KAMDHENU PAINTS

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

Ref: KVL/SEC/2026-27/38
Date: 31st August, 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

Subject: Submission of the Notice of 7th Annual General Meeting of Kamdhenu Ventures Limited.

Dear Sir/ Madam,

In furtherance to our earlier letter dated 20th August, 2026 and in compliance with the Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of the 7th Annual General Meeting ("AGM") of the Company scheduled to be held on Friday, 25th September, 2026 at 3:30 P.M. (IST) through Video Conferencing/ Other Audio-Visual Means.

The Notice of the 7th AGM of the Company is also available on the website of the Company at www.kamdhenupaints.com and can be downloaded from the below link:

https://kamdhenupaints.com/pdf/notice-of-7th-annual-general-meeting.pdf

We request you to kindly take the same on records.

For Kamdhenu Ventures Limited

Ankit Digitally signed by Ankit
Date: 2026.08.31 14:06:17
+05'30'

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

Encl.: as above.

KAMDHENU VENTURES LIMITED

Notice of
7th Annual General Meeting

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

NOTICE OF 7TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Seventh (7th) Annual General Meeting **("AGM")** of the Members of **KAMDHENU VENTURES LIMITED ("the Company")** will be held on Friday, 25th day of September, 2026 at 3:30 P.M. (IST) through Video Conferencing **("VC")**/ Other Audio-Visual Means **("OAVM")**. The venue of the AGM shall be deemed to be the Registered Office of the Company and the proceedings of the AGM shall be deemed to be made thereat, to transact the following Businesses:

ORDINARY BUSINESSES:

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED (STANDALONE AND CONSOLIDATED) FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026, TOGETHER WITH REPORTS OF THE AUDITORS' AND THE BOARD OF DIRECTORS THEREON.**

   To consider and, if thought fit, to pass the following resolutions as an Ordinary Resolution:

   "**RESOLVED THAT** the Audited Standalone Financial Statements of the Company including the Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss, the Cash Flow Statement for the financial year ended on 31st March, 2026, notes to Financial Statements and the Reports of the Auditors' and the Board of Directors thereon, as circulated to the members, be and are hereby received, considered and adopted.

   RESOLVED FURTHER THAT the Audited Consolidated Financial Statements of the Company including the Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss, the Cash Flow Statement for the financial year ended on 31st March, 2026, notes to Financial Statements and the Reports of the Auditors' thereon, as circulated to the members, be and are hereby received, considered and adopted."

2. **TO APPOINT A DIRECTOR IN PLACE OF SHRI SUNIL KUMAR AGARWAL (DIN: 00005973), DIRECTOR OF THE COMPANY, WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT AS A DIRECTOR.**

   To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Sunil Kumar Agarwal (DIN: 00005973), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, being liable to retire by rotation."

NOTICE (Contd.)

SPECIAL BUSINESSES:

3. **RE-APPOINTMENT OF SHRI RAMESH CHAND SURANA (DIN: 00089854) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR SECOND TERM OF FIVE CONSECUTIVE YEARS:**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV thereto and the Companies (Appointment and Qualifications of Directors) Rules, 2014 as amended, from time to time, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 17, 17(1A), 19, 25 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, ("**SEBI Listing Regulations**") and in accordance with the Articles of Association of the Company and upon the recommendation of Nomination and Remuneration Committee and Board of Directors, Shri Ramesh Chand Surana (DIN: 00089854), whose period of office will expire on 17th July, 2027 and being eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Non-Executive Independent Director of the Company, be and is hereby re-appointed, as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for the second term of 5 (five) consecutive years, with effect from 18th July, 2027 up to 17th July, 2032.

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(1A) of SEBI Listing Regulations and other applicable provisions if any, consent of members of the Company be and is hereby accorded to the continuation of Shri Ramesh Chand Surana (DIN: 00089854), as an Independent Director of the Company, who shall attain the age of 75 years, during his second term as an Independent Director of the Company.

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."

4. **RE-APPOINTMENT OF SHRI MADHUSUDAN AGARWAL (DIN: 00338537) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR SECOND TERM OF FIVE CONSECUTIVE YEARS:**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV thereto and the Companies (Appointment and Qualifications of Directors) Rules, 2014 as amended, from time to time, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 17, 25 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, ("**SEBI Listing Regulations**") and in accordance with the Articles of Association of the Company and upon the recommendation of Nomination and Remuneration Committee and Board of Directors, Shri Madhusudan Agarwal (DIN: 00338537), whose period of office will expire on 17th July, 2027 and being eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the

Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Non-Executive Independent Director of the Company, be and is hereby re-appointed, as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for the second term of 5 (five) consecutive years, with effect from 18th July, 2027 up to 17th July, 2032.

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."

By order of the Board of Directors of
Kamdhenu Ventures Limited

Sd/-
Saurabh Agarwal
Managing Director
DIN: 00005970

Date: 13th August, 2026
Place: Gurugram

Registered Office:
Kamdhenu Ventures Limited
CIN: L51909HR2019PLC089207
2nd Floor, Tower-A, Building No. 9, DLF Cyber City,
Phase-III, Gurugram- 122002 Haryana, India
Telephone No.: 0124-4604500
Email : cs@kamdhenupaints.com
Website : www.kamdhenupaints.com

NOTICE (Contd.)

NOTES:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("**the Act**") setting out material facts concerning the businesses under Item Nos. 3 to 4 of the accompanying **Annual General Meeting ("AGM")** Notice, is annexed hereto. Further, the relevant details, pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulation**") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2') respectively, in respect of Directors seeking appointment/ re-appointment at the AGM are also annexed.
2. The Ministry of Corporate Affairs, Government of India (**"MCA"**) inter-alia vide their General Circular Nos. 14/2020 dated 08th April, 2020 and 17/2020 dated 13th April, 2020, followed by General Circular Nos. 20/2020 dated 05th May, 2020, and subsequent circulars issued in this regard, the latest being Circular No. 03/2025 dated 22nd September, 2025 (collectively referred to as "MCA Circulars") has allowed to hold the AGMof the Company through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue. The deemed venue for the 7th AGM shall be the Registered Office of the Company situated at 2nd Floor, Tower-A, Building No. 9, Tower-A, DLF Cyber City, Phase-III, Gurugram – 122002, Haryana.
3. Since this AGM is being held through VC/OAVM, the requirement of physical attendance of Members has been dispensed with. The facility for appointment of proxies by Members will not be available for this 7th AGM and hence, the proxy form, attendance slip and route map of AGM are not annexed to this Notice.
4. Participation of members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
5. The Institutional Investors and Body Corporates who are the Shareholders of the Company are encouraged to attend and vote at the 7th AGM through VC/OAVM facility provided by the Company. Body Corporate Shareholders / Institutional Investors (i.e. other than individuals, HUFs, NRIs etc.) who are intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the 7th AGM through VC/OAVM or to vote through remote e-voting are requested to send a certified copy of the Board Resolution as passed by their respective Board of Directors or Governing/Statutory Bodies, to the Scrutinizer appointed by the Company through e-mail on their registered e-mail address at shashikant@cacsindia.com and to Shri Rohit, Company Secretary of the Company at cs@kamdhenupaints.com, not later than the 48 hours before the scheduled time of the commencement of the 7th AGM.
6. The Company has engaged National Securities Depository Limited ("NSDL"), as the authorized agency, for providing the facility to the members of the Company to cast their votes electronically through the electronic voting (remote e-voting and e-voting during the AGM) facility provided in a secured manner, in compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), and Regulation 44 of SEBI Listing Regulations, (as amended) and which will also provide the platform for convening the meeting through Video Conferencing.
7. In terms of the MCA Circulars, the Annual Standalone & Consolidated Financial Statements, Annual Report for the financial year 2025-26 along with Notice of the AGM of the Company, will be available on the website of the Company at www.kamdhenupaints.com, on the website of NSE and BSE Limited at www.nseindia.com and www.bseindia.com and also on the website of National Securities Depositories Limited (**"NSDL"**) at www.evoting.nsdl.com.
8. The Members can join the 7th AGM through VC/ OAVM facility by following the procedure as mentioned below which shall be kept open for the members from 3:00 P.M. (IST) i.e. 30 minutes before the time scheduled to start the 7th AGM and the Company will close the window for joining the VC/ OAVM facility 15 minutes after the scheduled time to start the 7th AGM. The facility for participation at the 7th AGM through VC/OAVM will be made available to at least 1,000 Members on a first-come-first-served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first-come-first-served basis.

9. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and other relevant registers including the register maintained under Section 189 of the Act and documents referred in the Notice will be available electronically for inspection by the members during the AGM. Members keen to inspect all the documents as referred to in the Notice are available for inspection electronically during working business hours i.e. between 10:00 A.M. (IST) to 04:00 P.M. (IST), by the members from the date of circulation of this Notice up to the date of AGM, without any fee. Members seeking to inspect such documents can send an email to cs@kamdhenupaints.com.
10. With effect from 02nd April, 2026, SEBI has dispensed with the requirement of issuance of a Letter of Confirmation (LOC) by the Company/RTA while processing service request#. Accordingly, securities will be credited directly to the shareholder's demat account upon submission of valid demat account details along with the latest Client Master List(not older than 2 months), Demat Conversion Request Form for NSDL/ Demat Request form for CDSL and Latest Client Master List, both attested by Depository Participant, besides mandatory documents for the subject service requests subject to folio being KYC Compliant. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website at www.kamdhenupaints.com and RTA at www.skylinerta.com.

    #Request for Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition.

    Further, all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or the RTA for assistance in this regard.
11. The Company has fixed Friday, 28th August, 2026 as the cut-off date, for the purpose of sending notice of this AGM and Annual Report and other documents thereto, to the members of the Company.
12. Members are requested to address all correspondence, to the Company, and RTA, Skyline Financial Services Private Limited. The Contact details are mentioned below:

Mr. Ankit Company Secretary & Compliance Officer Kamdhenu Ventures Limited, 2nd Floor, Tower-A, Building No. 9, DLF Cyber City, Phase III, Gurugram– 122002 Haryana Website: www.kamdhenupaints.com Email: cs@kamdhenupaints.com Contact No.: 0124-4604500	**Skyline Financial Services Private Limited,** D-153 A, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi – 110020 Website: www.skylinerta.com Email: admin@skylinerta.com Contact No.: 011-26812682

13. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members, whose email address is not registered with the Company or with their respective Depository Participant(s), and who wish to receive the Notice of this AGM and the Annual Report for the financial year 2025-26 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:
    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, 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).

NOTICE (Contd.)

14. As per Regulation 40 of SEBI Listing Regulations, as amended, and vide SEBI Notification No. SEBI/LAD-NRO/ GN/2018/24 dated 08th June, 2018 and further amendment through Notification No. SEBI/ LAD NRO/GN/2018/49 dated 30th November, 2018, securities of listed companies can be transferred only in dematerialized form with effect from 01st April, 2019, except in case of requests received for transmission or transposition of securities. To eliminate all risks associated with physical shares and for ease of members with respect to their portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact Company's RTA, Skyline Financial Services Private Limited for assistance in this regard.
15. As per the provisions of Section 72 of the Act, the facility for making a nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No. SH- 13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14. Members who are either not desiring to register for Nomination or would want to opt-out, are requested to fill out and submit Form No. ISR-3. The said forms can be downloaded from the website of the Company i.e. https://www.kamdhenupaints.com/notice-to-shareholders. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the shares physical form.
16. Any person, who acquires shares of the Company and becomes member of the Company after the Company sends the Notice of this AGM along with Annual Report for financial year 2025-26 by email and holds shares as on the cut-off date i.e., Friday, 18th September, 2026 may obtain the User ID and password by sending a request to the Company Secretary at cs@kamdhenupaints.com and you may also write an email at www.evoting.nsdl.com. After receipt of the above credentials, please follow the steps mentioned in this notice, to cast the vote. However, if you are already registered with NSDL for remote e-Voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com.
17. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting or casting vote through e-Voting system during the AGM. In case of joint holders, the Members whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 18th September, 2026.
18. During this AGM, the Chairman shall, after response to the questions raised by the members in advance or as by the speakers at the AGM, formally propose to the members participating through VC/ OAVM facility to vote on the resolutions as set out in the Notice of the AGM and announce the start of the casting of vote through the e-Voting system. After the members participating through VC/ OAVM facility, eligible and interested to cast votes, have cast the votes, the e-Voting will be closed with the formal announcement of closure of the 7th AGM.
19. The Board of Directors in their meeting held on 13th August, 2026 has appointed Mr. Rupesh Agarwal (Membership No. ACS-16302), Managing Partner or failing him Mr. Shashikant Tiwari (FCS No. 11919), Partner, failing him, Mr. Lakhan Gupta (Membership No. FCS No. 12682), Partner of M/s Chandrasekaran Associates, Company Secretaries, as the Scrutinizer to scrutinize remote e-voting process before the AGM as well as the e-voting (Insta-poll) during the AGM, in a fair and transparent manner.
20. The Scrutinizer shall after the conclusion of e-Voting at the 7th AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall, not later than two (02) working days in terms of SEBI Listing Regulations from conclusion of the AGM, make a consolidated scrutinizer's report of the total votes cast in favor or against, invalid votes, if any, and such Report shall then be sent to the Chairman or a person authorized by him, who shall then countersign and declare the result of the voting forthwith. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.kamdhenupaints.com and on the website of NSDL at www.evoting.nsdl.com. The Results shall also be simultaneously forwarded to the Stock Exchanges National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed. The results of the voting shall also be placed on the Notice Board at the Registered Office of the Company.

21. Electronic copy of the Notice of this AGM along with the Annual Report for the financial year 2025-26 is being sent to all the members whose email addresses are registered with the Company/ Depository Participant(s) for communication purposes, in compliance with the MCA and SEBI Circulars. In case any member is desirous of obtaining hard copy of the Annual Report for the financial year 2025-26 and Notice of this AGM of the Company, may send request to the Company's email address at cs@kamdhenupaints.com mentioning their Foilo No./ DP ID and Client ID.

Additionally, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, the Company is also sending a letter to Members whose E-mail IDs are not registered with the Company or its RTA or with DP providing the weblink of Company's website from where the Annual Report for the FY 2025-26 can be accessed.

22. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company at least 10 days before the date of meeting through email on cs@kamdhenupaints.com. The same will be replied by the Company suitably.
23. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
24. SEBI has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to this, post exhausting the option to resolve their grievance with the RTA/Company directly and/or through the SEBI SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login).
25. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form only.
26. Voting may be made through remote e-voting which will be available during the prescribed time period before the meeting (as given below); or through e-voting platform which will be available during the meeting:

Commencement of remote e-voting	Tuesday, 22nd September, 2026 (09:00 A.M. IST)
End of remote e-voting	Thursday, 24th September, 2026 (05:00 A.M. IST)

27. The relevant details as required under Regulation 36 of the Listing Regulations and Secretarial Standard on General Meeting (SS-2) issued by The Institute of Company Secretaries of India, and Director seeking appointment/ re-appointment at this AGM, forms an integral part of the Notice of this AGM. Requisite declarations, consent, eligibility have been received from the Director seeking appointment/ re-appointment.
28. General Instruction for accessing and participation in the 7th AGM of the Company through VC/OAVM facility and voting through electronic means including remote E-voting (Insta Poll):

A) Instruction for the Member for Voting through Electronic means;

- Members of the Company holding shares either in physical form or in electronic form as of the cut-off date of Friday, 18th September, 2026 may cast their vote by remote e-Voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members (for voting through remote e-Voting before the AGM and e-Voting during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company as of the cut-off date of Friday, 18th September, 2026. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- In case of joint holders, the Members whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

- A person whose name is recorded in the Register of Members or the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. Friday, 18th September, 2026, shall be entitled to avail of the facility of remote e-voting before the AGM as well as e-Voting during the AGM. Any person who acquire shares of the Company and becomes a Member of the Company after the dispatch of this Notice and holding shares as on the cut-off date, i.e. Friday, 18th September, 2026, may obtain the User ID and password by sending a request along with the requisite documents at evoting@nsdl.com. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or contact at 022 – 4886 7000 and 022 - 2499 7000. The Notice of the AGM indicating the instructions for the remote e-voting process can be downloaded from the NSDL's website www.evoting.nsdl.com or the Company's website www.kamdhenupaints.com.
- Members will be provided with the facility for voting through electronic voting system during the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote during the AGM. Members who have cast their vote by remote e-voting prior to the AGM will also be eligible to participate at the AGM but shall not be entitled to cast their vote again on such resolutions for which the member has already cast the vote through remote e-Voting.
- A person who is not a member as on the cut-off date should treat this Notice of the 7th AGM for information purpose only.

B) Instructions for attending the meeting through Video Conferencing; and voting through electronic means including remote E-voting (InstaPoll) are given at the end of this notice.

- The members will be provided with a facility to attend the 7th AGM through VC/ OAVM through the NSDL e-Voting system. Members may access the same by following the steps mentioned above for "Access to NSDL e-Voting system". The link for VC/ OAVM will be available in "Shareholder/ Member login" where the EVEN ("E-voting Event Number") of the Company will be displayed. After successful login, the members will be able to see the link of ("VC/ OAVM") placed under the tab "Join General Meeting" against the name of the Company. On clicking this link, the members will be able to attend the AGM. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID/ Password may retrieve the same by following the remote e-Voting instructions as mentioned in the notice, to avoid last minute rush.
- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Members may submit their questions/queries in advance with regard to any matter to be placed at the AGM, from their registered email address, mentioning their name, DP ID and Client ID number/ folio number and mobile number, to reach the Company's email address at cs@kamdhenupaints.com on or before tuesday, 15th September, 2026 by 5:00 P.M. (IST). Such questions/queries by the members shall be taken up during the meeting and replied by the Company suitably.
- Members, who would like to express their view/ ask questions during the AGM with regard to the financial statements or any other matter to be placed at the AGM, may register themselves as a Speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID number/ folio number and mobile number, to reach the Company's email address at cs@kamdhenupaints.com at least 48 hours in advance before the start of the meeting i.e. by 23rd September, 2026 by 5:00 P.M. (IST). Those members who have pre-registered themselves as a speaker will be allowed to express their view/ ask questions during the AGM, depending upon the availability of time.

- When a pre-registered speaker is invited to speak at the meeting, but he/ she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.
- The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the 7th AGM.
- Institutional Investors who are members of the Company, are encouraged to attend and vote in the 7th AGM through VC/ OAVM facility.
- In case of any difficulty in registering the e-mail id; e-voting or attending the meeting through Video Conferencing, etc. the following persons may be contacted:

Name	Contact No. & Email id
Shri Rohit Company Secretary & Compliance Officer Kamdhenu Ventures Limited	0124-4604500 cs@kamdhenupaints.com
Ms. Pallavi Mhatre, Senior Manager at NSDL	022 - 4886 7000 evoting@nsdl.com

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Tuesday, 22nd September, 2026 at 9:00 A.M. and ends on Thursday, 24th September, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 18th September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 18th September, 2026.

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 and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated 09th December, 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. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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.

NOTICE (Contd.)

Type of shareholders	Login Method
	2. 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 or joining virtual meeting & voting during the meeting. 3. 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 4. 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 or joining virtual meeting & voting during the meeting. 5. 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 or joining virtual meeting & voting during the meeting. 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.

Type of shareholders	Login Method
	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 or joining virtual meeting & voting during the meeting.

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 e-Voting and joining virtual meeting 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 and the EVEN for AGM is 141204 :

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 account with CDSL.	16 Digit Beneficiary ID 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 141204 then user ID is 141204000***

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 and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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 shashikant@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, Senior Manager 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 and joining virtual meeting for Individual shareholders holding securities in demat mode.

NOTICE (Contd.)

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 09th December, 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/ OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members, who would like to express their view/ ask questions during the AGM with regard to matters to be placed at the AGM, may register themselves as a Speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID number/ folio number and mobile number, to reach the Company's email address at cs@kamdhenupaints.com at least by Wednesday, 23rd September, 2026. Those members who have pre-registered themselves as a speaker will be allowed to express their view/ ask questions during the AGM, depending upon the availability of time.

NOTICE (Contd.)

6. When a pre-registered speaker is invited to speak at the meeting, but he/ she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, to ensure the smooth conduct of the AGM.

By order of the Board of Directors of
Kamdhenu Ventures Limited

Sd/-
Saurabh Agarwal
Managing Director
DIN:00005970

Date: 13th August, 2026
Place: Gurugram

Registered Office:
Kamdhenu Ventures Limited
CIN: L51909HR2019PLC089207
2nd Floor, Tower-A, Building No. 9, DLF Cyber City,
Phase-III, Gurugram- 122002, Haryana, India
Telephone No.: 0124-4604500
Email: cs@kamdhenupaints.com
Website: www.kamdhenupaints.com

EXPLANATORY STATEMENT

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (hereinafter referred to as **"Act"**) sets out all material facts relating to the business mentioned at Item Nos. 3 to 4 of the accompanying Notice dated 13th August, 2026.

ITEM NO. 3

Shri Ramesh Chand Surana (DIN: 00089854) was appointed as an Independent Director on the Board of the Company for the first term of 5 (Five) consecutive years w.e.f. 18th July, 2022 to 17th July, 2027 pursuant to the provisions of Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014. He will hold office as an Independent Director of the Company up to 17th July, 2027 ("first term") in accordance with the explanation to Sections 149(10) and 149(11) of the Act.

Since the first term of Shri Ramesh Chand Surana would be expiring on 17th July, 2027 based on the recommendation of the Nomination and Remuneration Committee, considering the skills, experience, knowledge he possess and the report of performance evaluation of the Independent Directors for the financial year 2025-26, the Board of Directors at its meeting held on 13th August, 2026 recommended for the approval of the members by way of Special Resolution at the ensuing 7th Annual General Meeting, the re-appointment of Shri Ramesh Chand Surana for a second term of consecutive five years from 18th July, 2027 to 17th July, 2032 in terms of Section 149 read with Schedule IV to the Act, SEBI Listing Regulations or any amendment thereto or modification thereof.

Shri Ramesh Chand Surana, a management post-graduate from Banaras Hindu University has more than 40 years of rich and extensive experience in Finance, Marketing, Project Execution and plant management. He started his career with HEG Limited in 1976 as Management Trainee immediately after his MBA from BHU, he became President in 1997, and then, elevated to the position of CEO in 1999 in HEG Limited.

Being a professional business doctor having vast experience, Shri Ramesh Chand Surana has displayed tremendous capability with his rich diverse experience and has been serving Kamdhenu Group as an independent Director since long and has made rich contribution in policy making and crucial decision making for path-breaking success.

Shri Ramesh Chand Surana has provided a declaration to the Board of Directors, stating that he continues to meet the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. He also affirmed that he is not restrained from acting as a Director under any order passed by the Securities and Exchange Board of India or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act.

He has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated 20th June, 2018, issued by the BSE Limited and the National Stock Exchange of India Limited pertaining to the enforcement of SEBI Orders regarding the appointment of Directors by the listed companies. In the opinion of Directors, Shri Ramesh Chand Surana is a person of integrity, possesses the relevant expertise/experience, and fulfills the conditions specified in the Act and the SEBI Listing Regulations for re-appointment as an Independent Director, and he is independent of the management. In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Shri Ramesh Chand Surana has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Further, in terms of Section 149 and other applicable provisions of the Act, Shri Ramesh Chand Surana, being eligible and offers himself for re-appointment, is proposed to be re-appointed as an Independent Director for a second term of 5 consecutive years w.e.f. 18th July, 2027 up to 17th July, 2032.

The Company has received the following documents in relation to his appointment;

a) Notice in writing in terms of Section 160 of the Act;

b) Consent to act as a director of the Company, in the stipulated form DIR-2;

c) Disclosure in terms of Section 184 of the Act, in form MBP-1;

d) Disclosure in terms of Section 164 of the Act, in form DIR-8, stating that he is not disqualified for holding office of Director in the Company, if appointed as Independent Director;

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

f) Declarations that he 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 the Regulations, as amended and has also confirmed that he is the registered member of Independent Director databank maintained by Indian Institute of Corporate Affairs (IICA).

Shri Ramesh Chand Surana will be entitled to receive sitting fees for attending the Committees and Board Meetings of the Company as may be decided by the Board of Directors of the Company from time to time.

In the opinion of the Nomination and Remuneration Committee and Board of Directors, Shri Ramesh Chand Surana fulfills the conditions specified in the Act, rules made thereunder and the SEBI Listing Regulations for his re-appointment as an Independent Director of the Company and he is independent of the management.

Copy of the draft letter for appointment of Shri Ramesh Chand Surana as an independent director setting out the terms and conditions is available for inspection at the registered office of the Company by any member during normal business hours and will also be posted on the Company's website.

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 the Director: Shri Ramesh Chand Surana

Brief Resume & Experience/Skills & Capabilities: Shri Ramesh Chand Surana, a management post-graduate from Banaras Hindu University has more than 40 years of rich and extensive experience in Finance, Marketing, Project Execution and plant management. He started his career with HEG Limited in 1976 as Management Trainee immediately after his MBA from BHU, he became President in 1997, and then, elevated to the position of CEO in 1999 in HEG Limited.

Being a professional business doctor having vast experience, has displayed tremendous capability with his rich diverse experience and has been serving Kamdhenu Group as an independent Director for a long term and has made rich contribution in policy making and crucial decision making for path-breaking success.

Age: 73 Years

Date of First Appointment: 18th July, 2022

Qualification: Post graduation from Banaras Hindu University, Varanasi, Uttar Pradesh.

Nature of expertise in specific functional areas: Shri Ramesh Chand Surana has more than 40 years of rich and extensive experience in Finance, Marketing, Project Execution and Plant Management. Such experience will be very helpful for the Company in the relevant field.

Terms and Conditions of appointment/re-appointment: Re-appointment for the second term of 5 consecutive years from 18th July, 2027 to 17th July, 2032 (both days inclusive).

Remuneration Drawn/remuneration sought to be paid: During the financial year 2025-26, Shri Ramesh Chand Surana was not paid any managerial remuneration. However, he was paid sitting fees amounting to ₹ 6.10 Lakhs for attending the meetings of the Board of Directors and its Committees. He will be paid sitting fees as approved by Board of Directors from time to time.

Shareholding in the Company as on the date of Notice (self and beneficial basis): 10,000 equity shares.

Inter-se relationship between Director/Manager and other KMPs: Shri Ramesh Chand Surana is not related to any Director, Manager or Key Managerial Personnel of the Company.

Number of board Meeting attended during the year: Details w.r.t. the number of Board and Committee meetings attended by Shri Ramesh Chand Surana has been provided in Corporate Governance Report, which forms a part of Annual Report 2025-26.

NOTICE (Contd.)

Names of listed entities in which he also hold the directorship and the membership of Committees of the board along with listed entities from which he has resigned in the past three years:

Name of Listed Company	Designation
Kamdhenu Ventures Limited	Non-Executive Independent Director

Details of Committee membership are depicted below:

Name of Committee	Designation
Kamdhenu Ventures Limited	
Audit Committee	Member
Nomination & Remuneration Committee	Member

Shri Ramesh Chand Surana has resigned from Kamdhenu Limited, w.e.f. 01st April, 2024.

Directorships other than listed companies as on 31st March, 2026: The directorships other than listed companies as on 31st March, 2026 are mentioned below:-

Name of Companies	Designation
Novex Overseas Private Limited	Non-Executive Independent Director
Decent Environ Products Private Limited	Director
Environ Care Industries Private Limited	Director

Stock Option: No stock options were granted during the financial year 2025-26.

Pursuant to Regulation 17(1C) of the SEBI Listing Regulations, every listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Further, in terms of Regulation 25(2A) of the SEBI Listing Regulations, the appointment, re-appointment or removal of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution. Accordingly, the re-appointment of Shri Ramesh Chand Surana requires the approval of the Members by way of a Special Resolution.

Further as per the Regulation 17(1A) of the SEBI Listing Regulations, appointment or continuation of a Non- Executive Director after attaining age of 75 years also requires approval of Members of the Company by way of Special Resolution. Shri Ramesh Chand Surana shall attain age of 75 [seventy-five] years during the proposed second term and in view of the same, Board of Directors, recommends passing of Special Resolution for his continuation as Director.

The Board of Directors considers that Shri Ramesh Chand Surana continued association would immensely benefit the Company and it is desirable to continue to avail his services as Independent Director. Accordingly, the Board of Directors recommends the resolution set forth in Item No. 3 for the approval of Members by way of a Special Resolution.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives, except Shri Ramesh Chand Surana, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

ITEM NO. 4

Shri Madhusudan Agarwal (DIN: 00338537) was appointed as an Independent Director on the Board of the Company for the first term of 5 (Five) consecutive years w.e.f. 18th July, 2022 to 17th July, 2027 pursuant to the provisions of Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014. He will hold office as an Independent Director of the Company up to 17th July, 2027 ("first term") in accordance with the explanation to Sections 149(10) and 149(11) of the Act.

Since the first term of Shri Madhusudan Agarwal would be expiring on 17th July, 2027 based on the recommendation of the Nomination and Remuneration Committee, considering the skills, experience, knowledge he possess and the report of performance evaluation of these Independent Directors for the financial year 2025-26, the Board of Directors at its meeting held on 13th August, 2026 recommended for the approval of the members by way of Special Resolution at the ensuing 7th Annual General Meeting, the re-appointment of Shri Madhusudan Agarwal for a second term of consecutive five years from 18th July, 2027 to 17th July, 2032 in terms of Section 149 read with Schedule IV to the Act, SEBI Listing Regulations or any amendment thereto or modification thereof.

Shri Madhusudan Agarwal, University of Delhi alumnus, is a fellow member of The Institute of Chartered Accountants of India (ICAI) since 1987. He has more than three decades of professional experience in the field of audit, management consultancy, tax, company law matters and worked with various corporates across industries including steel, print media, healthcare, digital media, financial services, textile, real estate, automobiles and IT services etc. He is a senior partner of Doogar & Associates, Chartered Accountants, New Delhi.

Shri Madhusudan Agarwal has authored several books of professional interest and also a regular contributor of Articles in various journals and magazines published by the ICAI, Money Matter and Capital Market etc.

Shri Madhusudan Agarwal has provided a declaration to the Board of Directors stating that he continues to meet the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. He also affirmed that he is not restrained from acting as a Director under any order passed by the Securities and Exchange Board of India or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act.

He has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated 20th June, 2018, issued by the BSE Limited and the National Stock Exchange of India Limited pertaining to the enforcement of SEBI Orders regarding the appointment of Directors by the listed companies. In the opinion of the Board of Directors, Shri Madhusudan Agarwal is a person of integrity, possesses the relevant expertise/experience, and fulfills the conditions specified in the Act and the SEBI Listing Regulations for re-appointment as an Independent Director, and he is independent of the management. In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Shri Madhusudan Agarwal has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Further, in terms of Section 149 and other applicable provisions of the Act, Shri Madhusudan Agarwal, being eligible and offers himself for re-appointment, is proposed to be re-appointed as an Independent Director for a second term of 5 consecutive years w.e.f. 18th July, 2027 up to 17th July, 2032.

The Company has received the following documents in relation to his appointment;

a) Notice in writing in terms of Section 160 of the Act;
b) Consent to act as a director of the Company, in the stipulated form DIR-2;
c) Disclosure in terms of Section 184 of the Act, in form MBP-1;
d) Disclosure in terms of Section 164 of the Act, in form DIR-8, stating that he is not disqualified for holding office of Director in the Company, if appointed as Independent Director;
e) Declaration in terms of Circulars No. NSE/CML/2018/24 issued by NSE and LIST/COMP/14/2018-19 issued by BSE dated 20th June, 2018 stating that he is not debarred/restrained for being re-appointed or for holding the office of director in the Company by virtue of any order issued by SEBI or any other competent authority.
f) Declarations that he 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 the Regulations, as amended and has also confirmed that he is the registered member of Independent Director databank maintained by Indian Institute of Corporate Affairs (IICA).

Shri Madhusudan Agarwal will be entitled to receive sitting fees for attending the Committees and Board Meetings of the Company as may be decided by the Board of Directors of the Company from time to time.

In the opinion of the Nomination and Remuneration Committee and Board of Directors, Shri Madhusudan Agarwal fulfills the conditions specified in the Act, rules made thereunder and the SEBI Listing Regulations for his re-appointment as an Independent Director of the Company and he is independent of the management.

NOTICE (Contd.)

Copy of the draft letter for appointment of Shri Madhusudan Agarwal as an independent director setting out the terms and conditions is available for inspection at the registered office of the Company by any member during normal business hours and will also be posted on the Company's website.

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 the Director: Shri Madhusudan Agarwal

Brief Resume & Experience/Skills & Capabilities: Shri Madhusudan Agarwal, University of Delhi alumnus, is a fellow member of The Institute of Chartered Accountants of India (ICAI) since 1987. He has more than three decades of professional experience in the field of audit, management consultancy, tax, company law matters and worked with various corporates across industries including steel, print media, healthcare, digital media, financial services, textile, real estate, automobiles and IT services etc. He is a senior partner of Doogar & Associates, Chartered Accountants, New Delhi.

Shri Madhusudan Agarwal has authored several books of professional interest and also a regular contributor of Articles in various journals and magazines published by the ICAI, Money Matter and Capital Market etc.

Age: 61 Years

Date of First Appointment: 18th July, 2022

Qualification: Chartered Accountant

Nature of expertise in specific functional areas: Audit, Management Consultancy, Tax, Company law matters, Strategy, Board Service & Governance, and Risk Management.

Terms and Conditions of appointment/re-appointment: Re-appointment for the second term of 5 consecutive years from 18th July, 2027 to 17th July, 2032 (both days inclusive).

Remuneration Drawn/Remuneration sought to be paid: During the financial year 2025-26, Shri Madhusudan Agarwal was not paid any managerial remuneration. However, he was paid sitting fees amounting to ₹ 6.30 Lakhs for attending the meetings of the Board of Directors and its Committees. He will be paid sitting fees as approved by Board of Directors from time to time.

Shareholding in the Company as on the date of Notice (self and beneficial basis): Nil.

Inter-se relationship between Director/Manager and other KMPs: Shri Madhusudan Agarwal is not related to any Director, Manager or Key Managerial Personnel of the Company.

Number of board Meeting attended during the year: Details w.r.t. the number of Board and Committee meetings attended by Shri Madhusudan Agarwal has been provided in Corporate Governance Report, which forms a part of Annual Report 2025-26.

Names of listed entities in which he also hold the directorship and the membership of Committees of the board along with listed entities from which he has resigned in the past three years:

Name of Listed Company	Designation
East Buildtech Limited	Non-Executive & Non - Independent Director
Kamdhenu Limited	Non-Executive & Independent Director

Details of Committee membership are depicted below:

Name of Committee	Designation
Kamdhenu Limited	
Audit Committee	Chairman
Nomination & Remuneration Committee	Member

Shri Madhusudan Agarwal has not resigned from any Listed Entity in preceding three years.

Directorships other than listed Company as on 31st March, 2026: The directorships other than listed companies as on 31st March, 2026 are mentioned below:-

Name of Companies	Designation
Kesri Investments Private Limited	Director
MSA Professionals Private Limited	Director

Stock Option: No stock options were granted during the financial year 2025-26.

Pursuant to Regulation 17(1C) of the SEBI Listing Regulations, every listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Further, in terms of Regulation 25(2A) of the SEBI Listing Regulations, the appointment, re-appointment or removal of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution. Accordingly, the re-appointment of Shri Madhusudan Agarwal requires the approval of the Members by way of a Special Resolution.

The Board of Directors considers that Shri Madhusudan Agarwal continued association would immensely benefit the Company and it is desirable to continue to avail his services as Independent Director. Accordingly, the Board of Directors recommends the resolution set forth in Item No. 4 for the approval of Members by way of a Special Resolution.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives, except Shri Madhusudan Agarwal, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

ADDITIONAL INFORMATION OF SHRI SUNIL KUMAR AGARWAL, DIRECTOR RECOMMENDED FOR APPOINTMENT/ REAPPOINTMENT IN ITEM NO. 2 AS REQUIRED UNDER 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 the Director: Shri Sunil Kumar Agarwal

Brief Resume & Experience: Shri Sunil Kumar Agarwal is a distinguished leader and a core member of the Board of Directors at Kamdhenu Ventures Limited. With a wealth of experience in business strategy, corporate governance, and operational excellence, he plays a crucial role in steering the Company toward sustained growth and innovation. With more than 38 years of experience in marketing which helped him build an efficient pan-India network to help Kamdhenu reach new heights. Shri Agarwal earned a Bachelor's degree (Chemical) from HBTI, Kanpur and has accumulated a vast knowledge about running a successful company, including but not limited to business strategy development & implementation process management, costing/ pricing analysis, project planning, quality control etc. He is the brain behind the successful expansion in the regional steel market through franchise agreements with competent companies.

The identification of Paints as an important product line happened under his leadership and his guidance has been instrumental in the growth of the paints business. Shri Sunil Agarwal has been the driving force of the Company with his keen understanding of market dynamics. He has successfully mobilized the country's performing steel products manufacturing units to join hands with the Kamdhenu Group hence ensuring a strong foothold in the steel sector.

Age: 68 Years

Date of First Appointment: 19th October, 2019

Qualification: Bachelor's degree (Chemical) from HBTI, Kanpur

Nature of expertise in specific functional areas: Leadership, Industry, Technical, Strategy, Board Service & Governance, Risk Management, Financial, Diversity, Sales & Marketing and Sustainability & ESG.

Terms and Conditions of appointment/re-appointment: Re-appointment as Director of the Company, liable to retire by rotation, offers himself for re-appointment as such under Section 152(6) of Act.

Remuneration Drawn: During the financial year 2025-26, Shri Sunil Kumar Agarwal was not paid any managerial remuneration. However, he was paid sitting fees amounting to ₹ 3.10 Lakhs for attending the meetings of the Board of Directors and its Committees. He will be paid sitting fees as approved by Board of Directors from time to time.

Shareholding in the Company as on the date of Notice (self and beneficial basis): 2,67,94,900 Equity Shares of having face value of Re. 1/- each in individual capacity.

Inter-se relationship between Director/Manager and other KMPs: Shri Sunil Kumar Agarwal, Chairman is a relative of Shri Saurabh Agarwal and Shri Sachin Agarwal, Directors of the Company

Number of board Meeting attended during the year: Details w.r.t. the number of Board and Committee meetings attended by Shri Sunil Kumar Agarwal has been provided in Corporate Governance Report, which forms a part of Annual Report 2025-26.

Names of listed entities in which they also hold the directorship and the membership of Committees of the board along with listed entities from which they has resigned in the past three years:

Name of Companies	Designation
Kamdhenu Ventures Limited	Non-Executive Director
Kamdhenu Limited	Whole-time Director

Details of Committee membership are depicted below:

Name of Committee	Designation
Kamdhenu Limited	
Audit Committee	Member
Corporate Social Responsibility Committee	Member
Risk Management Committee	Member
Kamdhenu Ventures Limited	
Risk Management Committee	Chairman

Shri Sunil Kumar Agarwal has not resigned from any Listed Entity in preceding three years.

Directorships other than listed Company as on 31st March, 2026: The directorships other than listed companies as on 31st March, 2026 are mentioned below:-

Name of Companies	Designation
Radhey bio. Tech Private Limited	Director
Kamdhenu Limited	Whole Time Director
Kamdhenu Metallic Industries Limited	Director
Kamdhenu Colour And Coatings Limited	Director
Kamdhenu Ventures Limited	Director

Stock Option: No stock options granted during the financial year 2025-26.

By order of the Board of Directors of
Kamdhenu Ventures Limited

Sd/-
Saurabh Agarwal
Managing Director
DIN:00005970

Date: 13th August, 2026
Place: Gurugram

Registered Office:
Kamdhenu Ventures Limited
CIN: L51909HR2019PLC089207
2nd Floor, Tower-A, Building No. 9, DLF Cyber City,
Phase-III, Gurugram- 122002, Haryana, India
Telephone No.: 0124-4604500
Email: cs@kamdhenupaints.com
Website: www.kamdhenupaints.com