



02nd February, 2022

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

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

NSE Symbol: KAMDHENU

BSE Scrip Code: 532741

Sub: Outcome of the Board meeting held through Video Conferencing on 02nd February, 2022.

Ref.: Pursuant to Regulations 30 and 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

We wish to inform you that the Board of Directors of the Company, has considered and approved, inter alia, the following matters in their meeting held through Video Conferencing today i.e Wednesday, 02nd February, 2022, commenced at 12:30 P.M and concluded at 02:35 P.M

1. Approval of the Un-Audited Financial Results (Standalone & Consolidated) for the 3rd Quarter and Nine Months ended on 31st December, 2021:

The Board has discussed and approved the Un-Audited Financial Results (Standalone & Consolidated) for the 3rd quarter and nine months ended on 31st December, 2021 along with the Limited Review Report (Standalone & Consolidated) thereon given by Statutory Auditors, as recommended by the Audit Committee. In this regard, please find enclosed:

- a. Copy of the Un-Audited Financial Results (Standalone & Consolidated) for the 3rd quarter and nine months ended on 31st December, 2021;
- b. Limited Review Report (Standalone & Consolidated) on said results given by Statutory Auditors of the Company.

2. **Approval for Increase in Authorised Share Capital of the Company and Consequent alteration in Memorandum of Association of the Company (covering brief details in compliance to SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09.09.2015)**

In order to accommodate the issuance of shares in terms of the Scheme of Arrangement of the company pending for approval with Hon'ble National Company Law Tribunal, Chandigarh Bench, Chandigarh, the Board of Directors has, subject to the approval of shareholders, approved the increase in Authorised Share Capital of the Company from Rs. 30,00,00,000/- (Rupees Thirty Crores) divided into 3,00,00,000 (Three Crores) equity shares of Rs. 10/- each to Rs. 41,50,00,000/- (Rupees Forty One Crores Fifty Lakhs only) divided into 3,00,00,000 (Three Crores) Equity Shares of Rs.10/- each ranking pari-passu in all respect with the existing Equity Shares of the Company and 1,15,00,000 (One Crore Fifteen Lakhs) Preference Shares of Rs.10/- each and consequent below amendment in the Capital Clause (Clause V) of the Memorandum of Association of the company, subject to the approval of the shareholders of the company.

V. The Authorized Share Capital of the Company is Rs. 41,50,00,000 /- (Rupees Forty One Crores Fifty Lakhs Only) divided into 3,00,00,000 (Three Crores) equity shares of Rs. 10/- (Rupees Ten) each and 1,15,00,000 (One Crore Fifteen Lakhs) preference shares of Rs. 10/- (Rupees Ten) each.

3. **Calling of Extra-Ordinary General Meeting.**

The Board has discussed and approved calling of an Extra-Ordinary General Meeting of the members of the Company on Thursday, 10th of March, 2022 to seek approval of the members of the Company for the aforesaid increase in the Authorised Share Capital of the Company and consequent alteration in Capital Clause of the Memorandum of Association of the Company as given in aforesaid Item No. 2.

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.

Place: Gurugram

KAMDHENU LIMITED

CIN: L27101HR1994PLC092205

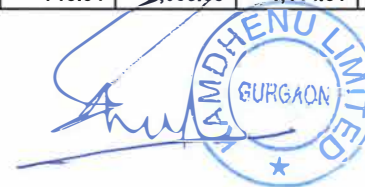
Regd.Office: 2nd Floor, Tower-A, Building No.9, DLF Cyber City Phase-III, Gurgaon-122002

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

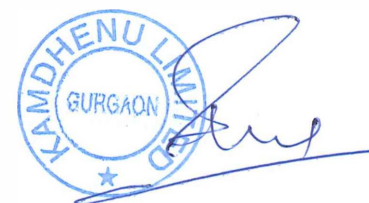
STATEMENT OF UNAUDITED STANDALONE AND CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2021

(Rs/Lakhs except earning per share)

S. No.	Particulars	Standalone			Consolidated			Standalone		Consolidated		Standalone	Consolidated
		Quarter Ended			Quarter Ended			Nine Month Ended		Nine Month Ended		Year Ended	Year Ended
		31.12.2021	30.09.2021	31.12.2020	31.12.2021	30.09.2021	31.12.2020	31.12.2021	31.12.2020	31.12.2021	31.12.2020	31.03.2021	31.03.2021
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Audited
1	Income												
a	Revenue from operations	22,653.51	21,553.08	18,342.29	22,653.51	21,553.08	18,342.29	58,792.19	40,285.30	58,792.19	40,285.30	62,522.13	62,522.13
b	Other income	34.20	88.70	144.38	34.20	88.70	144.38	216.25	343.06	216.25	343.06	349.38	349.38
	Total income	22,687.71	21,641.78	18,486.67	22,687.71	21,641.78	18,486.67	59,008.44	40,628.36	59,008.44	40,628.36	62,871.51	62,871.51
2	Expenses												
a	Cost of Materials Consumed	13,195.19	14,644.81	10,033.00	13,195.19	14,644.81	10,033.00	36,974.65	20,881.59	36,974.65	20,881.59	35,048.89	35,048.89
b	Purchases of Stock-in-Trade	2,879.42	2,154.77	1,951.12	2,879.42	2,154.77	1,951.12	6,441.44	4,685.05	6,441.44	4,685.05	6,747.97	6,747.97
c	Changes in Inventory of Finished Goods, Work-in-Progress and Stock-in-Trade	354.55	(820.04)	824.42	354.55	(820.04)	824.42	(1,205.26)	1,734.31	(1,205.26)	1,734.31	1,098.10	1,098.10
d	Employee Benefits Expense	1,562.06	1,546.64	1,284.49	1,562.06	1,546.64	1,284.49	4,466.46	3,495.90	4,466.46	3,495.90	4,804.84	4,804.84
e	Finance Costs	251.37	256.30	328.07	251.37	256.30	328.07	775.98	1,088.98	775.98	1,088.98	1,358.83	1,358.83
f	Depreciation & Amortization Expense	234.17	233.57	217.71	234.17	233.57	217.71	697.69	643.47	697.69	643.47	866.29	866.29
g	Other Expenses	3,216.07	2,626.01	2,883.84	3,216.18	2,626.23	2,884.12	8,109.99	6,556.43	8,110.42	6,557.47	9,847.25	9,848.76
	Total expenses	21,692.83	20,642.06	17,522.65	21,692.94	20,642.28	17,522.93	56,260.95	39,085.73	56,261.38	39,086.77	59,772.17	59,773.68
3	Profit before exceptional items and tax (1-2)	994.88	999.72	964.02	994.77	999.50	963.74	2,747.49	1,542.63	2,747.06	1,541.59	3,099.34	3,097.83
4	Exceptional Items	-	-	-	-	-	-	-	-	-	-	1,003.37	1,003.37
5	Profit before tax (3-4)	994.88	999.72	964.02	994.77	999.50	963.74	2,747.49	1,542.63	2,747.06	1,541.59	2,095.97	2,094.46
6	Tax expense												
a	Current tax	284.67	244.80	244.01	284.67	244.80	244.01	744.46	437.51	744.46	437.51	595.47	595.47
b	Deferred tax	(60.13)	(10.24)	1.39	(60.13)	(10.23)	1.39	(90.18)	(9.69)	(90.17)	(9.69)	(10.57)	(10.59)
c	Income Tax of earlier years	2.45	-	-	2.45	-	-	2.45	-	2.45	-	1.96	1.96
	Total Tax Expenses	226.99	234.56	245.40	226.99	234.57	245.40	656.73	427.82	656.74	427.82	586.86	586.84
7	Net Profit after tax (5-6)	767.89	765.16	718.62	767.78	764.93	718.34	2,090.76	1,114.81	2,090.32	1,113.77	1,509.11	1,507.62



													(Rs/Lakhs)	
S. No.	Particulars	Standalone			Consolidated			Standalone		Consolidated		Standalone	Consolidated	
		Quarter Ended			Quarter Ended			Nine Month Ended		Nine Month Ended		Year Ended	Year Ended	
		31.12.2021	30.09.2021	31.12.2020	31.12.2021	30.09.2021	31.12.2020	31.12.2021	31.12.2020	31.12.2021	31.12.2020	31.03.2021	31.03.2021	
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Audited		
8	Other Comprehensive Income/ (Loss)													
a	Items that will not be reclassified to profit or loss	(5.01)	(1.94)	(6.45)	(5.01)	(1.94)	(6.45)	(10.43)	(19.53)	(10.43)	(19.53)	(13.92)	(13.92)	
b	Tax impacts on above	1.09	4.00	1.45	1.09	4.00	1.45	9.20	9.69	9.20	9.69	8.17	8.17	
	Total Other Comprehensive Income/ (Loss)	(3.92)	2.06	(5.00)	(3.92)	2.06	(5.00)	(1.23)	(9.84)	(1.23)	(9.84)	(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)	763.97	767.22	713.62	763.86	766.99	713.34	2,089.53	1,104.97	2,089.09	1,103.93	1,503.36	1,501.87	
	Net Profit attributable to:													
	Equity holders of the parent	-	-	-	767.78	764.93	718.34	-	-	2,090.32	1,113.77	-	1,507.62	
	Non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	
	Other Comprehensive income/(Loss) attributable to:													
	Equity holders of the parent	-	-	-	(3.92)	2.06	(5.00)	-	-	(1.23)	(9.84)	-	(5.75)	
	Non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	
	Total Comprehensive income attributable to:													
	Equity holders of the parent	-	-	-	763.86	766.99	713.34	-	-	2,089.09	1,103.93	-	1,501.87	
	Non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	
10	Earnings per share in rupees: (Not Annualised)													
	- Basic (in Rupees)	2.85	2.84	2.68	2.85	2.84	2.68	7.76	4.15	7.76	4.15	5.62	5.62	
	- Diluted (in Rupees)	2.85	2.84	2.68	2.85	2.84	2.68	7.76	4.15	7.76	4.15	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	2,693.55	2,693.55	2,693.55	2,693.55	



Standalone and Consolidated Segmentwise Revenue, Results, Assets and Liabilities

(Rs/Lakhs)

Particulars	Standalone			Consolidated			Standalone		Consolidated		Standalone	Consolidated
	Quarter Ended			Quarter Ended			Nine Month Ended		Nine Month Ended		Year Ended	Year Ended
	31.12.2021	30.09.2021	31.12.2020	31.12.2021	30.09.2021	31.12.2020	31.12.2021	31.12.2020	31.12.2021	31.12.2020	31.03.2021	31.03.2021
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Audited
A. Segment Revenue												
- Steel	14,901.15	15,265.73	12,121.17	14,901.15	15,265.73	12,121.17	41,438.73	26,807.85	41,438.73	26,807.85	42,314.94	42,314.94
- Paints	7,752.36	6,287.35	6,221.12	7,752.36	6,287.35	6,221.12	17,353.46	13,477.45	17,353.46	13,477.45	20,207.19	20,207.19
Gross Revenue from Operations	22,653.51	21,553.08	18,342.29	22,653.51	21,553.08	18,342.29	58,792.19	40,285.30	58,792.19	40,285.30	62,522.13	62,522.13
B. Segment Results												
- Steel	1,165.64	1,116.32	1,630.10	1,165.64	1,116.32	1,630.10	3,771.81	3,819.52	3,771.81	3,819.52	5,795.66	5,795.66
- Paints	428.60	360.49	(140.76)	428.60	360.49	(140.76)	579.28	(560.58)	579.28	(560.58)	(1,492.42)	(1,492.42)
Profit/(Loss) before finance cost, Tax & unallocable items	1,594.24	1,476.81	1,489.34	1,594.24	1,476.81	1,489.34	4,351.09	3,258.94	4,351.09	3,258.94	4,303.23	4,303.23
Less: Finance cost	251.37	256.30	328.07	251.37	256.30	328.07	775.98	1,088.98	775.98	1,088.98	1,358.83	1,358.83
Less: Other Unallocable Expenditure net of Income	347.99	220.79	197.25	348.10	221.02	197.52	827.62	627.32	828.05	628.36	848.44	849.95
Total Profit before Tax	994.88	999.72	964.02	994.77	999.50	963.74	2,747.49	1,542.63	2,747.06	1,541.59	2,095.97	2,094.46
C. Segment Assets												
- Steel	19,534.94	20,067.98	21,051.46	19,534.94	20,067.98	21,051.46	19,534.94	21,051.46	19,534.94	21,051.46	20,763.20	20,763.20
- Paints	24,996.05	22,936.44	19,908.66	24,996.05	22,936.44	19,908.66	24,996.05	19,908.66	24,996.05	19,908.66	21,044.03	21,044.03
- Unallocable	1,221.71	1,235.27	1,228.85	1,221.18	1,234.76	1,228.88	1,221.71	1,228.85	1,221.18	1,228.88	1,305.86	1,305.84
Total Segment Assets	45,752.70	44,239.69	42,188.97	45,752.17	44,239.18	42,189.00	45,752.70	42,188.97	45,752.17	42,189.00	43,113.09	43,113.07
D. Segment Liabilities												
- Steel	7,792.73	7,631.48	7,253.77	7,792.73	7,631.48	7,253.77	7,792.73	7,253.77	7,792.73	7,253.77	7,318.41	7,318.41
- Paints	16,165.51	15,516.50	15,314.46	16,165.51	15,516.50	15,314.46	16,165.51	15,314.46	16,165.51	15,314.46	15,774.90	15,774.90
- Unallocable	442.73	503.93	541.45	445.07	506.19	543.47	442.73	541.45	445.07	543.47	542.09	544.52
Total Segment Liabilities	24,400.97	23,651.91	23,109.68	24,403.31	23,654.17	23,111.70	24,400.97	23,109.68	24,403.31	23,111.70	23,635.40	23,637.83



Notes:

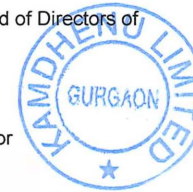
- 1 The above results were reviewed and recommended by the Audit Committee & approved by the Board of Directors of Kamdhenu Limited at their respective meetings held on 2nd February, 2022. The unaudited financial results for the quarter and nine month period ended 31st December, 2021 have been limited 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 and nine months period ended 31st December, 2021 unaudited financial results.
- 4 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 and nine month period ended 31st December, 2021
- 5 The unaudited financial results of the company for the quarter and nine month period ended 31st December, 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.
- 6 Previous period figures have been regrouped, reclassified and rearranged, wherever necessary, to conform 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: 2nd February, 2022

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 and Nine Month period ended 31st December, 2021 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 and nine month period ended 31st December, 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: 22.070804AANA C1355

Place of signature: New Delhi

Date : 2nd February, 2022



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 and Nine Month period ended 31st December, 2021 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 and nine month period ended 31st December 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) whose financial results reflects total revenue of Rs. Nil and loss after tax of Rs. 0.10 lakhs and Rs. 0.43 lakhs for quarter and nine month period ended 31st December, 2021 respectively 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 Khinvasra

Partner

Membership No. 070804

UDIN: 22070804AAAA D9465

Place of signature: New Delhi

Date: 2nd February, 2022



Annexure I: List of entities consolidated as at December 31, 2021

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

