



By Listing Centre

Tasty Dairy
SPECIALITIES LTD.

TDSL/CS/BSE/24-2018-19
Bombay Stock Exchange Limited
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400001

February 22, 2019

Ref : Symbol- TDSL; Scrip Code- 540955, ISIN: INE773Y01014

Subject: Outcome of Board Meeting no. 05/2018-19

Dear Sir/ Madam,

The Board of Directors of the Company at its meeting held on today i.e. 22nd day of February, 2019 has **inter alia** considered and approved the:

- 1. Appointment of Dr. Ashok Kumar Tripathi** (DIN:08363248) as an Independent, Non-Executive and Additional Director of the Company. Dr. Ashok Kumar Tripathi joins the Board of Tasty Dairy (TDSL) after successful innings at Mother Dairy Fruit & Vegetable Pvt Ltd., a wholly owned subsidiary of NDDDB. He carries with him an experience of more than 35 years. He has retired from 'Mother Dairy' as General Manager of Milk Procurement. During his working period since 2004 to 2018 in Mother Dairy, the company drastically improved its Procurement Network and robust distribution network. Previously, he was recruited by NDDDB in 1983 and has undergone in-house trainings in Dairy Cooperative Management and thereafter he lent his services to Pradeshik Cooperative Dairy Federation(PCDF) as Manager till the year ended 2004. He has experience of Institutional bulk sales also. Therefore, the board thinks fit to appoint him as Additional Independent Director as he fulfils the criteria of good expertise and knowledge in the field of work and also fulfils the criteria of independency.
- 2. Appointment of Mr. Ramesh Jasuja, as New Project Head, B.Tech (Dairy Technologist)** having experience in the field of Dairy of more than 33 years. He has worked as Head-Manufacturing in GSK Consumer Healthcare Ltd. and as Head Production at Schreiber Dyanamix Dairies Ltd. Therefore, the board thinks fit to appoint him as New Project- Head to operate and manage activities of our New Project of Value Added Dairy Product under SAMPADA Scheme of MOFPI.





3. Constitution of Executive Committee of the Company, comprising of Executive Directors, namely Mr. Atul Mehra, Mr. Mahendra Kumar Singh, Mr. Prem Nandan Mehra and Mr. Ramesh Jasuja, New Project Head.
4. Clearance of the board to fully explore the proposal of M/s A.K. Food International, Netherlands for expanding the marketing of our products in Global Market.
5. Ground Breaking Ceremony is to be held at Kanpur in the presence of Hon'ble Prime Minister, Sh. Narendra Modi on Wednesday, the 27th day of February, 2019 during which indicative Stone laying ceremony of our new Project at D-5 UPSIDC, Industrial Area, Jainpur, Kanpur Dehat, Uttar Pradesh, will be done.

This is for your information and record, please.

Time of commencement of Board Meeting - 02:00 PM

Time of Conclusion of Board Meeting – 03:15 PM

Thanking you,

For Tasty Dairy Specialities Limited



Nishi
Company Secretary & Compliance officer
Membership no. A50043

Date: 22.02.2019

Place: Kanpur

Annexure
FORMATION OF EXECUTIVE COMMITTEE

The Chairman explained that during the course of its business the Company is required to enter into various contracts, file necessary resolutions for tender bids etc. very frequently. It is practically not feasible to get the approval of the Board at short notice. It has therefore become necessary to constitute an Executive Committee with powers to be specified by the Board for day to day running of business. This was agreed to and the following resolution was passed:

“RESOLVED THAT the board of directors hereby establishes an Executive Committee which shall have and exercise the authority for the powers assigned by the board to such committee.

RESOLVED FURTHER THAT the following will be structure of the Executive Committee:

Name of Director/Head	Status in committee	Nature of Directorship/ Status in the company
Mr. Atul Mehra	Chairman	Whole time Director and Promoter
Mr. Mahendra Kumar Singh	Member	Director
Mr. Prem Nandan Mehra	Member	Director
Mr. Ramesh Jasuja	Member	New Project -Head

RESOLVED FURTHER THAT Ms. Nishi, Company Secretary of our Company shall act as a Secretary of the Executive committee. The scope and function of the Executive Committee and its terms of reference shall include the following:

Tenure: The Executive committee shall continue to be in function as a committee of the Board until otherwise resolved by the Board.

Meetings: The Executive committee shall meet whenever the necessity for such a meeting emerges. The quorum for the meeting shall be either two members or one third of the members of the committee, whichever is higher but there shall be presence of minimum two members at each meeting.

Terms of Reference: the committee will be having following powers:

Authority to give resolution by meeting of committee for purpose of tenders.

Authority to sign the contracts or initial agreements for the purpose of tenders,

Applying for bank guarantees for the purpose of tenders.

Applying for bank guarantees, CC limits and OD limit.

Authority to attend the meetings of board

Any generic resolution where the board resolution is not mandated by the Act, committee is authorized to act on behalf of the board.

Authority given for the purpose bank loans or/ renewals process.