

KEYNOTE

25
YEARS
OF CREATING
VALUE
THROUGH
RELATIONSHIPS
AND
TRUST

Ref # Key19/Stock Exchange Let/Sm (60)

14th August, 2019

The Manager
BSE Limited,
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

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

Scrip Code / Name of Scrip: 512597/KEYFINSER Name of Scrip: KEYFINSERV

Dear Sir,

Reg. : Proceedings of 26th Annual General Meeting of the Company

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure (Requirements) Regulations, 2015 read with Part A of Schedule III, please find attached herewith the Proceedings of 26th Annual General Meeting (AGM) of the members of the Company held on 13th August, 2019 at 10.00 a.m at Homi J.H Taleyarkhan Hall, Indian Red Cross Society, 141, Shahid Bhagat Singh Road, (Town Hall Compound), Fort, Mumbai - 400 001.

Please acknowledge the receipt.

Thanking you and assuring you of our best co-operation at all times.

Yours sincerely,
For **KEYNOTE FINANCIAL SERVICES LIMITED**



Sujeet More
Company Secretary and Compliance Officer

Encl: as above

Keynote Financial Services Limited

(formerly known as Keynote Corporate 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 · Website: www.keynoteindia.net

CIN-L67120MH1993PLC072407

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PROCEEDINGS OF THE 26TH ANNUAL GENERAL MEETING OF KEYNOTE FINANCIAL SERVICES LIMITED HELD ON TUESDAY, 13TH AUGUST, 2019, AT 10.00 A.M AT HOMI J. H TALEYARKHAN MEMORIAL HALL, INDIAN RED CROSS SOCIETY, 141, SHAHID BHAGAT ROAD, (TOWN HALL COMPOUND), FORT, MUMBAI 400 001

- Shri. Vineet Suchanti, Chairman of the Annual General Meeting (AGM) welcomed members to the 26th Annual General Meeting of the company. After ascertaining the presence of the requisite quorum, he called the meeting to order and commenced the proceedings.
- Declared that the Company has received Six (6) numbers of proxies for 5, 87,123 equity shares amounting 8.37% of the total share capital of the Company.
- Declared with the permission of members present that the notice convening the Annual General Meeting be taken as read.
- Declared with the permission of members present that the Auditor's Report of the F.Y. 2018 – 19 be taken as read.
- Thereafter, the business items as per the Notice of AGM were taken up in the chronological order.

ORDINARY BUSINESS:

ORDINARY RESOLUTION NO. 1

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (INCLUDING AUDITED CONSOLIDATED FINANCIAL STATEMENTS) FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019 AND THE REPORTS OF THE DIRECTORS' AND AUDITOR'S THEREON.

ORDINARY RESOLUTION NO. 2

TO DECLARE DIVIDEND FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019.

ORDINARY RESOLUTION NO. 3

TO APPOINT A DIRECTOR IN PLACE OF SHRI. VINEET SUCHANTI, (DIN - 00004031), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR REAPPOINTMENT.



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SPECIAL BUSINESS:

SPECIAL RESOLUTION NO. 4

TO RE-APPOINT SHRI. MANISH DESAI (DIN: 02925757), AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM.

“RESOLVED THAT pursuant to provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (Including any statutory modifications or re-enactment thereof and any rules made thereunder, for the time being force) and Regulation 17(1A) and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and pursuant to the provisions of the Articles of Association of the Company and subject to such other approvals as may be required, if any, Shri. Manish Desai (DIN: 02925757), who is eligible for re-appointment as an Independent Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for the second term of 5 (Five) years with effect from 9th September, 2019 up to 8th September, 2024, as per recommendation of Nomination and Remuneration Committee.”

SPECIAL RESOLUTION NO. 5

TO RE-APPOINT SHRI. ANISH MALHOTRA (DIN: 02034366), AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM.

RESOLVED THAT pursuant to provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (Including any statutory modifications or re-enactment thereof and any rules made thereunder, for the time being force) and Regulation 17(1A) and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and pursuant to the provisions of the Articles of Association of the Company and subject to such other approvals as may be required, if any, Shri. Anish Malhotra (DIN: 02034366), who is eligible for re-appointment as an Independent Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for the second term of 5(Five) years with effect from 9th September, 2019 up to 8th September, 2024, as per recommendation of Nomination and Remuneration Committee.”

- Requested the members present to vote on the resolutions by ballot paper.
- Thereafter, all the members present in the meeting participated in the voting process by ballot paper.



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- The Chairman discussed all the resolutions with participation of members present and informed them after taking into account the vote cast by members electronically as well as members present who cast their vote, the final result of the voting will be announced as per the procedure laid down.
- As the business of the meeting was transacted and there was no other item to discuss, the chairman thanked the members for their participation in the meeting.
- The Chairman delivered the Vote of Thanks and declared the meeting as concluded.



Place: Mumbai
Date: 13th August, 2019

Sujeet More
Company Secretary and Compliance Officer

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