



9th August, 2021

National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051.
Symbol: KAMDHENU

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
Scrip Code: 532741

Subject: Outcome of the Board Meeting held on 9th August, 2021

Ref: Intimation under Regulation 33 read with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations")

Dear Sir/Madam,

We wish to inform you that a Meeting of the Board of Directors of the Company held today i.e. Monday, 9th August, 2021 commenced at 11:00 A.M. through Video Conferencing and concluded at 01:30 P.M.

The Board of Directors, inter-alia, considered, approved and taken on record the following:

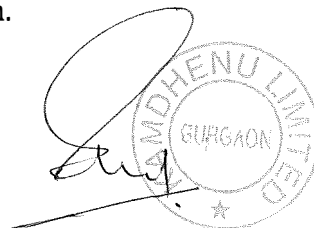
1. Unaudited Financial Results (Standalone and Consolidated) for the quarter ended on 30th June, 2021 to be submitted to the Stock Exchanges pursuant to Regulation 33 of the Listing Regulations along with Limited Review Report;
2. Hon'ble National Company Law Tribunal, Chandigarh Bench through order dated August 04, 2021 has directed the Company to Convene the Meeting of Equity Shareholders, Secured Creditors and Unsecured Creditors of the Company scheduled to be held on 25th September, 2021 in connection with the proposed Scheme of Arrangement which contains the merger of few companies and demerger of the Paint business of the Company.

3. Appointment of Mr. Khem Chand (M. No. FCS- 10065) as the Company Secretary & Compliance Officer of the Company (Key Managerial Personnel) w.e.f. 9th August, 2021.
4. Appointment of Mr. Khem Chand who has been appointed as the Company Secretary and Compliance Officer of the Company, be nominated/appointed as the Nodal Officer of the Company, w.e.f. 9th August, 2021 under the Investor Education and Protection (IEPF) Rules, for the purpose of coordination with IEPF authorities to ensure processing and verification of claims for refunding unpaid/unclaimed dividend in time bound manner.
5. The Company has designated Mr. Khem Chand, Company Secretary of the Company, as Compliance Officer to administer the code of conduct to administer the Code of Conduct for Prevention of Insider Trading of the Company and other requirements under SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, with effect from 9th August, 2021.

A brief profile of Mr. Khem Chand is attached herewith as **Annexure-3**.

6. The Audit Committee of the Company has notified the matter that one of the Designated Person Mr. Jitender Kumar, Sr. Manager-Accounts (Paint Division) of the Company, had bought 146 shares during the open trading window period wherein he has earned a profit of Rs. 2400/- approx. Further, the Audit Committee has concluded that this was an inadvertent trade made without intent to violate the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations").

However, the Audit Committee has determined that there was a violation of the PIT Regulations and has advised to issue a warning letter to him to avoid such kinds of acts in future. Considering the very minor amount of profits, no penalty was imposed by the Audit Committee on him.



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Pursuant to the Regulation 33(3)(d) read with Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the following:

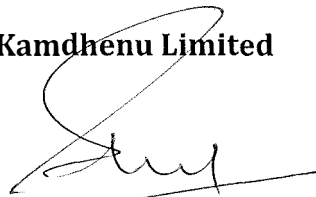
- a) The Unaudited Financial Results (Standalone and Consolidated) of the Company for the quarter ended on 30th June, 2021. **(Annex-1)**

- b) Limited Review Report on the Unaudited Financial Results (Standalone and Consolidated) dated 9th August, 2021 issued by the Statutory Auditors of the Company for the quarter ended on 30th June, 2021. **(Annex-2)**

You are requested to kindly take the same on your record.

Thanking You,

For Kamdhenu Limited



(Satish Kumar Agarwal)
Chairman & Managing Director
DIN: 00005981



Place : Gurgaon

KAMDHENU LIMITED

CIN: L27101HR1994PLC092205

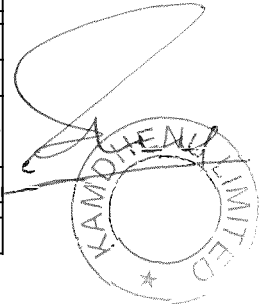
Regd.Office: 2nd Floor, Tower-A, Building No.9, DLF Cyber City Phase-III, Gurgaon-122002

Phone no.-0124-4604500 Fax: - 0124-4218524 Email:- kamdhenu@kamdhenulimited.com Website:-www.kamdhenulimited.com

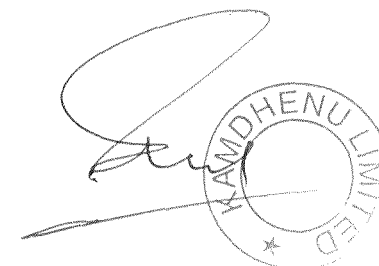
STATEMENT OF UNAUDITED STANDALONE AND CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2021

(Rs in Lakhs except earning per share)

S. No.	Particulars	Standalone			Consolidated			Standalone	Consolidated
		Quarter Ended			Quarter Ended			Year Ended	Year Ended
		30.06.2021	31.03.2021	30.06.2020	30.06.2021	31.03.2021	30.06.2020	31.03.2021	31.03.2021
		Unaudited	Audited	Unaudited	Unaudited	Audited	Unaudited	Audited	Audited
1	Income								
a	Revenue from operations	14,585.60	22,236.83	8,329.48	14,585.60	22,236.83	8,329.48	62,522.13	62,522.13
b	Other income	93.35	6.32	86.19	93.35	6.32	86.19	349.38	349.38
	Total income	14,678.95	22,243.15	8,415.67	14,678.95	22,243.15	8,415.67	62,871.51	62,871.51
2	Expenses								
a	Cost of Materials Consumed	9,134.65	14,167.30	3,233.90	9,134.65	14,167.30	3,233.90	35,048.89	35,048.89
b	Purchases of Stock-in-Trade	1,407.25	2,062.92	1,070.51	1,407.25	2,062.92	1,070.51	6,747.97	6,747.97
c	Changes in Inventory of Finished Goods, Work-in-Progress and Stock-in-Trade	(739.77)	(636.21)	861.56	(739.77)	(636.21)	861.56	1,098.10	1,098.10
d	Employee Benefits Expense	1,357.76	1,308.94	980.52	1,357.76	1,308.94	980.52	4,804.84	4,804.84
e	Finance Costs	268.31	269.85	373.40	268.31	269.85	373.40	1,358.83	1,358.83
f	Depreciation & Amortization Expense	229.95	222.82	211.62	229.95	222.82	211.62	866.29	866.29
g	Other Expenses	2,267.91	3,290.82	1,490.40	2,268.01	3,291.29	1,490.55	9,847.25	9,848.76
	Total expenses	13,926.06	20,686.44	8,221.91	13,926.16	20,686.91	8,222.06	59,772.17	59,773.68
3	Profit before exceptional items and tax (1-2)	752.89	1,556.71	193.76	752.79	1,556.24	193.61	3,099.34	3,097.83
4	Exceptional Items	-	1,003.37	-	-	1,003.37	-	1,003.37	1,003.37
5	Profit before tax (3-4)	752.89	553.34	193.76	752.79	552.87	193.61	2,095.97	2,094.46
6	Tax expense								
a	Current tax	214.99	157.96	72.24	214.99	157.96	72.24	595.47	595.47
b	Deferred tax	(19.81)	(0.88)	(23.09)	(19.81)	(0.90)	(23.09)	(10.57)	(10.59)
c	Income Tax of earlier years	-	1.96	-	-	1.96	-	1.96	1.96
	Total Tax Expenses	195.18	159.04	49.15	195.18	159.02	49.15	586.86	586.84
7	Net Profit after tax (5-6)	557.71	394.30	144.61	557.61	393.85	144.46	1,509.11	1,507.62



S. No.	Particulars	Standalone			Consolidated			Standalone	Consolidated
		Quarter Ended			Quarter Ended			Year Ended	Year Ended
		30.06.2021	31.03.2021	30.06.2020	30.06.2021	31.03.2021	30.06.2020	31.03.2021	31.03.2021
		Unaudited	Audited	Unaudited	Unaudited	Audited	Unaudited	Audited	Audited
8	Other Comprehensive Income/ (Loss)								
a	Items that will not be reclassified to profit or loss	(3.48)	5.61	(6.54)	(3.48)	5.61	(6.54)	(13.92)	(13.92)
b	Tax impacts on above	4.11	(1.52)	6.75	4.11	(1.52)	6.75	8.17	8.17
	Total Other Comprehensive Income/ (Loss)	0.63	4.09	0.21	0.63	4.09	0.21	(5.75)	(5.75)
9	Total comprehensive income for the period (comprising profit after tax and other comprehensive income after tax for the period) (7+8)	558.34	398.39	144.82	558.24	397.94	144.67	1,503.36	1,501.87
	Net Profit attributable to:								
	Equity holders of the parent	-	-	-	557.61	393.85	144.46	-	1,507.62
	Non-controlling interests	-	-	-	-	-	-	-	-
	Other Comprehensive income/(Loss) attributable to:								
	Equity holders of the parent	-	-	-	0.63	4.09	0.21	-	(5.75)
	Non-controlling interests	-	-	-	-	-	-	-	-
	Total Comprehensive income attributable to:								
	Equity holders of the parent	-	-	-	558.24	397.94	144.67	-	1,501.87
	Non-controlling interests	-	-	-	-	-	-	-	-
10	Earnings per share in rupees: (Not Annualised)								
	- Basic (in Rupees)	2.07	1.47	0.54	2.07	1.47	0.54	5.62	5.62
	- Diluted (in Rupees)	2.07	1.47	0.54	2.07	1.47	0.54	5.62	5.62
11	Paid-up equity share capital (Face Value of Rs.10 each)	2,693.55	2,693.55	2,693.55	2,693.55	2,693.55	2,693.55	2,693.55	2,693.55

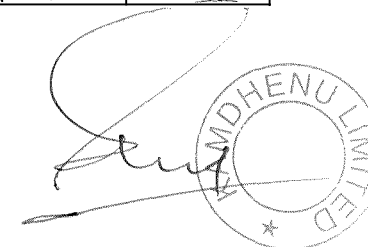


KAMDHENU LIMITED

Standalone and Consolidated Segmentwise Revenue, Results, Assets and Liabilities

(Amount in Lakhs)

Particulars	Standalone			Consolidated			Standalone	Consolidated
	Quarter Ended			Quarter Ended			Year Ended	Year Ended
	30.06.2021	31.03.2021	30.06.2020	30.06.2021	31.03.2021	30.06.2020	31.03.2021	31.03.2021
	Unaudited	Audited	Unaudited	Unaudited	Audited	Unaudited	Audited	Audited
A. Segment Revenue								
- Steel	11,271.85	15,507.09	5,049.84	11,271.85	15,507.09	5,049.84	42,314.94	42,314.94
- Paints	3,313.75	6,729.74	3,279.63	3,313.75	6,729.74	3,279.63	20,207.19	20,207.19
Gross Revenue from Operations	14,585.60	22,236.83	8,329.48	14,585.60	22,236.83	8,329.48	62,522.13	62,522.13
B. Segment Results								
- Steel	1,489.85	1,976.14	1,006.07	1,489.85	1,976.14	1,006.07	5,795.66	5,795.66
- Paints	(209.82)	(931.83)	(214.11)	(209.82)	(931.83)	(214.11)	(1,492.42)	(1,492.42)
Profit/(Loss) before finance cost, Tax & unallocable items	1,280.03	1,044.31	791.95	1,280.03	1,044.31	791.95	4,303.23	4,303.23
Less: Finance cost	268.31	269.85	373.40	268.31	269.85	373.40	1,358.83	1,358.83
Less: Other Unallocable Expenditure net of Income	258.83	221.11	224.79	258.93	221.58	224.94	848.44	849.95
Total Profit before Tax	752.89	553.34	193.76	752.79	552.87	193.61	2,095.97	2,094.46
C. Segment Assets								
- Steel	20,418.91	20,763.20	22,060.41	20,418.91	20,763.20	22,060.41	20,763.20	20,763.20
- Paints	21,254.90	21,044.03	21,194.59	21,254.90	21,044.03	21,194.59	21,044.03	21,044.03
- Unallocable	1,289.07	1,305.86	1,269.83	1,289.03	1,305.84	1,270.55	1,305.86	1,305.84
Total Segment Assets	42,962.87	43,113.09	44,524.82	42,962.83	43,113.07	44,525.54	43,113.09	43,113.07
D. Segment Liabilities								
- Steel	5,987.39	7,318.41	9,355.44	5,987.39	7,318.41	9,355.44	7,318.41	7,318.41
- Paints	16,421.27	15,774.90	16,384.57	16,421.27	15,774.90	16,384.57	15,774.90	15,774.90
- Unallocable	518.18	542.09	530.99	520.68	544.52	532.81	542.09	544.52
Total Segment Liabilities	22,926.84	23,635.40	26,271.00	22,929.35	23,637.83	26,272.82	23,635.40	23,637.83

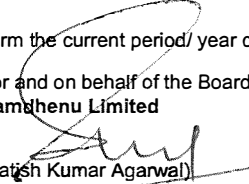


MDHENU LIMITED

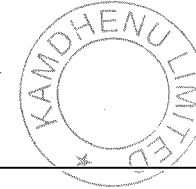
Notes:

- 1 The above results were reviewed and recommended by the Audit Committee & approved by the Board of Directors of Kamdhenu Limited at their respective meetings held on 9th August, 2021. The unaudited financial results for the quarter ended 30th June, 2021 have been limited reviewed by the Statutory Auditors of the Company.
- 2 The Standalone & Consolidated financial results have been prepared in accordance with principles and procedures of Indian Accounting Standards (Ind AS) as notified under the Companies (Indian Accounting Standard) Rules, 2015, as specified in section 133 of the Companies Act, 2013.
- 3 The consolidated financial results of the company and its wholly owned subsidiary company incorporated in India have been prepared as per Ind AS 110 "Consolidated Financial Statement". Kamdhenu Venture Limited (Consolidated) have been considered in Quarterly unaudited financial results.
- 4 The Standalone and Consolidated annual financial results includes the results for the quarter ended 31st March, 2021 being the balancing figures between the audited figures in respect of full financial year and the unaudited year to date figures upto the third quarter of the current financial year.
- 5 The company continues to monitor the impact of COVID-19 on its business including its impact on customers, supply chain etc. Due care has been exercised on significant accounting judgement and estimates including in relation to recoverability of receivables, inventory and other financial assets based on information available to date while preparing the company's financial results as of and for the quarter ended 30th June, 2021.
- 6 The unaudited financial results of the company for the quarter ended 30th June, 2021 are also available on the Company's website (www.kamdhenulimited.com) and on the website of BSE (www.bseindia.com) and NSE (www.nseindia.com) in accordance with the provision of the SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015.
- 7 Previous period figures have been regrouped, reclassified and rearranged, wherever necessary, to confirm the current period/ year classification.

For and on behalf of the Board of Directors of
Kamdhenu Limited


(Satish Kumar Agarwal)
Chairman & Managing Director

DIN: 00005981



Place: Gurgaon
Date: 9th August, 2021

B S D & Co.

Chartered Accountants

Branch Office Delhi: 810, 8th Floor, Antriksh Bhawan, 22 Kasturba Gandhi Marg, New Delhi-110001(Delhi)
Tel. : 011-43029888, Email id: delhi@bsdgroup.in website : www.bsdgroup.in

Independent Auditors' Review Report on the Quarterly Unaudited Standalone Financial Results of the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

To
The Board of Directors
Kamdhenu Ltd.
Building 9-A, 2nd Floor,
DLF Cyber City, Phase -III,
Gurgaon (Haryana) - 122002

1. We have reviewed the accompanying statement of unaudited Standalone financial results of Kamdhenu Limited ("the company") for the quarter ended 30th June 2021 attached herewith, being submitted by the company pursuant to the requirements of Regulations 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).
2. This statement is the responsibility of the Company's Management and approved by the Board of Directors has been compiled from the related interim Standalone financial statements which has been prepared in accordance with Indian Accounting Standard 34 "Interim Financial Reporting" (Ind AS 34), specified under Section 133 of the Companies Act, 2013, read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.
3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement.
4. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited Standalone financial results prepared in accordance with applicable accounting standards i.e. Ind AS prescribed under Section 133 of



the Companies Act, 2013 read with relevant rules issued there under and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and SEBI Circular dated 5th July, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For BSD & Co.

Chartered Accountants

Firm Registration No. 000312S



Surendra Khinvasra

Partner

Membership No. 070804

UDIN: 21070804AAAABB5326



Place of signature: New Delhi

Date : 9th August, 2021

B S D & Co.

Chartered Accountants

Branch Office Delhi: 810, 8th Floor, Antriksh Bhawan, 22 Kasturba Gandhi Marg, New Delhi-110001(Delhi)
Tel. : 011-43029888, Email id: delhi@bsdgroup.in website : www.bsdgroup.in

Independent Auditors' Review Report on the Quarterly Unaudited Consolidated Financial Results of the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended

To Board of Directors

Kamdhenu Ltd.

Building 9-A, 2nd Floor,

DLF Cyber City, Phase -III,

Gurgaon (Haryana) - 122002

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Kamdhenu Limited ("Parent") and its subsidiary (the parent and its subsidiary together referred to as 'the group') for the quarter ended 30th June 2021 (the "Statement") attached herewith, being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended ('the Regulation'), read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 ('the Circular').
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards 34, (Ind AS 34) "Interim Financial Reporting" prescribed under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India read with the Circular. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.


We also performed procedures in accordance with the Circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the Regulation, to the extent applicable.



4. The Statement includes the results of Kamdhenu Ventures Limited (Consolidated) and are certified by the management and our conclusion on the Statement in so far as it relates to the amounts and disclosures in respect of this subsidiary is based solely on the basis of financial statement as certified and procedures performed by us as stated in paragraph 3 above. Our conclusion on the statement is not modified in respect of above matter.

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the financial statements as certified by the management referred to paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with recognition and measurement principles laid in the aforesaid Indian Accounting Standard specified under Section 133 of Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation, read with circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For BSD & Co.
Chartered Accountants
Firm Registration No. 0003125


Surendra K. Invasra
Partner



Membership No. 070804
UDIN: 21070804 AAAA BC 8871

Place of signature: New Delhi
Date: 09th August, 2021

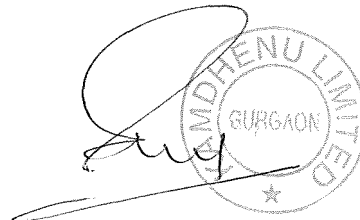
Annexure I: List of entities consolidated as at June 30, 2021

1. Kamdhenu Ventures Ltd. - Wholly owned Subsidiary - Consolidated



BRIEF PROFILE OF MR. KHEM CHAND

Name	Mr. Khem Chand
Reason for change	Appointment
Date of appointment	9 th August, 2021
Term of appointment	Appointment w.e.f. 9 th August, 2021, as Company Secretary and Compliance officer of the Company on terms and conditions as approved by the Board of Directors.
Brief profile (in case of appointment);	<p>Mr. Khem Chand is a fellow member of the Institute of Company Secretaries of India (ICSI) and a Law Graduate.</p> <p>He is having experience of more than 8 years in the field of Secretarial & Legal areas. He has hands on experience of Merger & Amalgamation and Listing Compliances.</p>
Disclosure of relationships between Directors (in case of appointment of a director)	N.A.



The image shows a handwritten signature in black ink over a circular stamp. The stamp contains the text "KAMDHENU LIMITED" around the top edge, "GURGAON" in the center, and a small star at the bottom. The signature is written in a cursive style.