



Additional Agenda for 32nd Annual General Meeting

Venue: NDDB, Anand

8 August 2024, 1315 hours

1	Special Business:	2
1.1	To approve the appointment of Dr. Suneeta Pinto as a Director:	2
1.2	To approve the appointment of Dr. Suneeta Pinto as an Independent Director of the Company:	3
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1 Special Business:

1.1 To approve the appointment of Dr. Suneeta Pinto as a Director:

At the 134th Board meeting to be held on 8 August 2024, it is proposed to appoint Dr. Suneeta Pinto (DIN – 10621997) as an Additional Director (Independent Director) of the Company, subject to approval of the members at the general meeting as per the notice received from the shareholder under section 160 of the Companies Act, 2013.

The Board of Directors recommend the appointment of Dr. Suneeta Pinto as a Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of Section 160 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and as per the Articles of Association of the Company, Dr. Suneeta Pinto (DIN – 10621997), in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company, whose period of office shall not be liable to determination by retirement of Directors by rotation.”

“FURTHER RESOLVED THAT Shri Prakash Maheshwari, the Managing Director, or Shri Rajkumar Malik, the Executive Director, or Ms. Kinnari Shah, the Company Secretary, be and are hereby severally authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution.”

1.2 **To approve the appointment of Dr. Suneeta Pinto as an Independent Director of the Company:**

At the 32nd Nomination and Remuneration Committee and 134th Board meeting to be held on 8 August 2024, it is proposed to appoint Dr. Suneeta Pinto as an Independent Director) of the Company for a term of three consecutive years w.e.f. 8 August 2024 and ending on 7 August 2027 as per the notice received under section 160 from the Shareholder of the Company.

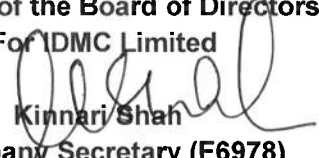
The Company's Directors recommend the appointment of Dr. Suneeta Pinto as an Independent Director of the Company for a term of three (3) years.

*Members may consider and if thought fit, pass, with or without modification(s), the following resolution as a **Special Resolution**:*

“RESOLVED THAT as per the recommendations of the Nomination and Remuneration Committee, pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Dr. Suneeta Pinto (DIN – 10621997), who was appointed by the Board of Directors as an Additional Director (Independent Director) of the Company with effect from 8 August 2024 and who has given declaration that she fulfils the criteria for the Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of three (3) consecutive years i.e. between 8 August 2024 and 7 August 2027, not liable to retire by rotation.”

“FURTHER RESOLVED THAT Shri Prakash Maheshwari, the Managing Director or Shri Rajkumar Malik, the Executive Director or Ms. Kinnari Shah, the Company Secretary, be and are hereby severally authorised to do such acts and things, sign such documents and papers, file such forms and documents with RoC/ MCA to give effect to the above resolution.”



By Order of the Board of Directors
For IDMC Limited

Kinnari Shah
Company Secretary (F6978)

Vithal Udyognagar, 22 July 2024

Registered Office:

IDMC Limited, Plot No. 124-128, GIDC Estate, Vithal Udyognagar – 388 121

CIN: U29299GJ1992PLC018283; Tel: 02692-236375

Email Id- idmc@idmc.com ; Website: www.idmc.com

2 **Explanatory Statement**
(Pursuant to Section 102 of the Companies Act, 2013)

Item 3.1:

As per the proposed recommendation of the Nomination and Remuneration Committee, at its 134th meeting of the Board of Directors to be held on 8 August 2024, Dr. Suneeta Pinto (DIN – 10621997) is proposed to be appointed as an Additional Director of the Company.

The Company has received from the National Dairy Development Board (NDDB - holding 100 percent equity shares of the Company), a special notice conveying that NDDB would like to appoint Dr. Suneeta Pinto as a Woman Independent Director of the Company, under relevant provisions of the Companies Act, 2013.

Dr. Suneeta Pinto is not disqualified from being appointed as a Director in terms of Section 164 of the Act. The Company has received requisite consent in Form DIR – 2 as per the Section 152(5) and Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014 from Dr. Suneeta Pinto confirming her eligibility for the said appointment.

Dr. Suneeta Pinto is not related to any of the Directors or the Key Managerial Personnel of the Company. The Board of Directors proposes the name of Dr. Suneeta Pinto (DIN – 10621997) as a Director of the Company, whose term of appointment shall not be subject to liable to retirement of Directors by rotation.

None of the Directors except Dr. Suneeta Pinto or Key Managerial Personnel or their Relatives are in any way concerned or interested, financially or otherwise, in this resolution.

Your Directors have recommended an **Ordinary Resolution** on the said item, as proposed in the notice for the meeting, for your approval.

Item 3.2:

As per the proposed recommendation of the Nomination and Remuneration Committee, at the 134th meeting of the Board of Directors to be held on 8 August 2024, it is proposed to appoint Dr. Suneeta Pinto as an Additional Director (Independent Director) for a term of three (3) consecutive years i.e. effective 8 August 2024 till 7 August 2027, subject to approval of members at the general meeting.

The Board of Directors recommend the appointment of Dr. Suneeta Pinto as an Independent Director of the Company with effect from 8 August 2024. It is proposed to appoint Dr. Suneeta Pinto for a term of three consecutive years which shall be ending on 7 August 2027.

Dr. Suneeta Pinto is not disqualified from being appointed as a Director in terms of Section 164 of the Act. The Company has received the requisite consent letter from her confirming her eligibility for the said appointment.

Dr. Suneeta Pinto has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act. In the opinion of the Board, Dr. Suneeta Pinto fulfils the conditions specified in the Act and the Rules framed thereunder for her appointment as an Independent Director and she is independent from the management.

In compliance with the provisions of section 149 read with Schedule IV of the act, the appointment of Dr. Suneeta Pinto as an Independent Director of the Company is now being placed before the members for their approval.

A brief profile of Dr. Suneeta Pinto, Woman Independent Director is given below:

Dr. Suneeta Pinto, born on 1 July 1964, is B. Sc. in Dairy Technology from the Gujarat Agricultural University in 1985, M. Sc. in Dairying from Anand Agricultural University in 1995, PhD in Dairy Technology from Anand Agricultural University, Anand in 2006.

Dr. Suneeta Pinto has over 38 years of teaching and administrative experience with number of awards and recognitions to her credit.

She is presently a Principal at Sheth M. C. College of Dairy Science, Kamdhenu University since May 2024. During her research work, she researched Ginger as a flavoring ingredient in ice cream and the technology was transferred to Patna Dairy, Patna, Bihar in 2007 and is being sold under the brand name "Sudha Herbal Ice cream". She also researched on developing of technology for manufacture of dietetic frozen desert and same was transferred to Patna Dairy, Patna, Bihar in 2007 and is being sold under the brand name Sudha Calci rich Ice Cream.

Dr. Suneeta Pinto has achieved various awards and scholarship and amongst them are best research paper at Anand Agricultural University, Poster Presentation Awards at multiple National seminars between 2013 to 2022, Certification of appreciation at Ministry of Finance, Government of India, Nutri Scholar award etc.

Her experience includes various positions as Professor at Sheth M. C. College of Dairy Science, Anand Agricultural University between 1986 and 2024. Currently, Dr. Suneeta Pinto is working as a Principal of the Sheth M. C. College of Dairy Science, Anand.

She is presently a Director in the following Companies:

No.	Name of the Company
1.	Vidya Dairy

Dr. Suneeta Pinto is presently aged about 60 years.

Dr. Suneeta Pinto is not related to any of the Directors or the Key Managerial Personnel of the Company. The Board of Directors proposes the name of Dr. Suneeta Pinto (DIN – 10621997) as an Independent Director of the Company, whose term of appointment shall not be subject to liable to retirement of rotation.

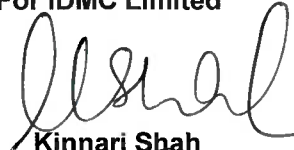
None of the Directors except Dr. Suneeta Pinto or Key Managerial Personnel or their Relatives are in any way concerned or interested, financially or otherwise in this resolution.

Your Directors have recommended **Special Resolution** on the said item, as proposed in the notice for the meeting, for your approval.

By Order of the Board of Directors



For IDMC Limited



Kinnari Shah
Company Secretary
Membership No. F6978

Vithal Udyognagar, 22 July 2024

Annex II (Item 1.1 and 1.2)

Details of Directors seeking appointment and re-appointment at the forthcoming Annual General meeting pursuant to Secretarial Standard 2 on General meetings:

Particulars of the Directors seeking appointment/ Re-appointment		
	Name of the Directors	Dr. Suneeta Pinto
1.	DIN	: 10621997
2.	Date of Birth	: 1 July 1964
3.	Age (approx.)	: 60 years
4.	Nationality	: Indian
5.	Date of proposed appointment/ re-appointment on the Board	: 8 August 2024
6.	Qualifications	: Dr. Suneeta Pinto is B. Sc. in Dairy Technology and did her Ms. C. followed by Ph. D. in Dairy Technology from Anand Agricultural University.
7.	Expertise in specific functional areas	: Dr. Suneeta Pinto has over 38 years of teaching and administrative experience with number of awards and recognitions to her credit. Her experience includes various positions as Professor at Sheth M. C. College of Dairy Science, Anand Agricultural University between 1986 and 2024. Currently, Dr. Suneeta Pinto is working as a Principal of the Sheth M. C. College of Dairy Science, Anand.
8.	Number of Shares held in the Company	: NIL
9.	List of Directorship held in other Companies	: As provided earlier in this 32 nd AGM Notice
10.	Number of Board meetings attended	: Nil, New Appointment
11.	Chairman / Member in the Committees of the Board of Companies in which she is a Director	: NA
12.	Relationship between Directors inter-se	: None
13.	Terms and conditions of appointment	: Independent Director and not subject to liable to retire by rotation.
14.	Remuneration details (including sitting fee and commission)	: NA

*Directorship includes Directorship in Public Companies & Committee membership includes only Audit Committee and Stakeholder's Relationship Committee of Public Company (whether listed or non-listed)



राष्ट्रीय डेरी विकास बोर्ड
National Dairy Development Board

CHAIRMAN

Ref:CDB-312/7/6

22 July 2024

Ms Kinnari Shah
Company Secretary
IDMC Limited
Plot no. 124/ 128, GIDC Estate
Vithal Udyognagar
Anand – 388 121

Dear Ms Kinnari Shah,

IDMC Limited (IDMC) is a wholly owned subsidiary of National Dairy Development Board (NDDB) with all of its shareholding held by NDDB and its nominees on behalf of NDDB.

As per the Article 16 (1) of the Articles of Association of IDMC Limited, shareholders shall have a right to appoint Directors on the Board of the Company.

Accordingly, NDDB proposes Dr Suneeta Valentine Pinto, I/c Principal, Sheth M.C. College of Dairy Science, Anand to be appointed as an Independent Director on the Board of IDMC. Resume of Dr Suneeta is enclosed.

You are requested to comply with the necessary formalities, as per the provisions of the Companies Act, 2013 in connection with the aforementioned appointment of Dr Suneeta Valentine Pinto as independent Director on the Board of IDMC.

With regards,

Yours sincerely,


(Meenesh Shah)

Encl: as above

7.1



Suneeta Valentine Pinto

Date of Birth: 1st July, 1964

Place of Birth: Karwar, Karnataka

Residential Address:

301-302, KUNJ Complex, Mangalpura Road,
Near IRMA Gate, Anand – 388 001

Phone: 9099561760

Email: suneeta.pinto@kamdhenuuni.edu.in

Official Address:

Professor and Head, Dairy Technology Department,
Sheth M.C. College of Dairy Science,
Kamdhenu University, Anand – 388 110

Phone: (02692) 226843

Mobile: 9099561760

Educational Qualifications

- **Ph.D. in Dairy Technology**, Anand Agricultural University, 2006, 7.63 OGPA (76.3%)
- **M.Sc. in Dairying (Dairy Technology & Dairy Chemistry)**, Gujarat Agricultural University, 1995, 7.47 OGPA (74.7%)
- **B.Sc. in Dairy Technology**, Gujarat Agricultural University, 1985, 5.82 OGPA (58.2%)
- **H.Sc.**, Gujarat Higher Secondary Education Board, 1981, 59.00%
- **SSCE**, SSCE Board, Gujarat, 1979, 67.00%

Professional Experience

- **I/c Principal**, Sheth M.C. College of Dairy Science, Kamdhenu University (May 2024 - Present)
- **Professor and Head, Dairy Technology Dept.**, Sheth M.C. College of Dairy Science, Kamdhenu University (April 2021 - April 2024)
- **Professor and Head, Dairy Technology Dept.**, Sheth M.C. College of Dairy Science, Anand Agricultural University (Aug 2018 - Mar 2021)

- **Professor (P)**, Sheth M.C. College of Dairy Science, Anand Agricultural University (Jul 2012 - Jul 2018)
- **Associate Professor (P)**, Sheth M.C. College of Dairy Science, Anand Agricultural University (Jul 2006 - Jul 2012)
- **Assistant Professor (Sr. Scale)**, Sheth M.C. College of Dairy Science, Anand Agricultural University (Oct 2002 - Jul 2006)
- **Assistant Professor**, Sheth M.C. College of Dairy Science, Anand Agricultural University (Oct 1996 - Oct 2002)
- **Sr. Research Assistant**, Sheth M.C. College of Dairy Science, Gujarat Agricultural University (Feb 1986 - Oct 1996)
- **In-Plant Training**, Amul Dairy, Anand (3 Months)

Training

- **Value Addition in Milk, Fruits, and Vegetables** (Online), AAAU, NAHEP, CAAST, Anand (Jan 2021)
- **Operationalization of e-Courses on Moodle**, NDRI and AAU, Anand (Jul 2013)
- **Recent Developments in Health Foods and Nutraceuticals**, NDRI, Karnal (Feb 2005)
- **Motivation Programme**, Vidya Dairy, Ahmedabad (Sep 2004)
- **Quality Assurance in Foods**, CIAE, Bhopal (Nov-Dec 2004)
- **Cheese Technology Advances**, SMC College, ICAR (Jun 1996)
- **Sensory Evaluation and Rheology**, NDRI, Karnal (Aug-Sep 1996)
- **Basic Programming**, Computron, Anand (Jun-Jul 1986)

Awards & Scholarships

- **First Rank**, Basic Programming Course, Computron, Anand
- **First Position**, National Dairy Product Judging Contest (2002, 2003, 2004, 2006)
- **Best Overall Performance**, Winter School, CIAE, Bhopal (2004)
- **Best Research Paper**, Anand Agricultural University (2005-2006)
- **Poster Presentation Awards**, Multiple National Seminars (2013, 2015, 2016, 2017, 2018, 2020, 2022)
- **Appreciation Prize**, 9th National Dairy and Food Quiz Contest (2016)
- **Special Award**, DuPont Nutrischolar Awards (2017-18, 2018-19)
- **Prof. JP Trivedi Award**, Shri Hari OM Ashram, Nadiad (2016)
- **Bronze Certificate of Appreciation**, Ministry of Finance, Govt. of India (2016-17)
- **Winner**, NutriScholars Awards (2020)
- **Appreciation Award**, 14th Alumni Convention, SMC College (2023)

Research Work:

Sr. No.	Degree	Title of work
1	M.Sc. (Dairying)	Ginger as a flavoring ingredient in ice cream (The developed technology was transferred to Patna Dairy, Patna, Bihar in 2007 and is being sold under the brand name Sudha Herbal Ice cream).
2	Ph.D. in Dairy Technology	Development of technology for manufacture of dietetic frozen dessert (The technology was transferred to Patna Dairy, Patna Bihar in 2007 and is being sold under the brand name Sudha Calci rich ice cream)
3	Special problem in Ph.D. studies	Characterization and application of Whey Protein Concentrates in manufacture of Processed Cheese Spread

TRANSFER OF TECHNOLOGY

- **Name of industries in which the technologies have been transferred:**

Name of technology	Name of the dairy
Technology for manufacture of Dietetic frozen dessert	PATNA DAIRY, Bihar
Technology for manufacture of Herbal ice cream (Ginger)	PATNA DAIRY, Bihar

- Transfer of technology for production of Dietetic ice-cream and Herbal ice cream on payment basis and this amount will be utilized for the development of university as well as college. Bihar state co-operative Milk producer's Federation Ltd. Patna Project, PATNA (BIHAR) on 14-17 April, 2008.



Technology transferred by Dairy Science College of Patna (India) - Patna (Bihar)

Key Professional Activities and Contributions

Winter School

- **Course Director**, ICAR-sponsored Winter School on "Innovative Approaches, Value Addition in Dairy Products, and Future Prospects in Dairy Industry"
- Duration: 21 days (Nov 16 - Dec 6, 2016)
- Sponsored by ICAR (Letter No. Agril. Edn/5/29/2016/HRD)
- Attended by 18 participants from across the country

Webinars

- **Organizer**, Webinar on "Dairy Products for Health and Wealth" (Jan 2, 2021)
- Attended by 580 participants
- **Moderator**, Dairy Technology (Code 23), ICAR/NET Exam (Feb 2021)
- **Reviewer**, ICAR AICE JRF/SRF (PhD) Exam, Dairy Technology (Part C) (2020)
- **Lead Speaker**, National Webinar on "Application of Sensory Evaluation to Detect Adulteration in Milk" (June 1, 2021)
- **Lead Speaker**, "Physical and Chemical Aspects of Different Whey Products" (Oct 16, 2021)
- **Organizer**, Webinar on "Women Empowerment" (March 25, 2021), International Women's Day, AAU, Anand

Examinations and Committees

- **Examiner**, Agricultural Scientists Recruitment Board (ASRB), New Delhi (Mar 14, 2022)
- **Paper Setter**, Telangana State Public Service Commission (2019), Dairy Science
- **Expert Committee Member**, University Grants Commission, Assessment of West Bengal University of Animal & Fishery Sciences (Aug 20-22, 2019)

- **Selection Committee Member**, Recruitment of Associate Professor - Dairy Technology, Kamdhenu University (Jan 23, 2023)

Placement and Training

- **Placement In-Charge**, SMC College of Dairy Science (2018 - Present)
- Achieved 100% placement during tenure
- **Lecturer**, Functional Fermented Dairy Products (Feb 3, 2022), Online Training by ICAR-NDRI, Karnal

Contact Information

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