



KAMDHENU VENTURES LIMITED

02nd Floor, Tower A, Building No. 9, DLF Cyber City, Phase III, Gurgaon-122002

Phone No.: 0124-4604500, E- mail: cs@kamdhenupaints.com

CIN: U51909HR2019PLC089207

Ref: KVL/SEC/2023-24/02

Date: 6th April, 2023

To,
The Manager- Listing
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai-400 051

To,
The Manager- Listing
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001

NSE Symbol: KAMOPAINTS

BSE Scrip Code: 543747

Sub: E-voting Results and Scrutinizer Report for the Extra - Ordinary General Meeting ("EGM") held on Thursday, 6th April, 2023.

Dear Sir/Ma'am,

This has reference to our earlier letter No. KVL/SEC/2023-24/01 dated 6th April, 2023, regarding submission of proceedings of the 01/2023-24 Extra - Ordinary General Meeting of the company held on 6th April, 2023 through Video Conferencing /Other Audio Visual Means.

With reference to the captioned matter, we are enclosing herewith the following:

1. Consolidated Report of the Scrutinizer on the remote e-voting and Instapoll (e-voting) conducted at the EGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014.
2. Voting Results of the EGM, pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The enclosed Scrutinizers Report and Voting results are also made available on website of the company www.kamdhenupaints.com and NSDL at www.evoting.nsdl.com.

This is for your information and record please.

Thanking you,

Yours faithfully.

For Kamdhenu Ventures Limited

Nitin Misra
Company Secretary & Compliance Officer

Encl.: As above.

Scrutinizer's Report on remote e-voting and e-voting at the Extra-Ordinary General Meeting of Kamdhenu Ventures Limited

The Chairman
Kamdhenu Ventures Limited
2nd Floor, Tower A,
Building No. 9, DLF Cyber City,
Phase III Gurgaon - 122002, Haryana

Date of Meeting: April 06, 2023
Day of Meeting: Thursday
Time of Meeting: 11:00 A.M.

Dear Sir,

I, Shashikant Tiwari, Partner of M/s. Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed as Scrutinizer of M/s Kamdhenu Ventures Limited ("Company") for remote e-voting and e-voting (hereinafter referred to as the "electronic voting") at the Extra-Ordinary General Meeting ("the Meeting") convened through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in respect of the below mentioned resolution considered at the Meeting of the members of the Company as per notice dated March 10, 2023.

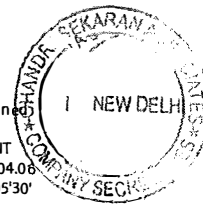
Pursuant to the General Circular No. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022 and 11/2022 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022 and December 28, 2022 respectively, issued by Ministry of Corporate Affairs ("MCA Circular") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 ("SEBI Circular") (collectively referred to as the "Relevant Circulars") the Company has dispatched the Notice of 01/2023-24 EGM on March 14, 2023 by email to all those members whose email addresses were registered with the Company or with the Depository Participants or with the RTA of the Company as at March 10, 2023.

The Company has not dispatched the Notice of the meeting to those members whose e-mail IDs were not registered/ available with the Company or with the Depository Participants or with the RTA of the Company. However, the Company has given an additional option to such members to register their e-mail ids with the Company in the Notice of EGM itself. The Notice dated March 10, 2023 convening the meeting was sent to the members on March 14, 2023 in respect of the resolution proposed to be considered at the meeting held on April 06, 2023 and also given the newspaper advertisements dated March 15, 2023 in the "The Financial Express" (English) (all editions) and "Jansatta" (Hindi) (Delhi NCR Edition) as per Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 47 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Also, a Corrigendum to the EGM Notice was sent on March 29, 2023 in respect to change in fair value per share to all those Shareholders of the Company by email to all those members whose email addresses were registered with the Company or with the Depository Participants or with the RTA of the Company as at March 10, 2023 and the Corrigendum was also published on March 31, 2023 in the "The Financial Express" (English) (all editions) and "Jansatta" (Hindi) (Delhi NCR Edition).

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The Company has availed the electronic voting facility offered by National Securities Depository Limited ("NSDL") for conducting electronic voting by the members for the meeting of the Company.

The remote e-voting period commenced on Monday, April 03, 2023 at 9:00 a.m. (IST) and concluded on Wednesday, April 05, 2023 at 5:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter and then reopened during the meeting and kept opened during the meeting.

Further, the e-voting was announced for the members who attended the meeting but have not cast their vote through remote e-voting.

The Members of the Company as at the closure of business hours of March 30, 2023 ("Cut-Off date") were entitled to vote on the proposed resolution as set out in the Notice of the meeting, and their voting rights as on date has been reckoned with for the purpose of arriving at the result of the e-voting for the meeting, and the company being limited by Shares, every member shall have one vote and their voting rights as on that date has been reckoned with for the purpose of arriving at the result of the electronic voting for the Meeting.

Subsequently, the remote e-voting was unblocked on April 06, 2023 around 12:10 P.M.in the presence of two witnesses Mr. Aakarshit Jai R/o. D 372m gali no 14, Near Laxmi sweet, Laxmi Nagar- Delhi 110092 and Ms. Kiranpreet Kaur R/o. A 98/1, Street no 12, Pratap Nagar, Mayur Vihar Phase-1, Delhi 110091, who are not in the employment of the Company.

The votes cast through e-voting, which were incomplete, if any, have been treated as invalid.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules made there-under relating to electronic voting on the resolution contained in the Notice of the Meeting.

My responsibility as scrutinizer for electronic voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution.

Based on the data downloaded from the official website of NSDL i.e. evoting.nsdl.com for the electronic voting, we now submit our consolidated report thereon.

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1. The result of the voting is as under:

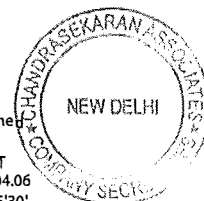
Item 1: INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT IN MEMORANDUM OF ASSOCIATION OF THE COMPANY.:(As an Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & vote held by them	109	17824842	6	10080	115	17834922
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & Votes not exercised	0	0	0	0	0	0
	No. of Valid Votes Cast	109	17824842	6	10080	115	17834922

Particulars	REMOTE E-VOTING		E-VOTING		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	108	17824841	6	10080	114	17834921	100.00
Against	1	1	0	0	1	1	0.00
Total	109	17824842	6	10080	115	17834922	100.00

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ITEM NO. 2: TO OFFER, ISSUE AND ALLOT EQUITY SHARES TO QUALIFIED INSTITUTIONAL BUYERS ON PREFERENTIAL BASIS. (as a Special Resolution)

	Particulars	REMOTE E-VOTING		E-VOTING		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & vote held by them	109	17824842	6	10080	115	17834922
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & Votes not exercised	0	0	0	0	0	0
	No. of Valid Votes Cast	109	17824842	6	10080	115	17834922

Particulars	REMOTE E-VOTING		E-VOTING		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	108	17824841	6	10080	114	17834921	100.00
Against	1	1	0	0	1	1	0.00
Total	109	17824842	6	10080	115	17834922	100.00

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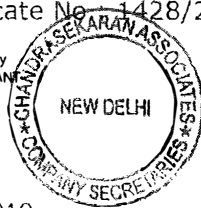
- 2. The Chairman or any other person authorised by him in writing may accordingly declare the result thereof.
- 3. Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairman signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

Thanking you,
Yours faithfully,

Chandrasekaran Associates
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No. 1428/2021

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Shashikant Tiwari
Partner
Membership No.: F11919
CP No.: 13050
UDIN:

Place: Delhi
Date: 06.04.2023

For Kamdhenu Ventures Limited

Nitin
Nitin Misra
Company Secretary

(Counter-signed by the chairman of the Company or any other person Authorised by him in writing)

General information about company	
Scrip code	543747
NSE Symbol	KAMOPAINTS
MSEI Symbol	NOTLISTED
ISIN	INE0BTI01029
Name of the company	KAMDHENU VENTURES LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	06-04-2023
Start time of the meeting	11:00 AM
End time of the meeting	11:55 AM

For Kamdhenu Ventures Limited


Nitin Misra
Company Secretary

Scrutinizer Details	
Name of the Scrutinizer	Shashikant Tiwari
Firms Name	Chandrasekaran & Associates, Company Secretaries
Qualification	CS
Membership Number	11919
Date of Board Meeting in which appointed	10-03-2023
Date of Issuance of Report to the company	06-04-2023

For Kamdhenu Ventures Limited

Nitin Misra
Company Secretary

Voting results	
Record date	30-03-2023
Total number of shareholders on record date	15682
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	12
b) Public	58
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

For Kamdhenu Ventures Limited

Nitin Misra
Company Secretary

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT IN MEMORANDUM OF ASSOCIATION OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15820980	15820980	100	15820980	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15820980	15820980	100	15820980	0	100
Public-Institutions	E-Voting	101701	54717	53.8018	54717	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		101701	54717	53.8018	54717	0	100
Public- Non Institutions	E-Voting	11012819	1959225	17.7904	1959224	1	99.9999	0.0001
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		11012819	1959225	17.7904	1959224	1	99.9999
Total		26935500	17834922	66.2134	17834921	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Kamdhenu Ventures Limited


Nitin Misra
Company Secretary

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	Nil
Public Insitutions	Nil
Public - Non Insitutions	Nil

For Kamdhenu Ventures Limited


Nitin Misra
Company Secretary

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO OFFER, ISSUE AND ALLOT EQUITY SHARES TO QUALIFIED INSTITUTIONAL BUYERS ON PREFERENTIAL BASIS.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15820980	15820980	100	15820980	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15820980	15820980	100	15820980	0	100
Public- Institutions	E-Voting	101701	54717	53.8018	54717	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		101701	54717	53.8018	54717	0	100
Public- Non Institutions	E-Voting	11012819	1959225	17.7904	1959224	1	99.9999	0.0001
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		11012819	1959225	17.7904	1959224	1	99.9999
Total		26935500	17834922	66.2134	17834921	1	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Kamdhenu Ventures Limited

Nitin
Nitin Misra
Company Secretary

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	Nil
Public Insitutions	Nil
Public - Non Insitutions	Nil

For Kamdhenu Ventures Limited


Nitin Misra
Company Secretary