



**Ref: KL/SEC/2022-23/97**

Date: 09<sup>th</sup> December, 2022

National Stock Exchange of India Limited  
Exchange Plaza,  
Plot No. C/1, G Block,  
Bandra Kurla Complex  
Bandra (E), Mumbai – 400 051.

BSE Limited  
Corporate Relationship Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001

NSE Symbol: KAMDHENU

BSE Scrip Code: 532741

**Sub: Outcome & Proceedings of the 01/2022-23 Extra - Ordinary General Meeting of the Company.**

**Ref.: Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (hereinafter referred as "Listing Regulations").**

Dear Sir/Madam,

We wish to inform you that (01/2022-23) Extra-Ordinary General Meeting ("EGM") of the members of Kamdhenu Limited ('the Company') was held on Friday, 9<sup>th</sup> Day of December, 2022 at 11:00 A.M. (IST) through video conferencing/ other audio visual means (VC/ OAVM) in compliance with circulars issued, from time to time, by Ministry of Corporate Affairs and Securities and Exchange Board of India and as per the applicable provisions of the Companies Act, 2013 and rules made thereunder.

Mr. Satish Kumar Agarwal, Chairman of the Board, presided as the Chairman of the EGM.

Mr. Khem Chand, Company Secretary & Compliance Officer of the Company, with permission of the Chairman, started the proceedings of the EGM and welcomed the Members of the Company and thereafter informed that in view of the COVID-19 pandemic, social distancing norms to be followed, therefore this EGM is being conducted through Video Conferencing, on virtual platform provided by MAS Services Limited, as per the regulatory guidelines.

He informed that 55 members were present at starting of the EGM, which satisfies the quorum requirement for the EGM. He further apprised the members present that the Company has tied with National Securities Depositories Limited (NSDL) to provide the facility of remote e-voting from 6<sup>th</sup> December, 2022, 09:00 AM (IST) to 8<sup>th</sup> December, 2022, 05:00 PM (IST), to all those who were members on 2<sup>nd</sup> December, 2022 being cut off date for voting on resolutions as set out in the notice of EGM and the members who have not cast their vote through remote e-voting can cast their vote through Instapoll (e-voting) window which was open for 15 minutes at the closure of the EGM. He further informed that the documents related to the EGM, have been made available electronically for inspection by the members during the EGM.



Company Secretary further briefed that for smooth conduct of this meeting the connection of all the Members would be on mute mode during the meeting. Those members who has registered themselves as Speakers would be allowed to speak at the appropriate time during the meeting. Thereafter, he introduced the Directors, Key Managerial Personnel, Secretarial Auditor and Scrutinizer present at the meeting. He also informed that Mr. Ramesh Chandra Surana, Director of the Company has not attended the meeting due to his pre-occupation. Thereafter, he invited Mr. Satish Kumar Agarwal, Chairman to initiate the proceedings of the meeting.

Mr. Satish Kumar Agarwal, Chairman of the Company chaired the meeting. The Chairman welcomed the members to the EGM and explained the agendas for which the EGM has been called i.e to seek approval for Loans and investments under Section 185 and Section 186 of Companies Act, 2013, to seek approval for entering into material Related Party Transation(s) with Kamdhenu Colour and Coatings Limited, a related party of the Company and to seek approval to create, offer, issue and allot Convertible Warrants on Preferential Basis, in one or more tranches, up to maximum of 50,00,000 Warrants.. The Chairman, delivered his speech and then invited Company Secretary to read out item of business, as set out in the Notice of EGM.

Thereafter, the following business, as set out in the Notice convening the EGM was read out by the Company Secretary:

Sr. No.	Particulars	Type of Resolution
<b>Special Business:</b>		
1.	Approval for Loans and Investments under Section 185 and 186 of the Companies Act, 2013.	Special Resolution
2.	Approval for entering into material Related Party Transaction(s) with Kamdhenu Colour and Coatings Limited, a related party of the company.	Ordinary Resolution
3.	Issue of Warrants, convertible into equity shares to person(s) belonging to promoter category and to person(s) belonging to non-promoter category on preferential basis.	Special Resolution

Thereafter, the Company Secretary briefed about the process by which the members, who have registered themselves as a Speakers, would participate to express their views and raise queries, if any. Thereafter, the session of Speakers Q&A was declared as open. On invitation, members who had registered themselves as speakers, were invited to ask queries/ share their suggestions on the matter placed at the EGM. The Company Secretary announced their name one by one and the respective speaker shareholders expressed their views and raised queries. After active participation with various speaker shareholders, the Chairman and the Company Secretary responded to their queries and provided clarifications, wherever required.

Company Secretary informed the members that the Company has appointed Mr. Shashikant Tiwari, Partner, Chandrasekaran & Associates, Company Secretaries as a



Scrutinizer to supervise the remote e-voting and e-voting process during the meeting. He further informed that the result of the e-voting will be declared, in the format prescribed pursuant to Regulation 44(3) of the SEBI Listing Regulations, along with the Scrutinizer's Report to the Stock Exchanges and will be placed on the website of the Company and NSDL within prescribed timelines.

Company Secretary then invited the Shri Satish Kumar Agarwal, Chairman & Managing Director to give closure remarks to the members. Shri Satish Kumar Agarwal placed his sincere appreciation to the members present, Board members, regulatory authorities, management, employees and all the stakeholders for their unending guidance, faith and support on the management of the Company.

Company Secretary asked the moderator to open the Instapoll (e-voting) at the EGM for e-voting by the members who have not cast their votes through remote e-voting. Thereafter, the Instapoll (e-voting) was kept open for 15 minutes.

The meeting was concluded at 12:02 P.M including the time for Instapoll (e-voting). Total 83 members were present at the end of the EGM.

You are requested to kindly take the same on record.

Thanking You,  
Yours Faithfully,

**For Kamdhenu Limited**

**Khem Chand**  
**Company Secretary & Compliance Officer**