

| <b>General information about company</b>                       |                          |
|--|--------------------------|
| Scrip code   | 532741                   |
| NSE Symbol   | KAMDHENU                 |
| MSEI Symbol  | NOTLISTED                |
| ISIN   | INE390H01012             |
| Name of the entity   | KAMDHENU LIMITED         |
| Date of start of financial year                                | 01-04-2023               |
| Date of end of financial year                                  | 31-03-2024               |
| Reporting Quarter  | Quarterly                |
| Date of Report   | 30-06-2023               |
| Risk management committee                                      | Applicable               |
| Market Capitalisation as per immediate previous Financial Year | Top 1000 listed entities |

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

Disqualification of Directors under section 164 of the Companies Act, 2013

| Sr | Title (Mr / Ms) | Name of the Director | PAN        | DIN      | Category 1 of directors                  | Category 2 of directors         | Category 3 of directors | Date of Birth | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|------------|----------|--|---------------------------------|-------------------------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 1  | Mr              | SATISH KUMAR AGARWAL | ACOPA8349L | 00005981 | Executive Director                       | Chairperson related to Promoter | MD                      | 07-07-1949    | No                                    |                                |                              |                             | Active         | NA  |                                    | 12-09-1994                  |                        |                   |                                | 1  | 0   | 0   | 0  |                             |                             |
| 2  | Mr              | SUNIL KUMAR AGARWAL  | ACOPA8342B | 00005973 | Executive Director                       | Not Applicable                  |                         | 01-07-1957    | No                                    |                                |                              |                             | Active         | NA  |                                    | 01-01-2003                  |                        |                   |                                | 2  | 0   | 1   | 0  |                             |                             |
| 3  | Mr              | SAURABH AGARWAL      | ACOPA8350M | 00005970 | Non-Executive - Non Independent Director | Not Applicable                  |                         | 23-11-1974    | No                                    |                                |                              |                             | Active         | NA  |                                    | 01-01-2003                  |                        |                   |                                | 2  | 0   | 3   | 0  |                             |                             |
| 4  | Mr              | SACHIN AGARWAL       | ACOPA8348M | 01188710 | Executive Director                       | Not Applicable                  |                         | 25-11-1977    | No                                    |                                |                              |                             | Active         | NA  |                                    | 14-04-2007                  |                        |                   |                                | 2  | 0   | 0   | 0  |                             |                             |

### I. Composition of Board of Directors

#### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director | PAN        | DIN      | Category 1 of directors              | Category 2 of directors | Category 3 of directors | Date of Birth | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 5  | Mr              | RAMESH CHAND SURANA  | AASPS8226L | 00089854 | Non-Executive - Independent Director | Not Applicable          |                         | 19-07-1953    | No                                    |                                |                              |                             | Active         | NA  |                                    | 01-04-2014                  | 01-04-2019             |                   | 111                            | 3  | 3   | 4   | 1  |                             |                             |
| 6  | Mr              | RAMESH CHANDRA JAIN  | AAJPJ8792R | 00038529 | Non-Executive - Independent Director | Not Applicable          |                         | 22-12-1946    | No                                    |                                |                              |                             | Active         | Yes   | 27-09-2021                         | 02-05-2019                  | 02-05-2021             | 02-05-2023        | 48                             | 2  | 2   | 3   | 1  |                             |                             |
| 7  | Mr              | MADHUSUDAN AGARWAL   | AACPA1583E | 00338537 | Non-Executive - Independent Director | Not Applicable          |                         | 15-08-1964    | No                                    |                                |                              |                             | Active         | NA  |                                    | 22-05-2021                  | 22-05-2021             |                   | 25                             | 3  | 2   | 3   | 3  |                             |                             |
| 8  | Mrs             | PRAVIN TRIPATHI      | ABDPT3386J | 06913463 | Non-Executive - Independent Director | Not Applicable          |                         | 23-12-1949    | No                                    |                                |                              |                             | Active         | NA  |                                    | 30-05-2022                  | 30-05-2022             |                   | 13                             | 3  | 3   | 9   | 1  |                             |                             |

### I. Composition of Board of Directors

#### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director | PAN        | DIN      | Category 1 of directors              | Category 2 of directors | Category 3 of directors | Date of Birth | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 9  | Mr              | BALDEV RAJ SACHDEVA  | ACLPS1855Q | 00016325 | Non-Executive - Independent Director | Not Applicable          |                         | 18-06-1963    | No                                    |                                |                              |                             | Active         | NA  |                                    | 02-05-2023                  | 02-05-2023             |                   | 2                              | 1  | 1   | 2   | 0  |                             |                             |

| <b>Text Block</b>      |   |
|------------------------|---|
| Textual Information(1) | Shri Ramesh Chandra Jain has ceased to be an Independent Director of the Company with effect from 02-05-2023 on completion of his 2nd term of 2 consecutive years as Independent Director of the Company. Further, Shri Baldev Raj Sachdeva was appointed on the Board of the Company as an Independent Director with effect from 02-05-2023. |

| Audit Committee Details                               |            |                           |                                      |                         |                     |                   |                        |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|------------------------|
| Whether the Audit Committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |                        |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks                |
| 1   | 00338537   | MADHUSUDAN AGARWAL        | Non-Executive - Independent Director | Chairperson             | 22-05-2021          |                   |                        |
| 2   | 00005973   | SUNIL KUMAR AGARWAL       | Executive Director                   | Member                  | 01-04-2014          |                   |                        |
| 3   | 00089854   | RAMESH CHAND SURANA       | Non-Executive - Independent Director | Member                  | 01-04-2014          |                   |                        |
| 4   | 00038529   | RAMESH CHANDRA JAIN       | Non-Executive - Independent Director | Member                  | 03-05-2021          | 02-05-2023        | Textual Information(1) |
| 5   | 00016325   | BALDEV RAJ SACHDEVA       | Non-Executive - Independent Director | Member                  | 18-05-2023          |                   | Textual Information(2) |

| <b>Sr Text Block</b>   |  |
|------------------------|--|
| Textual Information(1) | Shri Ramesh Chandra Jain was appointed on the Audit Committee w.e.f 03-05-2021. However, pursuant to completion of his 2nd term as an Independent Director of the Company, he ceased to be a member of the Audit Committee w.e.f 02-05-2023 and Shri Baldev Raj Sachdeva, Independent Director of the Company was appointed as member of the Audit Committee w.e.f 18.05.2023. |
| Textual Information(2) | Shri Ramesh Chandra Jain was appointed on the Audit Committee w.e.f 03-05-2021. However, pursuant to completion of his 2nd term as an Independent Director of the Company, he ceased to be a member of the Audit Committee w.e.f 02-05-2023 and Shri Baldev Raj Sachdeva, Independent Director of the Company was appointed as member of the Audit Committee w.e.f 18.05.2023. |

| Nomination and remuneration committee                                       |            |                           |                                      |                         |                     |                   |                        |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|------------------------|
| Whether the Nomination and remuneration committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |                        |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks                |
| 1   | 00089854   | RAMESH CHAND SURANA       | Non-Executive - Independent Director | Chairperson             | 01-04-2014          |                   |                        |
| 2   | 00338537   | MADHUSUDAN AGARWAL        | Non-Executive - Independent Director | Member                  | 22-05-2021          |                   |                        |
| 3   | 00038529   | RAMESH CHANDRA JAIN       | Non-Executive - Independent Director | Member                  | 03-05-2021          | 02-05-2023        | Textual Information(1) |
| 4   | 06913463   | PRAVIN TRIPATHI           | Non-Executive - Independent Director | Member                  | 30-05-2022          |                   |                        |
| 5   | 00016325   | BALDEV RAJ SACHDEVA       | Non-Executive - Independent Director | Member                  | 18-05-2023          |                   | Textual Information(2) |



| <b>Sr Text Block</b>   |   |
|------------------------|---|
| Textual Information(1) | Shri Ramesh Chandra Jain was appointed on the Nomination and Remuneration Committee w.e.f 03-05-2021. However, pursuant to completion of his 2nd term as an Independent Director of the Company, he ceased to be a member of the Nomination and Remuneration Committee w.e.f 02-05-2023 and Shri Baldev Raj Sachdeva, Independent Director of the Company was appointed as member of the Nomination and Remuneration Committe w.e.f 18.05.2023. |
| Textual Information(2) | Shri Ramesh Chandra Jain was appointed on the Nomination and Remuneration Committee w.e.f 03-05-2021. However, pursuant to completion of his 2nd term as an Independent Director of the Company, he ceased to be a member of the Nomination and Remuneration Committee w.e.f 02-05-2023 and Shri Baldev Raj Sachdeva, Independent Director of the Company was appointed as member of the Nomination and Remuneration Committe w.e.f 18.05.2023. |

| Stakeholders Relationship Committee                                       |            |                           |  |                         |                     |                   |                        |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|------------------------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson |            |                           |  |                         | Yes                 |                   |                        |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks                |
| 1   | 00089854   | RAMESH CHAND SURANA       | Non-Executive - Independent Director     | Chairperson             | 01-04-2014          |                   |                        |
| 2   | 00005970   | SAURABH AGARWAL           | Non-Executive - Non Independent Director | Member                  | 01-04-2014          |                   |                        |
| 3   | 06913463   | PRAVIN TRIPATHI           | Non-Executive - Independent Director     | Member                  | 30-05-2022          |                   |                        |
| 4   | 00016325   | BALDEV RAJ SACHDEVA       | Non-Executive - Independent Director     | Member                  | 18-05-2023          |                   | Textual Information(1) |

| <b>Sr Text Block</b>   |  |
|------------------------|--|
| Textual Information(1) | Shri Baldev Raj Sachdeva was appointed as an additional director in the category of Independent Director on the Board of the Company w.e.f 02-05-2023 and further, the Board of Directors has approved the appointment of Shri Baldev Raj Sachdeva on the Stakeholders Relationship Committee of the Company w.e.f 18-05-2023. |

| Risk Management Committee                                       |            |                           |                                      |                         |                     |                   |                        |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|------------------------|
| Whether the Risk Management Committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |                        |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks                |
| 1   | 00005981   | SATISH KUMAR AGARWAL      | Executive Director                   | Chairperson             | 21-06-2021          |                   |                        |
| 2   | 00005973   | SUNIL KUMAR AGARWAL       | Executive Director                   | Member                  | 21-06-2021          |                   |                        |
| 3   | 00089854   | RAMESH CHAND SURANA       | Non-Executive - Independent Director | Member                  | 21-06-2021          |                   |                        |
| 4   | 00038529   | RAMESH CHANDRA JAIN       | Non-Executive - Independent Director | Member                  | 21-06-2021          | 02-05-2023        | Textual Information(1) |
| 5   | 00016325   | BALDEV RAJ SACHDEVA       | Non-Executive - Independent Director | Member                  | 18-05-2023          |                   | Textual Information(2) |
| 6   | 99999999   | HARISH KUMAR AGARWAL      | CFO and Chief Risk Officer           | Member                  | 21-06-2021          |                   | Textual Information(3) |

| <b>Sr Text Block</b>   |  |
|------------------------|--|
| Textual Information(1) | Shri Ramesh Chandra Jain was appointed on the Risk Management Committee w.e.f 03-05-2021. However, pursuant to completion of his 2nd term as an Independent Director of the Company, he ceased to be a member of the Risk Management Committee w.e.f 02-05-2023 and Shri Baldev Raj Sachdeva, Independent Director of the Company was appointed as member of the Risk Management Committee w.e.f 18.05.2023. |
| Textual Information(2) | Shri Ramesh Chandra Jain was appointed on the Risk Management Committee w.e.f 03-05-2021. However, pursuant to completion of his 2nd term as an Independent Director of the Company, he ceased to be a member of the Risk Management Committee w.e.f 02-05-2023 and Shri Baldev Raj Sachdeva, Independent Director of the Company was appointed as member of the Risk Management Committee w.e.f 18.05.2023. |
| Textual Information(3) | Shri Harish Kumar Agarwal is Chief Financial Officer and Chief Risk Officer of the Company and thus the DIN is not required.   |

| Corporate Social Responsibility Committee                                       |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00005981   | SATISH KUMAR AGARWAL      | Executive Director                   | Chairperson             | 01-04-2014          |                   |         |
| 2   | 00005973   | SUNIL KUMAR AGARWAL       | Executive Director                   | Member                  | 01-04-2014          |                   |         |
| 3   | 06913463   | PRAVIN TRIPATHI           | Non-Executive - Independent Director | Member                  | 30-05-2022          |                   |         |

| <b>Other Committee</b> |            |                           |                         |                         |                         |         |
|------------------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr                     | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

| Annexure 1   |   |  |   |                              |  |   |   |   |
|--|---|--|---|------------------------------|--|---|---|---|
| Annexure 1   |   |  |   |                              |  |   |   |   |
| III. Meeting of Board of Directors                               |   |  |   |                              |  |   |   |   |
| Disclosure of notes on meeting of board of directors explanatory |   |  |   |                              |  |   |   |   |
| Sr   | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| 1  | 02-02-2023  |  |   |                              | Yes  | 8   | 8   | 4   |
| 2  |   | 18-05-2023   | 104   |                              | Yes  | 8   | 8   | 4   |



| Annexure 1   |   |   |   |                         |                               |  |  |  |   |  |
|--|---|---|---|-------------------------|-------------------------------|--|--|--|---|--|
| IV. Meeting of Committees                                |   |   |   |                         |                               |  |  |  |   |  |
| Disclosure of notes on meeting of committees explanatory |   |   |   |                         |                               |  |  |  |   |  |
| Sr   | Name of Committee                         | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| 1  | Audit Committee                           | 02-02-2023  |   |                         |                               | Yes  | 4  | 4  | 3   | 0  |
| 2  | Audit Committee                           | 18-05-2023  | 104   |                         |                               | Yes  | 3  | 3  | 2   | 0  |
| 3  | Stakeholders Relationship Committee       | 02-02-2023  |   |                         |                               | Yes  | 3  | 3  | 2   | 0  |
| 4  | Stakeholders Relationship Committee       | 18-05-2023  | 104   |                         |                               | Yes  | 3  | 3  | 2   | 0  |
| 5  | Corporate Social Responsibility Committee | 02-02-2023  |   |                         |                               | Yes  | 3  | 3  | 1   | 0  |
| 6  | Corporate Social Responsibility Committee | 18-05-2023  | 104   |                         |                               | Yes  | 3  | 3  | 1   | 0  |

| Annexure 1                |                                       |   |   |                         |                               |  |  |  |   |  |
|---------------------------|---------------------------------------|---|---|-------------------------|-------------------------------|--|--|--|---|--|
| IV. Meeting of Committees |                                       |   |   |                         |                               |  |  |  |   |  |
| Sr                        | Name of Committee                     | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| 7                         | Risk Management Committee             | 21-01-2023  |   |                         |                               | Yes  | 4  | 4  | 2   | 1  |
| 8                         | Risk Management Committee             | 18-05-2023  | 116   |                         |                               | Yes  | 3  | 3  | 1   | 1  |
| 9                         | Nomination and remuneration committee | 18-05-2023  |   |                         |                               | Yes  | 3  | 3  | 3   | 0  |

| <b>Annexure 1</b>                    |  |                                  |  |
|--------------------------------------|--|----------------------------------|--|
| <b>V. Related Party Transactions</b> |  |                                  |  |
| Sr                                   | Subject  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1                                    | Whether prior approval of audit committee obtained   | Yes                              |  |
| 2                                    | Whether shareholder approval obtained for material RPT   | Yes                              |  |
| 3                                    | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes                              |  |

| <b>Annexure 1</b>       |   |                               |
|-------------------------|---|-------------------------------|
| <b>VI. Affirmations</b> |   |                               |
| Sr                      | Subject   | Compliance status<br>(Yes/No) |
| 1                       | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015   | Yes                           |
| 2                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee   | Yes                           |
| 3                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                    | Yes                           |
| 4                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee                                    | Yes                           |
| 5                       | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities) | Yes                           |
| 6                       | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                               | Yes                           |
| 7                       | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                   | Yes                           |
| 8                       | This report and/or the report submitted in the previous quarter has been placed before Board of Directors.  | Yes                           |

| <b>Annexure 1</b> |                   |  |
|-------------------|-------------------|--|
| Sr                | Subject           | Compliance status                        |
| 1                 | Name of signatory | Khem Chand                               |
| 2                 | Designation       | Company Secretary and Compliance Officer |

| <b>Signatory Details</b> |  |
|--------------------------|--|
| Name of signatory        | Khem Chand                               |
| Designation of person    | Company Secretary and Compliance Officer |
| Place                    | Gurugram                                 |
| Date                     | 13-07-2023                               |

