



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: L51909HR2019PLC089207

Ref: KVL/SEC/2023-24/05

Date: 10th April, 2023

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

NSE Symbol: KAMOPAINTS

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

BSE Scrip Code: 543747

Subject: Shareholders Information – Receipt of In-Principle approval granted by Stock Exchanges for Issuance and Allotment of 45,00,000 Equity Shares of Kamdhenu Ventures Limited, on preferential basis to Qualified Institutional Buyers.

Dear Sir/Madam,

Pursuant to Regulation 28(1) and 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, as amended, we wish to inform you that the National Stock Exchange of India Limited vide its letter NSE/LIST/34789_1 and BSE Limited vide its letter LOD/PREF/VK/FIP/16/2023-24 dated 10th April, 2023 respectively, has granted their In-principle approval to Kamdhenu Ventures Limited (“the Company”) for issuance and allotment of 45,00,000 Equity Shares of face value of Rs. 5/- per Share, at an Issue Price of Rs. 145/- per Share (including premium of Rs. 140/- per Share), to Qualified Institutional Buyers on preferential issue basis.

Copy of the In-principle Approval as received, are enclosed herewith as **Annexure-A and Annexure-B.**

This is for your information and appropriate dissemination please.

Thanking you,

Yours faithfully.

For Kamdhenu Ventures Limited

Nitin Misra

Digitally signed by Nitin
Misra
Date: 2023.04.10 20:25:06
+05'30'

Nitin Misra

Company Secretary & Compliance Officer

Encl: as above



Ano - A

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National Stock Exchange Of India Limited

Ref: NSE/LIST/34789_1

April 10, 2023

The Company Secretary
Kamdhenu Ventures Limited
02nd Floor, Tower A, Building No. 9
DLF Cyber City, Phase III, Gurgaon-122002

Kind Attn: Mr. Nitin Misra

Dear Sir,

Sub: In - Principle approval under Regulation 28(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

We are in receipt of your application regarding In-principle approval for issue of 4500000 Equity shares of Rs. 5/- each to be allotted under Preferential basis in terms of Regulation 28(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. In this regard, the Exchange is pleased to grant in-principle approval for the said issue subject to the Company fulfilling the following conditions:

1. Filing the listing application at the earliest from the date of allotment.
2. Receipt of statutory and other approvals and compliance of guidelines/regulations issued by the statutory authorities including SEBI, RBI, MCA, etc.
3. Compliance with all the applicable guidelines, regulations, directions of the Exchange or any statutory authorities as on the date of listing application.
4. Compliance of all conditions as per the SEBI (LODR) Regulations, 2015 as on date of listing, Companies Act, 1956 / Companies Act, 2013 and other applicable laws.
5. Submissions of documents as may be required by NSE and payment of applicable fees.

Further, the company is advised to strengthen internal controls (to monitor trades being executed by the proposed allottees in the scrip of the company) before allotment of securities in order to avoid any non-compliances in respect of trades being executed by the allottees in contravention of provisions of Chapter V of SEBI (ICDR) Regulations.

“Kindly note, this Exchange letter should not be construed as approval under any other Act /Regulation/rule/bye laws (except as referred above) for which the Company may be required to obtain approval from other department(s) of the Exchange. The Company is requested to separately take up matter with the concerned departments for approval, if any.”

The Exchange reserves its right to withdraw its in-principle approval at a later stage if the information submitted to the Exchange is found to be incomplete/incorrect/misleading/false or in contravention of any Rules, Bye-laws and Regulations of the Exchange, SEBI (LODR) Regulations, 2015, Guidelines/ Regulations issued by statutory authorities, etc. This letter supercedes the earlier letter.

This Document is Digitally Signed



Signer: BANSRI RAKESH GOSALIA
Date: Mon, Apr 10, 2023 20:19:52 IST
Location: NSE



National Stock Exchange Of India Limited

Confirmation

Yours faithfully,
For National Stock Exchange of India Limited

Bansri Gosalia
Manager

Cc:
National Securities Depository Limited
4th Floor, Trade World
Kamala Mills Compound
Senapati Bapat Marg
Lower Parel, Mumbai 400 013.

Central Depository Services Limited
Marathon Futurex, A-Wing, 25th floor,
N M Joshi Marg, Lower Parel,
Mumbai – 400 013.

P.S. Checklist of all the further issues is available on website of the exchange at the following URL: <https://www.nseindia.com/companies-listing/raising-capital-further-issues-main-sme-checklist>

This Document is Digitally Signed

Signer: BANSRI RAKESH GOSALIA
Date: Mon, Apr 10, 2023 20:19:52 IST
Location: NSE



LOD/PREF/VK/FIP/16/2023-24

April 10, 2023

The Company Secretary,
Kamdhenu Ventures Ltd
 Tower-A, Building No.9, 2nd Floor,
 DLF Cyber City, Phase-III, Gurugram,
 Haryana, 122002

Dear Sir,

Re: 'In-principle' approval under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

We refer to your application seeking our "in-principle approval for the issue of 4500000 equity shares of Rs. 5/- each to be issued at a price not less than Rs. 145/- to Non-promoters on a preferential basis."

The Exchange hereby grants its 'in-principle' approval for the aforesaid issue. This 'in-principle' approval should not be construed as our approval for listing of aforesaid security and you are required to duly and separately comply with the requirements in respect thereof.

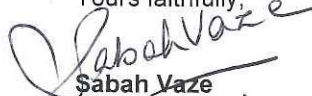
You are advised to ensure that the issue and allotment of securities is strictly in accordance with the provisions of the Companies Act, 2013, Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the Depositories Act, 1996 including the Rules, Regulations, Guidelines, etc. made there under, Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (ICDR Regulations), the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (LODR Regulations) and the Listing Agreement signed with us. In addition, you shall also obtain such statutory and other approvals as are required for the purpose.

On allotment of securities pursuant to this 'in principle' approval you are required to make a listing application without delay, with applicable fees, in terms of Regulation 14 of the LODR Regulations and comply with the post issue formalities. Listing application and the checklist for post issue listing formalities can be downloaded from the link: <https://www.bseindia.com/static/about/downloads.aspx>. Further, it should be noted by Depositories and the Company that in case of allotment of Convertible Securities, there would be automatic release of excess lock-in period of Pre-Preferential Holding of allottees by Depositories in compliance with SEBI(ICDR) Regulations,2018 without requirement of any NOC by the Exchange.

In addition to above, the company should note that as per Schedule XIX – Para (2) of ICDR Regulations and as specified in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019, "the issuer or the issuing company, as the case may be, shall, make an application for listing, **within twenty days from the date of allotment, to one or more recognized stock exchange(s)**" along with the documents specified by stock exchange(s) from time to time. Any Non-compliance with the above requirement will attract, the fine as mentioned in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019.

The Exchange reserves its right to withdraw this 'in-principle' approval at any stage if the information submitted to the Exchange is found to be incomplete/ incorrect/ misleading/ false or if it contravenes any Rules, Bye-laws and Regulations of the Exchange, LODR Regulations, ICDR Regulations and Guidelines/ Regulations issued by any statutory authorities etc.

Yours faithfully,



Sabah Vaze
 Senior Manager