various types of disorders and treated with EVM practices. Under the project, 100 Antibiotic Residue and somatic cell count test have been performed and 93 samples were tested for Aflatoxin residue in milk. Total 3,019 EVM books have been distributed to milk producers.

In essence, productivity enhancement services are not just about numbers -they embody a profound commitment to the "**we care for animals**" ethos. They represent a harmonious blend of technological progress and ethical responsibility, ensuring that every stride towards productivity is also a stride towards a better quality of life for our animal counterparts.

### **Quality at each level**

Maahi is committed to maintain the highest standards of quality in milk and

milk products. Our rigorous quality assurance process across dairy value chain ensures that every drop of milk meets the stringent requirements for safety, nutrition and taste.

Maahi is procuring the raw milk from milk producer members by strictly following the Clean Milk Production, Good Manufacturing Practices & Good Hygiene Practices under close monitoring of highly experienced & qualified Quality Assurance and Procurement Team. The procured raw milk is processed at dairy plant level by following various stringent quality & food safety checks.

Sahayak meetings/refreshers trainings have been organized quarterly as part of consistent efforts towards their capacity building to further strengthen the milk procurement system to improve efficiency and milk quality.

Maahi has well-equipped laboratory with advanced and high-tech testing equipment to ensure quality assurance at each level. Our 36 BMC/MCC are certified with ISO 9001 & ISO 22000 by Bureau Veritas - UK based globally certified agency, which shows Maahi's commitment for Quality.

The company has achieved on an average 166 minutes Methylene Blue Reduction Test (MBRT) for raw chilled milk for the year under review, which shows improvement by 8.5% compared to previous FY.

Maahi has maintained “**Quality Mark**” accredited by NDDB, for its milk and milk products packed from Junagadh and Kutch plant of Mother Dairy Fruit & Vegetable Pvt. Ltd, which signifies quality and safety of the products.

### **National Programme for Dairy Development (NPDD) Project...**

Maahi has got sanctioned project under National Programme for Dairy Development (NPDD) scheme of the

Ministry of Fisheries, Animal Husbandry and Dairying, Department of Animal Husbandry and Dairying, Government of India. The project aims to enhance quality of milk and milk products and increase share of organized procurement, processing, value addition and marketing.

The project has been approved under component-A of the scheme.

The duration of the project is 3 years i.e. from 2023-24 to 2025-26. The project will help the company in creating additional milk chilling facilities, specifically at MPP level, strengthen milk testing facilities by upgrading existing laboratories of BMC/MCCs as well as equipping the village based BMCs with milk quality testing facilities. The project will also help in tapping potential new villages of our operational area for milk procurement and strengthen Information and Communications Technology (ICT) infrastructure of the company to support existing as well as planned new IT enabled servicers to best serve our members as well consumers.

### **Choice of Customers**

Company feels proud to gratify the taste of their happy customers with wide range of products. At Maahi, customer care is profound and core principle which continuously motivates us to serve the quality milk and milk products to cater the need of our customers. At Maahi, we recognize that milk and milk products plays a major role in eradicating the issue related to mal-nutrition and providing vital nutrients to people of all ages. We also feel proud to provide Fortified milk with Vitamin A & D as per the guidelines of FSSAI which helps to enhance the health of millions of customers.

### **Caring for childhood nutrition...**

The Company provides fortified flavoured milk to *Anganwadi* and primary schools under “*Doodh Sanjeevani Yojana*” of Government of Gujarat.

### ***Continues expanding our footprint...***

Company has achieved new landmarked by spreading its network in Madhya Pradesh making Maahi a household name in these areas. We feel proud to say that “अब हिन्दुस्तान के दिल में माही के लिए खास जगह है”

Maahi is successfully providing quality milk and milk products at a doorstep of consumer without any delivery charge in Rajkot city through the service of in house developed Milk On Mobile (MOM) App, the same service has now been extended in Jamnagar city.

Company is always being cognizant about the need of its customer and keeping the same into consideration, Premium Cow milk ‘Girdhara’ in 750 ml bottle has launched on Maahi day i.e. 18<sup>th</sup> March, 2024.

### ***Caring for transparency with traceability...***

Maahi’s products are known for its best quality and becomes the first choice for its customers. Maahi always strives hard to make its customer aware about products. It is a matter of proud for us to announce that Maahi has been selected in pilot project of Department of Animal Husbandry and Dairying, Central Government in associated with Global Standard-1 (GS-1) for traceability of Maahi Premium Cow Ghee- ‘Gir Amrut’. With the implementation of traceability, customer can trace all the details of products viz. from where the milk procured, when it procured, quality of milk procured, cow breed and its vaccination history, milk producer from whom milk procured etc. by scanning the QR code.

“असली स्वाद माही के साथ” ...

### ***Real taste with Maahi...***

During the year under review, company has utilized 3.46 LKGPD milk for production of wide range of its products viz. Polypack Milk, Buttermilk, Curd,

Flavoured milk, Ghee, Paneer, Shrikhand, Misti Doi, Lassi, Skimmed Milk Powder, Sweets etc.

### **Supply Management**

Supply management is crucial in any industry, particularly in the milk industry. Maahi’s supply management involves a comprehensive approach to ensure the smooth flow of materials, minimize costs and meet customer demand efficiently. Efficient transportation ensures delivery of materials and products at the production facilities and distribution centers on time and in optimal conditions.

### ***Caring and growing together...***

We care by taking initiatives that positively impact local communities. By engaging small transporters from nearby villages, the logistics system not only ensures efficient milk transportation but also contributes to the economic well-being of these families thus providing a stable source of income. This system leads to improved living conditions and social welfare for the families involved.

The long-term benefits of these community-focused efforts are multifaceted and can significantly impact both the company and the local communities in terms of economic growth and stability, improved social well-being, risk mitigation and sustainable business environment.

Company cares for safety measures by regularly conducting transport vehicle inspections and its sustainability for smooth process. Vehicles equipped with GPS instruments for 24/7 helps monitoring to maintain safety standards.

### ***Robust Supply Chain...***

Company has extended its infrastructure to penetrate in existing and new untapped markets to make its products available to end consumers.

Entire milk value chain right from receiving raw milk till the dispatched of finished products to consumers has been assessed and established the effective control measures for quality excellence to ensure the wholesome, safe & quality milk and milk products.

Company has in-house developed Crate Management System for tracking and monitoring crates for efficient supply management.

During the year under review, company has robust supply chain consisting its primary major placement viz. 1,405 distributors, 273 Maahi Preferred Outlets (MPOs), 87 Maahi malls and secondary placement of 22,966 retailers.

### Innovation and Infrastructure

Innovation and infrastructure including digital infrastructure enables the business to operate, grow, innovate and respond to stakeholders' demand.

#### *Digi-infra...*

At Maahi, we are committed to establish such kind of digi-infrastructure which not only makes the business operations smooth, transparent and easy but also ensure to care the requirement of all over stakeholders. We have well qualified committed team thrive hard to bring more and more innovative applications to facilitate our stakeholders. Over a period of times, company has developed numerous Applications and digi-infra system in-house to strengthen the operations of the Company.

#### **Maahi Membership App**

Adhering to our values of transparency and innovation, during the year under review company has added another feather in its cap, Member enrolment process has been digitalized by "Maahi Membership App" replacing lengthy physical member enrolment process. Now, it becomes paperless which helps

our employees and milk producers to complete the enrolment process easily through e-KYC.

#### **Maahi AMCS (Automatic Milk Collection System)**

We are continuously strengthening our milk procurement system by upgrading in-house developed Maahi AMCS App which is unique android application for collection of milk. During the year under review, we have developed wi-fi and bluetooth based data transfer device for Milk Analyzer and Electronic Weighing Scale (EWS). Data transfer device will be helpful in transferring the testing data to "MAAHI AMCS" android application and ERP software.

#### **Maahi Pashu Seva**

To digitalize the record of all the animals of our member milk producers, company has developed "Maahi Pashu Seva- App" in which member's tagged and non-tagged animals data can be stored digitally and same is integrated with DVHS (Doorstep Veterinary Health Services) application enabling us understanding of ailment frequency, drug efficacy and disease trends, aiding in prevention strategies and vaccinations at the time of disease outbreaks.

During the year under review, 22,101 members' animal were covered under tagging activity and total 1,02,989 animals have been tagged from 1,965 MPP villages resulted into total 4,07,599 animals have been tagged from 2,616 MPPs.

#### ***Upgrading and improving...***

We also care for the environment by adopting and promoting renewable energy to ensure to reduce the carbon footprint. In line with this, company has installed Solar power system at all its operational MPP to run Milk testing equipment at BMC/MCC for raw milk chilling process.

During the year under review;

- Installed solar power system additionally at 250 MPPs, to energize milk testing equipment, resulted into covering all our operational MPP under solar power system.
- Installed 205 KW solar power system for chilling of raw milk at 5 MCC/BMC locations (Chalala, Kutiyana, Jamnagar, Gadhada and Chotila).
- 120 KW solar power system installed at AFNU apart from already installed 115 KW Solar power system.
- To improve raw milk quality, Instant Milk Chilling Unit (IMCU) converted from air cooled condensing to water cooled condensing system at Gadhda, Manavadar, Hodko and Malgam, which has improved the refrigeration efficiency.
- In addition to 14 Hub-spoke BMC model, 8 more BMCs have been installed at village level with the objective of strengthening milk procurement system and further enhancement of milk quality, by chilling raw milk at village level itself. Further, in addition to 44 milk chilling centers, 3 new milk chilling centers have been established to cover more & more milk producers from uncovered potential areas.

#### Protecting Mother Nature

Being a social responsible organization with an unconditional love and tireless care towards mother earth, we always strive to protect the mother nature. To inculcate this among all its stakeholders, the company conducts plantation drives every year. During the year, 3350+ plantations have been done at MPP and BMC/MCC premises.

In coordination with the NDDB, 38 members have been facilitated to get installed Flexi biogas plant under the

Ministry of New and Renewable Energy(MNRE)'s National Biogas Programme. The initiative is making the dairy farmers self- dependent for cooking gas and highly organic enriched bio-manure and also improve the sanitation of the villages and area. Till now total 473 members have been facilitated to get installed Flexi biogas plant by availing assistance under different government schemes.

#### Guiding and Handholding Fodder plus Farmer Producer Organization (FPO)

In order to balance the principally conflicting twin objectives of improving productivity in agriculture sector and enhancing the income of the farmers through well-functioning market mechanism, Government of India has embarked actively on promoting FPOs to derive much needed strength and bargaining power through the formal collective nature of the aggregation of farmer members to deal efficiently and effectively with production and marketing eco-system to accelerate the members' income. Maahi Milk Producer Company Limited is acting as a CBBO (Cluster-Based Business Organizations) for guiding and handholding one Fodder Plus FPO under the Central Sector Scheme of the Department of Agriculture, Cooperation and Farmers' Welfare, Ministry of Agriculture and Farmers' Welfare Govt. of India for Promotion and Formation of 10,000 Farmer Producer Organizations throughout India. Under the guidance of the NDDB, Maahi is working as CBBO for Ghed Utkarsh Fodder and Agri Producer Company Limited (GUFAPCL) - Fodder Plus FPO, which has been incorporated on 8<sup>th</sup> April 2023 having its registered office at Madhavpur Ghed (Porbandar).

### **Fostering culture and well-being of Employees**

In the tapestry of Maahi's journey, woven with threads of compassion and dedication, we stand as a beacon of care and commitment. Over the past decade, we have nurtured a culture where every action, every initiative resonates with the values of the organization.

#### ***A Journey of Empathy and Growth...***

Our journey began with laying strong foundations towards fostering shared accountability, aligning our business-driven processes and policies with company's Values, Mission and Vision (VMV). From our early days marked by a nimble start-up spirit, we have evolved into a large family that places utmost importance on the well-being and development of our team members. This evolution has not only strengthened our workforce but has also cultivated unwavering commitment and motivation among our employees toward our milk producer members.

#### ***Caring Beyond Boundaries...***

At Maahi, caring goes beyond providing benefits, it's about ensuring a holistic support system that nurtures both personal and professional growth even during the torment business challenges. Our comprehensive health-care, annual medical check-up, mediclaim, and insurance benefits are designed to safeguard our employees and their families, offering peace of mind as they contribute to our shared success. Our fully integrated HRM system ensures transparency and efficiency in managing their journey with us, from their first day to retirement.

#### ***Inspiring Excellence through Learning...***

We believe in empowering our employees through continuous learning and development. Throughout the year, our

comprehensive training programs i.e. HR Policy Awareness, Work Place Etiquettes, Operations and General Management, Sales Value Proposition as well as various other programs from technical skills to leadership development equip our employees to excel in a competitive environment. These initiatives not only enhance their capabilities but also foster a culture of innovation and resilience.

#### ***Building Connections, Celebrating Togetherness...***

Beyond professional growth, we cherish moments that strengthen our Maahi family bonds. Our year-round engagement activities, such as family gatherings and festive celebrations, create a sense of belonging among employees and their loved ones. These moments reflect our deep-rooted commitment to nurturing meaningful connections within our Maahi Parivar.

### **Corporate Social Responsibility**

At Maahi we care for social and economic development of the society, in which it operates, share profits with the society through responsible business practices as well as good governance and bring positive changes to the lives of mankind. During the year under review, following projects were undertaken:

#### ***Project "Atmasamman"...***

Under the project, milk producers and youth are educated by experts in the dairy industry on how to make animal husbandry an important means of livelihood as well as animal welfare in a scientific manner.

Under the CSR Project "Atmasamman", 3,019 beneficiaries had visited cattle feed plant, Rajkot where these beneficiaries were given valuable information about importance of animal husbandry to enhance their livelihood and animal welfare through scientific manner. Further, under the project 686 rural youths were also benefited.



### **Project “Swasthya Sath Vidhya”...**

- The Project aims to eradicating hunger, poverty and malnutrition, promoting health care including preventive health care, sanitation and also to promote Education
- Under the project, 33 child awareness programs have been conducted which have benefited 2,600 rural school children.
- To commemorate 76<sup>th</sup> Independence Day and to promote the “Har Ghar Tiranga” campaign, National Flags were distributed to all our MPPs, BMCs, Distributors, Retailers and Employees.

### **Project “Paryavaran”...**

- On the occasion of Gandhi Jayanti ‘Swachhhata Abhiyan’ was organized across all our operational areas by the employees of the Company.

### **Contribution to Prime Ministers National Relief Fund...**

- Company has contributed Rs. 9,85,000/- towards **Prime Ministers National Relief Fund**.

### **Disaster Management...**

- There was extremely severe cyclonic storm Biporjoy approaching towards Gujarat during the period from 8<sup>th</sup> June, 2023 to 20<sup>th</sup> June, 2023 and Government of Gujarat has evacuated approx. 50000 people from coastal areas of Saurashtra and Kutch regions and have shifted them to temporary shelters. Company has contributed 500 packets of SMP Milk Powder (500 gms) towards the Government relief operations for Biporjoy Cyclone to Women and Child Development Dept. Gujarat.

### **Caring for our stakeholders**

At Maahi, we strongly believe that our success is intrinsically linked to the well-being of our all stakeholders viz. Sahayak, Transporters, MAITs, Distributors, Retailers, Customers, Vendors and all other directly and indirectly associated stakeholders. Each group plays a vital role in our journey to success and happiness, and we are committed to ensuring that their well-being is considered in all our business decisions.

## **Awards and Recognition**

### **NCDFI eMarket Award**

During the year under review, Maahi has received NCDFI eMarket Award for actively participation in NCDFI eMarket. The prestigious award was conferred to Maahi by Hon’ble Union Home Minister and first Minister of Co-operation of India, Shri Amit Shah.

Shri Vijaybhai Odedara, Chairman and Dr. Sanjaykumar Govani, Chief Executive of the Company, humbly accepted the prestigious award on behalf of more than 1 lakh producers of Maahi.

## DIRECTORS' REPORT

### To THE MEMBERS OF MAAHI MILK PRODUCER COMPANY LIMITED

The Directors of the company are pleased to present their Twelfth (12<sup>th</sup>) Annual Report together with the audited financial statements for the financial year ended 31<sup>st</sup> March, 2024.

#### 1. Financial results and state of company's affairs:

The company's financial performance for the year ended on 31<sup>st</sup> March, 2024 is summarized below.

(Rupees in Lakhs)

Particulars	FY 2023-24	FY 2022-23
Total Income	196,816.59	174,702.57
Total Expenses	194,664.83	172,630.88
Profit Before Tax/(Loss)	2,151.76	2,071.69
Tax Expense		
a. Current Tax	531.00	578.00
b. Deferred Tax	(11.89)	(59.42)
Net Tax Expense	519.11	518.58
<b>Net Profit After Tax/(Loss)</b>	<b>1,632.65</b>	<b>1,553.11</b>

- During the year under review, company has achieved total income of Rs. 196,816.59 Lakhs as against the Rs. 174,702.57 Lakhs for the previous year i.e. increase of 12.66 % compared to the previous financial year. Further, an average milk procurement during the year under review was 8.58 Lakh KG Per Day (LKGPD) i.e. 10.81% growth compared to the previous financial year.
- On 13<sup>th</sup> June, 2023, Company has achieved another landmark by spreading its network in Madhya Pradesh.
- On 18<sup>th</sup> March, 2024 at the occasion of 11<sup>th</sup> anniversary of the company, company has launched Premium Cow milk 'Girdhara' in 750 ml bottle and Maahi Dan Anmol in 50 Kg. Now,

alongwith wide range of Cattle Feed products, company's milk and milk products baskets consist of Poly Packed Milk, Curd, Ghee, Cow Ghee, Premium Ghee, Kadhi chhas, Kathiyawadi chass, Flavoured Milk, Paneer, Shrikhand, Misti Doi, Lassi, Skimmed Milk Powder, Sweets, Cow Milk etc.

- Company has been awarded project under National Programme for Dairy Development (NPDD) scheme of the Ministry of Fisheries, Animal Husbandry and Dairying, Department of Animal Husbandry and Dairying, Government of India. The project aims to enhance quality of milk and milk products and increase share of organized procurement, processing, value addition and marketing. The duration of the project is 3 years i.e. from 2023-24 to 2025-26.

- During the year under review, in a remarkable achievement Maahi has been awarded by Hon'ble Minister of Co-operation of India Shri Amit Shah for its active participation in the National Co- Operative Dairy Federation of India (NCDFI) Limited eMarketAward-2023.

## 2. Limited Return (Dividend):

Your Directors have pleasure to recommend a dividend of Rs. 9 per equity share on 44,05,913 equity shares of Rs.100/-each for the financial year ended on 31<sup>st</sup> March, 2024. The dividend on equity shares is subject to the approval of members at the 13<sup>th</sup> Annual General Meeting (AGM). The dividend once approved by the members will be paid to those members whose names appear in the Register of Members as on 31<sup>st</sup> March, 2024. If approved, the dividend would result in cash outflow of Rs. 396.532 Lakhs.

## 3. Transfer to Reserve:

The Board proposes to transfer an amount of Rs. 100 Lakhs to the credit of General Reserve in terms of relevant provisions of the Articles of Association of the Company read with Section 378ZI of the Companies Act, 2013.

## 4. Change in nature of Business:

There is no change in the nature of the business of the company during the year under review.

## 5. Material Changes and Commitments:

Your directors are of the opinion that there are no material changes and commitments, affecting the financial position of the company which have

occurred between the end of the financial year to which the financial statements relate and the date of this Report.

## 6. Transfer to Investor Education and Protection Fund:

Pursuant to the provisions of section 124(5) of the Companies Act, 2013, if the dividend transferred to the unpaid dividend Account of the company remains unpaid or unclaimed for a period of seven years from the date of such transfer then such unclaimed or unpaid dividend shall be transferred by the company along with interest accrued, if any to the Investor Education and Protection Fund (the IEPF), a fund established under sub-section (1) of section 125. During the year under review, company has transferred unpaid/unclaimed dividend pertaining to FY 2015-16 amounting to Rs. 2,77,220 to the Investor Education and Protection Fund. Year-wise amounts of unclaimed /uncashed dividends lying in the unpaid dividend account of the company, which are liable to be transferred to the IEPF, have been uploaded on the website of the company <https://www.maahimilk.com/Members/Unclaimed-Dividend> and also on the website of the Ministry of Corporate Affairs.

## 7. Share Capital:

The paid up share capital of the company at the close of the financial year remained Rs.4,405.913 Lakhs while there were 1,13,034 members appeared on its Register of Members as on 31<sup>st</sup> March, 2024.

After the close of the financial year, because of admission of new members, cancellation of membership due to violation of Articles of

Association and surrender of shares by the members, there are 1,10,084 members on the Register of Members and the share capital of the company stood at 4,247.725 Lakhs up to the date of this Report.

#### **Voting rights and attendance at Annual General Meeting:**

With regard to exercise of voting right at the ensuing Annual General Meeting of the company, out of the said 1,13,034 members as on 31<sup>st</sup> March, 2024, only 60,619 members are entitled to voting right and 52,415 members who did not pour milk for at least 200 days totaling to 500 liters in a previous financial year (2023-24) have lost their voting rights and are not entitled to vote at the ensuing Annual General Meeting.

Further, out of 60,619 members who were entitled for voting, 271 members have surrendered their shares while membership of 20 members have been cancelled and up to the date of this report, effectively only 60,328 members will be entitled to exercise voting right at the ensuing Annual General Meeting of the Company.

Those milk producers who were members as on 31<sup>st</sup> March 2024, but whose membership have been cancelled post 31<sup>st</sup> March, 2024 will be entitled to get the dividend for financial year 2023-24, if any declared by the members at the 13<sup>th</sup> AGM, but shall not be entitled to any share/membership related rights or benefits (including attendance & voting at AGM) as they have ceased to be the members of the company. Similarly, new members, who were admitted as members of the company post 31<sup>st</sup> March, 2024 will not

be entitled for dividend for FY 2023-24 as well as voting right at ensuing AGM.

#### **8. Board of Directors:**

##### **(a) Appointment/Re-appointment/Retirement at the 12<sup>th</sup> Annual General Meeting held on 1<sup>st</sup> September, 2023**

Shri Mahendrasinh Mahipatsinh Jadeja (DIN:07566111) representing 'Class-A', Shri Mathurbhai Rambhai Raiyani (DIN: 07566166) representing 'Class- C' and Shri Vishvasbhai Ramsinhbhai Dodiya (DIN: 07885716) representing 'Class-C', have completed their second term of appointment and being not eligible for re-appointment as per the provisions of Article of Association retired at the 12<sup>th</sup> AGM and in their place, members have appointed Shri Ashokbhai Vitthalbhai Rangpara (DIN: 10245794) (Class-A member), Smt. Hitarthi Kanaksinh Dodiya (DIN: 10245643) (Class-C member) and Shri Bharatkumar Mulubhai Vala (DIN: 10245743) (Class- C member) respectively.

##### **(b) Appointment and Cessation of Directors approved at the Board Meeting**

Dr. C P Devanand (DIN:07773929) resigned from the post of Expert Director and accordingly ceased to be an Expert Director of the Company w.e.f. 01<sup>st</sup> March, 2024.

Dr. Raghu Hassan Mallegowda (DIN: 08936193) and Dr. Jignesh G Shah (DIN:10635631) have been appointed as Expert Directors of the Company at the Board Meeting held on 29<sup>th</sup> May, 2024.

### 9. Board Meetings & Committee Meetings:

During the year under review, six board

meetings were held. The details of the board meeting conducted during the year is as under:

Board Meeting no.	Date of Board Meeting	Board Strength	No. of Directors Present
74 <sup>th</sup> Board Meeting	30 <sup>th</sup> May, 2023	14	12
75 <sup>th</sup> Board Meeting	28 <sup>th</sup> July, 2023	14	12
76 <sup>th</sup> Board Meeting	28 <sup>th</sup> September, 2023	14	13
77 <sup>th</sup> Board Meeting	30 <sup>th</sup> November, 2023	14	11
78 <sup>th</sup> Board Meeting	22 <sup>nd</sup> January, 2024	14	13
79 <sup>th</sup> Board Meeting	29 <sup>th</sup> March, 2024	13	12

### Member Related Committee Meetings:

For the approval of applications for Transmission of shares of the company

and name correction of members, company has Member Related Committee. During the year under review, committee met six times as under:

Committee Meeting No.	Date of Committee Meeting
30 <sup>th</sup> Committee Meeting	22 <sup>nd</sup> May, 2023
31 <sup>st</sup> Committee Meeting	18 <sup>th</sup> July, 2023
32 <sup>nd</sup> Committee Meeting	18 <sup>th</sup> September, 2023
33 <sup>rd</sup> Committee Meeting	22 <sup>nd</sup> November, 2023
34 <sup>th</sup> Committee Meeting	11 <sup>th</sup> January, 2024
35 <sup>th</sup> Committee Meeting	18 <sup>th</sup> March, 2024

### Stakeholders Relationship Committee:

Pursuant to requirement of Section 178(5) of the Companies Act, 2013, Stakeholders Relationship Committee

was re-constituted by the board at the 78<sup>th</sup> Board Meeting held on 22<sup>nd</sup> January, 2024 to resolve the grievances of shareholders of the company. The committee consists of:

Sr. No.	Name of Director	Designation
1.	Shri Vijaybhai Odedara	Chairman
2.	Shri Rambhai Budhas	Member
3.	Dr. Sanjaykumar Govani	Member

During the year under review, one committee meeting was held on 28<sup>th</sup> March, 2024.

### Nominating Committee:

A meeting of Nominating Committee constituted to recommend to the Board suitable candidates for the position of Directors was held on 29<sup>th</sup> June, 2023.

### 10. Composition of Board:

Article 9.4 to article 9.6 of the Articles of Association of the company deals with the composition of Board. Article 9.4 provides for the criteria for categorizing the members into different classes, Article 9.5 provides that to the extent possible, representation on the Board shall be based on the patronage of the respective class and Article 9.6 provides that one fourth of the total elected directors shall retire by rotation at every Annual General Meeting and the directors who have been longest in office since their last appointment shall retire. As per Article 9.6 i, as between persons who became directors on the same day, those who are to retire shall, in default of and subject to any agreement among themselves, be determined by lot.

Considering the above provisions, the new composition of the Board has been explained as below:

There were 1,13,034 members on the Register of Members as on 31<sup>st</sup> March, 2024. Based on pouring pattern of members for FY 2023-24, there were 63,716 members i.e. 56.37% of total members who have fulfilled all the criteria of membership including those members who are admitted during the year 2023-24, but are deemed to belong to the class chosen by them and acquired the shares for that chosen class. Out of this, 7.35% belongs to class -A, 20.10% belongs to class -B and 72.55% belongs to class -C. Whereas, the proportionate

percentages of quantity of milk supplied during the year 2023-24 by the said Class -A, Class-B and Class -C of members were respectively 34.98%, 33.26% and 31.76%.

On the basis of the quantity of milk poured by the respective class of members, the desirable no. of directors on the Board should be 4 Directors of Class-A, 4 Directors of Class-B and 3 Directors of Class -C.

As per Article 9.6 i of the Articles of Association, 1/4<sup>th</sup> i.e. three directors will retire at the ensuing AGM.

Taking into account the provisions of Articles and present representation of the directors of the respective class on the Board, the retirement and appointment of directors on the basis of the recommendation of Nominating committee is as under:

Out of the 11 elected directors on the Board of the company, Shri Nagabhai Lakhabhai Odedara (Class B) (DIN:08190536), Smt. Shobhanaben Patoriya (Class B) (DIN:08190006), Smt. Sushilaben Pandya (Class C) (DIN:09116789) and Shri Vijaybhai Odedara (Class B)(DIN:09254982) have been longest in the office from the date of their last appointment/re-appointment i.e. 7<sup>th</sup> September, 2021.

As per the provisions of the Article of Association of the company any 3 out of the above 4 Directors are liable to retire by rotation at 13<sup>th</sup> Annual General Meeting.

Smt. Sushilaben Pandya (Class C) (DIN: 09116789) and Shri Vijaybhai Odedara (Class B) (DIN:09254982) who will complete their first term will retire at the 13<sup>th</sup> Annual General Meeting and being eligible offered themselves for re-appointment. The

Board on the basis of the recommendation of the Nominating Committee, recommended the re-appointment of Smt. Sushilaben Pandya (Class C) (DIN: 09116789) and Shri Vijaybhai Odedara (Class B) (DIN:09254982).

Whereas, as determined by the lot, out of two Producer Directors i.e. Smt. Shobhanaben Patoriya (Class B) (DIN: 08190006) and Shri Nagabhai Lakhbhai Odedara (Class B) (DIN:08190536), Smt. Shobhanaben Patoriya (Class B) (DIN: 08190006) will retire at the 13<sup>th</sup> Annual General Meeting. As her second term will be completed at the forthcoming AGM, she will not be eligible for re-appointment as per the provisions of Article of Association of the Company. In her place the Board has on the basis of the recommendation of Nominating Committee recommended the appointment of Shri Parbatbhai Varvabhai Pindaria (DIN:10709007) representing Class –A members.

### 11. Directors' Responsibility Statement:

In terms of Section 134 (5) of the Companies Act, 2013, the Directors state that:

- a) In the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2024, the applicable accounting standards have been followed and there are no material departures from the same.
- b) They have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so

as to give a true and fair view of the state of affairs of the company as at 31<sup>st</sup> March, 2024 and of the profit of the company for the financial year ended on that date;

- c) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) They have prepared the annual accounts for the financial year ended 31<sup>st</sup> March, 2024 on a going concern basis; and
- e) They have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### 12. Statutory Auditors:

Pursuant to the provisions of chapter XXI-A read with applicable provisions of Companies Act, 2013 along with the rules thereunder M/s.Price Waterhouse Chartered Accountants LLP were appointed as Statutory Auditors of the company at the 12<sup>th</sup> Annual General Meeting for the FY 2023-24 who shall hold the office till the conclusion of 13<sup>th</sup> Annual General Meeting.

The Auditor's Report for financial year 2023-24 does not contain any qualification, reservation or adverse remark. The Auditors have conveyed their confirmation about their eligibility to continue as Statutory Auditors of the Company.

The Board of Directors recommends the re-appointment of M/s.Price Waterhouse Chartered Accountants LLP as Statutory Auditors for the FY 2024-25, who if appointed by the members at 13<sup>th</sup> AGM, then holds the office till the conclusion of 14<sup>th</sup> AGM of the Company.

During the year under review, the Statutory Auditors has not reported any instances of frauds committed in the company by its officers or employees to the Board under section 143(12)of the Companies Act, 2013 details of which would need to be mentioned in this Report.

### 13. Internal Auditors:

Your company had appointed M/s.Ernst & Young LLP, Chartered Accountants, New Delhi as Internal Auditors of the Company to carry out the Internal Audit of various operational areas of the company for the Financial Year 2023-24 in terms of Section 378ZF of the Companies Act, 2013 and rules and regulations, made thereunder .

During the year under review, no reportable material weakness in the operations was observed.

### 14. Corporate Social Responsibility:

In compliance with the requirements of section 135 of the Companies Act, 2013 read with Companies (CSR) Rules, 2014 as amended from time to time, company has adopted the CSR policy and the same is provided on the website of the company at <https://www.maahimilk.com/Members/CSR-Policy>

Disclosure as required under the Companies (CSR)Rules, 2014 read with Companies (Accounts)Rules,

2014 as amended from time to time is enclosed as **Annexure-A**.

### 15. Cost Audit:

As per the provisions of the Companies (Cost Records & Audit) Amendment Rules, 2014, Cost Audit is not applicable to the company.

### 16. Policy relating to Anti Sexual Harassment of Women at workplace:

The company is fully committed to uphold and maintain the dignity of every women working in our company plus zero tolerance towards any sexual abuse. The Anti Sexual Harassment Policy provides for protection against sexual harassment of women at workplace and for prevention and redressal of such complaints. The company has a policy which is in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules framed there under. During the year under review, no complaints were received.

### 17. Deposits:

The company has neither accepted nor renewed any deposits within the meaning of Section73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 as amended from time to time.

### 18. Particulars of Loans, Guarantees given and Investments made by the Company:

The company has not granted any loans, nor given any guarantee or securities or made investments within the meaning of Section186 of the Act.



## 19. Secretarial standards

The company complies with applicable provisions of secretarial standards issued by the Institute of Company Secretaries of India.

## 20. Particulars of Contracts, Arrangements with related parties referred in Section 188 of the Companies Act, 2013:

All contracts/arrangements/ transactions entered into by the company during the year under review with related parties were in ordinary course of business and on arm's length basis in terms of provisions of the Act. There were no materially significant related party transactions entered into by the company with the promoters, directors, key managerial personnel or other designated persons which might have potential conflict with the interest of the company at large. Further, during the year, the company had not entered into any contract/ arrangement/ transaction with related parties which could be considered material or which is required to be reported in the Form no. AOC-2 in terms of Section 134(3)(h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014. Refer **Annexure-B**.

## 21. Internal Financial Control:

Company believes that internal control is a pre-requisite for better governance and that business plans should be exercised within a framework of checks and balances. The Company has appropriate internal financial control systems and procedures in place with regard to effective utilization of resources, efficiency in operation, financial reporting and compliance

with various rules and regulations and keeping in view the organization's pace of growth and increasing areas of operations.

As per section 378 ZF of the Companies Act, 2013, company has re-appointed M/s Ernst & Young LLP, Chartered Accountants as Internal Auditors of the company for the year 2024-25. The internal auditors conduct extensive audits throughout the year across all locations and across all functional areas and submit their reports to the Audit Committee of the Board of Directors.

## 22. Risk Management:

Company operates in a volatile and uncertain world with a rapid changes. These changes bring a mix of opportunities and uncertainties impacting the company's objectives. Pursuant to section 134 (3)(n) of the Companies Act, 2013, a Risk Management Policy has been framed by the Board. Company has an elaborate Risk Management Framework, which is designed to enable risks to be identified, assessed and mitigated appropriately. Our company monitors and manages the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. Company's SOPs, organizational structure, management systems, code of conduct, policies and values together govern how company conducts its business and manage associated risks. With regular check and evaluation business risk can be forecasted to the maximum extent and thus corrective measures can be taken in time. Company believes that managing risks helps in maximizing returns.

### 23. Vigil Mechanism:

The company has a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees in confirmation with Section 177(9) of the Act. This policy is available on the company's website on <https://www.maahimilk.com/Members/Vigil-Mechanism-Policy>.

### 24. Energy Conservation, Environmental Protection, Technology Absorption & Foreign Exchange Earnings and Outgo:

The particulars required to be disclosed under Section 134(3)(m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 and provision of Chapter XXIA, relating to energy conservation, environmental protection, technology absorption and foreign exchange earnings and outgo, are provided in **Annexure-C** to this Report.

### 25. Annual Return:

Annual Return of the Company in accordance Section 92 (3), Section 134(3)(a) of the Act read with Companies (Management and Administration) Rules, 2014, is

available on the company's website at <https://www.maahimilk.com/Members/Annual-Return>

### 26. Details of Significant and Material Orders passed by the Regulators, Courts and Tribunals:

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and company's operations in future.

### 27. Acknowledgement

The Board of Directors place on record their deep appreciation to employees at all levels for their hard work, dedication and commitment. The enthusiasm and unstinting efforts of the employees have enabled the company to achieve milestones.

The Board places on record its appreciation for the support and co-operation the company has been receiving from Members, National Dairy Development Board, NDDB Dairy Services, Mother Dairy Fruit & Vegetable Private Limited, Customers, Suppliers, Distributors, Retailers and all other stakeholders.

**For and on behalf of the Board of Directors**

Sd/-

**Vijaybhai Odedara**

**Chairman**

(DIN: 09254982)

**Date: 30 July, 2024**

**Place: Rajkot**

## ANNEXURE-A TO THE DIRECTORS' REPORT THE ANNUAL REPORT ON CSR ACTIVITIES

[Pursuant to Section 135 of the Companies Act, 2013 and as per Rule 8(1) of Companies (Corporate Social Responsibility Policy) Rules, 2014]

**1) Brief Outline on CSR Policy of the Company:**

Along with the sustainable business practices, company has been focusing on environmental, social imperatives and communities around us.

The company's CSR policy aims to create a meaningful and lasting impact in the lives of beneficiaries. To achieve the desired impact, the company allocates its resources in specific strategic areas rather than spreading them thin over several areas. The company's CSR policy includes activities which are in line with Schedule VII of the Companies Act, 2013. By prioritizing, Maahi's focus is on livelihood enhancement, education, skilling and self-employment, environmental protection, animal healthcare and other projects as approved by the Board from time to time.

**2) Composition of CSR Committee:**

Not applicable as per section 135(9) of the Companies Act, 2013

**3) Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:**

<https://www.maahimilk.com/Members/CSR-Policy>

**4) Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):-** Not Applicable

**5) (a) Average net profit of the company as per section 135 (5):** Rs. 1,975.35 Lakhs

**(b) Two percent of average net profit of the company as per section 135 (5):** Rs.39.51 Lakhs

**(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.:** Not Applicable

**(d) Amount required to be set off for the financial year:** Rs.1.42 Lakhs

**(e) Total CSR obligation for the financial year (b+c-d):** Rs 38.09 Lakhs

**6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) :** Rs. 40.08 Lakhs

**(b) Amount spent in Administrative Overheads:-** Not Applicable

**(c) Amount spent on Impact Assessment, if applicable:-** Not Applicable

(d) Total amount spent for the Financial Year (a+b+c) :  
Rs. 40.08 Lakhs

(e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (Rs. In Lakhs)	Amount Unspent (Rs. In Lakhs)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
Rs. 40.08	Not Applicable				

(f) Excess amount for set off, in any :-

Sr. No.	Particulars	Amount (Rs. In Lakhs)
i.	2% of average net profit of the Company as per Section 135(5)	39.51
	Amount available for set-off for FY 2022-23	1.42
	CSR Obligation for the FY 2023-24	38.09
ii.	Total amount spent for the financial year	40.08
iii.	Excess amount spent for the financial year [(ii)-(i)]	1.99
iv.	Surplus arising out of the CSR projects or programs or activities of the previous financial years, if any	Nil
v.	Amount available for set-off in succeeding financial years [(iii)-(iv)]	1.99

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years: Not applicable

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility

amount spent in the Financial Year: No

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5): Not applicable

Date: 30 July, 2024  
Place: Rajkot

Sd/-  
Vijaybhai Odedara  
Chairman  
(DIN: 09254982)

Sd/-  
Dr. Sanjaykumar Govani  
Chief Executive & Director  
(DIN: 08814861)

**ANNEXURE 'B' TO THE DIRECTORS' REPORT****Particulars of Contracts/arrangements made with Related Parties**

[Pursuant to Clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013, and Rule 8(2) of the Companies (Accounts) Rules, 2014 – AOC-2]

This form pertains to the disclosure of particulars of contracts / arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013, including certain arm's length transactions under third proviso thereto.

**Details of contracts or arrangements or transactions not at arm's length basis**

There were no contracts or arrangements or transactions entered into

during the year ended March 31, 2024, which were not at arm's length basis.

**Details of material contracts or arrangement or transactions at arm's length basis**

There were no material contracts or arrangements or transactions entered into during the year ended March 31<sup>st</sup>, 2024.

**For and on behalf of the Board of Directors**

**Date: 30 July, 2024**  
**Place: Rajkot**

**Sd/-**  
**Vijaybhai Odedara**  
**Chairman**  
(DIN: 09254982)

## ANNEXURE 'C' TO THE DIRECTORS' REPORT

Statement regarding conservation of energy, environmental protection, technology absorption and foreign exchange earnings and outgo for the year ended on 31<sup>st</sup> March, 2024 as required under Section 134 (3)(m) and provisions of chapter XXIA of the Companies Act, 2013, which forms part of the Directors' Report.

### A. Conservation of Energy:

#### (I) The steps taken or impact on conservation of energy & (II) the steps taken by the company for utilizing alternate sources of energy

In line with the commitment of the company towards conservation of energy through adopting automation, development and modification in new technologies and renewable source of energy, use of solar energy. Efforts are being made to reduce electricity and furnace oil consumption with the following steps:

- i. Use of renewable source of green energy which resulted into increase in income of Sahayak. During the year under review, 250 nos. Solar power system were installed in replacement of 1 KVA UPS to energize the milk testing equipment at MPPs.
- ii. Day by day it is observed that ambient temperature is increasing and with the increase in temperature, efficiency of refrigeration system decrease which affect the quality of milk.

As a remedial measure, air cooled condensing system in Instant Milk Chilling Unit is upgraded with water cooled condensing system at Gadhda, Malgam, Hodko and Manavadar BMC, after upgradation, it is observed that there is improvement in refrigeration efficiency and as a result there is reduction in chilling time of raw milk. Water cooled condensing system is more efficient in all types of environmental conditions.

- iii. Continuous use of solar water heater system to increase raw water temperature which passes through boiler helps in saving in consumption of furnace oil.
- iv. With the continuous use of installed 115 KW solar rooftop power system at AFNU plant, further 120 KW solar system installation plant activity is in progress. We can use renewable source of green energy and reduce electricity power consumption at AFNU plant.
- v. Total 205 KW Solar power plant system of various capacity installed at Kutiyana CC, Gadhda BMC, Jamnagar BMC, Chotila BMC and Chalala CC.

**(II) Impact of Energy Conservation measure –**

- i. Estimated Saving of Rs. 2500/- per annum is expected in Energy bill at every milk pooling points which will indirectly add to the income of sahayak. Moreover, this saving will be a recurring saving for the life span of solar panel for 20 years minimum and will help in protection of environment.
- ii. Modification in Instant Milk Chilling Unit (IMCU) helped in reduction in milk chilling cost by approx.0.06 Rs. /Lts. and reduction in milk chilling process time which improve the quality of milk with reduction in chilling cost.
- iii. Reduction in furnace oil consumption by approx. 0.04 liter per MT of cattle feed production in FY: 2023-24. As result we are saving approx. Rs.0.42 Lakhs in furnace oil consumption in boiler.
- iv. By installing solar rooftop power system, there is approx. saving of Rs. 14.58 Lakhs / Annum in FY 2023-24 at AFNU plant and Rs. 9.73

Lakhs/Annum at 5 BMC & CC locations.

- (III)** The capital investment on energy conservation equipment during the FY 2023-24 is Rs.124.45 Lakhs.

**B. Environmental Protection:**

Maahi Milk Producer Company Ltd. is fully committed to and always comply with all industry specific laws and regulations in all sphere of activities in the company without any leniency. Apart from compliance of the company specific, product specific laws and regulations, Maahi has been collecting, processing and disposing of consumer plastic waste as a part of EPR activity.

**C. Technology Absorption:**

The company continues to use the latest technologies for improving the productivity and quality of its services and products. The company's operations do not require significant import of technology.

**D. Total Foreign Exchange Earnings and Outgo:**

Foreign exchange earning  
 - Rs. 1.22 Lakhs (USD 1491.36)  
 Foreign exchange outgo - Nil

**For and on behalf of the Board of Directors**

**Date: 30 July, 2024**  
**Place: Rajkot**

**Sd/-**  
**Vijaybhai Odedara**  
**Chairman**  
 (DIN: 09254982)

## INDEPENDENT AUDITOR'S REPORT

### To THE MEMBERS OF MAAHI MILK PRODUCER COMPANY LIMITED Report on the Audit of the Financial Statements

#### Opinion

1. We have audited the accompanying financial statements of Maahi Milk Producer Company Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2024, and the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its profit and its cash flows for the year then ended.

#### Basis for opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditors' responsibilities for the audit of the financial statements" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules

thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Other information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

#### Responsibilities of management and those charged with governance for the financial statements

5. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial



statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

6. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

#### **Auditors' responsibilities for the audit of the financial statements**

7. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are

free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

8. As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
9. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
10. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
- Report on other legal and regulatory requirements**
11. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of subsection (11) of Section 143 of the Act, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
12. As required by Section 143(3) of the Act, we report that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in paragraph 12(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).
  - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.
  - (e) On the basis of the written representations received from the

- directors as on March 31, 2024, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024, from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the maintenance of accounts and other matters connected therewith, reference is made to our remarks in paragraph 12(b) above and paragraph 12(h)(vi) below on reporting under Rule 11(g) of the Rules.
- (g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A.
- (h) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer note 31 to the financial statements.
  - ii. The Company was not required to recognise a provision as at March 31, 2024 under the applicable law or accounting standards, as it does not have any material foreseeable losses on long-term contracts. The Company did not have any derivative contracts as at March 31, 2024.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year.
- iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in notes to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer note 35(b)(viii) to the financial statements);
- (b) The management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer note 35(b)(viii) to the

financial statements); and

- (c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. The dividend declared and paid during the year by the Company is in compliance with Section 123 of the Act.
- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and that has operated throughout the year for all relevant transactions recorded in the software, except that the audit log at the application level is not maintained in case of modification by certain users with specific access and for certain functions performed directly at the database level. During the course of performing our procedures, other than the aforesaid instances of audit trail not maintained where the question of our commenting on whether the audit trail feature has been tampered with does not arise, we did not notice any instance of audit trail feature being tampered with.
13. The provisions of Section 197 read with Schedule V to the Act are applicable only to public companies. Accordingly, reporting under Section 197(16) of the Act is not applicable to the Company.
14. As required by Section 378ZG of the Act, we give in Annexure C, a statement on the matters specified in that Section.

**For Price Waterhouse Chartered Accountants LLP**  
 Firm Registration Number: 012754N/N500016

**Sd/-**  
**Sandeep Chaddha**  
 Partner

Membership Number: 096137  
 UDIN: 24096137BKFTLM6866

Place: Gurugram  
 Date: 30 July, 2024

## ANNEXURE "A" TO THE INDEPENDENT AUDITORS REPORT

Referred to in paragraph 12(g) of the Independent Auditors' Report of even date to the Members of Maahi Milk Producer Company Limited on the Financial Statements as of and for the year ended March 31, 2024

### Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of Maahi Milk Producer Company Limited ("the Company") as of March 31, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

### Management's responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

### Auditors' responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of

the financial statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

#### **Meaning of Internal Financial Controls with reference to Financial Statements**

6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the

company's assets that could have a material effect on the financial statements.

#### **Inherent limitations of Internal Financial Controls with reference to Financial Statements**

7. Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

#### **Opinion**

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

**For Price Waterhouse Chartered Accountants LLP**

Firm Registration Number: 012754N/N500016

**Sd/-**

**Sandeep Chaddha**

Partner

Place: Gurugram  
Date: 30 July, 2024

Membership Number: 096137  
UDIN: 24096137BKFTLM6866

## ANNEXURE "B" TO THE INDEPENDENT AUDITORS REPORT

**Referred to in paragraph 11 of the Independent Auditors' Report of even date to the Members of Maahi Milk Producer Company Limited on the Financial Statements as of and for the year ended March 31, 2024**

In terms of the information and explanations sought by us and furnished by the Company, and the books of account and records examined by us during the course of our audit, and to the best of our knowledge and belief, we report that:

- i. (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of property, plant and equipment.
  - (B) The Company is maintaining proper records showing full particulars of intangible assets.
  - (b) The property, plant and equipment of the Company have been physically verified by the management during the year and no material discrepancies have been noticed on such verification. In our opinion, the frequency of verification is reasonable.
  - (c) The Company does not own any immovable properties (Refer note 12 to the financial statements). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company.
  - (d) The Company has chosen cost model for its property, plant and equipment and intangible assets. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of property, plant and equipment or intangible assets does not arise.
  - (e) Based on the information and explanations furnished to us, no proceedings have been initiated on
- (or) are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) [formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)] and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in the financial statements does not arise.
- ii. (a) The physical verification of inventory has been conducted at reasonable intervals by the management during the year and, in our opinion, the coverage and procedure of such verification by management is appropriate. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory, and have been appropriately dealt with in the books of account.
  - (b) During the year, the Company has been sanctioned working capital limits in excess of INR 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the unaudited books of account.
- iii. The Company has not made any investments, granted secured/unsecured loans/advances in nature of loans, or stood guarantee, or provided security to any parties. Therefore, the reporting under clause 3(iii), (iii)(a), (iii)(b), (iii)(c), (iii)(d), (iii)(e) and (iii)(f) of the Order are not applicable to the Company.
- iv. The Company has not granted any

loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Therefore, the reporting under clause 3(iv) of the Order are not applicable to the Company.

- v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under.
- vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable to the Company.

vii.(a) In our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities.

(b) There are no statutory dues of goods and services tax, provident fund, employees' state insurance, sales tax, service tax, duty of customs, duty of excise, value added tax and cess which have not been deposited on account of any dispute. The particulars of other statutory dues referred to in sub-clause (a) as at March 31, 2024 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Name of dues	Amount (INR Lakhs)	Amount paid under protest (INR Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Income Tax Act 1961	Income Tax Act	276.03	276.03	FY 2014-15	CIT (Appeals)

viii. There are no transactions previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

- ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year.
- (b) On the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not obtained any

term loans. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been utilised for long-term purposes by the Company.

(e) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause



3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company did not have any subsidiaries, joint ventures or associate companies during the year. Accordingly, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the management.

(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the

reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, the Company has received whistle-blower complaints during the year, which have been considered by us for any bearing on our audit and reporting under this clause.

xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Accounting Standard 18 "Related Party Disclosures" specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act and, accordingly, to this extent, the reporting under clause 3(xiii) of the Order is not applicable to the Company.

xiv. (a) In our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) The reports of the Internal Auditor for the period under audit have been considered by us.

xv. In our opinion, the Company has not entered into any non-cash transactions with its directors or persons connected with him/her. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under clause 3(xv) of the Order is not applicable to the Company.

- xvi.(a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company has not conducted non-banking financial/housing finance activities during the year. Accordingly, the reporting under 3(xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) Based on the information and explanations provided by the management of the Company, the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CICs, which are part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause 3(xviii) of the Order is not applicable.
- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date will get discharged by the Company as and when they fall due.
- xx. As at Balance Sheet date, the Company does not have any amount remaining unspent under Section 135(5) of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable.
- xxi. The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

**For Price Waterhouse Chartered Accountants LLP**  
 Firm Registration Number: 012754N/N500016

**Sd/-**  
**Sandeep Chaddha**  
 Partner

Place: Gurugram  
 Date: 30 July, 2024

Membership Number: 096137  
 UDIN: 24096137BKFTLM6866

## ANNEXURE "C" TO THE INDEPENDENT AUDITORS REPORT

**Referred to in paragraph 14 of the Independent Auditors' Report of even date to the Members of Maahi Milk Producer Company Limited on the Financial Statements as of and for the year ended March 31, 2024**

- a) The amount of debts due from sale of goods and services are as disclosed in note 17 to the financial statements. According to the information and explanations given to us, no debts other than those disclosed in note 17 to the financial statements are considered as doubtful of recovery.
- b) According to the information and explanations given to us, the Company does not have cash on hand and does not hold any investment securities as at March 31, 2024.
- c) The details of assets and liabilities as at March 31, 2024 are as per the financial statements of the Company as at and for the year ended March 31, 2024.
- d) In respect of the applicable provisions of Chapter XXIA of the Act, the Company has carried out transactions in relation to benefits to members, transferability of shares and attendant rights, general and other reserves during the year. In our opinion and according to the information and explanations given to us, we have not noticed any transaction carried out by the Company in relation to the above, which appears to be contrary to the applicable provisions of Chapter XXIA of the Act.
- e) According to the information and explanations given to us, the Company has not granted any loan to its directors.
- f) According to the information and explanations given to us, the Company has not given any donations or subscriptions during the year.
- g) According to the information and explanations given to us, there are no other matters.

**For Price Waterhouse Chartered Accountants LLP**  
 Firm Registration Number: 012754N/N500016

**Sd/-**  
**Sandeep Chaddha**  
 Partner

Place: Gurugram  
 Date: 30 July, 2024

Membership Number: 096137  
 UDIN: 24096137BKFTLM6866

**Maahi Milk Producer Company Limited**

CIN - U01403GJ2012PTC070646

**BALANCE SHEET AS AT MARCH 31, 2024**

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Note	As at March 31, 2024	As at March 31, 2023
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	3	4,405.91	4,159.31
Reserves and surplus	4	14,377.12	12,796.77
		<b>18,783.03</b>	<b>16,956.08</b>
<b>Deferred grant</b>	<b>5</b>	<b>852.16</b>	<b>375.69</b>
<b>Non-current liabilities</b>			
Other long-term liabilities	6	3,463.33	3,061.04
Long-term provisions	7	21.44	21.17
		<b>3,484.77</b>	<b>3,082.21</b>
<b>Current liabilities</b>			
Short-term borrowings	8	7,147.78	6,953.17
Trade payables	9		
- Total outstanding dues of micro enterprises and small enterprises		680.03	473.48
- Total outstanding dues of creditors other than micro enterprises and small enterprises		8,794.92	9,424.01
Other current liabilities	10	835.18	888.31
Short-term provisions	11	233.98	263.93
		<b>17,691.89</b>	<b>18,002.90</b>
<b>TOTAL</b>		<b>40,811.85</b>	<b>38,416.88</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment and Intangible assets			
Property, plant and equipment	12	1,993.18	2,111.31
Intangible assets	12	-	-
Deferred tax assets (net)	13	148.76	136.87
Long-term loans and advances	14	472.36	634.93
Other non-current assets	15	79.84	96.90
		<b>2,694.14</b>	<b>2,980.01</b>
<b>Current assets</b>			
Inventories	16	19,775.78	15,222.09
Trade receivables	17	3,353.15	3,263.64
Cash and bank balances	18	14,484.62	16,469.29
Short-term loans and advances	19	88.87	92.60
Other current assets	20	415.29	389.25
		<b>38,117.71</b>	<b>35,436.87</b>
<b>TOTAL</b>		<b>40,811.85</b>	<b>38,416.88</b>

The accompanying notes are an integral part of these financial statements.  
This is the Balance Sheet referred to in our report of even date.

**For and on behalf of the Board of Directors of  
Maahi Milk Producer Company Limited**

**For Price Waterhouse  
Chartered Accountants LLP**  
Firm Registration  
No.: 012754N/N500016

**Vijaybhai Odedara**  
Director  
DIN : 09254982

**Goganbhai Kandoriya**  
Director  
DIN : 08517743

**Dr. Sanjaykumar Govani**  
Chief Executive & Director  
DIN : 08814861

**Vinay Kumar Inani**  
Senior Manager - Accounts  
& Finance

**Sandeep Chaddha**  
Partner  
Membership Number: 096137  
Place : Gurugram  
Date : 30 July, 2024

**Sanjay Talati**  
Company Secretary  
Membership Number: A-27144  
Place : Rajkot  
Date : 30 July, 2024

**Maahi Milk Producer Company Limited**

CIN - U01403GJ2012PTC070646

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2024**

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Note	For the year ended March 31, 2024	For the year ended March 31, 2023
<b>Income</b>			
Revenue from operations	21	195,470.88	173,467.21
Other income	22	1,345.71	1,235.36
<b>Total income</b>		<b>196,816.59</b>	<b>174,702.57</b>
<b>Expenses</b>			
Cost of materials consumed	23	81,266.67	76,589.27
Purchases of stock-in-trade	24	100,119.40	80,900.98
Changes in inventories of finished goods	25	(3,939.03)	(1,018.99)
Employee benefits expense	26	2,886.99	2,440.93
Finance costs	27	321.96	126.45
Depreciation and amortisation expense	28	320.21	420.78
Other expenses	29	13,688.63	13,171.46
<b>Total expenses</b>		<b>194,664.83</b>	<b>172,630.88</b>
<b>PROFIT BEFORE TAX</b>		<b>2,151.76</b>	<b>2,071.69</b>
<b>Tax expense</b>			
Current tax		531.00	578.00
Deferred tax		(11.89)	(59.42)
		<b>519.11</b>	<b>518.58</b>
<b>PROFIT FOR THE YEAR</b>		<b>1,632.65</b>	<b>1,553.11</b>
<b>Earnings per Equity share [(Nominal value per share: INR 100) (March 31, 2023: INR 100)]</b>			
Basic	30	40.42	41.70

The accompanying notes are an integral part of these financial statements.  
 This is the Statement of Profit and Loss referred to in our report of even date.

**For and on behalf of the Board of Directors of  
 Maahi Milk Producer Company Limited**

**For Price Waterhouse  
 Chartered Accountants LLP**  
 Firm Registration  
 No.: 012754N/N500016

**Vijaybhai Odedara**  
 Director  
 DIN : 09254982

**Goganhai Kandoriya**  
 Director  
 DIN : 08517743

**Dr. Sanjaykumar Govani**  
 Chief Executive & Director  
 DIN : 08814861

**Vinay Kumar Inani**  
 Senior Manager - Accounts  
 & Finance

**Sandeep Chaddha**  
 Partner  
 Membership Number: 096137  
 Place : Gurugram  
 Date : 30 July, 2024

**Sanjay Talati**  
 Company Secretary  
 Membership Number: A-27144  
 Place : Rajkot  
 Date : 30 July, 2024

**Maahi Milk Producer Company Limited**

CIN - U01403GJ2012PTC070646

**CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2024**

(All amounts are in INR Lakhs, unless otherwise stated)

Particulars	Note	For the year ended March 31, 2024	For the year ended March 31, 2023
<b>A. Cash flow from operating activities</b>			
Profit before tax		2,151.76	2,071.69
<b>Adjustments for:</b>			
Depreciation and amortisation expense	28	320.21	420.78
Liabilities no longer required written back	22	(5.99)	(30.19)
Loss/(Profit) on sale of property, plant and equipment (net)	22,29	(6.09)	157.56
Interest income	22	(1,276.36)	(1,091.28)
Finance costs	27	319.64	121.35
<b>Operating profit before working capital changes</b>		<b>1,503.17</b>	<b>1,649.91</b>
<b>Changes in working capital:</b>			
(Increase)/Decrease in long-term loans and advances		2.00	(2.00)
(Increase)/Decrease in other non-current assets		17.06	(12.79)
(Increase)/Decrease in short-term loans and advances		3.73	36.96
(Increase)/Decrease in inventories		(4,553.69)	(6,038.58)
(Increase)/Decrease in trade receivables		(89.51)	(2,844.15)
Increase/(Decrease) in other long-term liabilities		402.29	386.95
Increase/(Decrease) in long-term provisions		0.27	7.72
Increase/(Decrease) in short-term provisions		(29.95)	116.73
Increase/(Decrease) in trade payables		(416.55)	1,639.15
Increase/(Decrease) in other current liabilities		(41.41)	52.82
<b>Cash used in operations</b>		<b>(3,202.59)</b>	<b>(5,007.28)</b>
Taxes paid (net of refunds)		(370.43)	(784.50)
<b>Net cash used in operating activities</b>	<b>(A)</b>	<b>(3,573.02)</b>	<b>(5,791.78)</b>
<b>B. Cash flow from investing activities</b>			
Payments for purchase of property, plant and equipment		(342.23)	(304.06)
Proceeds from sale of property, plant and equipment		34.64	29.76
Capital grant received during the year		578.51	-
Proceeds from/(investment in) other bank balances (net)		(2,207.96)	5,117.42
Interest received		1,250.32	867.07
<b>Net cash (used in)/generated from investing activities</b>	<b>(B)</b>	<b>(686.72)</b>	<b>5,710.19</b>
<b>C. Cash flow from financing activities</b>			
Proceeds from issue of Equity shares (including securities premium) (net)		527.05	790.78
Dividends paid		(334.79)	(307.73)
Finance costs paid		(319.76)	(122.05)
Proceeds from/(repayment of) short-term borrowings (net)		194.61	(1,524.76)
<b>Net cash (used in)/generated from financing activities</b>	<b>(C)</b>	<b>67.11</b>	<b>(1,163.76)</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(A+B+C)</b>	<b>(4,192.63)</b>	<b>(1,245.35)</b>
Cash and cash equivalents as at the beginning of the year		7,712.99	8,958.34
<b>Cash and cash equivalents as at the end of the year</b>		<b>3,520.36</b>	<b>7,712.99</b>
<b>Cash and cash equivalents comprise of:</b>	<b>18</b>		
Balances with banks			
-In current accounts		669.36	37.99
-Demand deposits (less than 3 months maturity)		2,851.00	7,675.00
		<b>3,520.36</b>	<b>7,712.99</b>

**Notes:**

i) The Cash Flow Statement has been prepared under the 'indirect method' as set out in Accounting Standard 3 - Cash Flow Statements.

ii) Figures in bracket indicates cash outflows.

This is the Cash Flow Statement referred to in our report of even date.

**For and on behalf of the Board of Directors of  
Maahi Milk Producer Company Limited**

**For Price Waterhouse  
Chartered Accountants LLP**  
Firm Registration  
No.: 012754N/N500016

**Vijaybhai Odedara**  
Director  
DIN : 09254982

**Goganbhai Kandoriya**  
Director  
DIN : 08517743

**Dr. Sanjaykumar Govani**  
Chief Executive & Director  
DIN : 08814861

**Vinay Kumar Inani**  
Senior Manager - Accounts  
& Finance

**Sandeep Chaddha**  
Partner  
Membership Number: 096137  
Place : Gurugram  
Date : 30 July, 2024

**Sanjay Talati**  
Company Secretary  
Membership Number: A-27144  
Place : Rajkot  
Date : 30 July, 2024

## Maahi Milk Producer Company Limited

CIN - U01403GJ2012PTC070646

### Notes to the financial statements for the year ended March 31, 2024

#### 1 General information

Maahi Milk Producer Company Limited (the 'Company') was incorporated on June 7, 2012 under Part IXA of the Companies Act, 1956.

The Company procures milk directly from milk producers through 'Milk Pooling Points' (MPP) in the villages of Gujarat. The Company trades in Raw Milk and also processes the milk procured for the manufacture of Polypack Milk (PPM), Butter Milk, Ghee, Dahi, Shrikhand, Paneer, Flavoured Milk, Lassi, Skimmed Milk Powder, White Butter. The Company also manufactures Cattle Feed and Mineral Mixtures.

#### 2 Summary of significant accounting policies

##### 2.1 Basis of preparation

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. These financial statements have been prepared to comply in all material aspects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2021, specified under Section 133 and other relevant provisions of the Companies Act, 2013.

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III (Division I) to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its

operating cycle as 12 months for the purpose of current - non-current classification of assets and liabilities.

##### 2.2 Property, plant and equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises of the purchase price including import duties and non-refundable taxes, and directly attributable expenses incurred to bring the asset to the location and condition necessary for it to be capable of being operated in the manner intended by management. Subsequent costs related to an item of property, plant and equipment are recognised in the carrying amount of the item if the recognition criteria are met.

An item of property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising on derecognition is recognised in the Statement of Profit and Loss.

##### 2.3 Depreciation

Depreciation is provided on a pro-rata basis on the straight-line method over the estimated useful life of the assets, based on technical evaluation carried out by management's expert taking into account the nature of the assets, their estimated period of use and the operating conditions. The depreciation charge for each period is recognised in the Statement of Profit and Loss, unless it is included in the carrying amount of any other asset. The useful life, residual value and the depreciation method are reviewed at least at each financial year end. If the expectations differ from previous

estimates, the changes are accounted for prospectively as a change in accounting estimate.

The estimates of useful life of property, plant and equipment are as follows:

Assets	Useful life as per Schedule II (in years)	Management estimate of useful life (in years)
Buildings	30	20
Plant and Machinery	15	3-25
Office equipments	5	5
Furniture and fixture	10	10
Computers	3	3

#### 2.4 Intangible assets

Intangible assets are stated at acquisition cost, net of accumulated amortisation and accumulated impairment losses, if any. Intangible assets are amortised on a straight-line basis over their estimated useful life. A rebuttable presumption that the useful life of an intangible asset will not exceed 10 years from the date when the asset is available for use is considered by the management. The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Statement of Profit and Loss. The estimated useful life of intangible

assets are as follows:

Assets	Useful life as per Schedule II (in years)	Management estimate of useful life (in years)
Computer Software	NA	3

#### 2.5 Borrowing costs

Borrowing costs include interest and other costs incurred in connection with borrowing. General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

#### 2.6 Impairment of assets

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset (tangible and intangible) may be impaired. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit ("CGU") is made. Recoverable amount is higher of an asset's or CGU's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. For the purpose of assessing impairment, the recoverable amount is determined for an individual asset, unless the asset



does not generate cash inflows that are largely independent of those from other assets or groups of assets. The smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a CGU. An asset or CGU whose carrying value exceeds its recoverable amount is considered impaired and is written down to its recoverable amount. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased. An impairment loss is reversed to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

## 2.7 Inventories

Inventories are stated at lower of cost and net realisable value. Cost is determined using the weighted average method. The cost of finished goods comprises raw materials, direct labour, other direct costs, related production overheads and other costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

## 2.8 Revenue recognition

### Sale of goods

Sales are recognised when the significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, which

coincides with the delivery of goods and are recognised net of trade discounts, rebates and goods and services tax (GST).

### Other income

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

## 2.9 Employee benefits

### Provident Fund

Contribution towards provident fund for employees is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as defined contribution schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis.

### Gratuity

The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/gains are recognised in the Statement of Profit and Loss in the year in which they arise. The Gratuity Plan is funded and is administered by the Life Insurance Corporation of India (LIC). The contributions made to the LIC are recognised as plan assets. The defined benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as

reduced by the fair value of plan assets.

### **Compensated absences**

Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year end are treated as short-term employee benefits. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year are treated as other long-term employee benefits. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. Actuarial losses/gains are recognised in the Statement of Profit and Loss in the year in which they arise.

The accumulated compensated absences liability is funded and is administered by the Life Insurance Corporation of India (LIC). The contributions made to the LIC are recognised as plan assets. The accumulated compensated absences liability recognised in the Balance Sheet represents the present value of the accumulated compensated absences liability as reduced by the fair value of plan assets.

## **2.10 Current and deferred tax**

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Current tax is measured at the amount expected to be paid to the tax authorities in

accordance with the prevailing taxation laws.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

## **2.11 Provisions and Contingent liabilities**

### **Provisions**

Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date and are not discounted to its present value.

### Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

#### 2.12 Use of estimates

The preparation of the financial statements in conformity with the generally accepted accounting principles in India requires the management to make estimates and assumptions that affect the reported amount of assets and liabilities as of the Balance Sheet date, reported amount of revenue and expenses for the year and disclosure of contingent liabilities as of the Balance Sheet date. The estimates and assumptions used in these financial statements are based on management's evaluation of the relevant facts and circumstances as of the date of the financial statements. The actual results could differ from these estimates and the difference between actual results and estimates are recognised in the period in which the results are known/materialise.

#### 2.13 Leases

##### Operating leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the Statement of Profit and Loss on a straight-line basis over the period of the lease.

#### 2.14 Cash and cash equivalents

In the Cash Flow Statement, cash and cash equivalents include cash on hand, demand deposits with banks, other short-term highly liquid investments with original maturities of 3 months or less.

#### 2.15 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

#### 2.16 Government grants

Grants from the government are recognised when there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

Government grants related to the purchase of property, plant and equipment are treated as deferred grant which is recognised in the Statement of Profit and Loss on a systematic and rational basis over the useful life of the asset, i.e., depreciation charge on assets procured from such grants is appropriated from deferred grant and recognised in the Statement of Profit and Loss by way of reduced depreciation charge.



## Maahi Milk Producer Company Limited

Notes forming part of the financial statements  
 (All amounts are in INR Lakhs, unless otherwise stated)

### (v) Details of promoters' shareholding

Particulars	As at March 31, 2024	
	Number of shares	Percentage
Shri Vijaybhai Arabhambhai Odedara	101	0.0023%
Smt. Shobhanaben Dineshbhai Patoriya	224	0.0051%
Shri Nagabhai Lakhbhai Odedara	48	0.0011%
Shri Goganbhai Arashibhai Kandoriya	61	0.0014%
Smt. Sushilaben Rajendrakumar Pandya	27	0.0006%
Shri Sharadkumar Mohanlal Mota	343	0.0078%
Shri Rambhai Bavakubhai Budhas	183	0.0042%
Smt. Nilamben Makabhai Golitar	17	0.0004%
Smt. Hitarthi Kanaksinh Dodiya**	43	0.0010%
Shri Bharatkumar Mulubhai Vala**	22	0.0005%
Shri Ashokbhai Vitthalbhai Rangpara**	301	0.0068%
Shri Mahendrasinh Mahipatsinh Jadeja#	Not Applicable	Not Applicable
Shri Mathurbhai Rambhai Raiyani#	Not Applicable	Not Applicable
Shri Vishvasbhai Ramsingbhai Dodiya#	Not Applicable	Not Applicable

# Ceases to be director of the Company w.e.f. September 1, 2023.

\*\* Appointed as director of the Company w.e.f. September 1, 2023.

Particulars	As at March 31, 2023	
	Number of shares	Percentage
Shri Mahendrasinh Mahipatsinh Jadeja	162	0.0039%
Shri Rambhai Ukabhai Ram*	Not Applicable	Not Applicable
Shri Mathurbhai Rambhai Raiyani	19	0.0005%
Shri Lalabhai Algotar*	Not Applicable	Not Applicable
Smt. Shobhanaben Dineshbhai Patoriya	224	0.0054%
Shri Vishvasbhai Ramsingbhai Dodiya	38	0.0009%
Shri Nagabhai Lakhbhai Odedara	48	0.0012%
Shri Goganbhai Arashibhai Kandoriya	61	0.0015%
Shri Vijaybhai Arabhambhai Odedara	101	0.0024%
Smt. Sushilaben Rajendrakumar Pandya	27	0.0006%
Shri Sharadkumar Mohanlal Mota**	343	0.0082%
Shri Rambhai Bavakubhai Budhas**	183	0.0044%
Smt. Nilamben Makabhai Golitar**	17	0.0004%

\* Ceases to be director of the Company w.e.f. September 2, 2022.

\*\* Appointed as director of the Company w.e.f. September 2, 2022.

### 4 Reserves and surplus

	As at March 31, 2024	As at March 31, 2023
<b>a. General Reserve</b>		
Balance as at the beginning of the year	4,229.10	4,129.10
Add: Transferred from Surplus in Statement of Profit and Loss	100.00	100.00
<b>Balance as at the end of the year</b>	<b>4,329.10</b>	<b>4,229.10</b>

**Maahi Milk Producer Company Limited**  
 Notes forming part of the financial statements  
 (All amounts are in INR Lakhs, unless otherwise stated)

	As at March 31, 2024	As at March 31, 2023
<b>b. Securities Premium Account</b>		
Balance as at the beginning of the year	1,900.68	1,587.58
Add: Premium on shares issued during the year	344.12	337.98
Less: Premium paid on cancellation/surrender of shares during the year	63.67	24.88
<b>Balance as at the end of the year</b>	<b>2,181.13</b>	<b>1,900.68</b>
<b>c. Surplus in Statement of Profit and Loss</b>		
Balance as at the beginning of the year	6,666.99	5,508.41
Add: Profit for the year	1,632.65	1,553.11
Less: Final limited return (dividend) to members for the year ended March 31, 2023 (INR 8 per share)	332.75	294.53
Less: Transfer to General Reserve	100.00	100.00
<b>Balance as at the end of the year</b>	<b>7,866.89</b>	<b>6,666.99</b>
	<b>14,377.12</b>	<b>12,796.77</b>
<b>5 Deferred grant</b>		
a. Balance as at the beginning of the year	375.69	567.93
b. Capital grant received during the year (including interest amounting to INR 4.46)*	578.51	-
c. Less: Depreciation on assets acquired from capital grant (Refer note 12(a))	91.03	110.60
d. Less: Loss on write-off of property, plant and equipment	11.01	81.64
	<b>852.16</b>	<b>375.69</b>
* The Company has received capital grant during the year from National Dairy Development Board (NDDB) for acquisition of property, plant and equipment for which the Company will need to comply with the conditions attached to the grant in the subsequent years.		
<b>6 Other long-term liabilities</b>		
a. Trade/security deposits received	3,463.33	3,061.04
	<b>3,463.33</b>	<b>3,061.04</b>
<b>7 Long-term provisions</b>		
<b>Provision for employee benefits:</b>		
a. Provision for gratuity (Refer note 34)	21.44	21.17
	<b>21.44</b>	<b>21.17</b>
<b>8 Short-term borrowings</b>		
<b>From banks</b>		
a. Secured loans		
i Working capital loans repayable on demand (Refer notes (i) to (iii) below)	6,147.78	5,478.17
b. Unsecured loans		
i Working capital loan (Refer note (iv) below)	1,000.00	1,475.00
	<b>7,147.78</b>	<b>6,953.17</b>

**Maahi Milk Producer Company Limited**  
 Notes forming part of the financial statements  
*(All amounts are in INR Lakhs, unless otherwise stated)*

**Notes:**

- (i) The Company has taken working capital loan in the nature of bank overdraft facility from Axis Bank for a period of 12 months which is repayable on demand. The balance outstanding at the year end was INR 2.53 (March 31, 2023: INR 4,009.69). During the current year, the rate of interest was in the range of 5.31% to 6.70% (March 31, 2023: interest was in the range of 4.06% to 5.31%). The loan is secured against fixed deposits of the Company with the bank (Refer note 18).
- (ii) The Company has taken cash credit facility from Axis Bank which is repayable on demand. The balance outstanding at the year end was INR 2,997.43 (March 31, 2023: INR Nil). During the current year, the rate of interest was 7.20%. (March 31, 2023: Nil). The loan is secured by hypothecation of inventories and trade receivables of the Company (Refer notes 16 and 17).
- (iii) The Company has taken cash credit facility from HDFC Bank which is repayable on demand. The applicable rate of interest is linked with T-bill. The balance outstanding at the year end was INR 3,147.82 (March 31, 2023: INR 1,468.48). During the current year, the rate of interest was in the range of 7.72% to 7.98% (March 31, 2023: interest was in the range of 6.30% to 7.72%). The loan is secured by hypothecation of inventories and trade receivables of the Company (Refer notes 16 and 17).
- (iv) The Company has taken an unsecured one time short-term facility/line of credit for short-term loan (LOCSTL) as working capital loan from ICICI Bank for a period of upto 90 days or upto the period of facility, whichever is earlier. The balance outstanding at the year end was INR 1,000.00 (March 31, 2023: INR 1,475.00). During the current year, the rate of interest was in the range of 7.66% to 8.00% (March 31, 2023: the interest rate was in the range of 5.00% to 8.00%).

	As at March 31, 2024	As at March 31, 2023
<b>9 Trade payable</b>		
a. Total outstanding dues of micro enterprises and small enterprises (Refer note below)	680.03	473.48
b. Total outstanding dues of creditors other than micro enterprises and small enterprises	8,794.92	9,424.01
	<b>9,474.95</b>	<b>9,897.49</b>

**Trade payable ageing schedule**

Particulars	Outstanding for following periods from due date of payment as at March 31, 2024						
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
<b>Undisputed dues</b>							
- MSME	-	680.03	-	-	-	-	680.03
- Others	29.77	8,617.00	135.24	4.14	8.40	0.37	8,794.92
<b>Disputed dues</b>							
- MSME	-	-	-	-	-	-	-
- Others	-	-	-	-	-	-	-
	<b>29.77</b>	<b>9,297.03</b>	<b>135.24</b>	<b>4.14</b>	<b>8.40</b>	<b>0.37</b>	<b>9,474.95</b>

Particulars	Outstanding for following periods from due date of payment as at March 31, 2023						
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
<b>Undisputed dues</b>							
- MSME	-	464.03	1.52	5.10	1.62	1.21	473.48
- Others	29.77	9,265.83	107.64	16.70	4.07	-	9,424.01
<b>Disputed dues</b>							
- MSME	-	-	-	-	-	-	-
- Others	-	-	-	-	-	-	-
	<b>29.77</b>	<b>9,729.86</b>	<b>109.16</b>	<b>21.80</b>	<b>5.69</b>	<b>1.21</b>	<b>9,897.49</b>

## Maahi Milk Producer Company Limited

Notes forming part of the financial statements  
*(All amounts are in INR Lakhs, unless otherwise stated)*

### Note: Dues to micro enterprises and small enterprises

The details of dues to micro enterprises and small enterprises (MSME) as defined under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act') and disclosures pursuant to the MSMED Act are as follows:

Particular	As at	As at
	March 31, 2024	March 31, 2023
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end*	686.38	504.98
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	3.20	3.20
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid, under Section 16 of the MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid, other than under Section 16 of the MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-
Interest accrued and remaining unpaid at the end of the accounting year	-	-
Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23 of the MSMED Act	-	-

\* Includes INR 6.35 (March 31, 2023: INR 31.50) payables to capital creditors included in other current liabilities (Refer note 10).

Particular	As at	As at
	March 31, 2024	March 31, 2023
<b>10 Other current liabilities</b>		
a. Capital creditors*	32.45	42.00
b. Interest accrued but not due	3.41	3.53
c. Statutory dues payable	190.81	165.36
d. Advances from customers	282.09	399.43
e. Unclaimed/unpaid dividends	4.26	6.30
f. Employee benefits payable	318.63	269.14
g. Other liabilities	3.53	2.55
	<b>835.18</b>	<b>888.31</b>

\* Includes payables to micro enterprises and small enterprises amounting to INR 6.35 (March 31, 2023: INR 31.50).

### 11 Short-term provisions

#### Provision for employee benefits:

a. Provision for compensated absences

233.98	263.93
<b>233.98</b>	<b>263.93</b>



**Maahi Milk Producer Company Limited**  
 Notes forming part of the financial statements  
 (All amounts are in INR Lakhs, unless otherwise stated)

**12 Property, plant and equipment and Intangible assets**

Particulars	Gross block				Accumulated depreciation and amortisation				Net block	
	As at April 1, 2023	Additions during the year	Disposals during the year	As at March 31 2024	As at April 1, 2023	Charge for the year	Disposals during the year	As at March 31, 2024	As at March 31, 2024	As at March 31, 2023
<b>Property, plant and equipment</b>										
Buildings	199.84	-	-	199.84	70.61	8.28	-	78.89	120.95	129.23
Plant and machinery	5,692.66	294.93	207.04	5,780.55	3,829.07	366.15	167.81	4,027.41	1,753.14	1,863.59
Office equipments	163.93	11.89	6.36	169.46	123.24	9.42	6.05	126.61	42.85	40.69
Furniture and fixtures	194.49	3.18	1.93	195.74	155.77	5.64	1.93	159.48	36.26	38.72
Computers	727.82	22.68	108.41	642.09	688.74	21.75	108.38	602.11	39.98	39.08
<b>Intangible assets</b>										
Computer software	194.96	-	-	194.96	194.96	-	-	194.96	-	-
<b>Total</b>	<b>7,173.70</b>	<b>332.68</b>	<b>323.74</b>	<b>7,182.64</b>	<b>5,062.39</b>	<b>411.24</b>	<b>284.17</b>	<b>5,189.46</b>	<b>1,993.18</b>	<b>2,111.31</b>
<b>Capital work-in-progress</b>										
	-	-	-	-	-	-	-	-	-	-

Particulars	Gross block				Accumulated depreciation and amortisation				Net block	
	As at April 1, 2022	Additions during the year	Disposals during the year	As at March 31 2023	As at April 1, 2022	Charge for the year	Disposals during the year	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
<b>Property, plant and equipment</b>										
Buildings	201.19	-	1.35	199.84	63.68	8.28	1.35	70.61	129.23	137.51
Plant and machinery	6,371.96	264.50	943.80	5,692.66	4,007.55	498.45	676.93	3,829.07	1,863.59	2,364.41
Office equipments	140.40	27.80	4.27	163.93	120.92	6.36	4.04	123.24	40.69	19.48
Furniture and fixtures	181.19	35.26	21.96	194.49	170.69	5.18	20.10	155.77	38.72	10.50
Computers	757.86	17.75	47.79	727.82	723.42	13.11	47.79	688.74	39.08	34.44
<b>Intangible assets</b>										
Computer software	195.55	-	0.59	194.96	195.55	-	0.59	194.96	-	-
<b>Total</b>	<b>7,848.15</b>	<b>345.31</b>	<b>1,019.76</b>	<b>7,173.70</b>	<b>5,281.81</b>	<b>531.38</b>	<b>750.80</b>	<b>5,062.39</b>	<b>2,111.31</b>	<b>2,566.34</b>
<b>Capital work-in-progress</b>										
	<b>48.78</b>	<b>(48.78)</b>	-	-	-	-	-	-	-	<b>48.78</b>

## Maahi Milk Producer Company Limited

Notes forming part of the financial statements  
*(All amounts are in INR Lakhs, unless otherwise stated)*

**12(a) The details of assets acquired out of capital grant and included in the note 12 are given below:**

Particulars	Gross block				Accumulated depreciation and amortisation				Net block	
	As at April 1, 2023	Additions during	Disposals during the year	As at March 31 2024	As at April 1, 2023	Charge for the year	Disposals during the year	As at March 31, 2024	As at March 31, 2024	As at March 31, 2023
<b>Property, plant and equipment</b>										
Buildings	69.35	-	-	69.35	24.81	3.23	-	28.04	41.31	44.54
Plant and machinery	1,317.65	-	51.54	1,266.11	989.54	87.51	40.61	1,036.44	229.67	328.11
Office equipments	47.55	-	1.53	46.02	45.21	-	1.45	43.76	2.26	2.34
Furniture and fixtures	129.90	-	1.48	128.42	129.20	0.29	1.48	128.01	0.41	0.70
Computers	629.53	-	100.90	528.63	629.52	-	100.90	528.62	0.01	0.01
<b>Intangible assets</b>										
Computer software	168.78	-	-	168.78	168.78	-	-	168.78	-	-
<b>Total</b>	<b>2,362.76</b>	<b>-</b>	<b>155.45</b>	<b>2,207.31</b>	<b>1,987.06</b>	<b>91.03</b>	<b>144.44</b>	<b>1,933.65</b>	<b>273.66</b>	<b>375.70</b>
<b>Capital work-in-progress</b>	-	-	-	-	-	-	-	-	-	-

Particulars	Gross block				Accumulated depreciation and amortisation				Net block	
	As at April 1, 2022	Additions during	Disposals during the year	As at March 31 2023	As at April 1, 2022	Charge for the year	Disposals during the year	As at March 31, 2023	As at March 31, 2023	As at March 31, 2022
<b>Property, plant and equipment</b>										
Buildings	69.35	-	-	69.35	21.58	3.23	-	24.81	44.54	47.76
Plant and machinery	1,553.59	-	235.94	1,317.65	1,036.79	107.08	154.33	989.54	328.11	516.80
Office equipments	48.15	-	0.60	47.55	45.79	-	0.58	45.21	2.34	2.36
Furniture and fixtures	147.64	-	17.74	129.90	146.65	0.29	17.74	129.20	0.70	0.99
Computers	631.33	-	1.80	629.53	631.31	-	1.79	629.52	0.01	0.02
<b>Intangible assets</b>										
Computer software	168.78	-	-	168.78	168.78	-	-	168.78	-	-
<b>Total</b>	<b>2,618.84</b>	<b>-</b>	<b>256.08</b>	<b>2,362.76</b>	<b>2,050.90</b>	<b>110.60</b>	<b>174.44</b>	<b>1,987.06</b>	<b>375.70</b>	<b>567.93</b>
<b>Capital work-in-progress</b>	-	-	-	-	-	-	-	-	-	-

## Maahi Milk Producer Company Limited

Notes forming part of the financial statements  
*(All amounts are in INR Lakhs, unless otherwise stated)*

	As at March 31, 2024	As at March 31, 2023
<b>13 Deferred tax assets (net)</b>		
a. Deferred tax liabilities	-	-
b. Deferred tax assets		
Property, plant and equipment and Intangible assets	84.21	94.14
Provision for employee benefits	64.28	42.46
Others	0.27	0.27
<b>Deferred tax assets (net)</b>	<b>148.76</b>	<b>136.87</b>
<b>14 Long-term loans and advances (Unsecured, considered good)</b>		
a. Prepaid expenses	-	2.00
b. Income tax paid under protest	287.84	287.84
c. Advance income tax [Net of provision for income tax INR 4,613.57 (March 31, 2023: INR 4,082.57)]	184.52	345.09
	<b>472.36</b>	<b>634.93</b>
<b>15 Other non-current assets (Unsecured, considered good)</b>		
a. Security deposits	79.84	96.90
	<b>79.84</b>	<b>96.90</b>
<b>16 Inventories</b>		
a. Raw materials and packing materials	11,672.38	11,101.78
b. Finished goods	7,967.68	4,028.65
c. Stores and spares	135.72	91.66
	<b>19,775.78</b>	<b>15,222.09</b>
<b>17 Trade receivables</b>		
a. Secured, considered good	91.21	84.57
b. Unsecured		
- considered good	3,261.94	3,179.07
- considered doubtful	1.06	1.06
Less: Provision for doubtful debts	(1.06)	(1.06)
	<b>3,353.15</b>	<b>3,263.64</b>

## Maahi Milk Producer Company Limited

Notes forming part of the financial statements  
*(All amounts are in INR Lakhs, unless otherwise stated)*

### Trade receivables ageing schedule

Particulars	Outstanding for following periods from due date of payment as at March 31, 2024						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
<b>Undisputed trade receivables</b>							
Considered good	3,241.29	111.86	-	-	-	-	3,353.15
Considered doubtful	-	-	-	-	-	-	-
<b>Disputed trade receivables</b>							
Considered good	-	-	-	-	-	-	-
Considered doubtful	-	-	-	-	-	1.06	1.06
<b>Total</b>	<b>3,241.29</b>	<b>111.86</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1.06</b>	<b>3,354.21</b>

Particulars	Outstanding for following periods from due date of payment as at March 31, 2023						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
<b>Undisputed trade receivables</b>							
Considered good	3,172.36	91.28	-	-	-	-	3,263.64
Considered doubtful	-	-	-	-	-	-	-
<b>Disputed trade receivables</b>							
Considered good	-	-	-	-	-	-	-
Considered doubtful	-	-	-	-	-	1.06	1.06
<b>Total</b>	<b>3,172.36</b>	<b>91.28</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1.06</b>	<b>3,264.70</b>

**Maahi Milk Producer Company Limited**  
 Notes forming part of the financial statements  
*(All amounts are in INR Lakhs, unless otherwise stated)*

	As at March 31, 2024	As at March 31, 2023
<b>18 Cash and bank balances</b>		
a. Cash on hand	-	-
b. Bank balances		
-In current accounts	669.36	37.99
-Demand deposits (less than 3 months maturity)	2,851.00	7,675.00
<b>Cash and cash equivalents</b>	<b>3,520.36</b>	<b>7,712.99</b>
c. Other bank balances		
i Deposits with maturity more than 3 months but less than 12 months	8,460.00	3,750.00
ii Deposits held as security against bank borrowings*	2,500.00	5,000.00
iii Unpaid dividend account	4.26	6.30
	<b>10,964.26</b>	<b>8,756.30</b>
	<b>14,484.62</b>	<b>16,469.29</b>
* Held as lien by bank against overdraft facility (Refer note 8).		
<b>19 Short-term loans and advances (Unsecured, considered good)</b>		
a. Advances to vendors	19.20	25.50
b. Prepaid expenses	65.64	63.28
c. Grant receivable from NDDB - MCPP Project	4.03	3.82
	<b>88.87</b>	<b>92.60</b>
<b>20 Other current assets (Unsecured, considered good)</b>		
a. Interest accrued on deposits with banks	325.60	369.70
b. Interest subvention receivable	89.69	19.55
	<b>415.29</b>	<b>389.25</b>
	<b>For the Year ended March 31, 2024</b>	<b>For the Year ended March 31, 2023</b>
<b>21 Revenue from operations</b>		
Sale of products (Refer note (i) below)	195,092.49	173,219.22
Other operating revenue (Refer note (ii) below)	378.39	247.99
	<b>195,470.88</b>	<b>173,467.21</b>
<b>Notes:</b>		
<b>(i) Sale of products comprises:</b>		
<b>a. Manufactured goods</b>		
i Polypack Milk	58,518.06	57,065.13
ii Milk Products	24,741.60	24,777.45
iii Cattle Feed	4,740.14	4,803.66
iv Others	147.61	142.49
	<b>88,147.41</b>	<b>86,788.73</b>
<b>b. Traded goods</b>		
i Raw Milk	106,945.08	86,430.49
	<b>195,092.49</b>	<b>173,219.22</b>
<b>(ii) Other operating revenue comprises:</b>		
a. Sale of scrap	81.73	108.33
b. Crate recovery charges	20.14	32.28
c. Others	276.52	107.38
	<b>378.39</b>	<b>247.99</b>

**Maahi Milk Producer Company Limited**  
 Notes forming part of the financial statements  
 (All amounts are in INR Lakhs, unless otherwise stated)

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
<b>22 Other income</b>		
<b>a. Interest income</b>		
i On bank deposits	1,233.18	1,065.30
ii On others	43.18	25.98
<b>b. Other non-operating income</b>		
i Membership fees	9.64	11.24
ii Liabilities no longer required written back	5.99	30.19
iii Profit on sale of property, plant and equipment (net)	6.09	-
iv Interest subvention	40.43	82.07
v Miscellaneous income	7.20	20.58
	<b>1,345.71</b>	<b>1,235.36</b>
<b>23 Cost of materials consumed</b>		
<b>Raw materials and packing materials</b>		
a. Opening inventory	11,101.78	6,121.70
b. Add: Purchases (net)	81,837.27	81,569.35
	<b>92,939.05</b>	<b>87,691.05</b>
c. Less: Closing inventory	11,672.38	11,101.78
	<b>81,266.67</b>	<b>76,589.27</b>
<b>Note:</b>		
<b>i Raw materials and packing materials consumed comprises:</b>		
a Raw Milk	75,370.13	70,273.46
b Raw materials used for Cattle Feed	3,662.35	3,821.58
c Packing materials	2,234.19	2,494.23
	<b>81,266.67</b>	<b>76,589.27</b>
<b>24 Purchases of stock-in-trade</b>		
a. Raw Milk	100,119.40	80,900.98
	<b>100,119.40</b>	<b>80,900.98</b>
<b>25 Changes in inventories of finished goods</b> (Increase)/decrease in stocks		
a. Stock at the end of the year:		
Finished goods	7,967.68	4,028.65
b. Less: Stock at the beginning of the year:		
Finished goods	4,028.65	3,009.66
(Increase)/decrease in stocks	<b>(3,939.03)</b>	<b>(1,018.99)</b>
<b>26 Employee benefits expense</b>		
a. Salaries, wages and bonus	2,457.00	2,163.06
b. Gratuity (Refer note 34)	90.13	48.31
c. Contribution to provident fund (Refer note 34)	160.64	137.39
d. Staff welfare expenses	179.22	92.17
	<b>2,886.99</b>	<b>2,440.93</b>

**Maahi Milk Producer Company Limited**  
 Notes forming part of the financial statements  
 (All amounts are in INR Lakhs, unless otherwise stated)

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
<b>27 Finance costs</b>		
a. Interest expense on borrowings	319.64	121.35
b. Interest on delayed payments to micro enterprises and small enterprises	-	3.20
c. Other borrowing costs	2.32	1.90
	<b>321.96</b>	<b>126.45</b>
<b>28 Depreciation and amortisation expense</b>		
a. Depreciation on property, plant and equipment (Refer note 12)	411.24	531.38
Less: Depreciation pertaining to assets acquired out of capital grant (Refer note 12(a))	91.03	110.60
	<b>320.21</b>	<b>420.78</b>
<b>29 Other expenses</b>		
a. Consumption of stores and spare parts	590.23	694.10
b. Power and fuel	413.08	386.52
c. Processing charges	4,893.02	5,009.28
d. Rent (Refer note 36)	350.34	338.68
e. Repairs and maintenance - machinery	77.90	146.37
f. Repairs and maintenance - buildings	215.32	74.96
g. Repairs and maintenance - others	14.43	12.63
h. Insurance	11.85	9.13
i. Rates and taxes	7.53	5.53
j. Water charges	2.34	2.83
k. Advertisement and business promotion	438.03	345.91
l. Distribution, freight and forwarding expenses	3,353.74	3,165.65
m. Legal and professional fees	189.61	352.59
n. Payment to Auditors (Refer note (i) below)	35.34	31.51
o. Travelling and conveyance	515.06	280.55
p. Sales discount and other charges	240.20	228.19
q. Printing and stationery	57.73	52.23
r. Telephone and internet expenses	132.92	141.94
s. Labour charges	1,807.67	1,444.10
t. Expenditure towards Corporate Social Responsibility (CSR) activities (Refer note (ii) below)	39.51	30.71
u. Loss on sale of property, plant and equipment (net)	-	157.56
v. Miscellaneous expenses	302.78	260.49
	<b>13,688.63</b>	<b>13,171.46</b>
<b>Note : (i) Auditors remuneration</b>		
a. Statutory audit fee	25.00	25.00
b. Tax audit fee	2.00	2.00
c. Out-of-pocket expenses	4.21	1.65
d. Goods and services tax (GST) on above	4.13	2.86
	<b>35.34</b>	<b>31.51</b>

## Maahi Milk Producer Company Limited

Notes forming part of the financial statements  
 (All amounts are in INR Lakhs, unless otherwise stated)

	For the Year ended March 31, 2024	For the Year ended March 31, 2023
<b>Note (ii): Details of Corporate Social Responsibility Expenditure</b>		
1 Amount required to be spent by the Company during the year	39.51	30.71
2 Excess amount spent carried forward	1.42	11.99
3 Amount spent during the year on:		
i Construction/acquisition of any asset	-	-
ii On purposes other than (i) above	40.08	20.14
Total	40.08	20.14
4 Excess amount spent during the financial year	1.99	1.42
5 Set-off available for succeeding financial years	1.99	1.42
6 Nature of CSR activities		
i Contribution to PM National Relief Fund		
ii Project Atmasamman: The project aims to provide the education and employment enhancing vocation skills and for livelihood enhancement projects.		
iii Project Swasthya Satho Vidhya: The project aims to eradicate hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation.		
iv Contribution to Disaster Management : The project aims to provide aid to the people affected in Gujarat due to cyclone.		
v Project Paryavaran: The Project aims to ensure environmental sustainability, ecological balance and protection of flora & fauna.		
<b>30 Earnings per share</b>		
<b>(a) Basic</b>		
i Profit after tax	1,632.65	1,553.11
ii Weighted average number of Equity shares outstanding during the year	4,039,374	3,724,239
iii Basic Earnings per Equity share (INR)	40.42	41.70
Nominal value of Equity share (INR)	100.00	100.00
<b>Note:</b> There is no dilution to the Basic Earnings per Equity share as there are no dilutive potential Equity shares.		
	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
<b>31 Contingent liabilities</b>		
<b>(a) Claims against the Company not acknowledged as debts</b>		
Income Tax matters	276.03	287.84
<b>32 In respect of the year ended March 31, 2024, the Board of Directors in their meeting held on July 30, 2024 have proposed a final dividend of INR 396.53 Lakhs (INR 9 per share) to be paid on fully paid Equity shares.</b>		
<b>33 Related party disclosures</b>		
<b>A Names of the related parties and nature of relationship</b>		
<b>Nature of relationship</b>	<b>Name of related party</b>	
Key Management Personnel	Dr. Sanjaykumar Govani	Chief Executive & Director
	<b>For the Year ended March 31, 2024</b>	<b>For the Year ended March 31, 2023</b>
<b>B Nature and amount of related party transactions</b>		
Managerial remuneration		
Dr. Sanjaykumar Govani	67.70	57.66
	<b>67.70</b>	<b>57.66</b>



## Maahi Milk Producer Company Limited

Notes forming part of the financial statements  
 (All amounts are in INR Lakhs, unless otherwise stated)

	Year ended March 31, 2024	Year ended March 31, 2023
<b>34 Employee benefits plans</b>		
<b>a) Defined contribution plans</b>		
Amount recognised in the Statement of Profit and Loss		
i) Provident fund paid to the authorities	160.64	137.39
	<b>160.64</b>	<b>137.39</b>
<b>b) Defined benefit plan</b>		
<b>Gratuity</b>		
<p>The Company operates a Gratuity Plan. Every employee is entitled to a benefit equivalent to fifteen days salary last drawn for each completed year of service in line with the Payment of Gratuity Act, 1972. The same is payable at the time of separation from the Company or retirement, whichever is earlier. The benefits vest after five years of continuous service.</p>		
	For the year ended March 31, 2024	For the year ended March 31, 2023
<b>i. Expense recognised in the Statement of Profit and Loss</b>		
Current service cost	63.40	56.60
Interest cost	29.54	24.87
Past service costs	-	-
Expected return on plan assets	(30.21)	(25.90)
Actuarial (gain)/loss	27.40	(7.26)
<b>Total expense</b>	<b>90.13</b>	<b>48.31</b>
	As at March 31, 2024	As at March 31, 2023
<b>ii. Present value of defined benefit obligation</b>		
Balance at the beginning of the year	422.00	381.55
Current service cost	63.40	56.60
Interest cost	29.54	24.87
Past service costs	-	-
Benefits paid	(19.88)	(29.85)
Actuarial (gain)/loss	20.99	(11.17)
<b>Balance at the end of the year</b>	<b>516.05</b>	<b>422.00</b>
<b>iii. Fair value of plan assets</b>		
Balance at the beginning of the year	400.83	368.10
Expected return on plan assets	30.21	25.90
Contribution by the Company	84.51	36.56
Benefits paid	(14.53)	(25.83)
Actuarial gain/(loss)	(6.41)	(3.90)
<b>Balance at the end of the year</b>	<b>494.61</b>	<b>400.83</b>
<b>Actual return on plan assets</b>	<b>23.80</b>	<b>22.00</b>
<b>iv. Liabilities recognised in the Balance Sheet</b>		
Present value of defined benefit obligation	516.05	422.00
Less: Fair value of plan assets	494.61	400.83
<b>Amount recognised as liability</b>	<b>21.44</b>	<b>21.17</b>
<b>Recognised under:</b>		
Long-term provisions (Refer note 7)	21.44	21.17
<b>v. Major category of plan assets as a % of total plan assets</b>		
Funds managed by Insurer	100%	100%
<p><b>Note:</b> The expected rate of return on plan assets is based on the composition of plan assets held (through LIC).</p>		

**Maahi Milk Producer Company Limited**  
 Notes forming part of the financial statements  
*(All amounts are in INR Lakhs, unless otherwise stated)*

	For the year ended March 31, 2024	For the year ended March 31, 2023
<b>vi. Actuarial assumptions</b>		
Discount rate	7.20%	7.40%
Salary growth rate	10.00%	10.00%
Expected return on plan assets	7.20%	7.40%
Attrition rate	10.00%	10.00%

**Notes:**

- The estimates of future salary increases, considered in actuarial valuation, takes into account, inflation, seniority, promotions and other relevant factors, such as demand and supply in the employment market.
- The discount rate used is the market yields on Government Bonds at the Balance Sheet date with remaining terms to maturity approximating those of the Company's obligations.

**vii. Amounts recognised in current year and previous four years**

Particulars	March 31, 2024	March 31, 2023	March 31, 2022	March 31, 2021	March 31, 2020
Defined benefit obligation	516.05	422.00	381.55	334.69	286.38
Plan assets	494.61	400.83	368.10	311.75	264.26
Deficit	21.44	21.17	13.45	22.94	22.12
Experience adjustments in plan liabilities - loss/(gain)	13.92	(7.26)	(4.54)	4.07	38.18
Experience adjustments in plan assets - gain/(loss)	(6.41)	(3.90)	(2.35)	(2.75)	4.11

**viii. Expected contribution to the fund in the next year**

Particulars	March 31, 2024	March 31, 2023
Gratuity	71.80	60.38

**35 Additional regulatory information required by Schedule III****(a) Analytical ratios**

Ratio		March 31, 2024	March 31, 2023	variance (%)	Reason for variance
Current Ratio	1	2.15	1.97	9.46%	Not applicable
Debt-Equity Ratio	2	0.38	0.41	-7.20%	Not applicable
Debt Service Coverage Ratio	3	-	-	-	Not applicable
Return on Equity Ratio	4	0.09	0.10	-6.28%	Not applicable
Inventory Turnover Ratio	5	11.17	14.22	-21.42%	The change in ratio is due to increase in the balance of inventory as at March 31, 2024 in comparison to previous year.
Trade Receivables Turnover Ratio	6	59.08	94.20	-37.28%	The change in ratio is due to increase in the balance of trade receivables as at March 31, 2024 in comparison to previous year.
Trade Payables Turnover Ratio	7	20.14	18.77	7.30%	Not applicable
Net Capital Turnover Ratio	8	10.33	10.71	-3.59%	Not applicable
Net Profit Ratio	9	0.01	0.01	-6.71%	Not applicable
Return on Capital Employed	10	0.10	0.09	3.76%	Not applicable
Return on Investment	11	-	-	-	Not applicable

## Maahi Milk Producer Company Limited

Notes forming part of the financial statements  
*(All amounts are in INR Lakhs, unless otherwise stated)*

Particulars		March 31, 2024	March 31, 2023
<b>1. Current Ratio</b>			
Current Assets	Numerator	38,117.71	35,436.87
Current Liabilities	Denominator	17,691.89	18,002.90
<b>2. Debt-Equity Ratio</b>			
Total Debt	Numerator	7,147.78	6,953.17
Shareholders' Equity	Denominator	18,783.03	16,956.08
<b>3. Debt Service Coverage Ratio</b>			
No long-term borrowings taken by the Company. Hence, this ratio is not applicable.			
<b>4. Return on Equity Ratio</b>			
Net profit after tax	Numerator	1,632.65	1,553.11
Average Shareholders' Equity	Denominator	17,869.56	15,931.40
<b>5. Inventory Turnover Ratio</b>			
Sales	Numerator	195,470.88	173,467.21
Average Inventory	Denominator	17,498.94	12,202.80
<b>6. Trade Receivables Turnover Ratio</b>			
Net Credit Sales	Numerator	195,470.88	173,467.21
Average Accounts Receivables	Denominator	3,308.40	1,841.57
<b>7. Trade Payables Turnover Ratio</b>			
Total Purchases	Numerator	195,074.70	170,661.71
Average Trade Payables	Denominator	9,686.22	9,093.01
<b>8. Net Capital Turnover Ratio</b>			
Net Sales	Numerator	195,470.88	173,467.21
Average Working Capital	Denominator	18,929.90	16,196.53
<b>9. Net Profit Ratio</b>			
Net profit	Numerator	1,632.65	1,553.11
Net Sales	Denominator	195,470.88	173,467.21
<b>10. Return on Capital Employed</b>			
Earnings before interest and tax	Numerator	2,473.72	2,198.14
Capital Employed	Denominator	25,782.05	23,772.38
<b>11. Return on Investment</b>			
No investments made by the Company. Hence, this ratio is not applicable.			

**(b) Other regulatory information**

**(i) Details of benami property held**

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Property Transactions Act, 1988 (as amended in 2016) and Rules made thereunder.

**(ii) Borrowings secured against current assets**

The Company has borrowings from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, where applicable, which are in agreement with the unaudited books of account.

**(iii) Wilful defaulter**

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

## Maahi Milk Producer Company Limited

Notes forming part of the financial statements  
*(All amounts are in INR Lakhs, unless otherwise stated)*

### (iv) Relationship with struck off companies

The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

### (v) Registration of charges or satisfaction with Registrar of Companies

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

### (vi) Compliance with number of layers of companies

The Company has not invested in any subsidiary companies, therefore, this is not applicable to the Company.

### (vii) Compliance with approved scheme(s) of arrangements

The Company has not entered into any scheme of arrangement.

### (viii) Utilisation of borrowed funds and securities premium

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

### (ix) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

### (x) Loans or advances to specified persons

The Company has not granted any loans or advances to the promoters, directors, KMPs and related parties during the year.

### (xi) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

### (xii) Valuation of property, plant and equipment, intangible assets and investment property

The Company has not revalued its property, plant and equipment or intangible assets or both during the current or previous year. The Company does not have any investment property.

### (xiii) Utilisation of borrowings availed from banks and financial institutions

The borrowings obtained by the Company from banks and financial institutions have been applied for the purposes for which such loans were taken.

### (xiv) Title deeds of immovable properties not held in the name of the Company

The Company does not own any immovable properties, therefore, this is not applicable to the Company.

## 36 Leases

The Company has operating lease arrangements for premises. These lease arrangements range for a period between 12 months and 35 years, which are cancellable leases. Most of the leases are renewable for further period on mutually agreeable terms and also include escalation clauses. Lease payments recognised in the Statement of Profit and Loss during the year is INR 350.34 (March 31, 2023: INR 338.68).

## 37 Segment reporting

The Company has identified the business segment as its primary segment. In accordance with Accounting Standard 17 - "Segment Reporting", the Company has determined its business segment as "supply of Milk and Milk products". Since the Company's entire business is from supply of Milk and Milk products, there are no other primary reportable segments. Thus, the segment revenue, segment results, total carrying value of segment assets, total carrying value of segment liabilities, total cost incurred to acquire segment assets, total amount of charge of depreciation and amortisation during the year are all as reflected in the financial statements as at and for the year ended March 31, 2024. Further, since the entire revenue of the Company is generated from India, geographical secondary segment disclosures are also not applicable.

## Maahi Milk Producer Company Limited

Notes forming part of the financial statements  
 (All amounts are in INR Lakhs, unless otherwise stated)

### 38 The Code on Social Security, 2020

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Presidential assent on September 28, 2020 and has been published in the Gazette of India. However, the date on which the provisions of the Code will come into effect has not been notified. The Company will assess the impact of the Code and the related Schemes/Rules when it comes into effect. Pending notification of the effective date as on date, no impact of the same has been recorded in these financial statements.

### 39 Earnings in foreign currency

	For the year ended March 31, 2024	For the year ended March 31, 2023
Miscellaneous income	1.22	2.66
	<b>1.22</b>	<b>2.66</b>

40 The Company does not have any expenditure in foreign currency, capital commitments and foreign currency balances as at and for the year ended March 31, 2024 and March 31, 2023. Hence, no such disclosures are included in these financial statements.

### 41 Previous year figures

Previous year figures have been reclassified, wherever necessary, to conform to the current year's classification.

For Price Waterhouse  
 Chartered Accountants LLP  
 Firm Registration  
 No.: 012754N/N500016

For and on behalf of the Board of Directors of  
 Maahi Milk Producer Company Limited

**Vijaybhai Odedara**  
 Director  
 DIN : 09254982

**Goganbhai Kandoriya**  
 Director  
 DIN : 08517743

**Dr. Sanjaykumar Govani**  
 Chief Executive & Director  
 DIN : 08814861

**Vinay Kumar Inani**  
 Senior Manager - Accounts  
 & Finance

**Sandeep Chaddha**  
 Partner  
 Membership Number: 096137  
 Place : Gurugram  
 Date : 30 July, 2024

**Sanjay Talati**  
 Company Secretary  
 Membership Number: A-27144  
 Place : Rajkot  
 Date : 30 July, 2024

## MAAHI MILK PRODUCER COMPANY LIMITED

### Minutes of the Previous Annual General Meeting

MINUTES OF THE 12<sup>th</sup> ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF MAAHI MILK PRODUCER COMPANY LIMITED HELD ON FRIDAY, THE 1<sup>ST</sup> DAY OF SEPTEMBER, 2023, AT 11:00 A.M., AT SAYAJI HOTEL, VRUNDAVAN SOCIETY MAIN ROAD, NEAR PRADHYUMAN GREENCITY TOWER, KALAWAD ROAD, RAJKOT - GUJARAT 360005.

#### Present:

##### Board of Directors

Shri Vijaybhai Odedara	:	Chairman & Shareholder
Shri Mahendrasinh Jadeja	:	Director & Shareholder
Shri Mathurbhai Raiyani	:	Director & Shareholder
Shri Vishvasbhai Dodiya	:	Director & Shareholder
Smt. Shobhanaben Patoriya	:	Director & Shareholder
Shri Nagabhai Odedara	:	Director & Shareholder
Shri Goganbhai Kandoriya	:	Director & Shareholder
Smt. Sushilaben Pandya	:	Director & Shareholder
Smt. Nilamben Golitar	:	Director & Shareholder
Shri Sharadkumar Mota	:	Director & Shareholder
Shri Rambhai Budhas	:	Director & Shareholder
Dr. C P Devanand	:	Expert Director
Dr. Sanjaykumar Govani	:	Chief Executive & Director

**Company Secretary** : Shri Sanjay Talati

#### Chairman:

Shri Vijaybhai Odedara, Chairman of the company extended a warm welcome to the members of the company and Board of Directors at the 12<sup>th</sup> AGM of the Company.

#### Confirmation of Quorum:

Chairman then asked to the Company Secretary to confirm the attendance of members.

Company Secretary has informed that as per the provisions of Sec. 378Y of the Companies Act, 2013 read with Article 11.6 of the Articles of Association of the Company, presence of one fourth of the total 1,04,492 members of the Company i.e. 26,123 (in person and through proxy) is required for quorum.

As per the attendance Register, the following members were present:

In Person	:	337 members holding 34,250 shares
Through Proxy	:	202 Proxies representing 34,683 members holding 19,53,785 shares.

In total, 35,020 members i.e. 33.51% of the total members in person and by proxies were present.

As the requisite quorum was present, Company Secretary requested the Chairman to grant the permission to commence the proceeding of the meeting.

Then, Chairman has granted permission to commence the proceeding of the meeting.

#### **Leave of Absence to Auditors and Director:**

Chairman informed members that due to personal and unavoidable reasons Statutory Auditors M/s PWC Chartered Accountants, LLP and Dr. Saugata Mitra Expert Director of the Company could not attend the meeting. Members were requested to grant leave of absence to them.

Members have through the show of hands granted the Leave of absence to them.

#### **Availability of Registers for Inspection:**

Company Secretary Shri Sanjay Talati informed the Members that Statutory Registers viz., Register of Members and other Statutory Registers were available to the Members for inspection throughout the meeting.

#### **Address of Chairman:**

Chairman has given a glimpse of the business activities carried by the company during the year. He has informed that Company has successfully completed a decade of operations and it has witnessed lots of ups and downs during this period. Further, he briefed about the various achievements of company during the decade. He further informed that during the Financial Year 2022-23, Company has achieved sales turnover of Rs. 1,734.67 Crores and Profit Before Tax of Rs. 20.72 Crores.

He further apprised members that Company has paid average milk price of Rs. 50 per litre during the year 2022-23.

Further, additional consideration of Rs. 35.50 crore paid to its eligible members based on fulfillment of criteria.

Lastly, he thanked to Expert Directors, Producer Directors, Members, Mother Dairy Fruits and Vegetables Pvt. Ltd., Customers, Bankers, Service Providers, Employees, NDDB, NDDB Dairy Services and all those directly and indirectly associated with the Company for their contribution.

#### **Address of Chief Executive:**

Thereafter, Dr. Sanjaykumar Govani, the Chief Executive of the Company welcomed the members, Expert Directors and all the directors on the Board. First of all, he has congratulated to all the members and stakeholders for successfully completion of 10 years of operations of the company. He gave glimpse of the achievements of the company during this decade on different fronts like crossing of no. of members of 1 lakh, increasing the products range, digitalization of various transactions of the company, commencement of cattle feed unit, implementation of Pashu Seva for members' animals etc. He stated that during past decade, company has successfully established itself as one of the preferred and homegrown FMCG brand which is synonyms to quality. He also provided the glimpses of achievement during FY 2022-23.

Lastly, he expressed his sincere thanks and gratitude to Members, Board of Directors, NDDB, NDDB Dairy Services, Mother Dairy Fruits and Vegetables Pvt. Ltd, Employees and all the stakeholders for their immense support from time to time.

#### **Notice and Auditors' Report:**

Company Secretary declared that the Notice convening 12<sup>th</sup> AGM, alongwith Directors' Report, Audited Financial Statements for the year ended 31<sup>st</sup> March, 2023 have already been circulated to the Members, is taken as read with the

unanimous consent of the present members. Further, Company Secretary has informed that the Auditors' Report of the Statutory Auditors M/s Price Waterhouse Chartered Accountants LLP on the Annual Accounts of the Company for the year ended 31<sup>st</sup> March, 2023, do not contain any qualification/ adverse remarks, therefore it is also taken as read.

Thereafter, on the advice of the Chairman, Company Secretary, took up the items of Agenda of the meeting as set out in the Notice of 12<sup>th</sup> AGM of the Company.

## 1. Adoption of financial statements.

1.1 Shri Vijaybhai Odedara (Folio no.: 0195227) Chairman of the Company belonging to Class – B member proposed the following resolution as an Ordinary Resolution.

### Resolution No.:

#### 12<sup>th</sup>AGM:01.09.2023:1/2023-24

“RESOLVED THAT, the audited Balance Sheet as at 31<sup>st</sup> March 2023, the Profit and Loss Account and Cashflow Statement for the year ended on that date together with Schedules and notes forming part thereof and the Reports of Directors and Auditors thereon be and are hereby received, approved and adopted.”

Shri Mathurbhai Raiyani (Folio no. 0098142) belonging to Class- C member seconded the resolution.

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

## 2. Declaration of Dividend.

2.1 Shri Mahendrasinh Mahipatsinh Jadeja (Folio No: 0022882) belonging to Class – A member proposed the following resolution as an Ordinary Resolution.

### Resolution No.:

#### 12<sup>th</sup>AGM:01.09.2023:2/2023-24

“RESOLVED THAT, the limited return

(dividend) on share capital of the Company at the rate of Rs. 8/- per equity share, out of the current profits of the Company for the year ended 31<sup>st</sup> March 2023, on 41,59,317 equity shares of Rs.100 each amounting to Rs. 3,32,74,536/- be and is hereby approved and confirmed, and that the same to be paid to those equity shareholders, whose names appeared on the Register of Members as on 31<sup>st</sup> March 2023.”

Shri Vishvasbhai Ramsingbhai Dodiya (Folio no. 0008243) belonging to Class – C member seconded the resolution.

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

## 3. To appoint Shri Ashokbhai Vitthalbhai Rangpara (DIN:10245794), representing Class-A as a Director.

3.1 Shri. Mafabhai Laxmanbhai Algotar (Folio No: 0184847) belonging to Class – A member proposed the following resolution as an Ordinary Resolution.

### Resolution no.:

#### 12<sup>th</sup>AGM:01.09.2023:3/2023-24

“RESOLVED THAT, pursuant to the provisions of Section 378P of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 read with provisions of Article of Association of the Company, Shri Mahendrasinh Mahipatsinh Jadeja (DIN:07566111), representing class- A, who shall complete his second term of appointment and, not eligible for re-appointment as per the provisions of Article 9.6.iii, shall retire at the 12<sup>th</sup> Annual General meeting of the Company, and to ensure the Class representation of members on the Board based on the Patronage



criteria (vide Article 9.5 read with 9.6 i) and based on the recommendation of the Nominating committee and that of the Board, in his place Shri Ashokbhai Vitthalbhai Rangpara (DIN:10245794) representing class“A” members, be and is hereby appointed as a Director of the Company, whose period of office shall be liable to retire by rotation.”

Shri Rambhai Vashrambhai Lafka (Folio No: 0145850) belonging to Class – A member seconded the resolution.

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

**4. To appoint Smt. Hitarthi Kanaksinh Dodiya (DIN:10245643), representing Class-C as Director.**

4.1 Smt. Dayaben Bhaveshbhai Gajera (Folio No: 0160494) belonging to Class – C member proposed the following resolution as an Ordinary Resolution.

**Resolution no.:**

**12<sup>th</sup>AGM:01.09.2023:4/2023-24**

“RESOLVED THAT, pursuant to the provisions of Section 378P of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 read with the provisions of the Articles of Association of the Company, Shri Mathurbhai Rambhai Raiyani (DIN:07566166), representing class-C, who shall complete his second term of appointment and, not eligible for re-appointment as per the provisions of Article 9.6.iii, shall retire at the 12<sup>th</sup> Annual General meeting of the Company, and to ensure the Class representation of members on the Board based on the Patronage criteria (vide Article 9.5 read with 9.6 i) and based on the recommendation of the Nominating committee and that of

the Board, in his place Smt. Hitarthi Kanaksinh Dodiya(DIN:10245643) representing class“C” members, be and is hereby appointed as a Director of the Company, whose period of office shall be liable to retire by rotation.”

Smt. Kanchanben Vipulbhai Bhanderi (Folio No: 0204737) belonging to Class – C member seconded the resolution.

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

**5. To appoint Shri Bharatkumar Mulubhai Vala (DIN:10245743), representing Class-C as Director**

5.1 Shri Sirajbhai Sutar (Folio No: 0044163) belonging to Class – C member proposed the following resolution as an Ordinary Resolution.

**Resolution no.:**

**12<sup>th</sup>AGM:01.09.2023:5/2023-24**

“RESOLVED THAT, pursuant to the provisions of Section 378P of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 read with the provisions of the Articles of Association of the Company, Shri Vishvasbhai Ramsinhbhai Dodiya (DIN: 07885716), representing class- C, who shall complete his second term of appointment and, not eligible for re-appointment as per the provisions of Article 9.6.iii, shall retire at the 12<sup>th</sup> Annual General meeting of the Company, and to ensure the Class representation of members on the Board based on the Patronage criteria (vide Article 9.5 read with 9.6 i) and based on the recommendation of the Nominating committee and that of the Board, in his place Shri Bharatkumar Mulubhai Vala (DIN:10245743) representing

class“C” members, be and is hereby appointed as a Director of the Company, whose period of office shall be liable to retire by rotation.”

Shri Rajdeep Lakhujibhai Gohil (Folio No: 0212978) belonging to Class – C member seconded the resolution.

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

## 6 Appointment of Price Waterhouse Chartered Accountants LLP as Statutory Auditors

- 6.1 Shri Mansukhbhai Ranchhodhbhai Pagada (Folio No: 0056441) belonging to Class – C member proposed the following resolution as an Ordinary Resolution.

**Resolution no.:**

**12<sup>th</sup>AGM:01.09.2023:6/2023-24**

“RESOLVED THAT pursuant to the provisions of Sections 139 and 142 of the Companies Act, 2013, and other applicable provisions of chapter XXI-A of the Act and rules made thereunder, M/s Price Waterhouse Chartered Accountants LLP, (FRN 012754N/N500016), be and are hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of the 12<sup>th</sup> Annual General Meeting till the conclusion of the 13<sup>th</sup> Annual General Meeting of the Company, at a remuneration of Rs.25,00,000/- (Rupees Twenty-Five Lacs Only) plus applicable GST tax and reimbursement of travelling and out of pocket expenses incurred by the Auditors for the purpose of conducting the audit for the financial year 2023-24.”

Shri Ketan Duda Keshwala (Folio No: 0219585) belonging to Class – B member seconded the resolution.

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

## 7. To Consider and approve the Budget of the Company for the FY 2023-24.

- 7.1 Company Secretary Shri Sanjay Talati has briefed the Budget of the Company for the FY 2023-24.

Total Income Rs. 202,694.78 lacs

Total Expenses Rs. 201,940.34 lacs

Capital Budget Rs. 6,204.66 lacs

Shri Nayan Vasant Joshi (Folio No: 0151826) belonging to Class – A member proposed the following resolution as an Ordinary Resolution.

**Resolution No.:**

**12<sup>th</sup>AGM:01.09.2023:7/2023-24**

“RESOLVED THAT, the Budget of the Company for the financial year 2023-24, as placed before the meeting, be and is hereby approved.”

Shri Dilipbhai Ranvirbhai Vainsh (Folio no. 0001980) belonging to Class – A member seconded the resolution.

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

## 8. Approval for Guideline for constitution of Nominating Committee.

- 8.1 Shri Nikul Manjibhai Chardiya (Folio No: 0174829) belonging to Class – A member proposed the following resolution as an Ordinary Resolution.

**Resolution No.:**

**12<sup>th</sup>AGM:01.09.2023:8/2023-24**

“RESOLVED THAT pursuant to the relevant provisions of Chapter XXI-A of the Companies Act, 2013 and applicable provisions of the Memorandum and Articles of Association of the Company, and in supersession of all the resolutions passed earlier in this matter, the guidelines for constitution of

Nominating Committee be and is hereby adopted and approved:

1. The Board of the Maahi 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'.
2. 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 or by sending a circular by ordinary post to all the members of the respective class(es) for which the vacancy arises.
3. The Board shall prepare a process which has to be followed by the 'Nominating Committee' for identifying such potential members as referred under Article.
4. 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 -25; 85% to <95% days - 20; 75% to <85% - 15; 65% to <75% - 10; 55% to <65% - 5; <55% - 0)	25
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.	10
Continuously maintained the member qualification (@ 5 marks for each year for the last 3 years).	15
Educational qualification of the applicant – for graduates -10 marks and for Post graduates – 15 marks, for woman candidate 5 marks for 12 <sup>th</sup> Standard Pass.	15
Other Training programmes attended -Producer /women awareness (5 marks); Orientation programme for VCG (5 marks)/MRG (5 marks)/ LDP (Leadership Development Programme) (10 marks) For Board of Directors' Training Programme of MAAHI (MMPCL) attended (15 marks).	25
Received any award or recognition as member of the Company (like best IB Award for member / VCG/ MRG etc) / Applicant has served as Director on the Board of Directors of MAAHI (MMPCL) (5 marks).	5
Having received recognition for voluntary service (subject to documentary proof)	5
<b>TOTAL</b>	<b>100</b>

**5. The 'Nominating Committee' constituted by the Board shall comprise of-**

- i. 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 and eligible for re-appointment at that AGM. If more than one producer-member director qualifies, then one NC member shall be identified through draw of lots. Also, if no producer-member director is available from that class, then any other producer-member director shall be identified through draw of lots;
- ii. One expert from any reputed Management Institute or an institution, having done considerable work for development of producer owned enterprises; and
- iii. One Expert Director who is on the Board of the Company.  
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.

6. 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.
7. The Board shall prescribe the process to be adopted by the 'Nominating Committee' for identifying such potential members.

FURTHER RESOLVED THAT, for the purpose of giving effect to this resolution, the Board of Directors of the Company 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 Rajeshbhai Arvindbhai Pokar (Folio no. 0121369) belonging to Class – A member seconded the resolution.

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

**Vote of Thanks:**

There being no other business, the meeting was concluded with a vote of thanks.

Time of Commencement of Meeting : 11.00 a.m.

Time of Conclusion of Meeting : 12.25 p.m.

Minutes of Meeting entered on : 22<sup>nd</sup> September, 2023

**Chairman**

**Date: 28-09-2023**

**Place: Rajkot**

**MAAHI MILK PRODUCER COMPANY LIMITED**  
 BUDGET FOR FINANCIAL YEAR 2024-25

Sr. No.	Particulars	Rs. In Lakhs
<b>(A)</b>	<b>Revenue Budget</b>	
	<b>A INCOME</b>	
	Total Income	223,487
	<b>B EXPENSES</b>	
	Variable Expenses	213,163
	Advertisement, Sales and Promotion Expenses	1,755
	Fixed Expenses	7,536
	<b>Total Expenses</b>	<b>222,454</b>
	C Profit Before Tax (A-B)	1,033
	D Corporate Tax	260
	<b>E Profit After Tax (C-D)</b>	<b>773</b>

<b>(B)</b>	<b>Capital Budget</b>	
	A Field Assets	6,498.43
	B Office Assets	530.29
	<b>C Total (A+ B)</b>	<b>7,028.72</b>

## MAAHI MILK PRODUCER COMPANY LIMITED

(Registered under Part IX-A of the Companies Act, 1956 as "Producer Company")

(CIN: U01403GJ2012PTC070646)

Registered Office: 3<sup>rd</sup> & 4<sup>th</sup> Floor, Sakar Building, Opp. Rajkumar College  
 Dr. Radhakrishnan Road, Rajkot-360 001, Gujarat.

Tel.: 0281 2460732, Fax: 0281 2460734 email: info@maahimilk.com

Website: www.maahimilk.com

### :: NOTICE ::

Notice is hereby given that the 13<sup>th</sup> Annual General Meeting of the Members of MAAHI MILK PRODUCER COMPANY LIMITED, will be held on Friday, 20<sup>th</sup> September, 2024 at 11.00 a.m., at Sayaji Hotel, Vrundavan Society Main Road, Near Pradhyuman Green City Tower, Kalawad Road, Rajkot-360005 to transact the following business:

#### **Item no. 1 - Adoption of financial statements**

To receive, consider and adopt the audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 together with the report of the Board of Directors and Auditors thereon.

#### **Item no. 2 - Declaration of Dividend**

To declare a Limited Return (dividend) of Rs. 9/- per equity share of Rs.100/- each for the financial year ended on 31<sup>st</sup> March, 2024.

#### **Item no. 3 – Appointment of Smt. Sushilaben Rajendrakumar Pandya (DIN: 09116789) 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 Smt. Sushilaben Rajendrakumar Pandya (DIN: 09116789),

representing “Class-C” on the Board of Directors, retires by rotation at the 13<sup>th</sup> Annual General Meeting of the Company in terms of Article 9.6(iii) of Articles of Association of the Company and being eligible offers herself for re-appointment and based on the recommendation of the Nominating committee and that of the Board, and in terms of Article 9.6 and other relevant articles of the Articles of Association of the Company and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder (together with any statutory modification or re-enactment thereof for the time being in force), be and is hereby re-appointed as Director whose period of office shall be liable to retire by rotation.”

#### **Item no. 4 – Appointment of Shri Vijaybhai Arabhambhai Odedara (DIN: 09254982) 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 Vijaybhai Arabhambhai Odedara (DIN: 09254982), representing “Class-B” on the Board of Directors, retires by rotation at the 13<sup>th</sup> Annual General Meeting of the Company in terms of Article 9.6(iii) of Articles of Association of the Company and being eligible offers himself for re-appointment

and based on the recommendation of the Nominating committee and that of the Board, and in terms of Article 9.6 and other relevant articles of the Articles of Association of the Company and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder (together with any statutory modification or re-enactment thereof for the time being in force), be and is hereby re-appointed as Director whose period of office shall be liable to retire by rotation.”

**Item no. 5 – Appointment of Shri Parbatbhai Varvabhai Pindaria (DIN: 10709007) as Director.**

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 applicable provisions of the Companies Act, 2013 read with the provisions of the Articles of Association of the Company, Smt. Shobhanaben Patoriya (DIN: 08190006) representing “Class – B”, who shall complete her second term of appointment and, not eligible for re-appointment as per the provisions of Article 9.6.iii, shall retire at the 13<sup>th</sup> Annual General meeting of the Company, and to ensure the Class representation of members on the Board based on the Patronage criteria (vide Article 9.5 read with 9.6 i) and based on the recommendation of the Nominating committee and that of the Board, in her place Shri Parbatbhai Varvabhai Pindaria (DIN: 10709007) representing “Class - A” members, be and is hereby appointed as a Director of the Company, whose period of

office shall be liable to retire by rotation.”

**Item no. 6 - Appointment of Price Waterhouse Chartered Accountants LLP as Statutory Auditors**

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 Chapter XXI-A of the Act, and other applicable provisions of the Companies Act, 2013 rules made thereunder, M/s Price Waterhouse Chartered Accountants LLP, (FRN 012754N/N500016), be and are hereby appointed as the Statutory Auditors of the Company, to hold office from the conclusion of the 13<sup>th</sup> Annual General Meeting till the conclusion of the 14<sup>th</sup> Annual General Meeting of the Company, at a remuneration of Rs. 25,00,000/- (Rupees Twenty-Five Lakhs) plus applicable GST tax and reimbursement of travelling and out of pocket expenses incurred by the Auditors for the purpose of conducting the audit for the financial year 2024-25.”

**Item no. 7 - To consider and approve the Budget of the Company for the FY 2024-25**

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

“RESOLVED THAT, the Budget of the Company for the financial year 2024-25, as placed before the meeting, be and is hereby approved.”

### Item no. 8 – Increase in Authorized Share Capital 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, pursuant to the provisions of chapter XXIA of the Companies Act, 2013 ('the Act'), in particular section 378H, 378ZQ, 378ZR and Section 13 and 61 of the Act and other applicable provisions, if any, of the Act (Including any statutory modifications or re-enactment and amendment thereof for the time being in force), including the provisions of Articles of Association, the Authorized Share Capital of the Company be increased from Rs. 50,00,00,000 (Rupees Fifty Crore Only) divided into 50,00,000 (Fifty Lacs) Equity shares of Rs. 100 (Rupees One Hundred) each to Rs. 75,00,00,000 (Rupees Seventy Five Crore Only) divided into 75,00,000 (Seventy Five Lacs) 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 Authorized Share Capital of the Company is Rs. 75,00,00,000 (Rupees Seventy Five Crore Only) divided into 75,00,000 (Seventy Five Lacs) Equity shares of Rs. 100 (Rupees One Hundred) each.”

RESOLVED FURTHER THAT Board of Directors be and is hereby authorized to

do all the acts, things and deeds necessary to give effect of the above resolution.”

### Item no. 9 - To consider and approve supply of Milk to NDDB Dairy Services ('NDS').

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 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 5<sup>th</sup> 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.”



**Item no. 10 - To consider and approve to enter into Secondment agreement /arrangement with NDDB Dairy Services (NDS)**

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 Memorandum and Articles 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 ('NDS') 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 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.”

**By order of the Board of Directors**

**Date: 13 August, 2024**  
**Place: Rajkot**

**Sd/-**  
**Sanjay Talati**  
**(Company Secretary)**

## 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 in his/her behalf and a proxy must be a member of the company. Non-member can not be appointed as a proxy. The instrument appointing proxy in order to be effective should be duly completed, stamped and signed and must be deposited at the registered office of the company at least 48 hours before the scheduled time of the meeting. A blank proxy form is enclosed herewith. Further a member appointed as a proxy shall act on behalf of such member or members not exceeding 300 members and holding in aggregate not more than 10% of share capital of the company.**
2. Every member will have only one vote (on show of hands as well as on poll) irrespective of his/her shareholding or patronage in the Company subject to the condition that a member has fulfilled a basic condition for voting i.e., he/she has poured milk for at least 200 days totalling to at least 500 litres in a previous financial year (2023-24).
3. The members of the company have at their First Annual General Meeting approved and adopted the criteria for categorizing members into different classes (Class A, B and C) based on the members' participation in business (i.e., patronage criteria) which has been modified/alterd at the 7th Annual General Meeting.
4. Class Categorization of members and their entitlement to voting rights:  
 At the close of financial year (2023-24) on 31<sup>st</sup> March, 2024, there were total 1,13,034 members on the roll (Register of Members) of the Company, whose class categorization, based on their patronage during F.Y. 2023-24, and the voting right status are given as under:
  - a) Based on the analysis of data w.r.t., fulfillment and non-fulfillment of patronage criteria by the members during F.Y. 2023-24, there were 4,647 members in Class-A, 12,564 members in Class-B and 32,745 members in Class-C (aggregating to 49,956 members), who apart from fulfilling the basic condition for voting also fulfilled all the criteria of patronage of their respective class, and therefore, they are entitled to vote on all the resolutions set at Item nos. 1 to 10 of the notice including voting on election of Director of a particular class to which they belong.  
 [Note: A member of one class (Class A, Class B, or Class C) can vote on appointment of director belonging to his/her own class only and cannot vote on appointment of director of other Class (vide Article 9.5 of the Articles of Association.)]
  - b) There were 10,663 members,

- who have fulfilled basic condition for voting (i.e., pouring of milk for at least 200 days totalling to at least 500 litres in a previous financial year) but have not fulfilled one or more of the patronage criteria of their respective class during F.Y. 2023-24. Hence, they do not qualify to be in any of the three classes for the purpose of categorizing members into different classes, and consequently, they are not entitled to vote on class based election of Directors (at Item nos. 3, 4, & 5), however, they can vote on other resolutions at Item nos. 1, 2, 6, 7, 8, 9 & 10 of the notice.
- c) A member who has not fulfilled the basic criteria of pouring milk for at least 200 days totaling to at least 500 liters in a previous FY 2023-24, will not have voting right at the AGM. Thus, 52,415 members who did not pour milk for at least 200 days totalling to at least 500 litres in a previous financial year (2023-24), and hence, they lost their voting right and are not entitled vote on any resolution to be moved at this Annual General Meeting.
- d) A milk producer, who was a member as on 31<sup>st</sup> March, 2024, but whose membership has been cancelled post 31<sup>st</sup> March, 2024, will be entitled to dividend for F.Y. 2023-24, but shall not be entitled to any share / membership related rights, as he/she has ceased to be a member of the Company.
- Accordingly, out of the total 1,13,034 members, on the register of members, as on 31<sup>st</sup> March, 2024 membership of 8,427 members have been cancelled post 31<sup>st</sup> March, 2024, hence, such 8,427 members will not be entitled to attend and vote at AGM, although they will be entitled to get dividend (Limited Return) for FY 2023-24, if declared by the AGM.
- e) A new member, who was admitted as member of the Company post 31<sup>st</sup> March, 2024, can attend the AGM, but is not entitled to dividend for F.Y. 2023-24 nor have voting right at ensuing AGM. Accordingly, after the close of the of Financial Year on 31<sup>st</sup> March, 2024 and till the date of this notice 5,478 new members were admitted, who will not be entitled to get dividend (if declared) for FY 2023-24 nor have a voting right at ensuing AGM. However, they can attend the AGM.
- f) MPP (Milk Pooling Point) wise list of aforesaid members are available at respective MPPs and will be available at AGM Venue.
- g) The Company will employ such method and arrangement to distinguish members of different classes for facilitating voting as is convenient, which shall be appraised to the members at the meeting.
5. The names of candidates for election to the office of Director including a statement of qualifications in respect

of each candidate; the audited Financial Statements for the financial year ended 31<sup>st</sup> March 2024 together with Reports of the Board of Directors and Auditors thereon and the Minutes of the previous AGM held on 1<sup>st</sup> September, 2023 are annexed herewith. Budget for F.Y. 2024-25 is also enclosed.

6. Members are requested to bring their copy of the Annual Report and Attendance Slip at the meeting as the Company would not provide any copy at the venue of the AGM.
7. Members desirous of obtaining any information concerning the accounts or operations of the Company are requested to address their communications to the Registered Office of the Company, well in advance at least seven days before the date of the meeting, so that the required information can be made available at the meeting, to the extent possible.
8. Members are requested to quote the folio numbers and their Member code in all their correspondence.
9. The Explanatory Statement setting out all material facts in respect of Item no. 8, 9 & 10 of the accompanying notice is attached herewith.
10. 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 except Saturdays, during normal business hours (11:00 hrs to 16:00 hrs).
11. The limited return (dividend), as recommended by the Board, if declared at the meeting, will be paid to

those shareholders, whose names appear in the Register of Members of the Company as on the 31<sup>st</sup> March, 2024.

Statutorily, any dividend which has not been paid or claimed within 30 (thirty) days from the date of declaration shall be transferred within seven days from the date of expiry of said thirty days to an unclaimed dividend account with a scheduled bank. Any money transferred to the unpaid dividend account which remains unpaid or unclaimed for a period of seven years from the date of such transfer shall be transferred to Investor Education and Protection Fund.

12. Members are requested to notify immediately any change in their addresses with PIN Code to the Company.
13. Members, who have not submitted their nomination form may send their Nomination in the prescribed form duly filled in to the Company at its registered office. Nomination Form can be obtained from the Registered Office of the Company.
14. Weapons, fire arms, 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 no 3, 4 and 5 respectively:**

1. Smt. Sushilaben Rajendrakumar Pandya (DIN: 09116789) (representing Class- C Member) is M.A., B.Ed. She is engaged in Agriculture & Dairy Farming and teaching.
2. Shri Vijaybhai Arabhambhai Odedara (DIN: 09254982) (representing Class- B Member) is M.com and engaged in Agriculture and Dairy Farming.
3. Shri Parbatbhai Varvabhai Pindaria (DIN: 10709007) representing Class - A (representing Class- A Member) is B.A and engaged in Agriculture and Dairy Farming.

## Explanatory Statement :

(For item no. 8 to 10 of the accompanying dtd. 13<sup>th</sup> August, 2024)

### Item no. 8

Presently, the Authorized Capital of the Company is Rs. 50 Crore. In order to fulfil its growth and developmental objectives in its ordinary course of business, the Company would be required increase its authorized share capital from Rs. 50 Crore to 75 Cr.

As per the provisions of Section 13 read with Section 61, provisions of chapter XXIA of the Companies Act, 2013 and provisions of Articles of Association, Company may increase the authorized share capital by passing Ordinary Resolution at the General Meeting.

Therefore, the proposal is put before the members at the Annual General Meeting.

The Board of Directors recommend Ordinary Resolution as set out in Item no. 8 of the accompanied notice for the approval of members.

### Item no. 9

Maahi Milk Producer Company Limited ('Company') is incorporated as a producer company on 7<sup>th</sup> June, 2012 under part IX-A of the Companies Act, 1956.

Object of the Company includes business of pooling, purchasing, processing of milk and milk products 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.

Company was supplying procured milk to Mother Dairy Fruit & Vegetable Pvt. Ltd. (Mother Dairy) since the operationalization of the Company. NDDB Dairy Services, is providing technical support to the company since incorporation of the Company. The milk supply agreement with Mother Dairy expired on 31<sup>st</sup> March, 2024.

Since 5<sup>th</sup> April, 2024 the Company has entered into an agreement with NDDB Dairy Services for supply of milk and milk products.

The salient features of the agreement are:-

- 1) Produce price which shall be decided by various factors like prevailing market price, demand & supply etc.
- 2) Incentive for complying with Quality and Institutional Parameters.
- 3) Timely Payments.
- 4) Commitment to buy the projected quantity.
- 5) Around the year market access.
- 6) Mutually agreed overheads and margin.

The Board of Directors approved to enter into agreement with NDS for supply of milk on 29<sup>th</sup> March, 2024. Accordingly, the Company has executed an agreement with NDS dated 5<sup>th</sup> April, 2024 for supply of milk. Company has already started supply of milk to NDS on daily basis w.e.f. 7<sup>th</sup> April, 2024.

The approval of the members is sought in the form of Ordinary Resolution as set out in Item no. 9 of the accompanied notice.

### Item no. 10

Maahi Milk Producer Company Limited ('Company') was being provided support by NDS since inception covering entire gamut of services whose mandate is to promote producer owned institutions in the areas of Dairy. NDS helped the Company in educating Company's Directors on the matters of governance, institution building, financial and operational matters. In order to meet the challenges of rapidly changing

commercial and economic scene in India in dairy industry, the Company requires a Chief Executive ("CE") having expertise in handling various stages of the Company's growth and development. To select talented professionals willing to work as CE for farmer-owned rural start-ups, the Company has entered into an arrangement with NDS whereunder NDS will second an employee of NDS for his / her appointment by the Board as the CE of the Company. This will ensure stability and continuity in appointment of a CE to manage the affairs of the Company. The Board at its 82<sup>nd</sup> Board meeting held on 13<sup>th</sup> August, 2024 has given approval to enter into the secondment arrangement with NDS.

One of the principal terms of the secondment agreement with NDS is that the arrangement also has to have shareholders' approval at the next general meeting of the Company. The salient features of the agreement are as follows:

- 1) Parties Involved: NDDDB Dairy Services, a 'not-for-profit company' registered in New Delhi, India and Maahi Milk Producer Company Limited.
- 2) The Agreement becomes effective from the date of the execution and is subject to approval by the Company's members in a general meeting.

- 3) The Company shall have complete control and supervision over the CE's work and the CE shall follow the Company's work rules and policies during his tenure as CE of the Company.
- 4) In consideration of the services of CE provided by NDS the Company shall pay to NDS the fees to cover all employee-related expenses and salary paid by NDS to the CE.
- 5) Either of the parties may terminate this Agreement by providing a written notice. However, the MPC would require prior approval of the members of the Company in the General Meeting if it wishes to terminate the agreement.
- 6) The Company will indemnify NDS against any claims or losses arising from the Assignee's actions during the secondment.

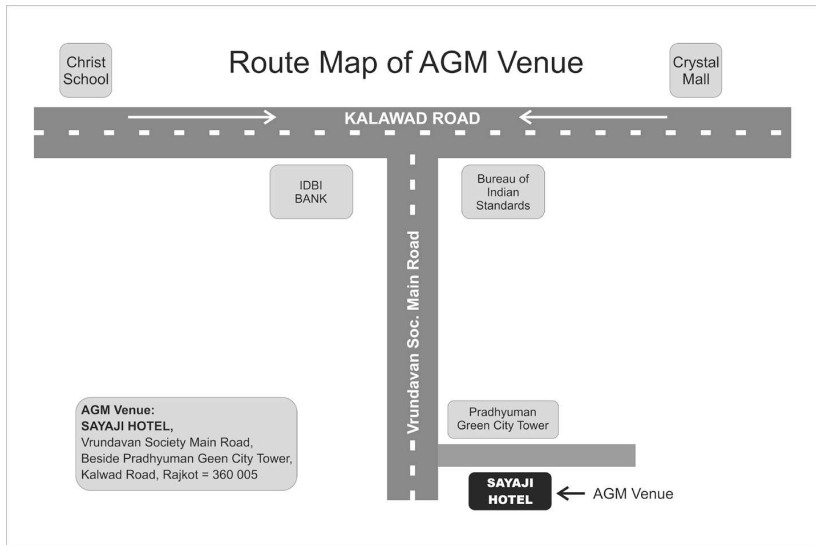
A copy of the draft/executed agreement is available for inspection upto the date of the general meeting at the registered office of Maahi Milk Producer Company Limited.

The approval of the members is sought in the form of Ordinary Resolution as set out in Item no. 10 of the accompanied notice.

**By order of the Board of Directors**

**Date: 13 August, 2024**  
**Place: Rajkot**

**Sd/-**  
**Sanjay Talati**  
**(Company Secretary)**











Chairman & Chief Executive receiving NCDFI e-market award from Hon'ble Co-operation Minister Shri Amit Shah.



Visit of Hon'ble Former Minister Shri Pursottam Rupala at Maahi stall during 'Agriculture Working Group of G20 event' at NDDB Anand.



Ms. Varsha Joshi (IAS), Additional Secretary, Department of Animal Husbandry and Dairying, visited Maahi.



Chairman of NDDB Dr. Meenesh Shah visited Maahi.



Launching of "Maahi Dan Anmol" on Maahi Day, 18<sup>th</sup> March, 2024.



Distribution of School bag to children under CSR project "Swasthya Satho Vidhya".



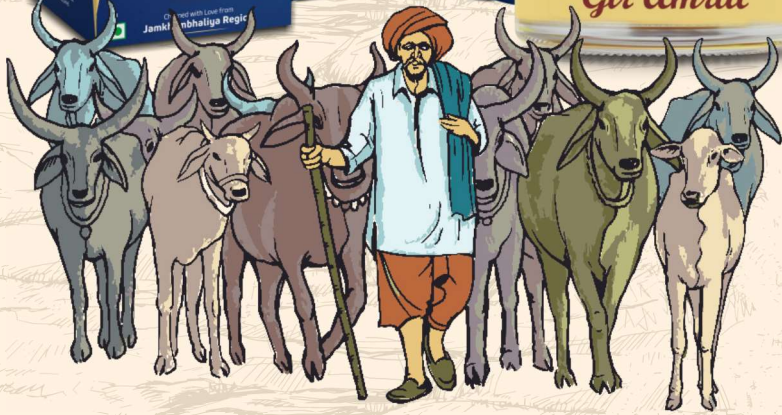
Providing Veterinary Services at Farmers' doorsteps under Maahi Pashu Seva.



Celebration of 'World Milk Day' on 1<sup>st</sup> June, 2023.



# Maahi



## Maahi Milk Producer Company Limited

Regd. Office : 3<sup>rd</sup> & 4<sup>th</sup> Floor, Sakar Building, Opp. Rajkumar College,  
Dr. Radhakrishnan Road, Rajkot - 360001, Gujarat (INDIA).

CIN : U01403GJ2012PTC070646 | E-mail : [info@maahimilk.com](mailto:info@maahimilk.com)

Customer Care : 1800 274 0732 | [www.maahimilk.com](http://www.maahimilk.com) | Follow us :    