

BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, HYDERABAD BENCH
AT HYDERABAD

C A (CAA) No. 983/230/HDB/2018

In the matter of the Companies Act, 2013

And

In the matter of Sections 230 to 232 read with Section 230 of the Companies Act,
2013 and other applicable provisions of the Companies Act, 2013

And

In the matter of Nagavalli Milkline Private Limited ('Transferor Company')

And

In the matter of Creamline Dairy Products Limited ('Transferee Company')

And

Their Respective Shareholders

Nagavalli Milkline Private Limited
Having its Registered Office at
6-3-1238/B/21, Asif Avenue,
Rajbhavan Road, Somajiguda,
Hyderabad – 500082, Telangana, India
Represented by its Director,
Mrs. K. Sandhya

.... The First Applicant/Transferor Company

And

Creamline Dairy Products Limited
Having its Registered Office at
6-3-1238/B/21, Asif Avenue,
Rajbhavan Road, Somajiguda,
Hyderabad – 500082, Telangana,
Represented by its Company Secretary,
Mr. S. Raghava Reddy

.... The Second Applicant/Transferee Company

NOTICE CONVENING MEETING OF THE SHAREHOLDERS

To

The Shareholders of
Creamline Dairy Products Limited,

Take Notice that by an order dated the 24th day of December, 2018, the Hon'ble
National Company Law Tribunal, Hyderabad Bench at Hyderabad has directed that a
Meeting of the Equity Shareholders of Creamline Dairy Products Limited be held at
6-3-1238/B/21, Asif Avenue, Rajbhavan Road, Somajiguda, Hyderabad – 500082,

Sarvan

Telangana, on Saturday, 02nd day of February, 2019 at 10.30 A.M. for the purpose of considering, and if thought fit, approving with or without modification, the proposed Scheme of Amalgamation between Nagavalli Milkline Private Limited (Transferor Company) and Creamline Dairy Products Limited (Transferee Company) and their respective Shareholders.

Take further notice that in pursuance of the said order, a Meeting of the Equity Shareholders of Creamline Dairy Products Limited will be held at 6-3-1238/B/21, Asif Avenue, Rajbhavan Road, Somajiguda, Hyderabad – 500082, Telangana, on Saturday, 02nd day of February 2019 at 10.30 A.M. at which time and place, you are requested to attend to consider and if thought fit, to approve with or without modification(s) the following resolution:

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 read with Section 230 and other applicable provisions, if any, of the Companies Act, 2013 along with the related rules and enabling provisions in the Memorandum and Articles of Association of the Company, subject to the requisite approvals and subject to the sanction of the National Company Law Tribunal ("Tribunal"), Hyderabad Bench at Hyderabad, consent of the Shareholders for the Scheme of Amalgamation of Nagavalli Milkline Private Limited with Creamline Dairy Products Limited and their respective shareholders (the "Scheme") as placed before the shareholders and initialled by the Chairman for the purpose of identification, be and is hereby accorded.

RESOLVED FURTHER THAT the Board of Directors of the Company (the "Board") be and is hereby authorized to do all such acts, deeds, matters and things, as may be considered required, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangements embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by any authorities under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper."

Aravan

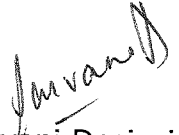
Take further notice that you may attend and vote at the said meeting in person or by proxy provided that a proxy in the prescribed form duly signed by you or your authorized representative is deposited at the registered office of the company at 6-3-1238/B/21, Asif Avenue, Rajbhavan Road, Somajiguda, Hyderabad – 500082, Telangana, India, not later than 48 hours before the commencement of the meeting.

The Hon'ble National Company Law Tribunal, Hyderabad Bench has appointed Ms. Sarvani Desirasju, Advocate to be the Chairperson of the said meeting.

The Hon'ble National Company Law Tribunal, Hyderabad Bench has appointed Shri. P. V. Narsayya, Advocate as Scrutinizer of the said meeting.


A copy of the Scheme, the statement under sections 230, 232 and 102 and other applicable provisions of the Companies Act, 2013 and Rules framed there under, Form of Proxy, attendance slip are enclosed herewith. This notice convening meeting of the Shareholders of the transferee company along with the aforesaid documents are placed on the website of the Company, i.e., www.creamlinedairy.com.

Dated this 29th day of December, 2018
At Hyderabad


Sarvani Desiraju
Advocate
Chairperson appointed
for the Equity Shareholders meeting
Address: E704, Rajpushpa Atria,
Kokapet, Hyderabad – 500075.

Notes:

1. An Equity shareholder entitled to attend and vote at the meeting is entitled to appoint proxy or proxies to attend and vote instead of himself / herself on a poll only and such proxy need not be an Equity shareholder of the Transferee Company. The proxy form in order to be effective must be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
2. Any alteration made in the proxy form shall be initialed.



3. Only Equity Shareholders of the Transferee Company may attend and vote (either in person or by Proxy) or by Authorised Representative under Sections 112 and 113 and other applicable provisions of the Companies Act, 2013 at the meeting. The Authorised Representative of a Body Corporate which is a registered Equity Shareholder of the Transferee Company may attend and vote at the meeting provided that a certified true copy of the resolution of the Board of Directors or other governing body of the Body Corporate under Section 113 of the Companies Act, 2013 authorizing such representative to attend and vote at the meeting is deposited at the Registered Office of the Transferee Company not later than 48 (forty eight) hours before the commencement of the meeting.
4. The quorum of the meeting of the Equity Shareholders of the Transferee Company shall be 5 (five) Equity Shareholders of the Transferee Company, present in person or proxy as per the order passed by the Hon'ble National Company Law Tribunal, Hyderabad Bench at Hyderabad.
5. The form of proxy can be obtained free of charge from the registered office of the Transferee Company.
6. The Equity Shareholders and/or their proxies are requested to bring the attendance slip duly completed and signed for attending the meeting.
7. The Notice, together with the documents accompanying the same, is being sent to the Equity Shareholders by Hand delivery / email / courier.
8. The documents referred to in the accompanying Explanatory Statement shall be open for inspection by the Equity Shareholders at the registered office of the Transferee Company at 11:30 a.m. on all days (except Saturdays, Sundays and public holidays) upto the date of the meeting.
9. The notice convening the aforesaid meeting will be / is being published in the English and Regional Language Newspapers.
10. The route map to the venue of the meeting is furnished herewith and forms part of the Notice.
11. Pursuant to Section 232(2) of the Companies Act, 2013, the following information is being circulated for the Meeting:
 - (a) the proposed Scheme of Amalgamation adopted by the directors of the said company is enclosed as Exhibit 1 to this notice;
 - (b) A copy of the proposed Scheme of amalgamation being filed with the Registrar of Companies, Telangana.
12. Route map to the venue of the meeting is attached to this Notice.

fawad

BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, HYDERABAD BENCH :
AT HYDERABAD

C A (CAA) No. 983/230/HDB/2018

In the matter of the Companies Act, 2013

And

In the matter of Section 232 read with Section 230 of the Companies Act, 2013 and
other applicable provisions of the Companies Act, 2013

And

In the matter of Nagavalli Milkline Private Limited ('Transferor Company')

And

In the matter of Creamline Dairy Products Limited ('Transferee Company')

And

Their Respective Shareholders

Nagavalli Milkline Private Limited
Having its Registered Office at
6-3-1238/B/21, Asif Avenue,
Rajbhavan Road, Somajiguda,
Hyderabad – 500082, Telangana, India
Represented by its Director,
Mrs. K.Sandhya

.... The First Applicant/Transferor Company

And

Creamline Dairy Products Limited
Having its Registered Office at
6-3-1238/B/21, Asif Avenue,
Rajbhavan Road, Somajiguda,
Hyderabad – 500082, Telangana,
Represented by its Company Secretary,
Mr. S. Raghava Reddy.

.... The Second Applicant/Transferee Company

**EXPLANATORY STATEMENT UNDER SECTIONS 230, 232 AND 102
OF THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER**

In this statement, Nagavalli Milkline Private Limited is referred to as the First Applicant Company" or "Transferor Company" and Creamline Dairy Products Limited is referred to as the Second Applicant Company" or "Transferee Company". The other definitions contained in the enclosed Scheme of Amalgamation ("Scheme") will apply to this Explanatory Statement.

The following statement as required under Sections 230, 232 and Section 102 of the Companies Act, 2013, sets forth the details of the Scheme, its effects and any material interests of the Directors and Key Managerial Personnel in their capacity as members.

farvanti

1. This is a statement accompanying the Notice convening the Meeting of the Equity Shareholders of the Transferee Company, pursuant to the order dated the 24th day of December, 2018 passed by the Hon'ble National Company Law Tribunal, Hyderabad Bench at Hyderabad in CA(CAA) No.983/230/HDB/2018, to be held on Saturday, 2nd day of February, 2019 at 6-3-1238/B/21, Asif Avenue, Rajbhavan Road, Somajiguda, Hyderabad – 500 082, Telangana on Saturday, the 02nd day of February, 2019 at 10.30 A.M. for the purpose of considering and, if thought fit, approving with or without modifications, the proposed Scheme of Amalgamation of Nagavalli Milkline Private Limited (First Applicant / Transferor Company) with Creamline Dairy Products Limited (Second Applicant / Transferee Company) and their respective shareholders with effect from April 1, 2018.

Background of the Companies involved in the Scheme are as under:

2. Nagavalli Milkline Private Limited (E-mail id:raghavareddy.s@godrejcdpl.com), (CIN No. U15209TG1999PTC031625), (PAN No. AABCN0190N) is a private limited company incorporated under the provisions of the Companies Act, 1956 on May 4, 1999, having its Registered Office at 6-3-1238/B/21, Asif Avenue, Rajbhavan Road, Somajiguda, Hyderabad, Telangana, India, incorporated with the objective of being engaged in the business of procuring, processing and dealing in Milk, Milk Products, Bulk Products or any other food products of animal.
3. Nagavalli Milkline Private Limited / Transferor Company is primarily incorporated with the objective of being engaged in the business of procuring, processing and dealing in Milk, Milk Products, Bulk Products or any other food products of animal.
4. The objects of the First Applicant Company are set out in the Memorandum of Association. They are briefly as under:-
 - (i) To carry on the business of dairy farming by producing, procuring, processing and deal in milk, milk products, By-products or any other food products of animal.
 - (ii) To carry on business as manufactures, producers, sellers, dealers, assemblers of all kinds of flavoured milk, yoghurt, paneer, ice-cream, ice products, desserts, milk products, cakes, chocolates, condensed milk, milk powder, fast foods, ready to eat products, ghee, cream, butter, cheese and dairy products of all kinds.

forward

- (iii) To manufacture, buy, sell, import, export, and deal in mineral waters, fruit juices, fruit jelly's squashes, custards, pickles, salads, and fruit dry powder and to extract flavours, perfumes, essence from all kinds of fruits, vegetables and herbs, and treating, preserving, bottling of aerated waters and food beverages, and vegetables soups, health foods, puffed foods, extruded foods, dried foods, biscuits breads, rusks, crisp bread, confectioneries, toffees, chewing gum, and foods for human consumption by chemical fermentation or other processes or farinaceous foods of all kinds by compounding such as yeast, vitamins hormones, proteins, seawater foods, fresh water foods, jam, ketchup, syrups, cordials, barely waters and to deal in such products either in their prepared, manufactured or raw state.
- (iv) To establish, own, operate, acquire, take on lease, run a manage processing units, factories for the purpose of packing, preserving , dehydrating , canning, freezing, evaporating, concentrating and otherwise processing fruits, vegetables, spices and other edible products whether in glass, tin, plastic, tetra pack, poly pack, or other sanitary packages, for human or animal consumption and to operate cold/dry storage, bonded warehouses for the preservation, storage and treatment of merchandise, food products, farm products both of foreign an indigenous production or manufacture.

The authorised, issued, subscribed and paid-up share capital of the First Applicant Company as on 31st March, 2018 was as under:

Particulars	Amount in Rupees
<u>Authorised:</u>	
21,50,000 Equity Shares of Rs10/- each	2,15,00,000
<u>Issued, Subscribed and Paid-up:</u>	
20,10,400 Equity Shares of Rs. 10/- each fully paid-up	2,01,04,000

Subsequent to the above date and till the date of filing the Application, there has been no change in the issued, subscribed and paid up capital of the First Applicant Company.

5. The authorized, issued, subscribed and paid-up share capital of the Second Applicant Company as on 31st March, 2018 is as under:

Particulars	Amount in Rupees
<u>Authorized:</u>	
1,50,00,000 Equity Shares of Rs.10/- each	15,00,00,000
<u>Issued and Paid up Subscribed</u>	
1,13,24,700 Equity shares of Rs.10/- each	11,32,47,000

fawani

Subsequent to the above date and till the date of filing the Application, there has been no change in the issued, subscribed and paid up capital of the Second Applicant Company.

6. RATIONALE FOR THE PROPOSED SCHEME

The Amalgamation of the Transferor Company with the Transferee Company would *inter alia* have the following benefits:

- a. To simplify management structure, leading to better administration and a reduction in costs due to more focused operational efforts, rationalization, standardization and simplification of business processes, elimination of duplication and rationalization of administrative expenses.
- b. To bring both the companies under one legal entity to facilitate, better and more efficient management.
- c. To achieve consolidation, greater integration and financial strength and flexibility which will maximize overall shareholder value.
- d. Immovable properties of both the Transferor Company and the Transferee Company are situated adjacent to each other and by virtue of amalgamation they can share the common infrastructure so that it would be economical and commercially viable so as to bring down the operational costs.

7. The Resolution is subject to the confirmation of the Scheme of Amalgamation by the Hon'ble National Company Law Tribunal at Hyderabad and/or appropriate authorities as may be necessary under the applicable law.

8. The present Directors of the Transferor Company are:

S. No	Name of the Directors	Address
1	Mrs. K. Sandhya	Flat No. 404, Aditya Classic Apartment, 6-3-1099/ 1/3 & 4, Somajiguda, Hyd.-500082
2	Mrs. D. Deepika	2-2-16/3/4/5/104, Durgabhai Deshmukh, Colony, Baghamberpet, Hyderabad-500007
3	Mrs. M.Ramakumari	Plot No 1362, Road No 45, Jubilee Hills, Hyderabad - 500033
4	Mrs.C. Mangaraj	Plot No: 41 & 42, Ravi Colony, Mahendra Hills, Secunderabad, Hyderabad- 500026

farvan!

9. The present Directors of the Transferee Company are:

S.No	Name of the Directors	Address
1	Nadir Burjor Godrej	40-D, B.G.Kher Marg, 2 nd Floor, Malabar Hill, Mumbai - 400006
2	Bhasker Reddy Kondapally	Flat No. 404, Aditya Classic Apartment, 6-3-1099/ 1/3 & 4, Somajiguda, Hyderabad- 500082
3	Gangadhar Mandava	Plot No 1362, Road No 45, Jubilee Hills, Hyderabad - 500033
4	Chandra Shekher Reddy Devireddy	2-2-16/3/4/5/104, Durgabhai Deshmukh, Colony, Bagh Amberpet, Hyderabad.- 500007
5	Balraj Goud Chinthala	Plot No: 41 & 42, Ravi Colony, Mahendra Hills, Secunderabad, Hyderabad- 500026
6	Balram Singh Yadav	Bungalow No. G - 9/1, Godrej Hillside Colony, L. B. S. Marg, Vikhroli (West), Mumbai - 400079
7	Subramanian Varadaraj	B-803, Sarvoy, Raheja Garden, L.B.S. Marg, Thane, Mumbai- 400 604
8	Jude Julius John Fernandes	301/A, Lou Paul, St. John Baptist Road, Bandra, West Mumbai, Maharashtra, Pin - 400 050
9	Surekha Revalli	Plot No 13/2, Huda Techno Enclave Sector 1, Madhapur, Hyd.- 500081
10	Kavas Noshirwan Petigara	801, Citadel, 18-B Ruparel Marg Malabar Hill Mumbai 400006, Maharashtra
11	Raj Kanwar Singh	Flat No.7, Block 5A, Lodha Belleza, Tirumalagiri, Kukatpally, Hyderabad-Telangana-500072

10. In view of the aforesaid advantages, the Board of Directors of Nagavalli Milkline Private Limited / Transferor Company vide their resolution dated 30th April, 2018 approved the Scheme of Amalgamation of Nagavalli Milkline Private Limited with Creamline Dairy Products Limited and their respective Shareholders.

farvan

The name of Directors who voted in favour of the resolution, who voted against the resolution and who did not vote or participate on such resolution are:

Voted in favour	Voted against	Absent
Mrs. K. Sandhya	Nil	Nil
Mrs. D. Deepika	Nil	Nil
Mrs. M. Ramakumari	Nil	Nil
Mrs. C. Mangaraj	Nil	Nil

The Board of Directors of the Transferee Company vide its resolution dated 02nd May, 2018 also approved the Scheme of Amalgamation of Nagavalli Milkline Private Limited with Creamline Dairy Products Limited and their respective Shareholders.

The name of Directors who voted in favour of the resolution, who voted against the resolution and who did not vote or participate on such resolution are:

Voted in favour	Voted against	Absent
Nadir Burjor Godrej	Nil	Nil
Bhasker Reddy Kondapally	Nil	Nil
Gangadhar Mandava	Nil	Leave of absence granted
Chandra Shekher Reddy Devireddy	Nil	Nil
Balraj Goud Chinthala	Nil	Nil
Balram Singh Yadav	Nil	Nil
Subramanian Varadaraj	Nil	Nil
Jude Julius John Fernandes	Nil	Nil
Surekha Revalli	Nil	Nil
Kavas Noshirwan Petigara	Nil	Nil
Raj Kanwar Singh	Nil	Nil

11. None of the Directors of the companies involved in the Scheme has any material interest in the said Scheme except as shareholders in general, to the extent of which it will appear from the Register of the Directors' Shareholding maintained by the companies involved in the Scheme.

garran

12. None of the KMPs of the companies involved in the Scheme has any material interest in the said Scheme except as employees in general.
13. In view of the above advantages, it is proposed that the Transferor Company be merged with the Transferee Company with effect from the Appointed Date i.e., April 1, 2018 or such other date as the Hon'ble National Company Law Tribunal, Hyderabad Bench at Hyderabad or such other authorities may direct / fix, which will be not only beneficial to its shareholders but also to its employees and creditors.
14. The Transferor Company is a wholly owned subsidiary of the Transferee Company and the entire equity share capital of Transferor Company is held by the Transferee Company and accordingly pursuant to Amalgamation of Transferor Company with the Transferee Company, no shares of the Transferee Company shall be allotted to the shareholders of the Transferor Company. Pursuant the Scheme becoming effective, all equity shares of the Transferor Company held by the Transferee Company in the Transferor Company shall stand cancelled without any further act or deed and consequentially there shall be no allotment of new equity shares for such shareholding.
15. The Scheme does not affect the rights of the Unsecured Creditors of the Transferor Company and the Transferee Company. There will not be any reduction in amounts payable to the Unsecured Creditors of the Transferor Company and the Transferee Company post sanctioning of the Scheme.
16. The Board of the Transferor Company and the Transferee Company are of the view that the rights and obligations of each of the Equity Shareholders of the Transferor Company and Transferee Company respectively are not impacted in any way post sanctioning of the Scheme.
17. The employees, if any, of the Transferor Company in service shall be deemed to have become the employees of the Transferee Company post sanctioning of the Scheme without interruption in their service. Further, the terms and conditions of their employment with the Transferee Company (i.e. cost-to-company basis, in monetary terms) shall not be less favourable than those applicable to them with reference to their employment with the Transferor Company.
18. The employees, if any, of the Transferee Company in service shall remain KMPs and employees in the Transferee Company post sanctioning of the Scheme without any interruption in their service. Further, the terms and conditions of their employment with the Transferee Company (i.e. cost-to-company basis, in monetary terms) shall not be less favourable than those applicable to them with reference to their employment prior to the sanctioning of the Scheme.
19. There are no Key Managerial Personnel ("KMPs") of the Transferor Company.


farran

20. Scheme would not be prejudicial to the interests of the Shareholders or Creditors, if any, of either of the companies. There is no likelihood that any secured or unsecured creditor of either of the companies would lose or be prejudiced as a result of the Scheme being passed nor are their rights sought to be modified in any manner. Hence, the Scheme will not cast any additional burden on the Shareholders or Creditors of the Transferor Company or the Transferee Company, nor will it affect the interest of any of the Shareholders or Creditors, as post Amalgamation arrangement.
21. There are no proceedings/investigation pending against the Transferor Company and the Transferee Company under Sections 210 to 217, 219, 220, 223, 224, 225, 226 & 227 of the Act.
22. The Notice of the proposed meeting and the Scheme shall be filed with the Registrar of Companies, Regional Director, the Income Tax Authorities and the Official Liquidator and the representation if any to the Scheme shall be made within thirty days of receipt of such notice. It may be noted that there are no sectoral regulators which need to be informed in the present case.
23. A copy of the Scheme setting out the terms and conditions of the Amalgamation of Transferor Company with the Transferee Company and their respective Shareholders as approved by the Board of Directors of the respective companies in their respective Board Meetings is enclosed herewith.
24. The proposed Scheme is in the best interests of the Transferor Company and Transferee Company and their respective Shareholders.
25. Unsecured Creditors entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of him and such proxy need not be an Unsecured Creditor of the Transferee Company. The instrument appointing the proxy should however be deposited at the Registered Office of the Transferee Company not later than 48 (forty eight) hours prior to the commencement of the Meeting.
26. Unsecured Creditors who are bodies corporate, shall authorize any person to act as its representative at the Meeting by means of a Board Resolution. The certified true copy of such resolution as signed by the Director/ Manager / Company Secretary of the body corporate shall be deposited at the Registered Office of the Transferee Company not later than 48 (forty eight) hours prior to the commencement of the Meeting.
27. A copy of the proposed Scheme of amalgamation is being filed with the Registrar of Companies, Telangana.

Aravam!

28. Copy of the Scheme and of this Explanatory Statement, may be obtained free of charge during ordinary business hours on all working days except Saturdays, Sundays and public holidays from the Registered Office of the Transferee Company.
30. Copies of the following documents for obtaining extract from or for making or obtaining copies of or for inspection are available at the Registered Office of the Transferee Company between ordinary business hours on any working day.
- a) Memorandum and Articles of Association of the Transferee Company.
 - b) Latest audited financial statements of the Transferee Company as on March 31, 2018.
 - c) Latest un-audited provisional financial statements of the Transferee Company as on June 30, 2018.
 - d) Copy of the order of the Hon'ble National Company Law Tribunal, Hyderabad Bench dated 24th day of December, 2018.
 - e) Copy of the Scheme of Amalgamation of Nagavalli Milkline Private Limited with Creamline Dairy Products Limited and their respective shareholders.
 - f) Copy of the contracts or arrangements material to the Scheme.
 - g) Copy of the certificate issued by the Statutory Auditors of the Transferee Company, BSR & Co. LLP, Chartered Accountants that the accounting treatment proposed in the Scheme is in conformity with the applicable accounting standards prescribed under Section 133 of the Companies Act, 2013.
 - h) Registers of Directors, Shareholdings of Directors and Members of the Transferee Company.

Dated this 29th day of December, 2018


Sarvani Desiraju
Advocate
Chairperson appointed
for the Equity Shareholders meeting
Address: E704, Rajpushpa Atria,
Kokapet, Hyderabad – 500075.

BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, HYDERABAD BENCH
AT HYDERABAD

C A (CAA) No. 983/230/HDB/2018

In the matter of the Companies Act, 2013

And

In the matter of Sections 230 to 232 read with Section 230 of the Companies Act,
2013 and other applicable provisions of the Companies Act, 2013

And

In the matter of Nagavalli Milkline Private Limited ('Transferor Company')

And

In the matter of Creamline Dairy Products Limited ('Transferee Company')

And

Their Respective Shareholders

Nagavalli Milkline Private Limited
Having its Registered Office at
6-3-1238/B/21, Asif Avenue,
Rajbhavan Road, Somajiguda,
Hyderabad – 500082, Telangana, India
Represented by its Director,
Mrs. K. Sandhya

.... The First Applicant/Transferor Company

And

Creamline Dairy Products Limited
Having its Registered Office at
6-3-1238/B/21, Asif Avenue,
Rajbhavan Road, Somajiguda,
Hyderabad – 500082, Telangana,
Represented by its Company Secretary,
Mr. S. Raghava Reddy

.... The Second Applicant/Transferee Company

FORM OF PROXY

I / we, the undersigned registered equity shareholder of Creamline Dairy Products Limited/
Transferee Company hereby appoint:

Name of the Member(s)	:
Registered address	:
E-mail id	:
Folio No./ Client ID No.	:
DP ID	:

Yuvant

1. Name :
- Address :
- e-mail id :
- Signature :or failing him/her
2. Name :
- Address :
- e-mail id :
- Signature :or failing him/her
3. Name :
- Address :
- e-mail id :
- Signature :or failing him/her

as my / our Proxy, to act for me / us at the meeting of the Equity shareholders of Creamline Dairy Products Limited/ 2nd Applicant / Transferee Company to be held at 6-3-1238/B/21, Asif Avenue, Rajbhavan Road, Somajiguda, Hyderabad – 500082, Telangana on Saturday, 02nd day of February, 2019 at 10:30 A.M. and at any adjournment thereof in respect of such resolutions as indicated below:

Resolution No.	Subject matter of the resolution
1.	To approve the Scheme of Amalgamation of Nagavalli Milkline Private Limited ('Transferor Company') with Creamline Dairy Products Limited ('Transferee Company') and their respective Shareholders.

Dated this _____ day of _____, 2019.

Name : _____ Signature : _____
 Address : _____
 (Strike whichever is not applicable).

Notes:

- 1. The Proxy must be deposited at the Registered Office of the Transferee Company situated at 6-3-1238/B/21, Asif Avenue, Rajbhavan Road, Somajiguda, Hyderabad – 500082, Telangana, India atleast 48 hours before the scheduled time of the meeting. The Proxy need not be equity shareholder of the Transferee Company.**
- 2. All alterations made in the form of proxy should be initialed.**

Jayaram D.

Creamline Dairy Products Limited

CIN: U15201TG1986PLC006912

Registered Office: 6-3-1238/B/21, Asif Avenue,
Rajbhavan Road, Somajiguda,
Hyderabad – 500082, Telangana

Tel No. +91 40 23412323, Fax No. +91 40 23323353

E-mail:raghavareddy.s@godrejcdpl.com; Website: creamlinedairy.com

**ATTENDANCE SLIP
Tribunal Convened Meeting**

Folio No. / DP ID No. / Client ID No.	
Name and registered address of the member	
Name(s) of the Joint Holder(s) if any	
Number of Shares held	
Full Name of the Proxy (IN BLOCK LETTERS)	

I/we certify that I/we am/are a registered equity shareholder(s)/proxy(s) for the registered shareholder of Creamline Dairy Products Limited/Transferee Company. I/we hereby record my/our presence at the Tribunal Convened Meeting of the equity shareholders of the Creamline Dairy Products Limited/Transferee Company held at 6-3-1238/B/21, Asif Avenue, Rajbhavan Road, Somajiguda, Hyderabad – 500082, Telangana, India Saturday, 02nd day of February, 2019 at 10:30 A.M.

Equity shareholder's / Proxy's Name
(in BLOCK letters)

Equity shareholder's / Proxy's Signature

Note:

a. Please fill in this attendance slip and hand it over at the entrance of the hall.

*Strike out what is not applicable.

Harvansh

