



KL/SEC/2023-24/27
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

Subject: Proceedings of the Postal Ballot.

Dear Sir/ Madam,

Pursuant to the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part A of Schedule III thereto, we enclosed herewith the proceedings of Postal Ballot.

In terms of Scrutinizer Report issued by M/s Chandrasekaran Associates, Company Secretaries dated 29th June, 2023, the resolution as proposed in the Notice of Postal Ballot dated 18th May, 2023, has been passed by the Shareholders through remote e-voting process on Wednesday, 28th June, 2023, with requisite majority;

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.



SUMMARY OF PROCEEDINGS OF THE POSTAL BALLOT CONDUCTED THROUGH REMOTE E-VOTING FOR RESOLUTION DEEMED TO BE PASSED BY THE SHAREHOLDERS OF THE KAMDHENU LIMITED (THE 'COMPANY') ON WEDNESDAY 28TH JUNE, 2023, PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND RESULTS OF WHICH WERE DECLARED ON THURSDAY, 29TH JUNE, 2023.

In accordance with provisions of the Section 108, 110 and other applicable provisions of Companies Act, 2013 ('the Act') and read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") read with General Circular Nos. Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 3/2022 dated 5th May 2022 and 11/2022 dated 28th December 2022 issued by Ministry of Corporate Affairs (collectively "MCA Circulars") and Regulation 44 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations") and other applicable provisions of the Act, rules, regulations, circulars and notifications, Secretarial Standards (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), the Notice of Postal Ballot dated 18th May, 2023 was dispatched by the Company through electronic mode on 29th May, 2023 to the Shareholders of the Company, whose names are recorded in the Register of Members of the Company and/or in the Statement/Register of Beneficial Owners maintained by the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on the cut-off date i.e Thursday, 25th May, 2023 and whose Email Ids are registered with the Company/ Kfin Technologies Limited, Registrar and Transfer Agent of the Company or Depository Participants ("DP"), for seeking the approval of the Shareholders through remote e-voting process on the below matter;

I. Appointment of Shri Baldev Raj Sachdeva (DIN: 00016325) as an Independent Director of the Company.

In compliance with the applicable provisions of Companies Act, 2013, the Company had also published advertisement in Financial Express (English Edition) and Jansatta (Delhi NCR Hindi Edition) on Tuesday, 30th May, 2023, regarding dispatch of Notice of the Postal Ballot along with the Explanatory Statement and e-voting instructions.

The Company had engaged the services of National Securities Depository Limited ("NSDL") for facilitating the Shareholders to cast their votes electronically.

The e-voting period was commenced on Tuesday, 30th May, 2023 (09.00 A.M. IST) and ended on Wednesday, 28th June, 2023 (05.00 P.M. IST). During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date cast their vote electronically.

The Board of Directors in their meeting held on 18th May, 2023 had appointed Shri Shashikant Tiwari (Membership No. FCS-11919), Partner or failing him Shri Rupesh Agarwal (Membership No. ACS-16302), Managing Partner of M/s. Chandrasekaran



Associates, Practicing Company Secretary, as the scrutinizer (“**Scrutinizer**”) for conducting the Postal Ballot / E-voting process in a fair and transparent manner.

After due scrutiny of all the votes casted through e-Voting, the Scrutinizer has today i.e. on 29th June, 2023 submitted its report on the Postal Ballot (e-voting) to Mr. Khem Chand, Company Secretary & Compliance Officer of the Company, as authorized by the Chairman. On the basis of the report, the Resolution as set out in the Notice of Postal ballot have been declared as passed with the requisite majority by the Shareholders of the Company on Wednesday, 28th June, 2023.

The Summary of the result of Postal Ballot by way of e-Voting is outlined as under:

Item No. 1: Appointment of Shri Baldev Raj Sachdeva (DIN: 00016325) as an Independent Director of the Company.

Type of Resolution: Special Resolution

Category	Total Votes Polled	Total Invalid votes	Total Valid Votes	Votes in favour	Votes in against
Promoter and Promoter Group	15820980	0	15820980	15820980	0
Public Institution	59000	0	59000	59000	0
Public Non – Institution	1348570	0	1348570	1348418	152
Total	17228550	0	17228550	17228398	152

For Kamdhenu Limited

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