



KEMP & COMPANY LTD.

Registered Office :

5th Floor, DGP House, 88C, Old Prabhadevi Road, Mumbai - 400 025, Maharashtra, India. • E-mail : kemp-investor@kempnco.com
Phone : +91 22 6653 9000 • Fax : +91 22 6653 9089 • CIN : L24239MH1982PLC000047 • Web.: www.kempnco.com

9th September, 2020

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal St, Kala Ghoda, Fort,
Mumbai - 400001

BSE Code No. 506530

Sub: Newspaper Advertisement – Notice convening 139th Annual General Meeting, Book Closure and Remote E-voting Information

Dear Sir/Madam,

Pursuant to Regulation 30(6) read with Regulation 47(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are attaching herewith the copy of the Public Notice published today in the following newspapers pertaining to the Notice of 139th Annual General Meeting of the Company, Book Closure and Remote E-voting Information:

- a) The Financial Express (English)
- b) Mumbai Lakshadeep (Marathi)

Please take the above on your record and disseminate the same for the information of investors

Thanking you,

Yours faithfully,

For Kemp & Company Limited

Kunal Chhatwani
Company Secretary

Encl.: As above.

**KEMP & COMPANY LIMITED**

Regd. Office: 5th Floor, DGP House, 88C, Old Prabhadevi Road,
Mumbai – 400 025 CIN: L24239MH1982PLC000047

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**NOTICE OF THE 139TH ANNUAL GENERAL MEETING,
REMOTE E-VOTING INFORMATION AND BOOK CLOSURE**

NOTICE is hereby given that the 139th Annual General Meeting ("AGM") of the Kemp & Company Limited ("the Company") will be held on Tuesday, 29th September, 2020, at 11:00 a.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with circulars issued by the Ministry of Corporate Affairs ("MCA") dated 5th May, 2020, 8th April, 2020 and 13th April, 2020 (collectively referred to as "MCA Circulars") to transact the Ordinary and Special Business as set out in the Notice of AGM. Accordingly, in compliance with aforesaid circulars, the Company is convening the 139th AGM through VC/OAVM, without the physical presence of the members at a common venue.

The above mentioned MCA circulars have granted relaxations to the Companies with respect to printing and dispatch of physical copies of Annual Report to Shareholders. The Annual Report for financial year 2019-20 alongwith the Notice of AGM has been sent by email to all the members whose email addresses are registered with the Depository Participants or Company/Registrar and Share Transfer Agent as on cut off date Friday, 28th August, 2020. The above dispatches have been completed on Monday, 7th September, 2020. Members who have not registered their email id may cast their vote through remote e-voting, or e-voting system at the AGM by referring the notes section of the notice convening AGM or by referring newspaper advertisement published by the Company in The Financial Express (English) and Mumbai Lakshadep (Marathi) dated 5th September, 2020.

Further, pursuant to Section 91 of the Companies Act, 2013 (the Act) and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), the Register of Members and Share Transfer Books of Kemp & Company Limited (the Company) will remain closed from Wednesday, 23rd September, 2020 to Tuesday, 29th September, 2020 (both days inclusive) for taking record of the Members of the Company for the purpose of AGM and ascertainment of members for entitlement of dividend on equity shares of the Company for the financial year 2019-20, if approved by the members in the AGM.

As per Section 108 of the Act read with Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by Institute of Company Secretaries of India, the Company is pleased to offer e-voting facility for its members to enable them to cast their votes electronically for items of business mentioned in AGM Notice, with the help of National Securities Depository Limited (NSDL). Additionally the Company is providing the facility of voting through e-voting system during the AGM ("e-voting").

The details pursuant to the provisions of the Act read with relevant rules are provided hereunder:

- a) the business (ordinary and special) as mentioned in the AGM Notice may be transacted by electronic means;
- b) the remote e-voting facility shall start on Saturday, 26th September, 2020 at 9:00 a.m.;
- c) the remote e-voting facility shall end on Monday, 28th September, 2020 at 5:00 p.m.;
- d) the cut-off date for determining eligibility to vote by member through remote e-voting or at the AGM shall be Tuesday, 22nd September, 2020;
- e) exercising of e-voting shall not be allowed beyond 5:00 p.m. on Monday, 28th September, 2020 and such facility will be disabled after the aforesaid date and time. Once the vote on a resolution is cast by member, the member shall not be allowed to change it subsequently;
- f) any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.;
- g) a member may participate in the AGM even after exercising his/her right to vote through remote e-voting but shall not be allowed to vote again e-voting system during the AGM;
- h) 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 voting in the AGM;
- i) Detailed procedure for remote e-voting, attending the AGM through VC / OAVM and e-voting for all members is provided in the Notice of the AGM.
- j) the Notice convening the AGM alongwith Annual Report for financial year 2019-20 is hosted on the website of the Company i.e. www.kempnco.com, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com, and on the website of NSDL <https://www.evoting.nsdl.com>, and
- k) In case of any grievances regarding e-voting, the members may refer to the FAQs for Shareholders and e-voting user manual for Shareholders available at the download section of <https://www.evoting.nsdl.com> or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in or may contact Mr. Kunal Chhatwani, Company Secretary at 5th Floor, DGP House, 88-C, Old Prabhadevi Road, Mumbai – 400 025 or on Ph. No. +91 22 6653 9000 or email at kemp-investor@kempnco.com

For **KEMP & COMPANY LIMITED**

Place: Mumbai
Date: 8th September, 2020

Kunal Chhatwani
Company Secretary



