



KL/SEC/2024-25/25
Date: 17th June, 2024

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

Subject: Disclosure under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that the Loan and Investment Committee of the Board of Directors of Kamdhenu Limited, at its meeting held on today i.e 17th June, 2024, has accorded its approval for acquisition of 2,11,000 Equity Shares of Rs. 10 each at an Issue price of Rs. 230/- per Equity Share, for a consideration aggregating to an amount of Rs. 4,85,30,000/- (Rupees Four Crore Eighty Five Lakhs Thirty Thousand only) by way of subscription to the Preferential Issue of VMS TMT Limited, a franchisee unit of the Company.

The details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, in connection with the Acquisition, is enclosed as **Annexure- A**.

The meeting of Loan and Investment Committee Commenced at 05:00 P.M and concluded at 05:35 P.M.

Thanking you,
Yours faithfully,

For Kamdhenu Limited

Khem Chand,
Company Secretary & Compliance Officer

Encl.: as above.

Disclosure under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are as under:

S.No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.;	VMS TMT Limited, a company incorporated under Companies Act, 1956 and now being governed under Companies Act, 2013, was incorporated on 9 th April, 2013 and is engaged in the business of manufacturing of TMT Bars from Billets. VMS TMT Limited is a franchisee unit of the Company. The paid up share capital of the Company is Rs. 13,33,71,240 and the turnover of the Company for the financial year ended 31 st March, 2023 is Rs. 882.01 Crores.
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length";	No, the proposed acquisition does not fall within the ambit of Related Party Transactions and none of the promoters /promoter group have any interest in the entity.
3.	Industry to which the entity being acquired belongs;	Steel Industry
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The proposed acquisition is being made in accordance with the objects of the preferential issue as defined in the Explanatory Statement to the Extra-Ordinary General Meeting Notice dated 13 th January, 2024, that is, for acquiring stake strategically and/or investments in some of the franchisee units so as to remodel the franchisee business of the Company.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	No governmental or regulatory approval required.
6.	Indicative time period for completion of the acquisition;	The transaction is expected to be completed before 30 th June, 2024.

7.	Consideration - whether cash consideration or share swap or any other form and details of the same;	Cash Consideration								
8.	Cost of acquisition and/or the price at which the shares are acquired;	Acquisition of 2,11,000 Equity Shares of Rs. 10 each at an Issue price of Rs. 230/- per Equity Share, for a consideration aggregating to an amount of Rs. 4,85,30,000/- (Rupees Four Crore Eighty Five Lakhs Thirty Thousand only)								
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	1.56 % post acquisition								
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<p>VMS TMT Limited, a company registered under Companies Act, 2013 was incorporate on 9th April, 2013 and is engaged in the business of manufacturing of TMT Bars from Billets. Further, VMS TMT Limited is a franchisee unit of the Company and have been manufacturing the Kamdhenu Brand TMT Bars under the franchisee agreement. The Company is having its presence in India only.</p> <p>The paid up share capital of the Company is Rs. 13,33,71,240 and the turnover of the Company for the last three financial years is as below:</p> <table border="1"> <thead> <tr> <th>Financial Year</th> <th>Turnover (Rs. In Crore)</th> </tr> </thead> <tbody> <tr> <td>2022-23</td> <td>882.01</td> </tr> <tr> <td>2021-22</td> <td>493.72</td> </tr> <tr> <td>2020-21</td> <td>225.04</td> </tr> </tbody> </table>	Financial Year	Turnover (Rs. In Crore)	2022-23	882.01	2021-22	493.72	2020-21	225.04
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Thanking you,
Yours faithfully,

For Kamdhenu Limited

Khem Chand,
Company Secretary & Compliance Officer