



KL/SEC/2024-25/68

Date: 11th December, 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: E-voting Results and Scrutinizer Report for the 01/2024-25 Extra-Ordinary General Meeting ('EGM') of Kamdhenu Limited ('the Company') held on Wednesday, 11th December, 2024.

Dear Sir/Ma'am,

In reference to our earlier letter No. KL/SEC/2024-25/67 dated 11th December, 2024, regarding submission of proceedings of the 01/2024-25 Extra - Ordinary General Meeting of the Company held on 11th December, 2024 through Video Conferencing /Other Audio Visual Means, please find enclosed herewith the following:

1. Consolidated Report of the Scrutinizer on the remote e-voting and Instapoll (e-voting) conducted at the EGM, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014.
2. Voting Results of the EGM, pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The enclosed Scrutinizers Report and Voting results are also made available on website of the company www.kamdhenulimited.com, NSDL at www.evoting.nsdl.com and on the websites of Stock Exchanges i.e. www.nseindia.com and www.bseindia.com.

This is for your information and record please.

For Kamdhenu Limited

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

Place: Gurugram

Encl.: as above.

**Scrutinizer's Report on remote e-voting and e-voting at the 01/2024-25 Extra-Ordinary
General Meeting of Kamdhenu Limited**

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

Date of Meeting: December 11, 2024
Day of Meeting: Wednesday
Time of Meeting: 11:30 A.M.
Mode of Meeting: through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

Dear Sir,

I, Shashikant Tiwari, Partner of M/s. Chandrasekaran Associates, Company Secretaries having office at 11F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, was appointed as Scrutinizer of M/s Kamdhenu Limited ("Company") for remote e-voting and e-voting (hereinafter referred to as the "electronic voting") at the 01/2024-25 Extra-Ordinary General Meeting ("the Meeting") convened through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in respect of the below mentioned resolution considered at the Meeting of the members of the Company as per notice dated November 11, 2024.

Pursuant to the General Circular No. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022, 11/2022 and 9/2023 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022 December 28, 2022, September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 respectively, issued by Ministry of Corporate Affairs ("MCA Circular") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/PoD-2/P/CIR/2024/133 dated October 3, 2024 ("SEBI Circular") (collectively referred to as the "Relevant Circulars") the Company has dispatched the Notice of EGM on November 18, 2024 by email to all those members whose email addresses were registered with the Company or with the Depository Participants or with the RTA of the Company as on Friday, 15th November, 2024.

Pursuant to the above said circulars, the Company has not dispatched the Notice of the meeting to those members whose e-mail IDs were not registered/ available with the Company or with the Depository Participants or with the RTA of the Company. However, the Company has given an additional option to such members to register their e-mail ids with the Company in the Notice of EGM itself. The Notice dated November 11, 2024 convening the meeting was sent to the members on November 18, 2024 in respect of the resolutions proposed to be considered at the meeting held on December 11, 2024 and the company has also published newspaper advertisements on November 19, 2024 in all editions of Financial Express (English), and Delhi NCR edition of Jansatta (Hindi) as per Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 47 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

The Company has availed the electronic voting facility offered by National Securities Depository Limited ("NSDL") for conducting electronic voting by the members for the meeting of the Company and M/s Mas Services Limited has been appointed to provide a platform for convening the meeting through video conferencing.

The remote e-voting period commenced on Sunday, 8th December 2024 at 09:00 A.M. (IST) and concluded on Tuesday, 10th December, 2024 at 05:00 P.M. (IST) and the NSDL e-voting platform was blocked thereafter and then reopened during the meeting and kept opened during the meeting.

Further, the e-voting was announced for the members who attended the meeting but have not cast their vote through remote e-voting.



The Members of the Company as on December 04, 2024 ("Cut-Off date") were entitled to vote on the proposed resolution as set out in the Notice of the meeting, and their voting rights as on date has been reckoned with for the purpose of arriving at the result of the e-voting for the meeting, and the company being limited by Shares, every member shall have one vote and their voting rights as on that date has been reckoned with for the purpose of arriving at the result of the electronic voting for the Meeting.

Subsequently, the remote e-voting was unblocked on 11th December 2023 around 12:26 PM in the presence of two witnesses Mr. Mallikant Kumar Singh R/o. D-286, 1st Floor, Laxmi Nagar, Delhi-110092 and Mr. Praveen Tripathi R/o. B-66 Sector 19, Noida, UP. 201301, who are not in the employment of the Company.

The votes cast through e-voting, which were incomplete, if any, have been treated as invalid.

The Management of the Company is responsible to ensure compliance with requirements of the Act and rules made there-under relating to electronic voting on the resolution contained in the Notice of the Meeting.

My responsibility as scrutinizer for electronic voting is restricted to making a scrutinizer report of the votes cast in favour or against the resolution.

Based on the data downloaded from the official website of NSDL i.e. evoting.nsdl.com for the electronic voting, we now submit our consolidated report thereon.

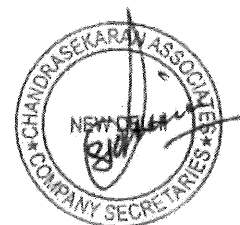


1. The result of the voting is as under:

Item 1: SUB-DIVISION/SPLIT OF EQUITY SHARES OF THE COMPANY AND CONSEQUENT AMENDMENT TO THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY. (as an Ordinary Resolution):

	Particulars	REMOTE E-VOTING		E-VOTING		Total	
		Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them	Number of member(s) voted	Votes held by them
	Number of Members & vote held by them	104	14245095	9	14642	113	14259737
Less:	Number of Members & Invalid/Rejected Votes	0	0	0	0	0	0
Less:	Number of Members & Votes not exercised	0	0	0	0	0	0
	No. of Valid Votes Cast	104	14245095	9	14642	113	14259737

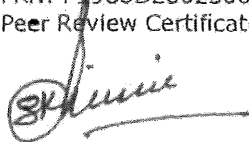
Particulars	REMOTE E-VOTING		E-VOTING		TOTAL		% of total number of valid votes cast
	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	Number of members voted	Votes Cast by them	
Favour	99	14245082	6	14639	105	14259721	99.9999
Against	5	13	3	3	8	16	0.0001
Total	104	14245095	9	14642	113	14259737	100



2. The Chairman or any other person authorised by him in writing may accordingly declare the result thereof.
3. Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairman signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

Thanking you,
Yours faithfully,

Chandrasekaran Associates
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 4186/2023



Shashikant Tiwari
Partner
Membership No.: F11919
CP No.: 13050
UDIN: F011919F003349968



Place: Delhi
Date: 11.12.2024

For Kamdhenu Limited

Khem Chand
Company Secretary & Compliance Officer

(Counter-signed by the chairman of the Company or any other person Authorised by him in writing)

General information about company	
Scrip code	532741
NSE Symbol	KAMDHENU
MSEI Symbol	NOTLISTED
ISIN	INE390H01012
Name of the company	KAMDHENU LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	11-12-2024
Start time of the meeting	11:30 AM
End time of the meeting	12:20 PM

For Kamdhenu Limited

Khem Chand
Company Secretary & Compliance Officer

Scrutinizer Details	
Name of the Scrutinizer	Shashikant Tiwari
Firms Name	Chandrasekaran Associates
Qualification	CS
Membership Number	FCS11919
Date of Board Meeting in which appointed	11-11-2024
Date of Issuance of Report to the company	11-12-2024

For Kamdhenu Limited


Khem Chand
Company Secretary & Compliance Officer

Voting results	
Record date	04-12-2024
Total number of shareholders on record date	24092
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	13
b) Public	49
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)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				SUB-DIVISION/SPLIT OF EQUITY SHARES OF THE COMPANY AND CONSEQUENT AMENDMENT TO THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION 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	13820980	12916538	93.456	12916538	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		13820980	12916538	93.456	12916538	0	100
Public-Institutions	E-Voting	1719884	72584	4.2203	72584	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1719884	72584	4.2203	72584	0	100
Public- Non Institutions	E-Voting	12197436	1270615	10.4171	1270599	16	99.9987	0.0013
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		12197436	1270615	10.4171	1270599	16	99.9987
Total		27738300	14259737	51.4081	14259721	16	99.9999	0.0001
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	
Public Insitutions	
Public - Non Insitutions	

For Kamdhenu Limited


Khem Chand
Company Secretary & Compliance Officer