

KAMDHENU LIMITED

(Formerly known as Kamdhenu Ispat Limited)

2nd Floor, Tower - A, Building No. 9, DLF Cyber City, Phase - III, Gurgaon Pin: 122002, (Haryana) Phone: - 0124 - 4604500, Fax: 0124 - 4218524 E-mail: kamdhenu@kamdhenulimited.com, website: www.kamdhenulimited.com

28th September, 2016

To,
The Manager- Listing
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra(E), Mumbai-400 051

To,
The Manager- Listing
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001

Ref: Security Code: KAMDHENU

Ref: Security Code: 532741

Subject: Outcome and Voting Results of 22nd Annual General Meeting (AGM) held on 27th

September, 2016.

Dear sir,

This is to inform you that the 22nd Annual General Meeting (AGM) of the Company was held on Tuesday, 27th September, 2016 at 10:00 A.M at Khasra No - 841/1(2-8) 847(2-16), behind Rajasthan Petrol Pump, Village Rajokari, Vasant Vihar, New Delhi-110038.

 Pursuant to Regulation 30, read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that all the items given in the Notice of Annual General Meeting and reproduced hereunder have been approved with requisite majority by the shareholders of the Company. The mode of voting was poll/e-voting.

Item No.	Description of Agenda Item	Remarks
	Ordinary Business	
1.	To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2016, the reports of the Board of Directors and Auditors thereon.	Passed as Ordinary Resolution
2.	To declare a dividend of Rs.0.70/- per Equity Shares having face value of Rs.10/- each fully paid up for the Financial Year ended 31 st March, 2016.	Passed as Ordinary Resolution
3.	To appoint a Director in place of Mr. Sunil Kumar Agarwal (DIN: 00005973), who retires by rotation and being eligible, offers himself for re-appointment.	Passed as Ordinary Resolution
4.	To appoint M/s S. Singhal & Co., Chartered Accountants, having Firm Registration No. 001526C, with The Institute of Chartered Accountants of India, the retiring auditors, to	Passed as Ordinary Resolution

	hold office as auditors from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the Company at remuneration to be decided by the Board of Directors on the recommendation of Audit Committee.	
Special B		
5.	To approve the remuneration of the Cost Auditors for the financial year ending 31 st March, 2016.	Passed as Ordinary Resolution
6.	To Re-appoint Mr. Satish Kumar Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1 st April, 2017 upto 31 st March, 2020.	Passed as Special Resolution
7.	To Re-appoint Mr. Sunil Kumar Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1 st April, 2017 upto 31 st March, 2020.	Passed as Special Resolution
8.	To Re-appoint Mr. Saurabh Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1 st April, 2017 upto 31 st March, 2020.	Passed as Special Resolution
9.	To Re-appoint Mr. Sachin Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1 st April, 2017 upto 31 st March, 2020.	Passed as Special Resolution

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015, the voting results, in the format as prescribed, of the aforesaid items are
enclosed herewioth as Annexure - 1. Also find enclosed herewith the Scrutinizer's Report on
remote e-voting and voting at the Annual general Meeting as Annexure -2.

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

Thanking you, Yours faithfully,

For Kamdheny Limited,

(Satish Kumar Agarwal)

Chairman & Managing director

DIN: 00005981

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Format for Voting Results	Results
Date of AGM/EGM	27th September, 2016
Total number of Shareholders on record date	6906
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	13
Public:	29
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	NIL
Public:	NIL

Agenda-wise disclosure	sure							
Resolution required: (Ordinary/ Special)	Ordinary/ Special)		Ordinary Resolution	uc				
			Resolution No.1: T Year ended 31st M	Resolution No.1: To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2016, the reports of the Board of Directors and Auditors thereon.	id adopt the Audite is of the Board of D	d Financial States Sirectors and Aud	ments of the Company itors thereon.	for the Financial
Whether promoter/ pr agenda/resolution?	Whether promoter/ promoter group are interested agenda/resolution?	ested in the						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding	No. of Votes - in favour	No. of Votes - % of Votes in against favour on vot	% of Votes in favour on votes	% of Votes against on votes polled
				shares			polled	
		Œ	(3)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
	E-Voting	16290887	16290887	100.00	16290887	0	100	0
	Poll	0	0	00'0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	16290887	16290887	100.00	16290887	0	100	0
	E-Voting	0	0	00'0	0	0	0	0
Public Institutions	Poll	0	0	00:00	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	AN	NA	NA	NA	NA
	Total	0	0	00:0	0	0	0	0
	E-Voting	1466883	1466883	100.00	1466883	0	100	0
Public Non	Poll	21061	20553	65.76	20553	0	100	
Institutions	Postal Ballot (if applicable)	NA	NA	NA	NA	NA		NA
	Total	1487944	1487436	99.97	1487436	0		0
Total		17778831	17778323	100.00	17778323	0	100	0



	•					2-2-101-20 of Be 10/- 6	and the same bearing
	500 \$***	Resolution No.2: T	Resolution No.2: To declare a dividend of Rs. 0.70 per Equity Shares having face value of Rs.10/- each fully paid-up for the Financial Year ended 31st March, 2016	f Rs. 0.70 per Equit 6	ty Shares having	Tace value of na. 10/ = =	ach tully pald-up ror
Whether promoter/ promoter group are interested i	ed in the						
		Γ	Part of the Author	10 of 1/040r	No of Votos	% of Votes in	% of Votes against
Mode of Voting	No. of shares held		% of votes Polled on outstanding shares	in favour	against	favour on votes polled	on votes polled
	ਜ਼	(2)	(3)=[(5)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*1((7)=[(5)/(2)]*100
E-Voting	16290887	16290887	100	16290887	0		
Poll	0	0	0	0	0		11.07.
Postal Ballot (if applicable)	AN	NA		NA	0		
Total	16290887	16290887		16290887	0		
E-Voting	0	0		0	0		
Poll	0	0		0	0		
Postal Ballot (if applicable)	AN		NA	NA	NA	NA	Z
Total	0		0	0	0	0	0
E-Voting	1466883	1466883	100	1466883	0	100.00	0
E-Vouing	21061	21061		20853		10.66	0
1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-	AIN			NA		AN	NA
Ballot (If applicable	1487944	1487		1487736		36	0
lotal	140/344	110/044		17778673			0
	1///8831	1///8031		200111			
(Ordinary/ Special)		Ordinary Resoluti	uo	******	awaise.	,	
			0	A shake of Res Conf	lessened remark	(1/Divi-00005973)	retires by rotation
		Resolution No.3: and being eligible,	To appoint a Director i , offers himself for re-a	n place of lvir. suni ppointment.	ii Kumar Agarwar	(City, Occopy), with	in the same
promoter group are interested	in the						
						_	of of Votes agains
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 against on votes polled
	3	(3)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*10	(7)=[(5)/(5)]*100
E-Voting	16290887		100			100	
Poll	0			10.11		***************************************	0
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	16290887			16290887		10	
E-Voting	0		0				
Poll	0					0 0	
al Ballot (if applicabl	AN					A NA	Z
and day of the same	0						0
E-Voting	1466883						
Poll	21061						2
Pal Ballot (if annlicah	AN					AN	
	1487944						
	17778831						0.00
	Morether promotery promoter group are interested agenda/resolution? Promoter and Poli E-Voting Public Non Poli Institutions Postal Ballot (if applicable) Total T	(1) (1) (2) (2) (3) (4) (4) (4) (4) (5) (6) (6) (7) (7) (7) (7) (7) (7) (7) (7) (7) (7	No. of shares No. of shares No. of shares 16290887	No. of shares No. of shares No. of shares 16290887	No. of shares No. of shares No. of shares 16290887	No. of shares No. of shares No. of shares 16290887	No. of votes % of Votes Polled No. of Votes % of Votes in favour % of Votes % of Votes in favour % of Votes % of Vot



Resolution required: (Ordinary/ Special)	rdinary/ Special)	<u> </u>	Ordinary Resolution	uo	(4	sing Degictration	No 001526C with
		<u> </u>	Resolution No.4: The Institute of Charis Annual Genera this Annual Genera Se decided by the	Resolution No.4: To appoint M/s S. Singhal & Co., Chartered Accountants, having rinn registration is concussed. The Institute of Chartered Accountants of India, the retiring auditors, to hold office as auditors from the conclusion of this Annual General Meeting of the Company at remuneration to be decided by the Board of Directors on the recommendation of Audit Committee.	al & Co., Chartere Findia, the retiring Iclusion of next An he recommendati	d Accountants, in a uditors, to hold inual General Meon of Audit Comm	office as auditors fror eting of the Company i	n the conclusion of at remuneration to
Whether promoter/ programmer prog	Whether promoter/ promoter group are interested in the	in the						
genda/ resonance		No of charge	No of votes	% of Votes Polled	No. of Votes -	No. of Votes -	% of Votes in	% of Votes against
Category	Mode of voting	held	polled	on outstanding	in favour	against	favour on votes	on votes polled
	,			shares			bolled	
		3	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*10	(7)=[(5)/(2)]*100
	E-Voting	16290887	16290887	ㄴ	16290887	0	100	0
	Poll	0	0	0	0	0		0
Promoter Group	Postal Ballot (if applicable)	NA	AN		NA	0		
	Total	16290887	16290887	100	16290887	0	10	A A A A A A A A A A A A A A A A A A A
	E-Voting	0	0	0	0	0		0
Bublic lactitutions	Poll	0	0	0	0	0		0
	Postal Ballot (if applicable)	NA	AN	NA	NA	NA	Z	NA
	Total	0	0	0	0	0		0
	C.Voting	1466883	1466883	100	1466883	0		
P. Chillian Pilon	poli	21061	21061	100	20553	,	97	
Fublic Noil	rom poctal Ballot (if annifeshle)	AN	AN	AN	NA	AN		
INSTITUTIONS	Tostal Danot (iii appricable)	1487944	1487944	100	1487436	200		
Total	וסנפו	17778831	17778831	100.00	17778323	500	100.00	0.00
lotal								
Resolution required: (Ordinary/ Special)	Ordinary/ Special)		Ordinary Resolution	íon				
			Resoltuion No.5:	Resoltuion No.5: To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2017.	eration of the Cost	: Auditors for the	financial year ending N	March 31, 2017.
Whether promoter/ p	Whether promoter/ promoter group are interested in the	I in the						
agenda/resolution?							47 - 6 15 - 4 - 5 -	+30, ct 3/0+0c 2011pc+
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	on votes polled
		5	2	(3)=[(2)/(1)]*100	(4)	(2)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	C Mating	16290887		┺			10	
Promoter and	Poll	0		0 0	0			0
Promoter Group	Postal Ballot (if applicable)	AN	NA					
•	Total	16290887	16290887	10	1629088		10	
	E-Voting	0						
Public Institutions		0				2	2	N
	Postal Ballot (if applicable)	AN	2	2	2	2		
	Total	٥		0 0	2003376		10	
	E-Voting	1466883	1.4			75	6	2.37
Public Non	Poll	21061	21(-				and the second second second
Institutions	Postal Ballot (if applicable)	NA		A .	7000		56	
	Total	1487944		· ·		200		00.0
Total		17778831	1//8831					



No. of shares No. of votes % of votes polled No. of votes 16290887 100 16290887 100 16290887 100 16290887 100 16290887 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 100 10		Indinary (Special)		Special Recolution					
Mode of Voting			, E.C.	tesolution No.6: Temuneration paya	o Re-appoint Mr. Satis able to him with effect	h Kumar Agarwal a from 1st April, 20	as Whole Time Di 17 upto 31st Mar	rector of the Company rch, 2020.	and approval of
Mode of Voting No. of shares held held	hether promoter/ pn enda/resolution?	omoter group are interested	n the						A COLUMN AND A COL
E-Voting 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887	Category	Mode of Voting	No. of shares held		% 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
F-Voting 16290887 Poil			ਰ	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*1	(7)=[(5)/(2)]*100
Political Politicable Postal Ballot (if applicable 16290887 Total		E-Voting	16290887	16290887	100	16290887	0	10	0
Postal Ballot (if applicable) NA Total		Poll	0	0	0	0	0		
Total 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 16290887 1		Postal Bailot (if applicable)	NA	NA	NA	NA TOOCOCO.		NA.	0
F-Voting		Total	16290887	16290887	100	16290887			0
Postal Ballot (if applicable) NA		E-Voting	0		0	0	0	0	0
Total Sand (if applicable) 1466883 E-Voting 1466883 E-Voting 1487944 17778831 17778831 17778831 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847650 1847660 1847660 1847660 1847660 1847660 1847660 1847660 1847660 1847660 1847660 1847660 1847660 1847660 1847660 1847660 1847660 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831 184778831		Poll Doctol Rollot (if annicable)	O AZ	AN		NA	Z	NA	NA
E-Voting 1466883 1460883 1460883 1460883 1460883 1487944 1487944 1487944 1487944 1487944 1487944 1487944 1487944 1487944 1487944 1487944 1487944 1487944 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 1466883 146		Total	0	0		0	0		0
tions Poll Total Postal Ballot (if applicable) 21061 utions Postal Ballot (if applicable) NA Total 1487944 ther promoter form required: (Ordinary/ Special) (Ordinary/ Special) (1) ther promoter/ promoter group are interested in the 3d/resolution? (1) (1) Category Mode of Voting No. of shares held (1) noter and poter Group E-Voting 16290887 rotal Postal Ballot (if applicable) NA F-Voting Postal Ballot (if applicable) NA F-Voting Poll NA rotal Poll NA Postal Ballot (if applicable) NA F-Voting Poll NA rotal Poll NA Postal Ballot (if applicable) NA Postal Ballot (if applicable) NA Total Poll NA Total Total 1487944 Total Total 147778831		E-Voting	1466883	1466883	100	1466883			
trions Postal Ballot (if applicable) NA Total 1487944 ution required: (Ordinary/ Special) 17778831 ther promoter/ promoter group are interested in the ladyresolution? No. of shares Category Mode of Voting No. of shares coter and loter group E-Voting 16290887 noter Group Poll 0 c Institutions Poll 0 c Institutions Poll 0 E-Voting 0 0 E-Voting 0 0 E-Voting 0 0 E-Voting 0 0 E-Voting 1466883 ic Non Poll 21061 uutions Postal Ballot (if applicable) NA Total Poll 1487944 Total 1487944 Total 1487944		Poll	21061	21061		20553		97	2
ution required: (Ordinary/ Special) 1487944 ther promoter/ promoter group are interested in the 1a/resolution? 1487941 Category Mode of Voting No. of shares held Category E-Voting (1) noter and other group Fe.Voting (1) postal Ballot (if applicable) NA rotal Fe.Voting 0 c Institutions Poll NA rotal Fe.Voting NA postal Ballot (if applicable) NA Total Poll NA rotal Poll NA postal Ballot (if applicable) NA postal Ballot (if applicable) NA Total Poll NA revolung Poll NA revolung Poll NA Total Poll NA Total Poll NA Total NA NA Total NA NA Total NA NA Total NA		Postal Ballot (if applicable)	٩٧	AN		NA	NA		NA
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Mode of Voting	Whether promoter/ p	romoter group are interested	in the						
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ter and per Group E-Voting (1) (2) (3)=[(2)/(1)]*100 (4) ster Group Tet Group E-Voting 16290887 16290887 100 16290887 ster Group Total Postal Ballot (if applicable) NA NA NA NA Institutions Total Poll NA NA NA NA F-voting 0 0 0 0 0 Total 100 0 0 0 0 Total Lovoing 1466883 1466883 100 1466883 F-Voting 121061 100 1466883 100 20553 F-Voting 121061 100 1487944 100 1487945 Postal Ballot (if applicable) NA NA NA NA Postal Ballot (if applicable) NA NA NA NA F-Voting 1466883 100 20553 100 Postal Ballot (if applicable) NA NA NA NA	Category	Mode of Voting	No. or shares held	no. or votes	% of votes rolled on outstanding shares	in favour	against	favour on votes polled	on votes polled
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Total Postal Ballot (if applicable)	romoter and	Poll	0	0		0			
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E-Voting		Total	16290887	1629088		1629088	i prijetije.	OT.	
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Resolution required: (Ordinary/ Special)	Ordinary/ Special)		Special Resolution					
		L	Resolution No.8: 7	Resolution No.8: To Re-appoint Mr. Saurabh Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020.	abh Agarwal as Wf from 1st April, 20:	nole Time Directo 17 upto 31st Mar	r of the Company and ch, 2020.	approval of
Whether promoter/ pagenda/resolution?	Whether promoter/ promoter group are interested in the agenda/resolution?	in the						
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled	No. of Votes -	No. of Votes -	% of Votes in	% of Votes against
		held	polled	on outstanding shares	in favour	against	tavour on votes polled	on votes poneu
		3	ę	000#[[1]]/[6]]-[6]	S	ŷ	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E Moting	(I) 16290887	16290887	100 100 100	16290887	0	00T	0
Promoter and	Poli	0	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	NA	AN	NA	AN	0		0
	Total	16290887	16290887	100	16290887	0	100	0
	E-Voting	0	0	0	0	0	0	0
Dublic Institutions	Doil	0	0		0	0	0	0
	Poetal Ballot (if applicable)	AN	AN	NA	NA	AN	NA	NA
	Total	0	0		0	0	0	0
	1000	1466883	1466883	100	1466883	0	100	0
D. His No.	E-Vourig	21061	21061		20553	200	97.59	2.37
Institutions	Postal Ballot (if annicable)	NA	NA	NA	AN	NA		NA
CHOINTING	Total	1487944	1487944	100	1487436	500		0.03
Total		17778831	17778831	100.00	17778323	200	100.00	0.00
10,01								
Resolution required: (Ordinary/ Special)	(Ordinary/ Special)		Special Resolution	-				
			Resolution No. 9: remuneration pay	Resolution No. 9: To Re-appoint Mr. Sachin Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020.	thin Agarwal as Wh tfrom 1st April, 20	iole Time Director 117 upto 31st Mai	of the Company and a rch, 2020.	approval of
Whether promoter/ I	Whether promoter/ promoter group are interested agenda/resolution?	sted in the						And the second s
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled	No. of Votes -	No. of Votes -	% of Votes in	% of Votes against
Category		held	pəllod	on outstanding shares	in favour	against	favour on votes polled	on votes polled
		Ξ	(2)	(3)=[(3)/(1)]*100	9	(2)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
	F-Voting	16290887		L	16290887	0	100	0
Promoter and	Poll	0		0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	AN	AN	AN	NA	0		
	Total	16290887	16290887	100	16290887		100	
	E-Voting	0		0	0	0	0	0
	9							_

ANNEXURE - 2



CHANDRASEKARAN ASSOCIATES®

COMPANY SECRETARIES

Scrutinizer's Report on remote e-voting and voting at the Annual General meeting

To, The Chairman 22nd Annual General Meeting of the Equity Shareholders Kamdhenu Limited (Formerly known as Kamdhenu Ispat Limited)

Date of Meeting: September 27, 2016

Time of Meeting: At 10:00 a.m.

Venue of the Meeting: Khasra No -841/1(2-8)847(2-16),

behind Rajasthan Petrol Pump, Village Rajokari,

Vasant Vihar, New Delhi-110038

Dear Sir,

I, Rupesh Agarwal, Partner of M/s Chandrasekaran Associates having its office at 11F, Pocket IV, Mayur Vihar Phase –I New Delhi-110091, was appointed as Scrutinizer of M/s. Kamdhenu Limited (Formerly known as Kamdhenu Ispat Limited) ("Company")for remote e-voting and Voting at the Annual General Meeting in respect of the below mentioned resolutions considered at 22ndAnnual General Meeting of the Equity Shareholders of the Company as per notice dated May 27, 2016.

The Notice dated May 27, 2016 convening the 22nd Annual General Meeting along with statement setting out material facts under Section 102 of the Companies Act 2013 ("Act") were sent to the shareholders in respect of the below mentioned resolutions considered at Annual General Meeting of the Equity Shareholders of the Company held on 27th September, 2016

The Company has availed the remote e-voting facilities offered by Karvy Computershare Private Limited (Karvy) for conducting e-voting by the shareholders of the Company.

The remote e-voting period remain opened from Saturday, September 24, 2016 (9:00 am IST) and concluded on Monday, September 26, 2016 (5:00 pm IST)

Counter signed by Chairman

Slaned by Scrutnizer

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The shareholders holding shares as on Tuesday 20th September, 2016 (Cutoff date) were entitled to vote on the proposed resolutions as set out in the Notice of the 22nd Annual General Meeting of the Company.

Further, the Chairman announced the poll at the Annual General Meeting for the Shareholders who have attended the meeting and have not cast their vote earlier through remote e-voting.

After the time fixed for voting through poll at Annual General Meeting venue, i.e. between 10:30 A.M to 11:00 A.M, ballot boxes kept for polling were locked in my presence with due identification Marks placed by me.

The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Karvy Computershare Private Limited (Karvy), Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

The votes (remote e-voting) were unblocked on Tuesday, 27th September 2016 around 2:15 P.M in the presence of two witnesses, Ms. Akansha Goel R/o, F-8/23, Krishna Nagar, New Delhi – 110051 and Mr. Kawaljeet Singh Gulati R/o U-137, Shakarpur, Delhi-110092 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Akansha Goel

Kawaljeet Singh Gulati

The Register of voting, i.e. vote cast through remote e-voting and voting through poll at the Annual General Meeting marked as annexure-A.

Based on the data downloaded from the website of the Karvy Computershare Private Limited (Karvy) for the e-voting process and poll conducted at the Annual General Meeting venue, we now-submit our combined report (e-voting and Poll) as under:

Counter signed by Chairman

Signed by Scrutinizer

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1. The result of the voting as per aforesaid Register is as under:

Resolution 1- To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended 31st March, 2016, the reports of the Board of Directors and Auditors thereon: (Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	34	17757770	100.00
Physical Ballot	47	20561	20553	41	20553	100.00
Total	81	17778331	17778323	75	17778323	100.00

b) Votes against the resolution:

Physical Ballot Total	47 81	20561 17778331	20553 17778323	0	0 0	0 0
e-Voting	34	1 77 57770	17757770	0	0	0
Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Physical Ballot	6	8
Total	6	8

Counter signed by Chairman

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Resolution 2 -To declare a dividend of Rs. 0.70/- per Equity Shares having face value of Rs.10/- each fully paid-up for the Financial Year ended 31st March, 2016: (Ordinary Resolution)

a) Votes in favour of the resolution:

Total	82	17778831	17778831	75	17778623	100.00
Physical Ballot	48	21061	21061	41	20853	99.01
e-Voting	34	17757770	17757770	34	17757770	100
Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast

b) Votes against the resolution:

Total	82	17778831	17778831	1	200	0,95
Physical Ballot	48	21061	21061	1.	200	0.95
e-Voting	34	17757770	17757770	0	0	0
Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Physical Ballot	6	8
Total	6	8

Counter signed by Chairman

Signed by Scrubhizer

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Continuation.....

Resolution 3 -To appoint a Director in place of Mr. Sunil Kumar Agarwal (DIN: 00005973), who retires by rotation and being eligible, offers himself for re-appointment: (Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	34	17757770	100.00
Physical Ballot	48	21061	21061	41	20553	97.59
Total	82	17778831	17778831	75	17778323	100.00

b) Votes against the resolution:

Total	82	17778831	17778831	1	500	2.37
Physical Ballot	48	21061	21061	1	500	2.37
e-Voting	34	17757770	17757770	0	0	0
Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Physical Ballot	6	. 8
Total	6	8

Counter signed by Chairman

Signed by Scrutinize

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Resolution 4 –To appoint M/s S. Singhal & Co., Chartered Accountants, having Firm Registration No. 001526C, with The Institute of Chartered Accountants of India, the retiring auditors, to hold office as auditors from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the Company at remuneration to be decided by the Board of Directors on the recommendation of Audit Committee: (Ordinary Resolution)

a) Votes in favour of the resolution:

Total	82	17778831	17778831	75	17778323	100.00
Physical Ballot	48	21061	21061	41	20553	97.59
e-Voting	34	17757770	17757770	34	17757770	100.00
Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	0	0	0
Physical Ballot	48	21061	21061	1.	500	2.37
Total	82	17778831	17778831	1	500	2.37

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them	
e-Voting	0	0	
Physical Ballot	6	8	
Total	6	8	

Counter signed by Chairman

Signed by Scrutinizer

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Resolution 5 -To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2017: (Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	34	17757770	100.00
Physical Ballot	48	21061	21061	41	20553	97.59
Total	82	17778831	17778831	75	17778323	100.00

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	0	0	0
Physical Ballot	48	21061	21061	1.	500	2,37
Total	82	17778831	17778831	1	500	2.37

c) Invalid votes:

Counter signed by Chairman

Signed by Scruthdizer

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Continuation.....

Resolution 6 - To Re-appoint Mr. Satish Kumar Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020: (Special Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	34	17757770	100.00
Physical Ballot	48	21061	21061	41	20553	97.59
Total	82	17778831	17778831	75	17778323	100.00

b) Votes against the resolution:

Total	82	17778831	17778831	1	500	2.37
Physical Ballot	48	21061	21061	1	500	2.37
e-Voting	34	17757770	17757770	0	0	0
Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	O
Physical Ballot	6	8
Total	6	8

Counter signed by Chairman

Signed by Scrutinizer

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Resolution 7 -To Re-appoint Mr. Sunil Kumar Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020; (Special Resolution)

a) Votes in favour of the resolution:

Total	82	17778831	17778831	75	17778323	100.00
Physical Ballot	48	21061	21061	41	20553	97.59
e-Voting	34	17757770	17757770	34	17757770	100.00
Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast

b) Votes against the resolution:

Particulars.	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	0	0	0
Physical Ballot	48	21061	21061	1	500	2.37
Total	82	17778831	17778831	1	500	2.37

c) Invalid votes:

Total	6	8
Physical Ballot	6	8
e-Voting	0	0
Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them

Counter signed by Chairman

Signed by Scrutipize

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(сэ - 16302 ср. - 6673 Resolution 8 –To Re-appoint Mr. Saurabh Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020: (Special Resolution)

a) Votes in favour of the resolution:

Total	82	17778831	17778831	75	17778323	100.00
Physical Ballot	48	21061	21061	41	20553	97.59
e-Voting	34	17757770	17757770	34	17757770	100.00
Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	0	0	0
Physical Ballot	48	21061	21061	1	500	2.37
Total	82	17778831	17778831	1	500	2.37

c) Invalid votes:

Partículars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	O the second sec
Physical Ballot	6	8
Total	6	8

Counter signed by Chairman

Signed by Scrutinger

Resolution 9 -To Re-appoint Mr. Sachin Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020 :(Special Resolution)

a) Votes in favour of the resolution:

Total	82	17778831	17778831	75	17778323	100.00
Physical Ballot	48	21061	21061	41		100.00
e-Voting	34	17757770	17757770	34	17757770 20553	100.00 97.59
Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	0	0	0
Physical Ballot	48	21061	21061	1	500	2.37
Total	82	17778831	17778831	1	500	2.37

c) Invalid votes:

	Particulars	Total number of members whose votes were declared invalld	Total number of votes cast by them
-	e-Voting	0	0
-	Physical Ballot	6	8
-	Total	6	8

Counter signed by Chairman

Signed by Scrutiniter

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2. The poll papers and other relevant records shall remain in the safe custody of Scrutinizer, until the Chairman signed the minutes of this Annual General Meeting and thereafter the same shall be handed over to the Company Secretary of the Company.

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Thanking you, Yours faithfully,

Rupesh Agarwa

Partner

Chandrasekaran Associates Company Secretaries

Membership No. A16302 CP No.:5673

Place: Delhi

Date:

Counter signed by Chairman