KAMDHENU VENTURES LIMITED
Regd. Off. : 2nd Floor, Building No. 9A, DLF Cyber City,
Phase-III, Gurugram, Haryana - 122002 (India)

Ref: KVL/SEC/2026-27/57
Date: 6th November, 2026

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

To,
The Manager- Listing
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001
BSE Scrip Code: 543747

Sub: Postal Ballot Notice – Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Postal Ballot Notice dated 30th October, 2026, in terms of Section 110 of the Companies Act, 2013 and the Rules made thereunder along with Explanatory Statement for seeking approval of the members of the Company, by means of Postal Ballot process through electronic voting (remote e-voting) only in compliance with the relevant circulars issued by the Ministry of Corporate Affairs, for the following Special Resolution as set out in the Notice:

SPECIAL RESOLUTION
Appointment of Smt. Saroj Punhani (DIN:08922018) as a Non-Executive Independent Director of the Company for a term of 5 consecutive years w.e.f. 30th October, 2026 to 29th October, 2031

The Company has engaged the services of National Securities Depository Limited (NSDL) for providing e-voting facility to its members. The voting rights of the members shall be in proportion to their holding of equity shares in the paid-up share capital of the Company. Only those members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories/RTA/Company as on the **cut-off date i.e., Wednesday, 4th November, 2026,** shall only be entitled to cast their vote by e-voting for the Postal Ballot process.

The e-voting period shall **commence at 09:00 A.M (IST) on Saturday, 7th November, 2026 and shall end at 05:00 P.M (IST) on Sunday, 6th December, 2026 (both days inclusive)**. The e-voting facility will be disabled thereafter.

Ankit
Digitally signed by Ankit
Date: 2026.11.06 11:45:07 +05'30'

Further, please find below the schedule of events for postal ballot:

S. No.	Events	Day/Date
1.	Cut-off date for determining members entitled to Vote	Wednesday, 4th November, 2026
2.	Dispatch of Notice to Shareholders	Friday, 6th November, 2026
3.	Date of commencement of Voting by electronic means	Saturday, 7th November, 2026 at 09:00 A.M (IST)
4.	Last date of Voting by electronic means	Sunday, 6th December, 2026 at 05:00 P.M (IST) (both days inclusive)
5.	Last date of submission of the Report by the Scrutinizer	On or before Tuesday, 8th December, 2026
6.	Date of declaration of the result by the Chairman or any other person authorised by the Chairman	On or before Tuesday, 8th December, 2026
7.	Date on which Resolution will be deemed to have been passed	Sunday, 6th December, 2026

Further, the Postal Ballot Notice along with Explanatory Statement is being sent to all those members whose e-mail addresses are registered with the Company/ Registrar & Share Transfer Agent/ Depositories as on the cut-off date i.e., Wednesday, 4th November, 2026. The said Postal Ballot Notice is also available on website of the Company at www.kamdhenupaints.com , on website of both the stock exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the e-voting website of the National Securities Depository Limited at www.evoting.nsdl.com.

We request you to kindly take the same on records please.

Thanking You,
Yours faithfully,

For Kamdhenu Ventures Limited

Ankit
Digitally signed by Ankit
Date: 2026.11.06 11:45:27 +05'30'

Ankit
Company Secretary & Compliance Officer
Membership No. – ACS 51774

Encl: As above

KAMDHENU VENTURES LIMITED
CIN: L51909HR2019PLC089207
Regd. Office: 2nd Floor, Tower-A, Building No. 9, DLF Cyber City, Phase-III, Gurugram, Haryana-122002, **Phone:** 0124-4604500,
E-mail: cs@kamdhenupaints.com,
Website: www.kamdhenupaints.com

POSTAL BALLOT NOTICE

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014

Remote e-Voting starts on:	**Remote e-Voting ends on:**
Saturday, 7th November, 2026 at 9.00 A.M. (IST)	Sunday, 6th December, 2026 at 5.00 P.M. (IST)

Dear Members,

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (**"the Act"**) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (**"the Rules"**), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**), General Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and the subsequent circulars issued in this regard, the latest being Circular no. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (**"MCA Circulars"**), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (**"SS-2"**) and any other applicable laws, rules, circulars, notifications and regulations [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], that the resolution set out below is proposed to the Members of Kamdhenu Ventures Limited (**"the Company"**) to be passed as a Special Resolution by way of Postal Ballot only through remote e-Voting.

Pursuant to and in compliance with Section 102(1) of the Act, the Explanatory Statement pertaining to the said resolution setting out the material facts and the reasons/rationale thereof forms part of this Postal Ballot notice (**"the Postal Ballot Notice"**).

In compliance with the aforementioned MCA Circulars and Section 110 of the Act and the Rules made thereunder, this Postal Ballot Notice is being sent by e-mail to all Members of the Company whose e-mail addresses are registered with the Company or its Registrar and Transfer Agent (**"RTA"**) or the Depository Participant(s) and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on **Wednesday, 4th November, 2026** ("cut-off date") and to all other persons so entitled. The communication of assent/ dissent of the Members will only take place through the remote e-Voting. Hard copy of Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules, MCA Circulars and SS-2, the Company has engaged the services of National Securities Depository Limited ("**NSDL**") for the purpose of providing remote e-voting facility to its Members as on the cut-off date, **Wednesday, 4th November, 2026**, to enable them to cast their votes electronically. The instructions and detailed procedure for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company at https://www.kamdhenupaints.com/general-meeting and on the website of National Securities

Depository Limited www.evoting.nsdl.com and the same is also available on the website of BSE Limited www.bseindia.com and National Stock Exchange of India Limited www.nseindia.com.

The Board of Directors has severally appointed Shri Rupesh Agarwal (Membership No. ACS-16302), Managing Partner or failing him Shri Shashikant Tiwari (Membership No. FCS-11919), Partner or failing him Shri Lakhan Gupta (Membership No. FCS-12682), Partner, M/s. Chandrasekaran Associates (FRN: P1988DE002500), Company Secretaries, as the Scrutinizer for conducting the Postal Ballot, through remote e-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and remain available for the said purpose. The Scrutinizer's decision on the validity of the voting shall be final.

The Remote E-voting period shall commence on Saturday, 7th November, 2026 (at 09:00 A.M IST) and end on Sunday, 6th December, 2026 (at 05:00 P.M IST) (both days inclusive). The remote e-voting facility will be disabled by NSDL immediately thereafter and will not be allowed beyond the said date and time. Once vote on a resolution is cast by the Member, he/she will not be allowed to change it subsequently or cast the vote again.

Subject to the receipt of sufficient votes cast by the members of the Company, the Resolution shall be deemed to be passed on the last date of voting i.e., on **Sunday, 6th December, 2026**. The Scrutinizer will submit his report, after the completion of scrutiny, to the Chairman or any other officer so authorized. The results of remote e-voting will be announced within two working days after the last date of voting and will be uploaded on the Company's website and will also be communicated to the Stock Exchanges and NSDL and will also be displayed at the registered office and corporate office of the Company.

As the voting on resolution will take place only through remote e-voting, therefore, to enable participation in the remote e-voting process by those members, to whom Postal Ballot Notice could not be sent due to non-availability of valid email address, the Company has made appropriate arrangements with its Registrar and Share Transfer Agent for registration of email addresses in terms of the above-mentioned Circular, please refer the Postal Ballot Notice for the same.

You are requested to peruse the proposed resolution along with the Explanatory Statement and thereafter accord your assent or dissent by means of remote e-Voting facility provided by the Company.

SPECIAL BUSINESS:

Appointment of Smt. Saroj Punhani (DIN:08922018) as a Non-Executive Independent Director of the Company for a term of 5 consecutive years w.e.f. 30th October, 2026 to 29th October, 2031.

To consider and if thought fit, to pass the following resolution as a "**Special Resolution**":

"RESOLVED THAT in accordance with the provisions of Sections 149, 150 and 152 of the Companies Act, 2013 ("the Act') read with Schedule IV thereto, the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulations 16(1)(b), 17 and 25 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable provisions of these statutes and the applicable provisions of other applicable statutes, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) Articles of Association of the Company and pursuant to the approvals and recommendation of the Nomination & Remuneration Committee and Board of Directors of the Company, Smt. Saroj Punhani (DIN: 08922018), who was appointed as an Additional Director in the category of Non-Executive Independent Director of the Company by the Board of Directors with effect from 30th October 2026 and who herself signify her candidature under Section 160, for the office of an Independent Director of the Company along with a declaration to the effect that she fulfills the criteria for Independence as laid down under Section 149(6) of the Act read with

Regulation 16(1)(b) of SEBI Listing Regulations and a declaration to the effect that she is registered with the Independent Director databank maintained by the Indian Institute of Corporate Affairs and is eligible for appointment as an Independent Director, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a first term of five consecutive years with effect from i.e. 30th October 2026 upto October 29, 2031.

RESOLVED FURTHER THAT Smt. Saroj Punhani, Independent Director, will be eligible for sitting fees, within the limits prescribed under Companies Act, 2013 and as approved by the Board of Directors of the Company from time to time, for attending the meetings of the Board of Directors or the Committees thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution, for which purpose it may delegate powers to the Company Secretary or any other person deemed appropriate."

By Order of the Board of Directors
For Kamdhenu Ventures Limited

Sd/-
(Ankit)
Company Secretary & Compliance Officer
Membership No. A51774

Date: 30.10.2026
Place: Gurugram, Haryana

Registered Office: 2nd Floor, Tower-A,
Building No. 9, DLF Cyber City, Phase-III,
Gurugram, Haryana, IN 122002

Notes:

1. The Explanatory Statement pursuant to Sections 102(1) and 110 of the Act read with Rule 20 and 22 of the Rules and Regulations 17(11) and 36(3) of SEBI Listing Regulation setting out material facts of the proposed resolution is annexed hereto and forms a part of this Postal Ballot Notice. It also contains all the requisite disclosures as specified in the applicable provisions of the Companies Act, 2013 read with the rules and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. All the material documents referred to statement pursuant to Section 102 of the Act will be available for inspection at the Registered Office of the Company during 10:00 A.M (IST) to 6:30 P.M. (IST) on all working days (except Saturday & Sunday) from the date of dispatch until the last date for receipt of votes by remote e-voting. Alternately, Members may also send their requests to cs@kamdhenupaints.com from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID during the voting period of the postal ballot.

3. In terms of the MCA Circulars and Section 110 of the Act and the Rules made thereunder, this Postal Ballot Notice is being sent only to the Shareholders in electronic mode ONLY, whose names appear on the Register of Members/list of Beneficial Owners as received from the National Securities Depository Limited **("NSDL")** and Central Depository Services (India) Limited **("CDSL")** and whose email address is registered with the Company/RTA/Depository Participant(s), as on **Wednesday, 4th November, 2026 ("Cut-off Date")**. A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only and the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the ASSENT or DISSENT of the Shareholders would only take place through the remote e-voting system only, in compliance with the provisions of Section 108 of the Act read with the rules framed thereunder and the MCA Circulars.

4. In compliance with the provisions of Regulation 44 of the SEBI Listing Regulations and Section 108 and Section 110 of the Act read with applicable Rules, the MCA Circulars and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically and for the same, the Company has engaged the services of National Securities Depository Limited ('NSDL'). The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company https://www.kamdhenupaints.com, NSDL www.evoting.nsdl.com and Stock Exchanges' website https://www.bseindia.com and https://www.nseindia.com.

5. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the **Cut-Off Date** i.e., **Wednesday, 4th November, 2026**.

6. The Board of Directors has appointed Shri Rupesh Agarwal (Membership No. ACS-16302), Managing Partner or failing him Shri Shashikant Tiwari (Membership No. FCS-11919), Partner or failing him Shri Lakhan Gupta (Membership No. FCS-12682), Partner, M/s. Chandrasekaran Associates (FRN: P1988DE002500), Company Secretaries, as the scrutinizer for conducting the Postal Ballot through E-voting process in a fair and transparent manner. The Scrutinizer shall immediately after the conclusion of e-voting, unblock the votes cast through remote e-voting and make, not later than Two working days of the conclusion of the e-voting, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman of the Company or the other person authorized in this regard. The Chairman or any other person authorized by the Chairman, shall declare the result of the voting forthwith and the same will be

communicated to the National Stock Exchange of India Limited and the BSE Limited and shall also be available on the Company's website www.kamdhenupaints.com and on NSDL Website www.evoting.nsdl.com and Stock Exchanges' website at https://www.bseindia.com and https://www.nseindia.com. Such results will also be displayed on the notice board of the Company at its Registered Office and Corporate Office of the Company.

7. Subject to the receipt of sufficient votes casted by the members of the Company, the resolution shall be deemed to be passed on the last date specified for e-voting, i.e., **Sunday, 6th December, 2026** in terms of SS-2. Further, resolution passed by the members through this Postal Ballot shall be deemed to have been passed as if they are passed at a General Meeting of the Members. The deemed venue for recording of the proceedings of the declaration of the result of Postal Ballot shall be the registered office of the Company situated at 2nd Floor, Tower-A, Building No. 9, DLF Cyber City, Phase-III, Gurugram, Haryana-122002.

8. As required under Rule 20 and Rule 22 of the Rules, read with the MCA Circulars and the SEBI Listing Regulations, the details pertaining to this Postal Ballot is being published in at least one English newspaper (in English language) having nationwide circulation and one vernacular newspaper in the principal vernacular language of the district (in vernacular language i.e., Hindi), having wide circulation in the district where the registered office of the Company is situated.

9. The remote e-voting period shall commence on **Saturday, 7th November, 2026 (at 09:00 A.M IST)** and shall end on **Sunday, 6th December, 2026 (at 05:00 P.M IST)** (both days inclusive). During this period, members of the Company holding shares in physical or electronic form as on the Cut-Off Date i.e., **Wednesday, 4th November, 2026**, may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter.

10. In case of any query/grievance in connection with the Postal Ballot including remote e-voting, Members may contact NSDL by email at evoting@nsdl.co.in or to the Company at cs@kamdhenupaints.com.

11. Members may download the Notice from the Company's website at www.kamdhenupaints.com or from NSDL's website at www.evoting.nsdl.com. A copy of the Notice is also available on the website of BSE at www.bseindia.com and NSE at www.nseindia.com.

12. The vote in this Postal Ballot cannot be exercised through proxy.

13. Members who have not registered/updated their e-mail address with the Company or Depository Participant(s), may complete the e-mail registration process as under:

    a) Members holding shares in physical form may send scan copy of a signed request letter in prescribed form ISR-1 available on the website of the Company www.kamdhenupaints.com, mentioning the folio number, complete address, email address to be registered along with scanned self-attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company's email address at cs@kamdhenupaints.com or to the RTA at admin@skylinerta.com.

    b) Members holding shares in demat mode may update the email address through their respective Depository Participant(s).

14. The Event Number (EVEN) for the Postal Ballot is 143421.

VOTING THROUGH ELECTRONIC MEANS:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

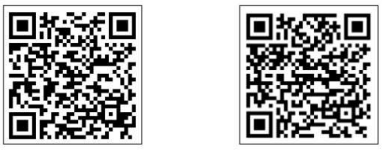
Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e., NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

	4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play 
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID
	For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat	16 Digit Beneficiary ID
account with CDSL.	For example if your Beneficiary ID is
	12********** then your user ID is
	12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company
	For example if folio number is 001*** and EVEN is 143421 then user ID is 143421001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rupesh@cacsindia.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Deputy Vice President, NSDL at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@kamdhenupaints.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@kamdhenupaints.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, SETTING OUT MATERIAL FACTS OF SPECIAL BUSINESS AS SET OUT IN ITEM NO. 1.

ITEM NO. 1:

Upon the recommendation of Nomination & Remuneration Committee and the Board of Directors of the Company, Smt. Saroj Punhani (DIN:08922018) was appointed as an Additional Director in the Category of Non-Executive Independent Director of the Company for a first term of five (5) consecutive years effective from October 30, 2026 upto October 29, 2031, subject to the approval of Shareholders of the Company, in terms of provision of Sections 149, 152, 161 and other applicable Sections of Companies Act, 2013 ("the Act") and Regulations 17, 25 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"). As per Section 161 of Act, the appointment of Additional Director is valid up to next Annual General Meeting, however, in terms of the Listing Regulations, the Company is required to obtain approval of members at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier, hence, the resolution no. 1 is proposed to the members for their approval. Further, the proposed resolution should be treated as recommendation for appointment of Smt. Saroj Punhani as a Director as well as a Non-Executive Independent Director of the Company.

With respect to the appointment of Smt. Saroj Punhani as a Non-Executive Independent Director, the Company has received from her:

(a) a notice in terms of Section 160 of the Act;

(b) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014;

(c) Intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under Section 164 of the Act;

(d) declaration in terms of Circulars No. NSE/CML/2018/24 issued by NSE and LIST/COMP/14/2018-19 issued by BSE dated June 20, 2018 stating that she is not debarred/restrained for being appointed or for holding the office of director in the Company by virtue of any order issued by SEBI or any other competent authority.

(e) Declarations that she meets the criteria of Independence prescribed under sub-section (6) of Section 149 of the Act and Rules framed thereunder, read with Schedule IV of the Act and Regulations 16 & 25 of SEBI Listing Regulations, as amended and has also confirmed that she is the registered member of Independent Director databank maintained by Indian Institute of Corporate Affairs (IICA).

The Nomination and Remuneration Committee ("NRC") had finalized the desired attributes for the selection of the Independent Director and on the basis of those attributes, the NRC recommended the candidature of Smt. Saroj Punhani. The Board noted that Smt. Saroj Punhani's skills, background and experience aligned to the rules and capabilities identified by the Nomination & Remuneration Committee and she is eligible for appointment as Independent Director.

The Board was satisfied to the appointment of Smt. Saroj Punhani is justified due to the following reasons:

i) Her extensive experience in auditing, accounting, financial management, public administration and corporate governance;

ii) Her experience in senior positions in the Indian Audit and Accounts Service (IA&AS), including as Deputy Comptroller and Auditor General (HR and Training);

iii) Her experience as Central Information Commissioner, contributing to her understanding of transparency, accountability and regulatory governance; and

iv) Her expertise in policy implementation, institutional administration, financial oversight and governance, which would contribute to informed decision-making and strengthen the Board's oversight functions.

In the opinion of the Board, she is a person of integrity, fulfills the conditions specified in the Act and the Rules made thereunder and SEBI Listing Regulations and is independent of the Management of the Company. It may be noted that the appointment of Smt. Saroj Punhani shall be deemed to be a continuation of her appointment for a period of five (5) consecutive years w.e.f. the date of appointment as an Additional

Director in the category of Independent Director by the Board of Directors on 30th October, 2026, as aforementioned.

The Board has ensured that there is appropriate balance of skills, experience and knowledge in the Board so as to enable the Board to discharge its functions and duties effectively.

A copy of the draft letter of appointment of Smt. Saroj Punhani as an Independent Director setting out the terms and conditions is available for the members on the website of the Company i.e., www.kamdhenupaints.com for purpose of electronic inspection.

The resolution seeks the approval of the Shareholders of the Company in terms of Section 149 and other applicable provisions of the Act and the rules made thereunder, read with Schedule IV of the Act and in terms of Regulation 17(1C) of Listing Regulations, for appointment of Shri Smt. Saroj Punhani, as an Independent Director of the Company for a period of five (5) consecutive years i.e., October 30, 2026 upto October 29, 2031.

Brief profile and other details, in compliance with the Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended and secretarial standard issued by Institute of Company Secretaries of India, are as under:

Name of Director & DIN	Saroj Punhani (DIN: 08922018)
Date of First Appointment	30th October, 2026
Experience (including expertise in specific functional area)/ Brief Resume	Smt. Saroj Punhani is a distinguished former officer of the Indian Audit and Accounts Service (IA&AS), 1984 batch, with nearly four decades of extensive experience in auditing, accounting, public administration, financial management, and governance. She holds a Master of Science degree in Botany from Miranda House, University of Delhi, a Master of Business Administration in Finance from Indira Gandhi National Open University, and a Master of Philosophy degree from the Indian Institute of Public Administration. During her illustrious career in the civil services, she held several senior and prestigious positions, including that of Deputy Comptroller and Auditor General (HR and Training) in the Office of the Comptroller and Auditor General of India. She also served on deputation with various Central Government Ministries and public sector organisations, gaining extensive experience in policy implementation, institutional administration, and public sector governance. Subsequently, she served as the Central Information Commissioner at the Central Information Commission from November 2020 to November 2023, further strengthening her expertise in transparency, accountability, and regulatory governance.
Age	65 Years
Qualification	Master of Science degree in Botany from Miranda House, University of Delhi, a Master of Business Administration in Finance from Indira Gandhi National Open University, and a Master of Philosophy degree from the Indian Institute of Public Administration.
Terms and Conditions of appointment/re-appointment	Appointment as Non-Executive & Independent Director, not liable to retire by rotation, for the first term of 5 consecutive years, in terms of Section 149 and other applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015.
Past Remuneration drawn	Not Applicable
Shareholding in the Company as on 30th October, 2026 including shareholding as beneficial owner	She does not hold any shares in the Company directly or as beneficial owner.

Inter-se relationship between Director/Manager and other KMPs	She is not related to any director/other KMP's of the Company.
Remuneration sought to be paid	Nil, except sitting fees.
Number of Meeting attended during the financial year	Nil
Names of listed entities in which she holds the directorship along with listed entities from which she resigned in the past three years.	Independent Director - 2 (two) of Listed entities as below: 1) TIL Limited 2) Roto Pumps Limited She has not resigned from any listed Companies in the past three years.
Membership / Chairmanship of committees in public limited companies in India	Chairperson of the Audit Committee and Member of the Nomination and Remuneration Committee and Corporate Social Responsibility Committee of TIL Limited. Member of the ESG Committee of Roto Pumps Limited
Directorships other than listed Company as on March 31, 2026	Not Applicable
Stock Option	Not Applicable
Skills and capabilities required for the role and the manner in which Smt. Saroj Punhani meets such requirements	As mentioned above

The Board recommends the Special Resolution as set out at Item No. 1 of the Notice for approval by the Shareholders.

Except Smt. Saroj Punhani, to whom this resolution relates and his relatives, none of the Director(s) and Key Managerial Personnel of the Company or their respective relatives, are concerned or interested financially or otherwise in the Resolution mentioned at Item No. 1 of the Notice.

By Order of the Board of Directors
For Kamdhenu Ventures Limited

Sd/-
(Ankit)
Company Secretary & Compliance Officer
Membership No. A51774

Date: 30.10.2026
Place: Gurugram, Haryana

Registered Office: 2nd Floor, Tower-A,
Building No. 9, DLF Cyber City, Phase-III,
Gurugram, Haryana, IN 122002