



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

30th April, 2019

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

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

REF: Security Code: KAMDHENU

Ref: Security Code: 532741

Dear Sir/Madam,

Subject: Quarterly Compliance under Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended 31st March, 2019.

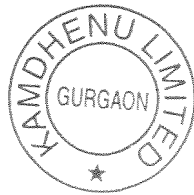
With reference to the captioned subject, please find enclosed herewith the Certificate from Practicing Company Secretary under Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended 31st March, 2019.

Please take the same on your record.

Thanking you,
Yours faithfully,

For Kamdhenu Limited,

(Jogeswar Mohanty)
Company Secretary
M. No. ACS23247



The Board of Directors

Kamdhenu Limited
L-311, Khasra no.724, Street No. 7,
Mahipalpur Extension, New Delhi-110037

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

[pursuant to Circular No. D&CC/FITTC/CIR-16/2002 dated December 31, 2002] & Regulation 76 of SEBI
(Depositories & Participants) Regulations, 2018.

We have examined the registers, records and documents of Kamdhenu Limited for the quarter ended on 31st March 2019 as maintained by M/s Karvy Fintech Private Limited (Formerly known as Karvy Computershare Private Limited), the Registrar/Share Transfer Agents of the Company. In our opinion and to the best of our knowledge and according to the information and explanation given to us and as shown by the records examined by us, we hereby submit our reconciliation of share capital audit report for the aforesaid quarter as under:

| | | |
|----|--|---|
| 1 | For Quarter Ended: | 31.03.2019 |
| 2 | ISIN: | INE 390H01012 |
| 3 | Face Value: | Rs. 10/-each |
| 4 | Name of the Company: | Kamdhenu Limited |
| 5 | Registered Office Address: | L-311, Khasra no.724, Street No.7, Mahipalpur Extension, New Delhi - 110037 |
| 6 | Correspondence Address: | 2nd Floor, Tower A, Building No. 9 DLF Cyber City, Phase III Gurgaon-122002, Haryana |
| 7 | Telephone & Fax Nos.: | (T) 0124-4604534 (F) 0124- 4218524 |
| 8 | Email address: | kamdhenu@kamdhenulimited.com |
| 9 | Names of Stock Exchanges where the Company's Securities are listed | (i) National Stock Exchange of India Limited (ii) BSE Limited |
| | | Number of shares % of Total Issued Capital |
| 10 | Issued Capital: | 26400000 100.00 |
| 11 | Listed Capital: | 24400000 92.42 |
| 12 | Held in dematerialised form in CDSL: | 4142786 15.69 |
| 13 | Held in dematerialised form in NSDL: | 20250189 76.71 |
| 14 | Physical: | 2007025 7.60 |
| 15 | Total No. of Shares (12+13+14) | 26400000 100.00 |
| 16 | Reasons for difference if any, between (10&11),(10&15), (11&15) | *The Company has Converted 20,00,000 share warrant into equity and issued the same vide dated 05.01.2019 those share are not yet listed to Stock exchange. |



| | | | | | | |
|---|--|----------------------------------|---|---------------------------|---------------------------|---|
| 17 | Certifying the details of changes in share capital during the quarter under consideration as per Table below: | | | | | |
| Particulars*** | No. of Shares | Applied/ Not Applied for listing | Listed on Stock Exchange (Specify Names) | whether intimated to CDSL | whether intimated to NSDL | In-prin. Appr. Pending for SE (Specify names) |
| Conversion of share Warrant in to equity. Dated 05.01.2019 | 20,00,000* | yes | BSE & NSE | yes | yes | Yes |
| *** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify). | | | | | | |
| 18 | Register of Members Is updated (Yes/No) | | | Yes | | |
| 19 | Reference of previous quarter with regard to excess dematerialised shares, if any : | | | NIL | | |
| 20 | Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why? | | | NOT APPLICABLE | | |
| 21 | Mentioned the total no. of requests, if any confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay: | | | NIL | | |
| | Total No. of demat requests | No. of request | No. of Shares | Reason for delay | | |
| | NIL | NIL | NIL | NIL | | |
| 22 | Name, Telephone & Fax No. of the Compliance Officer of the Company. | | Mr. Jogeswar Mohanty Compliance Officer & Company Secretary (T) 0124-4604534 (F) 0124 -4218524 | | | |
| 23 | Name,Address,Telephone & Fax No. of the Practising Company Secretary | | Chandrasekaran Associates Company Secretaries 11-F,Pocket -IV, Mayur Vihar Phase I Delhi - 110 091 (T) 011 - 22710514 011- 22713708 | | | |
| 24 | Appointment of common agency for share registry work | | Karvy Fintech Private Limited (Formerly known as Karvy Computershare Private Limited) Karvy Selenium Tower B, Plot number. 31 & 32. Gachibowli, Financial District, Nanakramguda, Serilingampally Hyderabad-500032, Telangana (T) 91-40-67162222 (F) 91-40-23420814 | | | |
| 25 | Any other detail that the auditor may like to provide.(e.g. BIFR company, delisting from SE, company changed its name etc. | | | NIL | | |

Place : Delhi
Date: 30/04/2019

Chandrasekaran Associates
Company Secretaries

Shashikant Tiwari
Partner
ACS No. 28994
CP No. 13050

