

M C Bhandari & Co.

Chartered Accountants

401-A, Bakshi House, 40-41, Nehru Place, New Delhi - 110019

Mobile : 9810236616, E-mail : mcbcodehli@gmail.com

Date:- 09/05/2025

To,
The Board of Directors,
Kamdhenu Ventures Limited,
2nd floor, Tower-A, Building No. 9A, DLF Cyber City,
Phase-III, Gurugram, Haryana 120002 (India)

Dear Sir,

Subject:- Resignation as Statutory Auditors of Kamdhenu Ventures Limited (the "Company")

We had been appointed as statutory auditors of the company to hold office from the conclusions of 3rd Annual General Meeting of the Company held on 15th July, 2022, till the conclusion of the 8th Annual General Meeting of the Company to be held in the year 2027. We have completed the audit of financial statements of the Company for the year ended March 31, 2025, vide audit report dated May 08, 2025.

We refer to our discussion and letter dated May 06, 2025, Wherein we had requested the Management of the company to consider an increase in the statutory audit fees for the year ended 2025-26 having regard to the regulatory changes and increase in the company's operations and also increase in cost. We have been informed vide email dated 09/05/2025, that the company has not accepted our proposal for increase in our statutory audit fees for the year ending March 31, 2026.

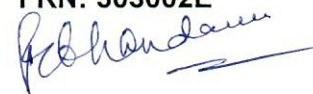
We have duly considered your request and believe that the current fees will not be commensurate to the efforts that we would be incurring to conduct an audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Accordingly, we are tendering our resignation as Statutory Auditor of the company with immediate effect.

Please find attached in **Annexure A** the information to be obtained by the Company from the statutory auditors upon resignation as required by SEBI circular CIR/CFD/CMD1/114/2019 dated October 18, 2019.

We thank you for cooperation and courtesies extended to us during our term as statutory auditors of the company.

Kindly acknowledge the receipt of this letter.

For MC Bhandari & co.
Chartered Accountants
FRN: 303002E



Ravindra Bhandari
Partner
Membership Number: 097466



M C Bhandari & Co.

Chartered Accountants

401-A, Bakshi House, 40-41, Nehru Place, New Delhi - 110019

Mobile : 9810236616, E-mail : mcbcodehli@gmail.com

Annexure A

Format of information to be obtained from the statutory auditor upon resignation

S.No.	Particular	Details
1	Name of the listed entity	Kamdhenu Ventures Limited
2	Details of the statutory auditor a. Name: b. Address: c. Phone number: d. Email:	M.C. Bhandari & Co. 401-A, Bakshi House, 40-41, Nehru Place, New Delhi-110019 9810236616 mc6coddhii@gmail.com
3	Details of association with the listed entity a. Date on which the statutory auditor was appointed b. Date on which the term of the statutory auditor was scheduled to expire c. Prior to resignation, the latest audit report/limited review report submitted by the auditor and date of its submission.	Appointed by shareholders of the Company in their Annual General Meeting held on 15 th July, 2022 for a period of 5 years from conclusion of 3 rd AGM till the conclusion of 8 th AGM to be held in the year 2027. Till the conclusion of 8 th AGM to be held in the year 2027. Audit Report on the financial statements for the financial year ended March 31, 2025 vide audit report dated May 08, 2025.
4	Detailed reasons for resignation	Please refer our resignation letter dated May 9, 2025.
5	In case of any concerns, efforts made by the auditor prior to resignation (including approaching the Audit Committee/ Board of Directors along with the date of communication made to the Audit Committee/Board of Directors)	None
6	In case the information requested by the auditor was not provided, then following shall be disclosed: d. Whether the inability to obtain sufficient appropriate audit evidence was due to a management-imposed limitation or circumstances beyond the control of the management. e. Whether the lack of information would have significant impact on the financial statements/results. f. Whether the auditor has performed alternative procedures to obtain appropriate evidence for the purposes of audit/limited review as laid down in SA 705 (Revised).	Not Applicable

File



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	d. Whether the lack of information was prevalent in the previous reported financial statements/ results. If yes, on what basis the previous audit/limited review reports were issued.	
7	Any other facts relevant to the resignation	None

Declaration

1. We hereby confirm that the information given in this letter and its attachments is correct and complete.
2. We hereby confirm that there is no other material reason other than those provided above for the resignation of my firm.

For MC Bhandari & Co.
Chartered Accountants
FRN: 303002E



Ravindra Bhandari
Partner

Membership Number: 097466



M C Bhandari & Co.

Chartered Accountants

401-A, Bakshi House, 40-41, Nehru Place, New Delhi - 110019

Mobile : 9810236616, E-mail : mcbcodehli@gmail.com

Date:- 9th May 2025

To,

The Board of Directors,
Kamdhenu Colour and Coating Limited,
2nd floor, Tower-A, Building No. 9, DLF Cyber City,
Phase-III, Gurugram, Haryana 120002 (India)

Dear Sir,

Subject:- Resignation as Statutory Auditor's of Kamdhenu Colour and Coatings Limited (the "Company")

We had been appointed as statutory auditors of the company to hold office from the conclusion of 3rd Annual General Meeting of the Company held on 15th July, 2022, till the conclusion of the 8th Annual General Meeting of the Company to be held in the year 2027. We have completed the audit of financial statements of the Company for the year ended March 31, 2025, vide audit report dated May 08, 2025.

We refer to our discussion and letter dated May 06, 2025, wherein we had requested the Management of the company to consider an increase in the statutory audit fees for the year ended 2025-26, having regard to the regulatory changes and increase in the company's operations and also an increase in cost. We have been informed vide email dated 09/05/2025, that the company has not accepted our proposal for an increase in our statutory audit.

We have duly considered your request and believe that the current fees will not be commensurate to the efforts that we would be incurring to conduct an audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Accordingly, we are tendering our resignation as Statutory Auditor of the company with immediate effect.

Please find attached **Annexure A**, the information to be obtained by the Company from the statutory auditors upon resignation as required by SEBI circular CIR/CFD/CMD1/114/2019 dated October 18, 2019.

We thank you for cooperation and courtesies extended to us during our term as statutory auditors of the company.

Kindly acknowledge the receipt of this letter.

For MC Bhandari & co.

Chartered Accountants

FRN: 303002E

Ravindra Bhandari

Ravindra Bhandari

Partner

Membership Number: 097466



M C Bhandari & Co.

Chartered Accountants

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Mobile : 9810236616, E-mail : mcbcodehli@gmail.com

Annexure A

Format of information to be obtained from the statutory auditor upon resignation

S.No.	Particular	Details
1	Name of the Material Subsidiary of the listed entity	Kamdhenu Colour and Coatings Limited, Wholly Owned Subsidiary of Kamdhenu Ventures Limited
2	Details of the statutory auditor a. Name: b. Address: c. Phone number: d. Email:	M.C. Bhandari & Co. 401-A, Bakshi House, 40-41, Nehru Place, New Delhi-110019 9810236616 mc6coddhli@gmail.com
3	Details of association with the listed entity a. Date on which the statutory auditor was appointed b. Date on which the term of the statutory auditor was scheduled to expire c. Prior to resignation, the latest audit report/limited review report submitted by the auditor and date of its submission.	Appointed by shareholders of the Company in their Annual General Meeting held on 15 th July, 2022 for a period of 5 years from the conclusion of 3 rd AGM till the conclusion of 8 th AGM to be held in the year 2027. Till the conclusion of 8 th AGM to be held in the year 2027 Audit Report on the financial statements for the financial year ended March 31, 2025 vide audit report dated May 08, 2025.
4	Detailed reasons for resignation	Please refer our resignation letter dated May 9, 2025
5	In case of any concerns, efforts made by the auditor prior to resignation (including approaching the Audit Committee/ Board of Directors along with the date of communication made to the Audit Committee/Board of Directors)	None
6	In case the information requested by the auditor was not provided, then following shall be disclosed: a. Whether the inability to obtain sufficient appropriate audit evidence was due to a management-imposed limitation or circumstances beyond the control of the management.	Not Applicable

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	<p>b. Whether the lack of information would have significant impact on the financial statements/results.</p> <p>c. Whether the auditor has performed alternative procedures to obtain appropriate evidence for the purposes of audit/limited review as laid down in SA 705 (Revised).</p> <p>d. Whether the lack of information was prevalent in the previous reported financial statements/results. If yes, on what basis the previous audit/limited review reports were issued.</p>	
7	Any other facts relevant to the resignation	None

Declaration

1. We hereby confirm that the information given in this letter and its attachments is correct and complete.
2. We hereby confirm that there is no other material reason other than those provided above for the resignation of my firm.

For MC Bhandari & co.
Chartered Accountants
FRN: 303002E



Ravindra Bhandari
Partner

Membership Number: 097466

