



KAMDHENU VENTURES LIMITED
Regd. Off. : 2nd Floor, Building No. 9A, DLF Cyber City,
Phase-III, Gurugram, Haryana - 122002 (India)

Ref: KVL/SEC/2023-24/31

Date: 28th June, 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

Sub: Outcome of Board Meeting of Kamdhenu Ventures Limited ('the Company')

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Dear Sir/Madam,

With reference to our earlier letter dated 24th June, 2023, and in compliance with the Regulation 30 and other applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and upto date ("**SEBI Listing Regulations**") read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015, we wish to inform you that the Board of Directors of the Kamdhenu Ventures Limited ("**the Company**") in their meeting held on today i.e 28th June, 2023, has, *inter-alia*, considered and approved, the following matters;

A. Increase in Authorized Share Capital of the Company and consequential amendment in Clause V of Memorandum of Association of the Company.

Subject to the approval of Shareholders and such other regulatory and governing authorities including the Registrar of the Companies, NCT of Delhi and Haryana and in accordance with the applicable provisions of the Companies Act, 2013 and rules made thereunder and other applicable laws, regulations, the Board of Directors has approved for increase in the Authorized Share Capital of the Company from Rs. 24,55,00,000 (Rupees Twenty Four Crore Fifty Five Lakhs Only) which comprises of Rs. 20,05,00,000/- (Rupees Twenty Crore and Five Lakhs) Equity Share Capital divided into 4,01,00,000 (Four Crore and One lakhs) Equity Shares of Face Value of Rs. 5/- (Rupees Five Only) each and Rs. 4,50,00,000 (Rupees Four Crore and Fifty lakhs Only) divided into 45,00,000 (Forty Five lakhs) Preference Share of Face Value of Rs. 10/- (Rupees Ten Only) each to Rs. 36,50,00,000 (Rupees Thirty Six Crore Fifty Lakhs Only) which comprises of Rs. 32,00,00,000/- (Rupees Thirty Two Crore) Equity Share Capital divided into 6,40,00,000 (Six Crore Forty lakhs) Equity Shares of Face Value of Rs. 5/- (Rupees Five Only) each and Rs. 4,50,00,000 (Rupees Four Crore Fifty lakhs Only) divided into 45,00,000 (Forty Five lakhs) Preference Share of Face Value of Rs. 10/- (Rupees Ten Only) each.

Consequent to the Increase in Authorized Share Capital, the Clause V i.e. Capital Clause of the Memorandum of Association of the Company shall also be altered accordingly, subject to the approval of the Shareholders.

B. Issuance of Bonus Shares to the Shareholders of the Company in terms of the provision of Companies Act, 2013 and Chapter XI of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Subject to the approval of Shareholders and such other regulatory and governing authorities including the National Stock Exchange of India Limited and BSE Limited (“**Stock Exchanges**”), as may be required and in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and Chapter XI of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, (“**SEBI ICDR Regulations**”) and other applicable laws, regulations, the Board of Directors has considered, approved and recommended a Bonus Issue of 1 (One) Bonus Equity Share (fully paid-up) of Rs. 5/- each for every 1 (One) existing Equity Shares of Rs. 5/- each, held by the Shareholders in the Company, as on the record date.

The Record Date for determining the entitlement of the Equity Shareholders w.r.t the Bonus issue shall be intimated separately in due course.

The Bonus shares once allotted shall rank *pari-passu* in all respects and carry the same rights as the existing Equity Shares and shall be entitled to participate in full in any dividend and other corporate action, recommended and declared after the new equity shares are allotted.

C. Approval for convening the Extra-Ordinary General Meeting (EGM) of the Company and Issuance of Notice thereof.

For seeking the approval of the Shareholders of the above matters, the Board of Directors of the Company has also approved for convening the (02/2023-24) Extra-Ordinary General Meeting (**EGM**) on Monday, 24th July, 2023, together with the draft Notice of EGM to be issued to the Shareholders of the Company.

The Board of Directors has fixed Friday, 23rd June, 2023, as the Cut-off date for the purpose of the determining the eligibility of the Shareholders, for the purpose of dispatch of the Notice of EGM along with the details of E-Voting to the Shareholders.

Further, Shri Shashikant Tiwari (FCS 11919 & CP No. 13050), failing him Shri Rupesh Agarwal, Partners of Chandrasekaran & Associates, Practicing Company Secretaries has been appointed as Scrutinizer to conduct the e-voting process in fair and transparent manner, for the said EGM.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 with respect to issuance of Equity Shares is enclosed as **Annexure-A** to this letter.



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In Compliance with the Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the aforesaid disclosure is also being uploaded on the Company's website at www.kamdhenupaints.com.

Meeting of the Board of Directors commenced at 11:00 A.M. (IST) and concluded at 11:45 A.M. (IST).

We request you to kindly take the same on records.

Thanking you,

Yours faithfully,

For Kamdhenu Ventures Limited

Nitin Misra
Company Secretary

ANNEXURE A

The details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, are enclosed herewith as under:

Issuance of Securities

S. No.	Particulars	Details
1	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity Shares
2	Type of Issuance	Issuance of Bonus Shares
3	Total number of securities proposed to be issued or total amount for which the securities will be issued (approximately)	3,14,35,500 of face value of Rs. 5/- each.
4	In case of bonus issue the listed entity shall disclose the following additional details to the stock exchange(s);	
a	whether bonus is out of free reserves created out of profits or share premium account;	Bonus issue will be issued out of Securities Premium Account as on 26 th June, 2023
b	bonus ratio	1:1 i.e. 1 (One) Bonus Equity Share (fully paid-up) of Rs. 5/- each, for every 1 (One) existing Equity Shares of Rs. 5/- each, held by the Shareholders in the Company
c	details of share capital - Pre and Post bonus issue	<p><u>Pre Bonus Issue – Issued and Paid Share Capital:</u> Rs.15,71,77,500 divided into 3,14,35,500 Equity Shares of Face Value of Rs. 5/- each.</p> <p><u>Post Bonus Issue – Issued and Paid Share Capital:</u> Rs. 31,43,55,000 divided into 6,28,71,000 Equity Shares of Face Value of Rs. 5/- each</p>

S. No.	Particulars	Details
d	free reserves and/ or share premium required for implementing the bonus issue	Rs. 15,71,77,500 will be utilized from Securities Premium Account for implementing the Bonus Issue
e	free reserves and/ or share premium available for capitalization and the date as on which such balance is available	Amount available in Securities Premium Account as on 26 th June, 2023 is Rs. 6300 Lakhs.
f	whether the aforesaid figures are audited	No, amount to be considered from Securities Premium Accounts as stated in point no 4(d) above, are based on unaudited Financial Statements prepared by the Company as on 26 th June, 2023.
g	estimated date by which such bonus shares would be credited/dispatched	The process of issuance of bonus shares shall be completed with the period of two months from the date of Board Meeting i.e. 28 th June, 2023 in terms of Regulation 295 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

For Kamdhenu Ventures Limited

Nitin Misra
Company Secretary