



KL/SEC/2023-24/85

Date: 22nd February, 2024

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

NSE Symbol: KAMDHENU

BSE Scrip Code: 532741

Sub: Allotment of 27,50,000 Warrants convertible into Equity Shares of the Company to the Non-Promoter allottees.

Ref: Intimation as per Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to the Regulation 30 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with relevant circulars thereto issued by Securities and Exchange Board of India from time to time (“SEBI Listing Regulations”) and in compliance with the Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”) and approval accorded by the Shareholders of Kamdhenu Limited (“the Company”) at their 01/2023-24 Extra-Ordinary General Meeting held on 8th February, 2024, and In-Principle approval granted by the National Stock Exchange of India Limited and BSE Limited on 6th February, 2024, and upon receipt of Rs. 24,26,87,500/- (Rupees Twenty Four Crore Twenty Six Lakhs Eighty Seven Thousand Five Hundred Only) i.e. the 25% of the total amount payable towards subscription of the warrants from all the allottees, we wish to inform that the Board of Directors of the Company vide their Resolution passed through Circulation^A today i.e. Thursday, 22nd February, 2024, has considered and approved the allotment of 27,50,000 Warrants convertible into equivalent number of Equity Shares of the Company having face value of Rs. 10/- per Equity Share within a period of 18 months from the date of allotment i.e 22nd February, 2024, at an Issue Price of Rs. 353/- (Rupees Three Hundred and Fifty Three Only) (including premium of Rs. 343/- each) to the following Non-Promoter allottees:

S.No	Name	Number of Warrants allotted
A	Individual (Non-Promoters)	
1	Diwakar Aggarwal	2,00,000
2	Advik Gaur	1,70,000
3	Shekhar Jalan	1,16,400
4	Navneet Jain	1,16,400
5	Vipil Agarwal	50,000
	Total (A)	6,52,800



B	Public – FPIs (Non – Promoters)	
1	Minerva Ventures Fund	8,97,200
2	NAV Capital VCC - NAV Capital Emerging Star Fund	5,00,000
3	Arrow Emerging Capital Fund	5,00,000
4	Ariston Capital Limited	2,00,000
	Total (B)	20,97,200
	Total of A + B	27,50,000

Further, the aforesaid warrant(s) are being allotted in electronic form and are subject to lock-in, in compliance with the applicable provisions of SEBI ICDR Regulations. The conversion of warrants into equivalent number of equity shares of the Company can be exercised by the warrant holder(s) at any time during the period of eighteen months from the date of allotment of Warrants i.e. 22nd February, 2024, in one or more tranches, upon payment of the remaining 75% of the amount payable against each such warrant before the last date of conversion of warrants.

Since the Company has allotted warrants, presently there is no change in the paid-up equity share capital of the Company.

The details as required for issuance of securities on preferential basis under SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 with respect to issuance of securities is enclosed as **Annexure - 1** to this letter.

This is for your information and records please.

[^Note: The last approval by way of circular resolution was received at 01:52 P.M (IST) on Thursday, 22nd February, 2024].

For Kamdhenu Limited

Khem Chand
Company Secretary & Compliance Officer

Encl.: as above.

The details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed herewith as under:

S. No.	Particulars	Details
1	Type of securities proposed to be issued	Convertible Warrants
2	Type of Issuance	Preferential Allotment
3	Total number of securities proposed to be issued or total amount for which the securities will be issued	27,50,000 warrants convertible into equivalent number of Equity shares of the company.
4	In case of preferential issue the listed entity shall disclose the following additional details to the Stock Exchange(s):	
	i. Names of Investor(s)	As per list attached in Annexure – 1A .
	ii. Post allotment of securities – outcome of the subscription, issue price/ allotted price (in case of convertibles), number of investors	<p>The details of the shareholding of the allottees in the Company prior to and after the Preferential allotment has been mentioned in the Annexure – 1A.</p> <p>The Issue Price of the warrants is Rs. 353/- per warrant determined as per the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.</p> <p>The number of investors are 9 (Nine).</p>
	iii. In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument	<p>Each Warrant is convertible into One (1) equity share of Rs. 10 each at a premium of Rs. 343 per equity shares each fully paid up and the conversion can be exercised at any time within a period of 18 months from the date of allotment i.e 22nd February, 2024, in one or more tranches, as the case may be and on such other terms and conditions as applicable.</p> <p>The remaining 75% of the consideration shall be payable on the exercise of options against each such warrant.</p> <p>The Warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves, demerger/ realignment, rights issue or undertakes consolidation/ sub-division/ reclassification of equity shares or such other similar events or circumstances requiring adjustments.</p>

LIST OF ALLOTTEES

S. No.	Name of the Allottees (Non-Promoters)	No. of Convertible Warrants allotted	Pre Issue Shareholding		Post Preferential issue Shareholding*	
			No. of equity shares	% age	No. of equity shares	% age
1	Diwakar Aggarwal	2,00,000	-	-	2,00,000	0.67
2	Advik Gaur	1,70,000	-	-	1,70,000	0.57
3	Shekhar Jalan	1,16,400	-	-	1,16,400	0.39
4	Navneet Jain	1,16,400	-	-	1,16,400	0.39
5	Vipil Agarwal	50,000	5,000	0.02	55,000	0.19
6	Minerva Ventures Fund	8,97,200	-	-	8,97,200	3.02
7	NAV Capital VCC - NAV Capital Emerging Star Fund	5,00,000	-	-	5,00,000	1.68
8	Arrow Emerging Opportunities Fund Limited	5,00,000	-	-	5,00,000	1.68
9	Ariston Capital Limited	2,00,000	-	-	2,00,000	0.67
	Total	27,50,000	5,000	0.02	27,55,000	9.28%

*Post preferential issue shareholding is on fully diluted basis with the assumption that all the convertible warrants will be converted into equity shares.

For Kamdhenu Limited

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