



KAMDHENU LIMITED

2nd Floor, Tower - A, Building No. 9, DLF Cyber City, Phase - III, Gurugram
PIN: 122002, (Haryana) Phone: - 0124 - 4604500, Fax: 0124 - 4218524
E-mail: kamdhenu@kamdhenulimited.com, website: www.kamdhenulimited.com

2nd May, 2019,

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

REF: Security Code: KAMDHENU

Dear Sir/Madam,

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

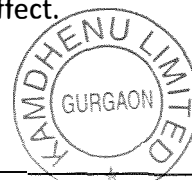
Ref: Security Code: 532741

Subject: Outcome of the Board Meeting held Today on 02.05.2019.

This is hereby informed to the Stock Exchanges that the Meeting of the Board of Directors of the Company was held Today, on Thursday, 2nd May, 2019 at 11:00 A.M. at the Corporate office of the Company at 2nd Floor, Tower A, Building No.9, DLF Cyber City, Phase-III, Gurgaon, Haryana-122002 and was concluded at 3:00 P.M.

Following matters (including all other matters) were discussed and approved in the Board Meeting:

1. Audited Financial Statement including Statement of Profit & Loss for the year ended 31st March, 2019, Balance Sheet as at 31st March, 2019 and Cash Flow Statement together with significant accounting policies and Notes on Accounts along with the Auditors' Report.
2. Audited Financial Results for the quarter and year ended 31st March, 2019 to be submitted to the Stock Exchanges pursuant to Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
3. Recommendation of dividend for the financial year 2018-19 at the rate of Re.1/- per equity share of Rs.10/- each fully paid. The dividend will be paid within a period of 30 days from the date of declaration and approval by the shareholders at the ensuing Annual General Meeting to those shareholders whose name is appearing in the Register of Members/Beneficial ownership as on the Record Date.
4. Recommendation for re-appointment of Mr. Saurabh Agarwal (DIN: 00005970) and Mr. Sachin Agarwal(DIN: 01188710) liable to retire by rotation, as a Director of the Company in the forthcoming Annual General Meeting.
5. Recommendation of Re-appointment of Mr. Satish Kumar Agarwal (DIN: 00005981) as Chairman & Managing Director and Mr. Sunil Kumar Agarwal (DIN: 00005973), Mr. Saurabh Agarwal (DIN: 00005970) and Mr. Sachin Agarwal(DIN: 01188710) as Whole Time Director of the Company for period of three(3) years w.e.f 1st April, 2020 to 31st March, 2023 and fixation of their remuneration.
6. Appointment Mr. Ramesh Chandra Jain (DIN: 00038529) as additional director and independent director of the Company with immediate effect.



7. Issued and allotted 1,43,250/ equity shares of the Company to employees who have exercised their vested options under Kamdhenu Stock Option Scheme, 2017.
8. Board has evaluated various aspects after the fire incident occurred at midnight of 27th and 28th April, 2019 in the paints factory and decided:
 - i. To immediately outsource production of the paint products at various locations, as per its quality standards after deputing own technical team at plant(s) of the manufacturer to meet the demand of the market and nullify the effect of disruption in manufacturing of the paints factory.
 - ii. To constitute and depute a team of experts to expedite the restoration of manufacturing in paints factory at Chopanki.

Pursuant to the Regulation 33 reads with Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the following:

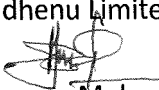
- a) The Audited Financial Results of Kamdhenu Limited (the Company) for the quarter and financial year ended 31st March, 2019, duly approved by the Board of Directors of the Company at its meeting held on 2nd May, 2019 on the recommendation of the Audit Committee. **(Annex-1)**
- b) Auditors' Report dated 2nd May, 2019 issued by the Statutory Auditors of the Company, on the aforesaid financial results of the Company, for the financial year ended 31st March, 2019. **(Annex-2)**
- c) Declaration pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements)(Amendment) Regulations, 2016. **(Annex-3)**
- d) Form A (for Auditors' Report with unmodified opinion) for the financial year ended 31st March, 2019. **(Annex-4)**
- e) Extract of the Audited Financial Results for the quarter and year ended 31st March, 2019 to be published in the News Papers. **(Annex-5)**

You are requested to kindly take the same on your record.

Thanking you,

Yours faithfully,

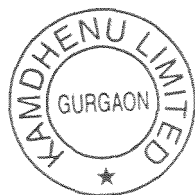
Kamdhenu Limited,


(Jogeswar Mohanty)

Company Secretary

M No. ACS23247

Encl: as above.



KAMDHENU LIMITED

CIN: L27101DL1994PLC134282

Regd. Office: L-311, Khasra No.724, Street No.7, Mahipalpur Extension, New Delhi-110 037

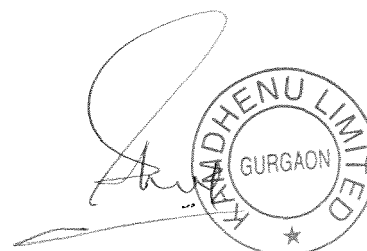
Corporate Office: 2nd Floor, Tower-A, Building No.9, DLF Cyber City Phase-3, Gurgaon-122 002

Phone no.-0124-4604500 Fax: - 0124-4218524 Email:- kamdhenu@kamdhenulimited.com Website:-www.kamdhenulimited.com

STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2019

(Amount in Lakhs)

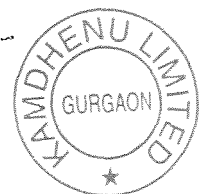
	Particulars	Quarter Ended			Year Ended	
		31.03.2019	31.12.2018	31.03.2018	31.03.2019	31.03.2018
		Audited	(Unaudited)	Audited	Audited	Audited
1	Income					
a	Revenue from operations	25,823.93	24,230.14	37,560.76	123,239.62	118,732.51
b	Other income	11.90	7.85	22.00	37.64	71.44
	Total income	25,835.83	24,237.99	37,582.76	123,277.26	118,803.95
2	Expenses					
a	Cost of Materials Consumed	8,796.35	10,887.41	7,571.11	38,969.44	25,902.88
b	Excise Duty on Sale of Goods	-	-	-	-	755.18
c	Purchases of Stock-in-Trade	9,600.91	6,136.48	24,190.83	56,724.17	71,751.67
d	Changes in Inventory of Finished Goods, Work-in-Progress and Stock-in-Trade	1,343.43	532.56	475.42	1,600.04	(772.31)
e	Employee Benefits Expense	1,198.76	1,158.12	1,069.92	4,724.27	4,047.72
f	Finance Costs	303.38	315.06	253.40	1,150.94	1,231.15
g	Depreciation & Amortization Expense	179.29	184.47	274.58	737.88	770.71
h	Other Expenses	3,501.97	4,172.95	2,880.38	15,875.91	12,675.93
	Total expenses	24,924.09	23,387.05	36,715.63	119,782.65	116,362.93
3	Profit before exceptional items and tax (1-2)	911.74	850.94	867.13	3,494.61	2,441.02
4	Exceptional Items	-	-	-	-	-
5	Profit before tax (3-4)	911.74	850.94	867.13	3,494.61	2,441.02
6	Tax expense					
a	Current tax	232.52	341.58	346.10	1,225.31	969.77
b	Deferred tax	90.66	(37.27)	(44.58)	27.94	(96.11)
c	Income Tax of earlier years	-	-	0.62	(5.70)	0.62
	Total Tax Expenses	323.18	304.31	302.13	1,247.55	874.28
7	Net Profit after tax (5-6)	588.56	546.63	564.99	2,247.06	1,566.74
8	Other Comprehensive Income/ (Loss)					
a	Items that will not be reclassified to profit or loss	27.72	(6.50)	(43.40)	8.14	(44.59)
b	Tax impacts on above	(9.61)	2.25	18.92	0.67	19.33
	Total Other Comprehensive Income/ (Loss)	18.11	(4.25)	(24.48)	8.81	(25.26)
9	Total comprehensive income for the period (comprising profit after tax and other comprehensive income after tax for the period) (7+8)	606.67	542.38	540.52	2,255.87	1,541.48
10	Earnings per share in rupees: (Quarterly not Annualised)					
	- Basic (in Rupees)	2.35	2.24	2.42	8.98	6.70
	- Diluted (in Rupees)	2.33	2.16	2.41	8.90	6.69
11	Paid-up equity share capital (Face Value of Rs.10 each)	2,640.00	2,440.00	2,340.00	2,640.00	2,340.00

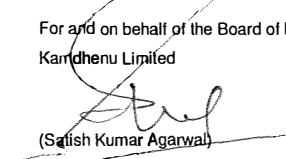


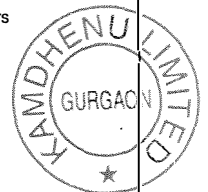
Statement of Assets and Liabilities:		(Amount in Lakhs)	
Particulars	As at 31.03.2019	As at 31.03.2018	
ASSETS			
1 Non-Current Assets			
(a) Property, Plant and Equipment	8,967.38	7,439.74	
(b) Capital Work in Process	78.07	-	
(c) Financial Assets			
(i) Investments	270.01	269.97	
(ii) Loans	6.52	8.27	
(iii) Other Financial Assets	207.80	151.16	
(d) Other Non-Current Assets	347.53	326.32	
Total Non-Current Assets	9,877.31	8,195.46	
2 Current Assets			
(a) Inventories	5,769.26	6,691.06	
(b) Financial Assets			
(i) Trade Receivables	22,280.18	18,635.62	
(ii) Cash and Cash Equivalents	927.10	789.69	
(iii) Bank Balances other than (ii) above	213.22	194.15	
(iv) Loans	41.89	34.36	
(v) Other Financial Assets	63.14	64.65	
(c) Other Current Assets	2,342.00	2,887.19	
Total Current Assets	31,636.79	29,296.72	
Total Assets	41,514.10	37,492.18	
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	2,640.00	2,340.00	
(b) Other Equity	15,474.30	12,019.84	
Total Equity	18,114.30	14,359.84	
Liabilities			
1 Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	48.62	59.63	
(ii) Other Financial Liabilities	835.65	815.21	
(b) Provisions	362.51	322.56	
(c) Deferred Tax Liabilities (Net)	988.24	960.98	
Total Non-Current Liabilities	2,235.02	2,158.38	
2 Current Liabilities			
(a) Financial liabilities			
(i) Borrowings	8,741.22	8,647.40	
(ii) Trade Payables			
- total outstanding dues of micro enterprises and small enterprises	1,821.85	96.64	
- total outstanding dues of creditors other than micro enterprises and small enterprises	9,200.72	10,526.73	
(iii) Other Financial Liabilities	664.96	358.40	
(b) Other Current Liabilities	687.84	1,233.34	
(c) Provisions	43.18	32.45	
(d) Current Tax Liabilities (Net)	5.01	79.00	
Total Current Liabilities	21,164.78	20,973.96	
Total Liabilities	23,399.80	23,132.34	
Total Equity and Liabilities	41,514.10	37,492.18	



[Handwritten Signature]



Segmentwise Revenue, Results, Assets and Liabilities					(Amount in Lakhs)
Particulars	Quarter Ended		Year Ended		
	31.03.2019	31.12.2018	31.03.2019	31.03.2018	
	Audited	(Unaudited)	Audited	Audited	Audited
A. Segment Revenue					
- Steel	17,158.12	16,386.11	31,387.19	96,256.99	98,607.93
- Paints	8,665.81	7,844.03	6,173.57	26,982.63	20,124.58
Gross Revenue from Operations	25,823.93	24,230.14	37,560.76	123,239.62	118,732.51
B. Segment Results					
- Steel	1,462.71	1,221.41	1,133.85	5,462.93	4,552.66
- Paints	147.23	330.91	229.49	820.04	701.14
Profit/(Loss) before finance cost, Tax & unallocable items	1,609.95	1,552.32	1,363.34	6,282.98	5,253.80
Less: Finance cost	303.38	315.06	253.40	1,150.94	1,231.15
Less: Other Unallocable Expenditure net of Income	394.83	386.32	242.81	1,637.43	1,581.63
Total Profit before Tax	911.74	850.94	867.13	3,494.61	2,441.02
C. Segment Assets					
- Steel	21,077.55	20,970.66	19,523.20	21,077.55	19,523.20
- Paints	19,911.18	19,726.51	17,429.81	19,911.18	17,429.81
- Unallocable	525.37	539.66	539.17	525.37	539.17
Total Segment Assets	41,514.10	41,236.83	37,492.18	41,514.10	37,492.18
D. Segment Liabilities					
- Steel	6,676.71	7,885.55	8,886.15	6,676.71	8,886.15
- Paints	15,734.86	15,782.33	13,285.21	15,734.86	13,285.21
- Unallocable	988.23	887.97	960.98	988.23	960.98
Total Segment Liabilities	23,399.80	24,555.85	23,132.34	23,399.80	23,132.34
<p>Notes:</p> <p>1 The above results were reviewed and recommended by the Audit Committee & approved by the Board of Directors at their respective meetings held on 2nd May, 2019. The financial results for the quarter and year ended 31st March, 2019 have been audited by the Statutory Auditors of the Company.</p> <p>2 The Board of Directors of the Company in their meeting held on 2nd May, 2019 have recommended dividend of Re.1/- per share for the financial year ended 31st March, 2019 for the approval of shareholders.</p> <p>3 Post applicability of Goods and Services Tax (GST) w.e.f. 1st July 2017, Revenue from Operations are required to be disclosed net of GST in accordance with the requirements of Ind AS. Accordingly, the Revenue from Operations for the year ended 31st March, 2019 are not comparable with corresponding period of the previous year presented in the financial results which is reported inclusive of Excise Duty.</p> <p>4 During the quarter and year ended 31st March, 2019, 20,00,000 (Twenty Lakhs only) and 30,00,000 (Thirty Lakhs only) Equity Shares of Rs.10/- each respectively have been allotted at a premium of Rs.90/- each out of the money received against share warrants to promoters and others on preferential / private placement basis.</p> <p>5 On midnight of 27th & 28th April, 2019, fire broke out in the Paint Factory of the Company at Chopanki, Alwar, Rajasthan, due to which properties of the Company has been damaged substantially. The management is expected to recover major portion of loss from insurance company as the entire assets and inventories were insured. However, the quantum of loss has not yet ascertained. Being non-adjusting event as per Ind AS-10, no adjustment on account of such loss has been made in the financial statements. There has been no human casualty in the said fire incident. The management of the Company is hopeful that Paint Factory will resume operations after re-building and therefore accounts of the Company related to paint division have been prepared on going concern basis.</p> <p>6 The above is an extract of the detailed format of audited Quarterly and Yearly Results filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015. The full format of the Financial Results are available on the Company's Website (www.kamdhenulimited.com) and on the Website of BSE (www.bseindia.com) and NSE (www.nseindia.com).</p>					
<p>For and on behalf of the Board of Directors Kamdhenu Limited</p> <p> (Satish Kumar Agarwal) Chairman & Managing Director DIN: 00005981</p> <p>Place: Gurgaon Date: 2nd May, 2019</p>					



B S D & Co.

Chartered Accountants

810, 8th Floor, Antriksh Bhawan, 22, Kasturba Gandhi Marg, New Delhi-110001 (Delhi)
Tel : 011-43029888; Email ID : audit.delhi@bsdgroup.in; delhi@bsdgroup.in, website : www.bsdgroup.in

INDEPENDENT AUDITORS' REPORT

To

**The Board of Directors
Kamdhenu Limited**

1. We have audited the accompanying Statement of Financial Results of KAMDHENU LIMITED ("the Company") for the quarter and year ended 31st March 2019 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by circular no. CIR/CFD/FAC/62/2016 dated 5th July 2016. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared on the basis of the related financial statements which are in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on the audit of such financial statements.

Attention is drawn to note no. 5 of accompanying financial results related to major fire in Paint factory of the company subsequent to balance sheet date and being non adjusting event, no impact of estimated loss have been made in financial statements.

We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement. An audit includes examining, on a test basis, evidence supporting amounts disclosed in the Statement. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the significant accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

2. In our opinion and to the best of our information and according to the explanations given to us, the Statement;
 - i. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by circular no. CIR/CFD/FAC/62/2016 dated 5th July 2016; and
 - ii. gives a true and fair view in conformity with the aforesaid Indian Accounting Standards (Ind AS) and other accounting principles generally accepted in India of the net profit (Including other comprehensive income/ (loss)) and other financial information of the Company for the quarter and year ended 31st March 2019.
3. The Statement includes the results for the Quarter ended 31st March 2019 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year which were limited reviewed by us.

For B S D & Co.

Chartered Accountants

Firm Registration No.: 000312S



(Surendra Khinvasra)

Partner

Membership No.: 070804

Place: Gurugram

Date: 2nd May, 2019





Annex - 3
KAMDHENU LIMITED

2nd Floor, Tower - A, Building No. 9, DLF Cyber City, Phase - III, Gurugram
PIN: 122002, (Haryana) Phone: - 0124 - 4604500, Fax: 0124 - 4218524
E-mail: kamdhenu@kamdhenulimited.com, website: www.kamdhenulimited.com

2nd May, 2019,

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

REF: Security Code: KAMDHENU

To,
The Manager- Listing
BSE Limited,
PhirozeJeejeebhoy Towers,
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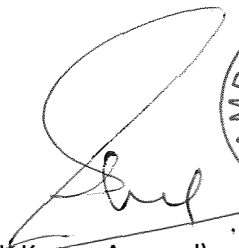
Subject: Declaration pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligation and Disclosure Requirements) (Amendment) Regulations, 2016

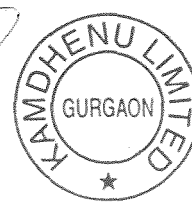
Dear Sir,

In compliance of Regulation 33(3)(d) of the SEBI (Listing Obligation and Disclosure Requirements) (Amendment) Regulations, 2016 as amended by SEBI vide Notification No. SEBI/LAD-NRO/GN/2016-17/001 dated 25th May, 2016, I Satish Kumar Agarwal, Chairman & Managing Director of Kamdhenu Limited having its Registered Office at L-311,Khasra No.724, Street No.7, Mahipalpur Extension, New Delhi-110037, do hereby declare that B S D & Co., Chartered Accountants, the Statutory Auditors of the Company, have issued an Audit Report with unmodified opinion (no qualifications) on Audited Financial Results of the Company for the quarter and year ended 31st March, 2019.

Date: 2nd May, 2019

Place: Gurgaon


(Satish Kumar Agarwal)
(DIN: 00005981)
Chairman & Managing Director
Kamdhenu Limited



2nd May, 2019,

To,
The Manager- Listing
National Stock Exchange of India Limited,
Exchange Plaza, BandraKurla Complex,
Bandra(E), Mumbai-400 051
REF: Security Code: KAMDHENU

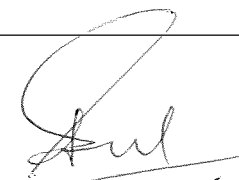
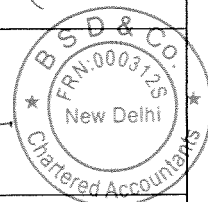
To,
The Manager- Listing
BSE Limited,
PhirozeJeejeebhoy Towers,
Dalal Street, Mumbai- 400 001
Ref: Security Code: 532741

Dear Sir/Madam,

Subject:- Submission of Form A along with Audited Financial Results for the financial year 2018-19 pursuant to Clause 33 of the SEBI(LODR) Regulations, 2015.

Following is the Form A required to be filed with Audited Financial Results for the financial year 2018-19 pursuant to Clause 33 of the SEBI(LODR) Regulations, 2015.

FORM A

1.	Name of the Company	KAMDHENU LIMITED
2.	Annual Financial Statements for the Year ended.	31 st March, 2019
3.	Type of Audit Observation	Un-Modified
4.	Frequency of Observation	N.A
5.	Signed By	
	Managing Director (Satish Kumar Agarwal)	
	Chief Financial Officer (Harish Kumar Agarwal)	
	Auditor of the Company (B S D & Co)	 
	Audit Committee Chairman (Mahendra Kumar Doogar)	

KAMDHENU LIMITED

CIN: L27101DL1994PLC134282

Regd. Office: L-311, Khasra No.724, Street No.7, Mahipalpur Extension, New Delhi-110 037

Corporate Office: 2nd Floor, Tower-A, Building No.9, DLF Cyber City Phase-3, Gurgaon-122 002

Phone no.-0124-4604500 Fax: - 0124-4218524 Email:- kamdhenu@kamdhenulimited.com Website:-www.kamdhenulimited.com

STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2019

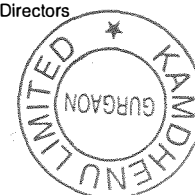
(' in Lakhs)

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	31.03.2019	31.12.2018	31.03.2018	31.03.2019	31.03.2018
	Audited	(Unaudited)	Audited	Audited	Audited
1 Total Income from Operations	25,823.93	24,230.14	37,560.76	123,239.62	118,732.51
2 Net Profit for the period before tax and exceptional items	911.74	850.94	867.13	3,494.61	2,441.02
3 Net profit for the period after tax and exceptional items	588.56	546.63	564.99	2,247.06	1,566.74
4 Total Comprehensive Income for the period [Comprising Profit/(Loss) for the period (after tax) and Other Comprehensive Income (after tax)]	606.67	542.38	540.52	2,255.87	1,541.48
5 Equity Share Capital (Face Value of Rs.10 each)	2,640.00	2,440.00	2,340.00	2,640.00	2,340.00
6 Earnings per share in rupees: (Quarterly not Annualised)					
- Basic (in Rupees)	2.35	2.24	2.42	8.98	6.70
- Diluted (in Rupees)	2.33	2.16	2.41	8.90	6.69

- The above results were reviewed and recommended by the Audit Committee & approved by the Board of Directors at their respective meetings held on 2nd May, 2019. The financial results for the quarter and year ended 31st March, 2019 have been audited by the Statutory Auditors of the Company.
- The Board of Directors of the Company in their meeting held on 2nd May, 2019 have recommended dividend of Re.1/- per share for the financial year ended 31st March, 2019 for the approval of shareholders.
- Post applicability of Goods and Services Tax (GST) w.e.f. 1st July 2017, Revenue from Operations are required to be disclosed net of GST in accordance with the requirements of Ind AS. Accordingly, the Revenue from Operations for the year ended 31st March, 2019 are not comparable with corresponding period of the previous year presented in the financial results which is reported inclusive of Excise Duty.
- On midnight of 27th & 28th April, 2019, fire broke out in the Paint Factory of the Company at Chopanki, Alwar, Rajasthan, due to which properties of the Company has been damaged substantially. The management is expected to recover major portion of loss from insurance company as the entire assets and inventories were insured. However, the quantum of loss has not yet ascertained. Being non-adjusting event as per Ind AS-10, no adjustment on account of such loss has been made in the financial statements. There has been no human casualty in the said fire incident. The management of the Company is hopeful that Paint Factory will resume operations after re-building and therefore accounts of the Company related to paint division have been prepared on going concern basis.
- The above is an extract of the detailed format of audited Quarterly Results filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015. The full format of the audited Financial Results are available on the Stock Exchange websites, www.bseindia.com, www.nseindia.com and on the company website www.kamdhenulimited.com

For and on behalf of the Board of Directors
Kamdhenu Limited

(Satish Kumar Agarwal)
Chairman & Managing Director
DIN: 00005981



Place: Gurgaon
Date: 2nd May, 2019