



KL/SEC/2023-24/28

Date: 29th June, 2023

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

NSE Symbol: KAMDHENU

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

BSE Scrip Code: 532741

Sub: Disclosure of Voting Results of Postal Ballot pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizers Report.

Dear Sir/Ma'am,

This has reference to our earlier letter No. KL/SEC/2023-24/27 dated 29th June, 2023, regarding submission of proceedings of the Postal Ballot of the Company approving the appointment of Shri Baldev Raj Sachdeva (DIN: 00016325), as an Independent Director of the Company for the first term of 3 consecutive years.

With reference to the captioned matter, we are enclosing herewith the following:

1. Voting Results of the Postal Ballot, pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of the Scrutinizer dated 29th June, 2023, on e-voting conducted for the Postal Ballot, pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014.

The enclosed Scrutinizers Report and Voting results are also made available on website of the company www.kamdhenulimited.com and NSDL at www.evoting.nsdl.com.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,
For Kamdhenu Limited

Khem Chand,
Company Secretary & Compliance Officer

Encl.: as above.

General information about company	
Scrip code	532741
NSE Symbol	KAMDHENU
MSEI Symbol	NOTLISTED
ISIN	INE390H01012
Name of the company	KAMDHENU LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-06-2023
Start time of the meeting	-
End time of the meeting	-

For Kamdhenu Limited

Khem Chand
Company Secretary & Compliance Officer

Scrutinizer Details	
Name of the Scrutinizer	Shashikant Tiwari
Firms Name	Chandrsekaran Associates Company Secretaries
Qualification	CS
Membership Number	F11919
Date of Board Meeting in which appointed	18-05-2023
Date of Issuance of Report to the company	29-06-2023

For Kamdhenu Limited

Khem Chand
Company Secretary & Compliance Officer

Voting results	
Record date	25-05-2023
Total number of shareholders on record date	15436
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	-
b) Public	-
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	-
b) Public	-
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

For Kamdhenu Limited

Khem Chand
Company Secretary & Compliance Officer

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Baldev Raj Sachdeva (DIN: 00016325) as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15820980	15820980	100	15820980	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15820980	15820980	100	15820980	0	100
Public-Institutions	E-Voting	177000	59000	33.3333	59000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		177000	59000	33.3333	59000	0	100
Public- Non Institutions	E-Voting	10937520	1348570	12.3298	1348418	152	99.9887	0.0113
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		10937520	1348570	12.3298	1348418	152	99.9887
Total		26935500	17228550	63.9622	17228398	152	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Kamdhenu Limited

 Khem Chand
 Company Secretary & Compliance Officer

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

For Kamdhenu Limited

Khem Chand
Company Secretary & Compliance Officer

SCRUTINIZERS' REPORT

To

KAMDHENU LIMITED

2nd Floor, Tower-A, Building No. 9,
DLF Cyber City, Phase-III, Gurugram,
Haryana-122002

Sub: Scrutinizers' Report on postal ballot by way of remote e-voting/Voting by electronic means ("e-voting") conducted in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time in respect of passing of the resolutions contained in the Notice dated May 18, 2023

Dear Sir,

I, Shashikant Tiwari, Partner of M/s. Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-1, New Delhi-110091, was appointed as Scrutinizer by the Board of Directors of Kamdhenu Limited for scrutinizing the postal ballot by way of e-voting means in respect of passing of the resolutions contained in the Postal ballot Notice dated May 18, 2023 ("**Notice**") in a fair and transparent manner.

I submit my report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made thereunder including circular no. 14/2020, 17/2020, 20/2020 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022 and 11/2022 dated April 8, 2020, April 13, 2020, May 05, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022 and December 28, 2022 respectively issued by the Ministry of Corporate Affairs ("**MCA Circulars**") and (ii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") with the BSE Limited and National Stock Exchange of India Limited ("**Stock Exchanges**"), relating to postal ballot by way of e-voting means.
2. My responsibility as scrutinizer is restricted to prepare a scrutinizers' report of the votes cast by the members for the resolutions contained in the Notice, based on the data downloaded from website of National Securities Depository Limited ("**NSDL**"), i.e. www.evoting.nsdl.com, authorised agency engaged by the Company to provide e-voting facilities till the time fixed for closing of the voting process i.e. Wednesday, June 28, 2023, 5:00 P.M. (IST).
3. The Members of the Company as on the "**cut-off date**" i.e. Thursday, May 25, 2023 were entitled to vote on the proposed resolutions to be passed through postal ballot by way of e-voting means as set-out in the Notice of Postal Ballot and their shareholding as on cut-off date has been reckoned for the purpose of arriving at the results of the postal ballot.

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11-F, Pocket-IV, Mayur Vihar Phase-I, Delhi-110 091.

Phone : 2271 0514, 2271 3708, E-mail : info@cacsindia.com, visit us at : www.cacsindia.com

4. The e-voting period remained open from Tuesday, May 30, 2023, at 9:00 A.M. (IST) and ended at the close of working hours i.e. 5:00 P.M. (IST) on Wednesday, June 28, 2023 on the designated website of NSDL i.e. www.evoting.nsdl.com
5. On Monday, May 29, 2023, the Company had completed the dispatch of Postal Ballot notice to those Members whose name(s) appeared in the Register of Members/ List of beneficial owners as on the recorded date i.e. May 25, 2023 received from Depositories i.e. National Securities Depository Limited ("**NSDL**"), Central Depository Services (India) Limited ("**CDSL**"), Registrars and Share Transfer Agent of the Company ("**RTA**") and whose e-mail id's were registered with the Depositories or with RTA. Pursuant to the MCA Circulars, the Company had dispatched the notice through e-mails only. The Company has not dispatched the postal ballot notice to those members whose e-mail IDs were not registered with the Company and/or Depositories.

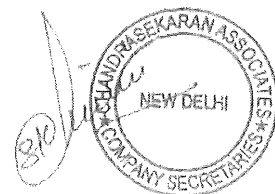
However, the Company had also given an option in the Postal Ballot Notice, which was uploaded on the website of the Company (www.kamdhenulimited.com), National Securities Depository Limited ("**NSDL**") (www.evoting.nsdl.com), BSE Limited (www.bseindia.com) and National Stock Exchange of India Ltd. (www.nseindia.com) and also published by way of newspaper advertisements dated May 30, 2023 in all editions of "**Financial Express**" (English Edition), and Delhi NCR edition of "**Jansatta**" (Hindi Edition) to the members to register their e-mail id's with the Company and/ or their depository participants.

6. In view of relaxation given by Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company has not dispatched physical ballot. Further, the Company has also not received any physical ballot form and accordingly, voting done through e-voting means only was considered for this report.
7. As per rule 20 read with rule 22 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 47 of listing regulations, Newspaper Advertisements with respect to Postal Ballot Notice were published by the Company all editions of "**Financial Express**" (English Edition), and Delhi NCR edition of "**Jansatta**" (Hindi Edition) on May 30, 2023 informing about the completion of dispatch of Postal Ballot notice to those Members who registered their e-mail id's with the depositories or with RTA of the Company along with other related matters mentioned therein.
8. I had monitored the process of e-voting through the scrutinizer's secured link provided by NSDL through its designated website.
9. After completion of e-voting, votes cast by the Members, were unblocked in the presence of two witnesses i.e. Anchal Bansal R/o. A 37, Block A Sector 15 Noida, Uttar Pradesh- 201301 and Ms. Shweta Aneja R/o. H-44 Laxmi Nagar, Vijay Chowk Gali No. 3, Delhi 110092, who are not in the employment of the Company.
10. The particulars of report downloaded from the website of NSDL have been entered in a separate register maintained for the purpose of Postal Ballot.



- 11. Votes casted by the members through e-voting were reconciled with the records maintained by the RTA of the Company and authorizations lodged with the Company.
- 12. This report is based on votes casted through e-voting, which was downloaded from the website of NSDL i.e. www.evoting.nsdl.com
- 13. After ascertaining the votes casted by e-voting, I hereby submit the result as under:

---Result to follow---



ITEM NO. 1: APPOINTMENT OF SHRI BALDEV RAJ SACHDEVA (DIN: 00016325), AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR THE FIRST TERM OF 3 CONSECUTIVE YEARS W.E.F 2ND MAY 2023 TO 1ST MAY, 2026: (AS A SPECIAL RESOLUTION):

	Particulars	E-VOTING	
		Number of member(s) voted	Votes held by them
	Number of Members & Shares held by them	138	17228550
Less:	Number of Members & Invalid/Rejected Votes	0	0
Less:	Number of Members & abstained from voting	0	0
Less:	Number of Members & Votes not exercised	0	0
	No. of Valid Votes Cast	138	17228550

Particulars	E-VOTING		
	Number of members voted	Votes cast by them	% of total number of valid votes cast
Favour	134	17228398	99.9991
Against	4	152	0.0009
Total	138	17228550	100.00



14. Based on the aforesaid results, the resolutions as mentioned above has been passed with requisite majority. Therefore, the Chairman or any other person authorized by him may accordingly declare the result of Postal Ballot process.

Thanking You,
Yours faithfully,

For Chandrasekaran Associates
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 1428/2021



Shashikant Tiwari
Partner
Membership No.: F11919
Certificate of Practice No.: 13050
UDIN: F011919E000519459

Date: 29.06.2023
Place: Delhi

Countersigned by:
For and on behalf of
Kamdhenu Limited

For Kamdhenu Limited



Khem Chand
Company Secretary & Compliance Officer
Chairman or person authorized by him.