

# KEYNOTE

Ref # Key24/Stock Exchange Let/Sk (54)

September 27, 2024

The Manager  
**BSE Limited**,  
Listing Department,  
PhirozeJeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

The Manager  
**National Stock Exchange of India Ltd.**  
Listing Department,  
Exchange Plaza, C-1, Block - G,  
BandraKurla Complex, Bandra (East),  
Mumbai - 400 051

**Scrip Code: 512597**

**Symbol: KEYFINSERV**

Dear Sir/Madam,

**Sub: Scrutinizers Report and Disclosure of Voting Results under Regulation 44 of SEBI (LODR) Regulations, 2015.**

Please find attached the Scrutinizer's report on consolidated results of Remote e-voting & e-voting at the AGM and Disclosure of Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the businesses transacted at the 31<sup>st</sup> Annual General Meeting of the Company held on Thursday, September 26 2024, at 11:00 a.m. through Video Conferencing / Other Audio-Visual Means ("VC" / "OAVM").

You are requested to take the same on record.

For **Keynote Financial Services Limited**

**Simran Kashela**  
**Company Secretary and Compliance Officer**

Encl: a/a

**Keynote Financial Services Limited**

The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai 400028

Tel : 91 22 6826 6000 Fax : 91 22 6826 6088 Email : [info@keynoteindia.net](mailto:info@keynoteindia.net) Website [www.keynoteindia.net](http://www.keynoteindia.net)

CIN - L67120MH1993PLC072407

## Voting results

Record date	19-09-2024
Total number of shareholders on record date	4504
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	9
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	13
b) Public	0
<b>No. of resolution passed in the meeting</b>	<b>6</b>

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				to receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the Financial Year ended March 31, 2024 together with the Reports of the Board of Directors and Auditor's thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3960368	3955539	99.8781	3955539	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		3960368	3955539	99.8781	3955539	0	100.0000
Public- Institutions	E-Voting	515984	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		515984	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2541987	188523	7.4164	188523	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2541987	188523	7.4164	188523	0	100.0000
<b>Total</b>		7018339	4144062	59.0462	4144062	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend for the Financial Year ended March 31, 2024				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3960368	3955539	99.8781	3955539	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		3960368	3955539	99.8781	3955539	0	100.0000
Public-Institutions	E-Voting	515984	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		515984	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2541987	188523	7.4164	188523	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2541987	188523	7.4164	188523	0	100.0000
<b>Total</b>		7018339	4144062	59.0462	4144062	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Ms. Rinku Suchanti (DIN: 00012903), who retires by rotation and being eligible offers herself for reappointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3960368	3955539	99.8781	3955539	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		3960368	3955539	99.8781	3955539	0	100.0000
Public- Institutions	E-Voting	515984	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		515984	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2541987	188523	7.4164	188523	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2541987	188523	7.4164	188523	0	100.0000
<b>Total</b>		7018339	4144062	59.0462	4144062	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve Material Related Party Transactions of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3960368	3955539	99.8781	3955539	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		3960368	3955539	99.8781	3955539	0	100.0000
Public-Institutions	E-Voting	515984	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		515984	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2541987	188523	7.4164	188523	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2541987	188523	7.4164	188523	0	100.0000
<b>Total</b>		7018339	4144062	59.0462	4144062	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve Material Related Party Transactions of the Subsidiaries of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3960368	3955539	99.8781	3955539	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		3960368	3955539	99.8781	3955539	0	100.0000
Public-Institutions	E-Voting	515984	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		515984	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2541987	188523	7.4164	188523	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2541987	188523	7.4164	188523	0	100.0000
<b>Total</b>		7018339	4144062	59.0462	4144062	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve transactions under Section 185 of the Companies Act, 2013.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3960368	3955539	99.8781	3955539	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		3960368	3955539	99.8781	3955539	0	100.0000
Public-Institutions	E-Voting	515984	0	0.0000	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		515984	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	2541987	188523	7.4164	188523	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		2541987	188523	7.4164	188523	0	100.0000
<b>Total</b>		7018339	4144062	59.0462	4144062	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	



**Form No. MGT-13**  
**Scrutinizer's Report**

**(Consolidated Scrutinizer's Report on Remote E-voting and e-voting during Annual General Meeting)**

To,

The Chairman of the 31<sup>st</sup> Annual General Meeting of the Members of **KEYNOTE FINANCIAL SERVICES LIMITED** held on Thursday, 26<sup>th</sup> day of September, 2024 at 11:00 a.m. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

Dear Sir,

I, Mukesh Saraswat, Practicing Company Secretaries, Proprietor of M/s. M K Saraswat & Associates, Mumbai, had been appointed as the Scrutinizer by the Board of Directors of Keynote Financial Services Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting and the e-voting during AGM in a fair & transparent manner, in respect of the below mentioned resolutions proposed at the 31<sup>st</sup> Annual General Meeting ("AGM") of Keynote Financial Services Limited on Thursday, 26<sup>th</sup> day of September, 2024 at 11:00 a.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

The notice dated 12<sup>th</sup> August, 2024, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company / Depositories. The Company had availed the e-voting facility offered by NSDL for conducting remote e-voting by the Shareholders of the Company. The Company has completed dispatch of notices by email to the members by 3<sup>rd</sup> September, 2024.

The voting period for remote e-voting commenced on Monday, 23<sup>rd</sup> September, 2024 (10:00 a.m.) and ended on Wednesday, 25<sup>th</sup> September, 2024 (5:00 p.m.). The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier. The shareholders of the Company holding shares as on the "cut-off" date of Thursday, 19<sup>th</sup> September, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted. I have scrutinized and reviewed the remote e-voting prior to and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL.

The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company secretaries of India, relating to the E-voting facility to the shareholders present at the AGM through VC/OAVM and Remote E-voting.

My responsibilities as a Scrutinizer is to ensure that the voting is done in a fair and transparent manner and to give a consolidated report on the Votes cast by the members for the resolutions (Businesses) contained in the Notice dated 12<sup>th</sup> August, 2024, through Remote E-Voting and through E-voting facility to the shareholders present at the AGM through VC/OAVM.

After the conclusion of the AGM, the vote casted through remote e-Voting facility and e-voting facility during the 31<sup>st</sup> AGM had been unblocked in the presence of two witnesses not in employment of the Company, namely Mr. Ajeet Kumar Mishra and Ms. Roshani Maurya.

The result of the scrutiny of voting by Remote E-Voting and through E-voting facility to the shareholders present at the AGM through VC/OAVM, in respect of resolutions (businesses) contained in notice dated 12<sup>th</sup> August, 2024 is as under:

<b>Item No. 1</b>	<b>To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the Financial Year ended March 31, 2024 together with the Reports of the Board of Directors and Auditor's thereon.</b>						
<b>Resolution Required:</b>	Ordinary						
<b>Particulars</b>	<b>Remote E-voting</b>		<b>E-Voting at the AGM</b>		<b>Total of Remote E-voting &amp; AGM E-voting</b>		<b>% of total no of Votes Cast (Favour/against)</b>
	<b>No. of Members</b>	<b>Votes</b>	<b>No. of Members</b>	<b>Votes</b>	<b>No. of Members</b>	<b>Votes</b>	
<b>Favour</b>	38	4144044	4	18	42	4144062	100.00%
<b>Against</b>	0	0	0	0	0	0	-
<b>Total</b>	38	4144044	4	18	42	4144062	100.00%
<b>Abstain</b>	0	0	0	0	0	0	-
<b>Invalid</b>	0	0	0	0	0	0	-

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated August 12, 2024 has been passed with requisite majority.

<b>Item No. 2</b>	<b>To declare dividend for the Financial Year ended March 31, 2024.</b>						
<b>Resolution Required:</b>	Ordinary						
<b>Particulars</b>	<b>Remote E-voting</b>		<b>E-Voting at the AGM</b>		<b>Total of Remote E-voting &amp; AGM E-voting</b>		<b>% of total no of Votes Cast (Favour/against)</b>
	<b>No. of Members</b>	<b>Votes</b>	<b>No. of Members</b>	<b>Votes</b>	<b>No. of Members</b>	<b>Votes</b>	
<b>Favour</b>	38	4144044	4	18	42	4144062	100.00%
<b>Against</b>	0	0	0	0	0	0	-
<b>Total</b>	38	4144044	4	18	42	4144062	100.00%
<b>Abstain</b>	0	0	0	0	0	0	-
<b>Invalid</b>	0	0	0	0	0	0	-

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 2 of the Notice of the AGM dated August 12, 2024 has been passed with requisite majority.

<b>Item No. 3</b>	<b>To appoint a director in place of Ms. Rinku Suchanti (DIN: 00012903), who retires by rotation and being eligible offers herself for reappointment.</b>						
<b>Resolution Required:</b>	Ordinary						
<b>Particulars</b>	<b>Remote E-voting</b>		<b>E-Voting at the AGM</b>		<b>Total of Remote E-voting &amp; AGM E-voting</b>		<b>% of total no of Votes Cast (Favour/against)</b>
	<b>No. of Members</b>	<b>Votes</b>	<b>No. of Members</b>	<b>Votes</b>	<b>No. of Members</b>	<b>Votes</b>	
<b>Favour</b>	29	188505	4	18	33	188523	100.00%
<b>Against</b>	0	0	0	0	0	0	-
<b>Total</b>	29	188505	4	18	33	188523	100.00%
<b>Abstain</b>	0	0	0	0	0	0	-
<b>Invalid</b>	0	0	0	0	0	0	-

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM dated August 12, 2024 has been passed with requisite majority.

<b>Item No. 4</b>	<b>To approve Material Related Party Transactions of the Company.</b>						
<b>Resolution Required:</b>	Ordinary						
<b>Particulars</b>	<b>Remote E-voting</b>		<b>E-Voting at the AGM</b>		<b>Total of Remote E-voting &amp; AGM E-voting</b>		<b>% of total no of Votes Cast (Favour/against)</b>
	<b>No. of Members</b>	<b>Votes</b>	<b>No. of Members</b>	<b>Votes</b>	<b>No. of Members</b>	<b>Votes</b>	
<b>Favour</b>	29	188505	4	18	33	188523	100.00%
<b>Against</b>	0	0	0	0	0	0	-
<b>Total</b>	29	188505	4	18	33	188523	100.00%
<b>Abstain</b>	0	0	0	0	0	0	-
<b>Invalid</b>	0	0	0	0	0	0	-

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM dated August 12, 2024 has been passed with requisite majority.

<b>Item No. 5</b>	<b>To approve Material Related Party Transactions of the Subsidiaries of the Company.</b>						
<b>Resolution Required:</b>	Ordinary						
<b>Particulars</b>	<b>Remote E-voting</b>		<b>E-Voting at the AGM</b>		<b>Total of Remote E-voting &amp; AGM E-voting</b>		<b>% of total no of Votes Cast (Favour/against)</b>
	<b>No. of Members</b>	<b>Votes</b>	<b>No. of Members</b>	<b>Votes</b>	<b>No. of Members</b>	<b>Votes</b>	
<b>Favour</b>	29	188505	4	18	33	188523	100.00%
<b>Against</b>	0	0	0	0	0	0	-
<b>Total</b>	29	188505	4	18	33	188523	100.00%
<b>Abstain</b>	0	0	0	0	0	0	-
<b>Invalid</b>	0	0	0	0	0	0	-

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 5 of the Notice of the AGM dated August 12, 2024 has been passed with requisite majority.

<b>Item No. 6</b>	<b>To approve transactions under Section 185 of the Companies Act, 2013.</b>						
<b>Resolution Required:</b>	Special						
<b>Particulars</b>	<b>Remote E-voting</b>		<b>E-Voting at the AGM</b>		<b>Total of Remote E-voting &amp; AGM E-voting</b>		<b>% of total no of Votes Cast (Favour/against)</b>
	<b>No. of Members</b>	<b>Votes</b>	<b>No. of Members</b>	<b>Votes</b>	<b>No. of Members</b>	<b>Votes</b>	
<b>Favour</b>	38	4144044	4	18	42	4144062	100.00%
<b>Against</b>	0	0	0	0	0	0	-
<b>Total</b>	38	4144044	4	18	42	4144062	100.00%
<b>Abstain</b>	0	0	0	0	0	0	-
<b>Invalid</b>	0	0	0	0	0	0	-

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 6 of the Notice of the AGM dated August 12, 2024 has been passed with requisite majority.

**Notes:**

1. Vote casted by related parties in aforesaid resolutions are not considered in the above results.
2. The percentages are rounded off to the nearest decimals.
3. Number of votes cast does not include no of votes abstained & invalid votes.
4. Number of shareholders are not grouped on the basis of PAN.

All the resolutions voted through remote e-voting and e-voting at the AGM were passed with **REQUISITE MAJORITY**.

The relevant records relating to Remote e-voting and & e-voting facility during the 31<sup>st</sup>AGM were sealed and handed over to the Chairman of the AGM. The result of the voting by members may accordingly be declared by the Chairman of the AGM and who has also countersigned here under in token thereof.

Thanking you,

Yours faithfully,

**For: M.K. SARASWAT & ASSOCIATES**  
**(COMPANY SECRETARIES)**

MUKESH SARASWAT Digitally signed by  
MUKESH SARASWAT  
Date: 2024.09.27  
12:06:05 +05'30'

**MUKESH SARASWAT**

**(Proprietor)**

FCS NO.: F9992,

COP NO.: 10856

**UDIN: F009992F001337714**

Peer Review Certificate No.: 2172/2022

Place: Mumbai

Date: 27/09/2024

**Countersigned by:**

**For KEYNOTE FINANCIAL SERVICES LIMITED**

**VINEET SUCHANTI**  
**MANAGING DIRECTOR & CFO**  
**(DIN: 00004031)**