

Notice

DODLA DAIRY LIMITED

CIN: L15209TG1995PLC020324

Regd. Office: # 8-2-293/82/A, 270/Q, Road No 10-C, Jubilee Hills, Hyderabad – 500 033, Telangana, India.

Tel: 040-4546 7777, Fax: 040-4546 7788

Website: www.dodladairy.com Email: cs@dodladairy.com

NOTICE OF THE 31ST ANNUAL GENERAL MEETING

Notice is hereby given that the 31st Annual General Meeting ("AGM") of the Members of Dodla Dairy Limited (DDL or the Company) will be held on Tuesday, 14 July 2026 at 11:00 A.M. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following business:

The proceedings of the 31st Annual General Meeting ("AGM") shall be deemed to be conducted at the Registered Office of the Company at # 8-2-293/82/A, 270/Q, Road No 10-C, Jubilee Hills, Hyderabad – 500033, Telangana, India which shall be the deemed venue of the AGM.

ORDINARY BUSINESS:

- To receive, consider and adopt (a) the audited standalone financial statement of the Company for the financial year ended 31 March 2026 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended 31 March 2026 and the report of Auditors thereon**

To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions:

- "RESOLVED THAT** the audited standalone financial statement of the Company for the financial year ended 31 March 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."
- "RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended 31 March 2026 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

- To declare a final dividend on equity shares for the financial year ended 31 March 2026**

To consider and if thought fit, to pass the following resolution as Ordinary Resolution:

"RESOLVED THAT final dividend at the rate of INR 5 (Rupees Five only) per equity share of INR 10/- (Rupees ten only) each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended 31 March 2026 and the same be paid out of the profits of the Company to those Members whose names appear in the Register of Members or List of Beneficial Owners maintained by the Depositories as on Tuesday, 07 July 2026, being the Record Date fixed for the purpose."

- To appoint a director in place of Mr Akshay Tanna (DIN: 02967021) who retires by rotation and being eligible offers himself for re-appointment**

To consider and if thought fit, to pass the following resolution as Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr Akshay Tanna (DIN: 02967021), who retires by rotation at this meeting in accordance with the Articles of Association of the Company and being eligible, for re-appointment, be and is hereby re-appointed as a Director liable to retire by rotation."

SPECIAL BUSINESS:

- To ratify the remuneration of the Cost Auditors for the financial year ending 31 March 2027**

To consider and if thought fit, to pass the following resolution as Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. J K & Co, Cost Accountants (Firm Registration No. 004010), appointed by the Board of Directors as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31 March 2027, amounting to INR 150,000 (Rupees one lakhs and fifty thousand) plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified."

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof if any) be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

- To approve the re-appointment of Ms Vinoda Kailas (DIN:09104308) as an Independent Woman Director of the Company**

To consider and if thought fit, to pass the following resolution as Special Resolution:

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"RESOLVED THAT in accordance with the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Ms Vinoda Kailas (DIN:09104308), who was appointed as an Independent Woman Director of the Company of the Company for a term of five (5) consecutive years commencing from 20 January 2022 to 19 January 2027 (both days inclusive) and who is eligible for being re-appointed as an Independent Woman Director and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act, proposing her candidature for the office of Director and based on the recommendation of the Nomination, Remuneration & Compensation Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Woman Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years commencing from 20 January 2027 to 19 January 2032 (both days inclusive)."

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof if any) be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

6. **To Pay Consultancy Fees/Remuneration to Mr Sesa Reddy Dodla (DIN: 00520448), Non-executive Director in excess of payment made to all other Non-executive Directors**

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

"RESOLVED THAT pursuant to Section 188(1)(f) of the Companies Act, 2013 read with Companies (Meeting of Board and Its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and as per Regulation 17(6) (ca) and Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (SEBI LODR) (including any statutory modifications or re-enactment thereof for time being in force and such other applicable provisions if any and as per recommendation of the Nomination Remuneration & Compensation Committee, Audit committee and the Board of Directors of the Company, consent of Members be and is hereby accorded to payment of consultancy Fees/Remuneration to Mr Sesa Reddy Dodla (DIN: 00520448), Chairman and Non-executive Director of the Company and relative of Mr Dodla Sunil Reddy DIN (00794889), Managing Director of the Company, an amount of INR 500,000 per month (Rupees five lakhs only) for the financial year 2026-27 which is exceeding 50% (fifty percent) of the total annual remuneration paid/payable to all the Non-Executive Directors of the Company for the said financial year.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof if any) be and is hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

By Order of the Board of Directors
For Dodla Dairy Limited

Surya Prakash Mungelkar
Company Secretary and
Compliance Officer
M. No. A31877

Place: Hyderabad
Date: 16 May 2026

NOTES:

1. The Ministry of Corporate Affairs (MCA) vide its General Circular No. 03/2025 dated 22 September 2025 read with the circulars issued earlier on the subject (collectively referred to as 'MCA Circulars') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') read with the circulars issued earlier on the subject (collectively referred to as "SEBI Circulars"), the companies are permitted to hold their Annual General Meeting ("**AGM**") through video conferencing ("**VC**") or other audio visual means ("**OAVM**") without the physical presence of the Members at a common venue. Accordingly, in compliance with the provisions of the Act, SEBI Listing Regulations and MCA Circulars, the AGM of the Company is being held through VC/OAVM. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at 8-2-293/82/A, 270/Q, Road No 10-C, Jubilee Hills, Hyderabad – 500 033, Telangana, India which shall be deemed venue of the AGM.
2. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), in respect to the special businesses to be transacted at the AGM is annexed hereto. Additional information as per Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard -2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India, concerning item nos. 4, 5 and 6 of the Notice are annexed.
3. Since the AGM will be held through VC/OAVM, pursuant to the MCA Circulars, physical attendance of the members is not required at the AGM, and attendance of the members through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013. Route map of the venue of the Meeting is accordingly not annexed hereto.
4. The Company has appointed KFin Technologies Limited, Registrars and Transfer Agents, to provide Video Conferencing (VC)/Other Audio-Visual Means (OAVM) facility for the 31st Annual General Meeting.
5. Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
6. Pursuant to the provisions of section 105 of the Act and Regulation 44(4) of the SEBI Listing Regulations, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy needs not be a member of

the Company. Since this AGM is being held through VC/OAVM pursuant to the applicable MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of Proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

7. Corporate/Institutional members (i.e. other than individuals, HUF, NRI, etc.) are entitled to appoint authorised representatives to attend the AGM through VC/OAVM on their behalf and cast their votes through remote e-voting during the e-voting period and/or during the AGM. Corporate/Institutional members are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote/attend AGM, to the Scrutiniser by e-mail at mnmandassociates@gmail.com with a copy marked to KFin Technologies Limited (agency for providing the Remote e-Voting facility) at einward.ris@kfintech.com/evoting@kfintech.com and the Company at cs@dodladairy.com.
8. Dispatch of Annual Report through Electronic Mode: In compliance with the MCA Circulars and the Securities and Exchange Board of India ("SEBI") circulars the Notice of the 31st AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depository Participant/Registrar and Share Transfer Agent of the Company. The Company shall send physical copy of the Annual Report for the financial year 2025-26 to those members who request for the same at cs@dodladairy.com mentioning their Folio No./DP ID and Client ID. Members may note that this Notice along with the Annual Report for the financial year 2025-26 will also be available on the website of the Company at www.dodladairy.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and also on the website of e-voting agency KFin Technologies Limited at the website address <https://evoting.kfintech.com>.
9. Members who have not yet registered their e-mail addresses, bank account details and mobile number are requested to register the same with their Depository Participants ("DP") since the shares are held by them in electronic Form.
10. Pursuant to the provisions of Section 124 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, there are no unclaimed dividend amounts pending for transfer.

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11. The list of shareholders with unclaimed dividends as on 31 March 2026 has been updated on the Company's website at: <https://dodladairy.com/investor-corner/unpaid-and-unclaimed-dividend-and-shares/>

Members are requested to claim dividend(s) which have remained unclaimed, by sending a request to the Company at e-mail ID cs@dodladairy.com or to the Company's Registrar and Share Transfer Agent (RTA) at e-mail einward.ris@kfintech.com or to their postal

address KFin Technologies Limited, Selenium Tower B, Plot Nos. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032, Telangana, India.

During the period under review, no unpaid or unclaimed dividend amounts were due for transfer to the IEPF. Accordingly, no shares were required to be transferred or credited to the IEPF Authority.

The following table provides dates on which unclaimed dividend and their corresponding shares would become liable to be transferred to the IEPF:

Financial Year	Interim/Final	Date of Declaration	Due date/cut-off date to transfer to IEPF	Amount (INR) (As on 31 March 2026)
2024-25	Interim	23 October 2024	22 November 2031	13,546.00
2024-25	Final	14 July 2025	13 August 2032	6,755.00

12. Payment of Final Dividend: The dividend on Equity Shares, if declared at the AGM, will be paid, subject to deduction of tax at source, on or before 10 August 2026 to the Members whose names appear on the Company's Register of Members as on the close of business hours on Tuesday, 07 July 2026 ("Cut-off Date") and whose bank mandate are registered in the records of the Depository Participants/RTA.

The Company pays dividend electronically through various online transfer modes to those members who have updated their bank account details. For members who have not updated their bank account details, dividend warrants/demand drafts/cheques will be sent to their registered addresses. To avoid delay in receiving dividend, members are requested to update their KYC with their depositories (where shares are held in dematerialised mode) and with the Company's Registrar and Transfer Agent (RTA) (where shares are held in physical mode) to receive dividend directly into their bank account on the payout date.

13. Tax Deduction at Source on Dividend:

a. Pursuant to the Income Tax Act 2025, the dividend income is taxable in the hands of members and therefore, the Company shall be required to deduct tax at source ("TDS") at the prescribed rates from dividend paid to members. For the prescribed rates for various categories, members are requested to refer to the Finance Act 2026 and amendments thereto.

For Resident Members: Tax at source shall be deducted under Section 393 of the Income Tax Act, 2025 at 10% on the amount of dividend declared and paid by the Company during financial year

2026-27, subject to PAN details registered/updated by the Member. If PAN is not registered/updated in the demat account/folio as on the cut-off date, TDS shall be deducted at the higher rate @20%.

No tax at source is required to be deducted, if aggregate dividend paid or likely to be paid during the financial year to an individual member does not exceed INR 10,000 (Rupees Ten Thousand only).

In case of individual shareholders, who are mandatorily required to have their PAN linked with Aadhaar and have not done so, their PAN would be considered as inoperative. Such inoperative PANs would be considered as invalid and a higher TDS rate @ 20% would be applied. The Company will rely on the reports downloaded from the reporting portal of the income tax department for checking the validity of PANs/inoperative PANs. Further, in cases where the Member provides Form 121 (applicable to any person other than a Company or a Firm)/Form 121 (applicable to an Individual above the age of 60 years), provided that the eligibility conditions prescribed under the Income Tax Act, 2025, are being met, no TDS shall be deducted, subject to the PAN of the Member not having an 'In-operative' status.

Further, in case PAN of any Member falls under the category of 'In-operative', the Company shall deduct TDS @ 20%.

Further, in case of a resident member having Order under Section 395 of the Income Tax Act, 2025, TDS will be deducted at the rate mentioned in the Order; provided the Member submits a copy of the Order obtained from the income-tax authorities.

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For Non-resident Members: Tax at source shall be deducted under Section 393(2) of the Income Tax Act, 2025 at the applicable rates. As per the relevant provisions of the Income Tax Act, 2025, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to Non-resident Members. Further, in case of Foreign Institutional Investors and Foreign Portfolio Investors, tax shall be deducted at source @ 20% (plus applicable surcharge and cess) under Section 393(2) of the Income Tax Act, 2025.

In case of Non-resident Member having Order under Section 395 of the Income Tax Act, 2025, TDS will be deducted at the rate mentioned in the Order; provided the member submits a copy of the order obtained from the income tax authorities.

As per Section 159 of the Income Tax Act, 2025, Non-resident Members may be entitled to avail lower TDS rate as per Double Taxation Avoidance Agreement (DTAA or Tax Treaty). To avail the Tax Treaty benefits, the Non-resident Member will have to provide the following:

- Self-attested copy of Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the Nonresident Member is a resident.
- Electronically generated Form 10-F.
- Self-attested copy of the Permanent Account Number (PAN Card) allotted by the Indian income-tax authorities, if any.
- Self-declaration certifying the following points:
 - i. Member is and will continue to remain a tax resident of the country of its residence during the financial year 2026-27;
 - ii. Member is eligible to claim the beneficial DTAA rate for the purposes of tax withholding on dividend declared by the Company;
 - iii. Member has no reason to believe that its claim for the benefits of the DTAA is impaired in any manner;
 - iv. Member is the ultimate beneficial owner of its shareholding in the Company and Dividend receivable from the Company; and
 - v. Member does not have a taxable presence or a permanent establishment in India during financial year 2026-27.

For all Members: In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided/to be provided by the Member(s), such Member(s) will be responsible to indemnify the Company, and also provide the Company with all information/documents and co-operation in any proceedings.

Members holding shares under multiple accounts under different status/category and single PAN, may note that the higher of the tax as applicable to the status in which shares are held under a PAN will be considered on their entire holding in different accounts.

In case of any discrepancy in documents submitted by the Member, the Company will deduct tax at the higher rate as applicable, without any further communication in this regard.

In case of joint Members, the member named first in the Register of Member is required to furnish the requisite documents for claiming any applicable beneficial tax rate.

- b. The Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/withholding on dividend amounts. Application for a beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by the Non-resident Member.
- c. In order to enable the Company to determine the appropriate TDS/withholding tax rate applicable, Members are requested to provide the aforesaid details and documents on or before 07 July 2026 at <https://ris.kfintech.com/form15> and by sending an email to RTA at einward.ris@kfintech.com. No communication on the tax determination/deduction shall be entertained post 07 July 2026. Members may note that in case the tax on said dividend is deducted at a higher rate due to non-receipt of the aforementioned details/documents, there would still be an option available to the Member to file the return of income and claim an appropriate refund, if eligible.
- d. Members may download the TDS certificate from the Income Tax Department's website <https://www.incometax.gov.in/> (refer to Form 26AS). If any member needs assistance in obtaining the TDS certificate, he/she may write to the Company at cs@dodladairy.com or to RTA at einward.ris@kfintech.com.

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Members are requested to address all correspondences, including for dividends, to the RTA of the Company, at:

KFin Technologies Limited

Selenium Tower B, Plot Nos. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032, Telangana, India

contact: 18003094001

Fax: +91 40 23001153

Email id: einward.ris@kfintech.com

Website: www.kfintech.com

14. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated 31 July 2023, read with earlier circulars issued in this regard, has specified that a shareholder shall first take up his/her/their grievance with the listed entity by lodging a complaint directly with the concerned listed entity and if the grievance is not redressed satisfactorily, the shareholder may, in accordance with the SCORES guidelines, escalate the same through the SCORES portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he/she/they can initiate dispute resolution through the Online Dispute Resolution ('ODR') portal. Shareholders are requested to take note of the same. The aforesaid SEBI circular can be viewed on the following link: <https://dodladairy.com/investor-corner/smart-odr/>. The investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>).

15. Investor Grievance Portal maintained by Registrar and Transfer Agent (RTA).

Members are hereby notified that our RTA, KFin Technologies Limited, based on the SEBI Circular (SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72) dated 08 June 2023, have created an online application which can be accessed at https://ris.kfintech.com/default.aspx#>Investor_Services>Investor_Support.

Members are required to register/signup, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query, Complaints, check for status, KYC details, Dividend, Interest, Redemptions, e-Meeting and e-Voting Details.

Quick link to access the signup page: <https://kprism.kfintech.com/signup>

INSTRUCTIONS FOR THE MEMBERS FOR ATTENDING THE E-AGM THROUGH VIDEO CONFERENCE/OTHER AUDIO-VISUAL MODE:

- i. Attending the e-AGM: Members will be able to attend the AGM through VC/OAVM or view the live webcast of AGM at <https://emeetings.kfintech.com/> by using their remote e-voting login credentials and selecting the 'Event' for Company's AGM. Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in the Notice. Further, Members can also use the OTP based login for logging into the e-voting system.
- ii. Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.
- iii. Further Members will be required to allow Camera, if any, and hence use Internet with a good speed to avoid any disturbance during the meeting.
- iv. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- v. Facility of joining the AGM through VC/OAVM shall be open 15 minutes before the time scheduled for the AGM.
- vi. Those Members who register themselves as speaker will only be allowed to express views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers and time for each speaker depending upon the availability of time for the AGM.
- vii. **Submission of Questions/queries prior to e-AGM:**
Members desiring any additional information with regard to Accounts/Annual Reports or has any question or query are requested to write to the Company Secretary on the Company's investor email-id i.e., cs@dodladairy.com at least 2 days before the date of the e-AGM, so as to enable the Management to keep the information ready. Please note that, member's questions will be answered only if they continue to hold the shares as of cut-off date.
Alternatively, shareholders holding shares as on cut-off date may also visit <https://evoting.kfintech.com/> and click on the tab "Post Your Queries Here" to post their queries/views/questions in the window provided, by mentioning their name, demat account number/folio number, email ID, mobile number. The window shall be

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activated during the remote e-voting period and shall be closed 24 hours before the time fixed for the e-AGM.

viii. **Speaker Registration before e-AGM:**

Shareholders who wish to register as speakers at the AGM are requested to visit <https://emeetings.kfintech.com> register themselves between 09 July 2026 (09.00 Hours IST) and 11 July 2026 (17.00 Hours IST).

- ix. Facility of joining the AGM through VC/OAVM shall be available for 2000 members on first come first served basis. However, the participation of members holding 2% or more shares, promoters, Institutional Investors, directors, key managerial personnel, chairpersons of Audit Committee, Stakeholders Relationship Committee, Nomination, Remuneration and compensation Committee and Auditors are not restricted on first come first serve basis.

- x. Members who need technical assistance before or during the AGM, can contact KFinTech at <https://evoting.kfintech.com/>.

- xi. Corporate members intending to send their authorised representatives to attend the Annual General Meeting through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") pursuant to the provisions of Section 113 of the Companies Act, 2013 are requested to send a certified copy of the relevant Board Resolution to the Company.

INSTRUCTIONS FOR E-VOTING:

Procedure for remote e-voting:

- i. In compliance with the provisions of Section 108 of the Companies Act, 2013 ("the Act"), read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09 December 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFinTech, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.
- ii. However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09 December 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DPs in order to increase the efficiency of the voting process.

- iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

- iv. The remote e-Voting period commences from 09.00 Hours (IST) on 10 July 2026 to 17.00 Hours (IST) on 13 July 2026.

- v. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on 07 July 2026, the cut-off date.

- vi. Any person holding shares in demat/physical form and nonindividual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@kfintech.com. However, if he/she is already registered with KFinTech for remote e-Voting then he/she can use his/her existing User ID and password for casting the vote.

- vii. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

- viii. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

Step 1: Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access to KFinTech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Step 3: Access to join virtual meetings(e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.

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Details on Step 1 are mentioned below:

Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>1. User already registered for IDeAS facility:</p> <ol style="list-style-type: none"> I. Visit URL: https://eservices.nsd.com/ II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. <p>2. User not registered for IDeAS e-Services</p> <ol style="list-style-type: none"> I. To register click on link: https://eservices.nsd.com/ II. Select "Register Online for IDeAS" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in point no.1 <p>3. Alternatively by directly accessing the e-Voting website of NSDL</p> <ol style="list-style-type: none"> I. Open URL: https://www.evoting.nsd.com/ II. Click on the icon "Login" which is available under 'Shareholder/Member' section. III. A new screen will open. You will have to enter your User ID (i.e., your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will be requested to select the name of the Company and the e-Voting Service Provider name, i.e., KFintech. V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Existing user who have opted for Easi/Easiest</p> <ol style="list-style-type: none"> I. Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or URL: www.cdslindia.com II. Click on New System Myeasi III. Login with your registered user id and password. IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e., KFintech e-Voting portal. V. Click on e-Voting service provider name to cast your vote. <p>2. User not registered for Easi/Easiest</p> <ol style="list-style-type: none"> I. Option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration II. Proceed with completing the required fields. III. Follow the steps given in point 1. <p>3. Alternatively, by directly accessing the e-Voting website of CDSL</p> <ol style="list-style-type: none"> I. Visit URL: www.cdslindia.com II. Provide your demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP, i.e., KFintech where the e- Voting is in progress.

Notice (Contd.)

Type of shareholders	Login Method
Individual Shareholder login through their demat accounts/ Website of Depository Participant	<ol style="list-style-type: none"> I. You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-Voting facility. II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. III. Click on options available against company name or e-Voting service provider – KFintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID/Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholder holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Details on Step 2 are mentioned below:

Login method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from K Fintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://emeetings.kfintech.com/>
- ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) Event id 9797, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it.

It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVENT" i.e., 'Dodla Dairy Limited-31st Annual General Meeting' and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

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xii. Corporate/Institutional Members (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutiniser at email id mnmandassociates@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Dodla Dairy Limited"

Details on Step 3 are mentioned below:

Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/OAVM and e-Voting during the meeting.

- i. Member will be provided with a facility to attend the AGM through VC/OAVM platform provided by Kfintech. Members may access the same at <https://emeetings.kfintech.com/> by using the e-voting login credentials provided in the email received from the Company/ Kfintech. After logging in, click on the Video Conference tab and select the EVENT of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.
- ii. Facility for joining AGM through VC/OAVM shall open at least 15 minutes before the commencement of the Meeting.
- iii. Members are encouraged to join the Meeting through Laptops/Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- iv. Members will be required to grant access to the webcam to enable VC/OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- v. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their view/send their queries in advance mentioning their name, demat account number/folio number and email id.

- vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC/OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
- vii. A Member can opt for only a single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
- viii. Facility of joining the AGM through VC/OAVM shall be available for at least 2000 members on first come first served basis.
- ix. Institutional Members are encouraged to attend and vote at the AGM through VC/OAVM.

OTHER INSTRUCTIONS:

- I. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit <https://emeetings.kfintech.com/> and login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Speaker Registration' which will be open from 09 July 2026 (09.00 Hours IST) to 11 July 2026 (17.00 Hours IST). Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.
- II. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com/>. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option which will be open from 09 July 2026 (09.00 Hours IST) to 11 July 2026 (17.00 Hours IST).
- III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (Kfintech Website) or contact evoting@kfintech.com/einward.ris@kfintech.com or call Kfintech's toll free No. 1-800-309-4001 for any further clarifications.
- IV. The Members, whose names appear in the Register of Members/list of Beneficial Owners as on 07 July 2026 (End of Day), being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person

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- who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- V. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:
If e-mail address or mobile number of the member is registered against Folio No./DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click "Forgot Password" and enter Folio No. or DP ID, Client ID and PAN to generate a password.
 - i. Members who may require any technical assistance or support before or during the AGM are requested to contact Kfintech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com/einward.ris@kfintech.com.
 - VI. The results of the electronic voting shall be submitted to the Stock Exchanges after the AGM. The results along with the Scrutiniser's Report, shall also be placed on the website of the Company.

GENERAL INFORMATION:

1. The Company's equity shares are Listed at (i) BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001, Maharashtra, India and (ii) National Stock Exchange of India Limited, Exchange Plaza, Floor 5, Plot No. C/1, Bandra (East), Mumbai – 400051, Maharashtra, India and the Company has paid the Annual Listing Fees to the said Stock Exchanges for the year 2026-27.
2. Members are requested to send all communication relating to shares to the Company's Registrar and Share Transfer Agent at KFIN Technologies Limited (Unit: Dodla Dairy Limited), Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032, Telangana State, India.
3. Register of Directors and Key Managerial Personnel (KMP) and their shareholding under Section 170 of the Companies Act, 2013 and the rules made thereunder and Register of Contracts maintained under Section 189 of Companies Act, 2013 and the rules made thereunder are available for inspection at the registered office of the Company.
4. As required under Listing Regulations and Secretarial Standard - 2 on General Meetings details in respect of Directors seeking appointment/re-appointment at the

Annual General Meeting, is separately annexed hereto. Directors seeking appointment/re- appointment have furnished requisite declarations under Section 164(2) and other applicable provisions of the Companies Act, 2013 including rules framed thereunder.

GENERAL INSTRUCTIONS:

- (i) Members holding shares either in demat or physical mode who are in receipt of Notice, may cast their votes through e-voting.
- (ii) Members opting for e-voting, for which the USER ID and initial password are provided in a separate sheet. Please follow steps under heading 'INSTRUCTIONS FOR E-VOTING' above to vote through e-voting platform.
- (iii) The e-voting period commences from 9.00 A.M. (IST) on 10 July 2026 to 5.00 P.M. (IST) on 13 July 2026. During this period, the members of the Company, holding shares in demat, as on the cut-off date of 07 July 2026 may cast their vote electronically. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (iv) The Company has appointed M/s. MNM & Associates, Company Secretaries represented by Mrs. Sridevi Madati, Practising Company Secretary (Membership No.F6476 and CP No. 11694) as the Scrutiniser to conduct the voting process (e-voting and poll) in a fair and transparent manner.
- (v) The Scrutiniser shall immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting (votes cast during the AGM and votes cast prior to AGM) and make a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or any officer of the Company so authorised by the Board.
- (vi) The results shall be declared along with the Scrutiniser's report within 2 working days from the conclusion of AGM and shall be placed on the website of the Company www.dodladairy.com and on the website of Kfintech, <https://evoting.kfintech.com/> immediately. The Company shall simultaneously communicate the results to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.
- (vi) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of AGM, i.e., Tuesday, 14 July 2026.

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EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

As required under Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the business proposed under Item Nos. 4, 5, and 6 of this Notice.

Item no. 4

The Board of Directors, at its Meeting held on 24 April 2026, upon the recommendation of the Audit Committee, approved the appointment of M/s. J K & Co, Cost Accountants (Firm Registration No. 004010), as Cost Auditors of the Company for conducting the audit of the cost records of the Company, for the Financial Year ending 31 March 2027, at a remuneration of INR 150,000 (Rupees one lakhs fifty thousand only) (plus Goods and Services Tax and reimbursement of out of pocket expenses).

Pursuant to section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, Members of the Company are required to ratify the remuneration to be paid to the cost auditors of the Company.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for conducting the audit of the cost records of the Company for the Financial Year ending 31 March 2027.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors commends the Ordinary Resolution set out at Item No. 4 of this Notice for ratification by the members.

Item no. 5

Ms Vinoda Kailas (DIN: 09104308) is an Independent Woman Director on the Board of Dodla Dairy Limited. She joined the Board of Directors ("Board") of the Company on 20 January 2022. The Members of the Company, by way of a resolution passed through postal ballot by remote e-voting process on 12 March 2022, approved her appointment as an Independent Woman Director under the provisions of the Companies Act, 2013 ("the Act") for a term of five (5) consecutive years commencing from 20 January 2022 to 19 January 2027 (both days inclusive). Accordingly, her current term as an Independent Director is set to conclude on 19 January 2027 and she is eligible for re-appointment for a second term on the Board of the Company.

Ms Vinoda Kailas (DIN: 09104308) also serves as a Member of the Corporate Social Responsibility Committee of the Company.

The Nomination, Remuneration & Compensation Committee, after considering the qualifications, skills, expertise, and competencies required on the Board in the context of the Company's business and industry, and based on the outcome of the performance evaluation, has recommended to the Board that Ms Vinoda Kailas (DIN: 09104308) strong academic background and rich experience of over two decades in the corporate governance, business transformation, sustainability, safety, and corporate advisory services, align well with the skillsets and capabilities required for the role of an Independent Woman Director of the Company.

Based on the recommendation of the NRC, the Board of Directors at its Meeting held on 24 April 2026, has proposed the re-appointment of Ms Vinoda Kailas (DIN: 09104308) as an Independent Woman Director of the Company for a second term of five (5) consecutive years commencing from 20 January 2027 to 19 January 2032, (both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

The Board is of the opinion that Ms Vinoda Kailas (DIN: 09104308) continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in her role as an Independent Woman Director of the Company and her continued association would be of immense benefit to the Company.

Ms Vinoda Kailas (DIN: 09104308) holds a Bachelor's degree in Computer Science Engineering from NIT Warangal (erstwhile REC Warangal). She has over 20 years of experience in designing and implementing large-scale IT solutions for clients in the US and Europe, with expertise in global client acquisition and technology innovation. Ms Kailas now applies this experience to her passion for social development as a Trustee of the Pravaha Foundation, where she oversees the long-term strategic outlook and program management for all the Foundation's initiatives. She is also a Trustee of the Navam Innovation Foundation.

Details of Ms Vinoda Kailas (DIN: 09104308) pursuant to the provisions of (i) Listing Regulations; and (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in the "Annexure" to this Notice.

The Company has, in terms of Section 160(1) of the Companies Act, 2013 ("the Act"), received a notice from a

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Member proposing the candidature of Ms Vinoda Kailas (DIN: 09104308) for the office of Director. The Company has also received a declaration from Ms Kailas confirming that she continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder, and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). In terms of Regulation 25(8) of the SEBI Listing Regulations, Ms Kailas has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. She has further confirmed that she is not debarred from holding the office of Director by virtue of any SEBI order or any other authority, pursuant to Circulars dated 20 June 2018 issued by BSE Limited and the National Stock Exchange of India Limited regarding enforcement of SEBI orders on the appointment of Directors by listed companies.

Further, Ms Vinoda Kailas (DIN: 09104308) has confirmed that she is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members.

She has registered herself with the Independent Directors' databank and she has also successfully cleared the online proficiency self-assessment test conducted by the IICA, as required under the said Rules.

In accordance with the provisions of Sections 149, 150, 152 read with Schedule IV of the Companies Act, Regulation 17 of the SEBI Listing Regulations, and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Ms Vinoda Kailas (DIN: 09104308) as an Independent Woman Director is now placed for the approval of the Members by a Special Resolution.

Further, in terms of Regulation 25(2A) of the Listing Regulations, appointment of Ms Vinoda Kailas (DIN: 09104308) as a Non-executive Independent Director requires approval of members of the Company by passing a special resolution.

Copy of the letter of appointment issued to Ms Vinoda Kailas (DIN: 09104308) setting out the terms and conditions of re-appointment is available for inspection by the members electronically. Members seeking to inspect the same can send an email to cs@dodladairy.com.

Save and except Ms Vinoda Kailas and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel ("KMP") of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the

resolution set out at Item No. 5 of the Notice. Ms Vinoda Kailas is not inter-se related to any other Director or KMP of the Company.

The Board recommends the Special Resolutions set out at Item Nos. 5 of the Notice for approval of the Members.

Item no. 6

Members in the 29th Annual General Meeting held on 04 July 2024 had approved to continue to hold office or place of profit as consultant in the Company and to pay consultancy fee of up to INR 1,000,000 per month (Indian Rupees ten lakhs only) to Mr Sesha Reddy Dodla (DIN: 00520448), Chairman and Non-executive director, being relative of Managing Director (Mr Dodla Sunil Reddy: DIN 00794889), for a period of five years with effect from 01 July 2024 to 30 June 2029.

Mr Sesha Reddy Dodla (DIN: 00520448) has been associated with the Company for the past 27 years and he has dairy industry experience of more than 27 years. He has extensive knowledge and understanding of the dairy business, and he has the expertise and vision to organically and inorganically scale up our business. He has led our Company through sustained period of growth and has also taken initiatives to improve our processes and efficiencies, implementation of enterprise resource planning system in the year 2000 and replication of our India business model in Uganda and Kenya which led to our overseas operations turning profitable. He formulated a future growth strategy, further strengthening our corporate governance standards, entry into new line of VAPs, internal processes and controls. He also provides guidance and advice to senior management staff regularly.

Pursuant to Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 states that the approval of shareholders by special resolution shall be obtained every financial year, in which the annual remuneration payable to a single non-executive director exceeds fifty per cent of the total annual remuneration payable to all non-executive directors, giving details of the remuneration thereof.

Based on the above approvals, Mr Sesha Reddy Dodla (DIN: 00520448) shall be entitled to receive consultancy Fees/ Remuneration of up to INR 1,000,000 per month (Indian Rupees ten lakhs only) as the upper limit, but the Company has proposed to pay INR 500,000 per month (Indian Rupees five lakhs only) for the services rendered by him as a consultant. Consequently, the total consultancy fees payable to him may exceed fifty per cent of the total annual remuneration

Notice (Contd.)

payable to all the Non-Executive Directors in the 2026-27. pursuant to Regulation 17(6)(ca) and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable regulations if any and pursuant to provisions of Section 188 (1) (f) and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules made thereunder. Accordingly, the approval of the Members is sought by way of a Special Resolution.

Except for Promotor, Promoter Group, Mr Sesha Reddy Dodla and his relatives, no other Directors, Key Managerial

Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution mentioned at Item No. 6 of the Notice.

The Board recommends the Special Resolutions set out at Item Nos. 6 of the Notice for approval of the Members.

By Order of the Board of Directors
For Dodla Dairy Limited

Surya Prakash Mungelkar
Company Secretary and
Compliance Officer

Place: Hyderabad
Date: 16 May 2026

M. No. A31877

Notice (Contd.)

ANNEXURE TO THE NOTICE DATED 16 MAY 2026:

Details of Directors seeking appointment/re-appointment at the Annual General Meeting

[Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India]

Mr Akshay Tanna:

Name of the Director	Akshay Tanna
Designation	Non-Executive Non-Independent Director
DIN	02967021
Date of birth and Age	20 November 1982 and 43 years
Date of first appointment	21 July 2017
Qualification	Bachelor's degree in economics from the University of Pennsylvania.
Experience	Mr Akshay Tanna is a partner and head at KKR-India private equity. Before joining. Prior to joining KKR, Akshay spent more than 13 years with TPG and was most recently a Partner in its India office. Earlier in his career, Akshay worked as an Associate in Investment Banking in the Financial Institutions Group with Deutsche Bank, New York. Akshay started his career as an Associate in Investment Banking at Merrill Lynch, New York & London.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Terms and Conditions of appointment/re-appointment	Non-Executive Non-Independent Director liable to retire by rotation and eligible for re-appointment.
Remuneration last drawn by such Person, if applicable and remuneration sought to be paid	Nil
Shareholding in the Company	Nil
The number of Meetings of the Board attended during the year	2025-26: 3 out of 6
Directorship Details of the Board	Dodla Dairy Limited Healthcare Global Enterprises Limited Swastik Hospitality Products Private Limited Rebel Foods Private Limited Healthium Medtech Limited Darwinbox Digital Solutions Private Limited Vini Cosmetics Private Limited Baby Memorial Hospital Limited Infinx Technology Solutions Private Limited Aventus Capital Private Limited
Name of listed entities in which person also holds the directorship and membership/chairmanship of Committees of other Boards	Dodla Dairy Limited Corporate Social Responsibility Committee - Member Stakeholders' Relationship Committee - Member Risk Management Committee - Member Healthcare Global Enterprises Limited Audit Committee- Member Nomination and Remuneration Committee- Member Stakeholders' Relationship Committee- Member Risk Management Committee- Member
Listed entities from which the Director has resigned in the past three years	J B Chemicals And Pharmaceuticals Limited

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Ms Vinoda Kailas:

Name of the Director	Vinoda Kailas
Designation	Independent Woman Director
DIN	09104308
Date of birth and Age	15 January 1982 and Age: 44 years
Date of first appointment	20 January 2021
Qualification	Bachelor's degree in Computer Science Engineer from NIT Warangal (erstwhile REC Warangal).
Experience	Vinoda Kailas has over 20 years of experience in designing and implementing large-scale IT solutions for clients in the US and Europe, with expertise in global client acquisition and technology innovation.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Terms and Conditions of appointment/re-appointment	As mentioned in explanatory statement of the Notice.
Remuneration last drawn by such Person, if applicable and remuneration sought to be paid	No remuneration will be payable except sitting fees for attending the Board and its Committee meetings.
Shareholding in the Company	Nil
The number of Meetings of the Board attended during the year	2025-26: 6 out of 6
Directorship Details of the Board	Dodla Dairy Limited
Name of listed entities in which person also holds the directorship and membership/chairmanship of Committees of other Boards	Nil
Listed entities from which the Director has resigned in the past three years	Nil

By Order of the Board of Directors
For Dodla Dairy Limited

Surya Prakash Mungelkar

Company Secretary and Compliance Officer
M. No. A31877

Place: Hyderabad
Date: 16 May 2026