



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

30th September, 2019

Corporate Relations Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai- 400 001

Scrip Code: 506530

Sub: Proceedings of 138th Annual General Meeting (“AGM”)

Dear Sir/ Madam,

Further to our letter dated 16th August, 2019, we wish to inform that the 138th Annual General Meeting (“AGM”) of Kemp & Company Ltd. (“the Company”) was held today i.e. 30th September, 2019 at DGP House, 5th Floor, 88C, Old Prabhadevi Road, Mumbai- 400 025 and the business mentioned in the Notice dated 13th August, 2019 were transacted.

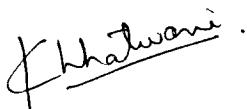
In this regard, please find enclosed herewith summary of proceedings as required under Regulation 30, Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, marked as “Annexure –I”.

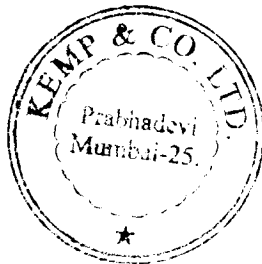
Please take the above on record and disseminate the same for the information of investors.

Thanking you,

Yours faithfully,

For KEMP & COMPANY LIMITED


Kunal Chhatwani
Company Secretary



Encl. as above



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Annexure –I

Summary of proceedings of the 138th Annual General Meeting

The 138th Annual General Meeting (“AGM”) of the Members of Kemp & Company Limited (“the Company”) was held on Monday, September 30, 2019 at 11:00 A.M. at 5th Floor, DGP House, 88C, Old Prabhadevi Road, Mumbai- 400 025. Mr. M.K. Arora, Director of the Company chaired the AGM of the Company. He introduced Mrs. Shalini D. Piramal, Managing Director, Mr. Ranjan Sanghi, the Chairman of the Audit Committee meeting, Mr. Satyen Dalal, Director, Mr. Ashishkumar Bairagra from M/s. M. L. Bhuwania, Statutory Auditors, Mr. Sunil Gupta, Chief Financial Officer and Mr. Kunal Chhatwani, Company Secretary on the dias. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman informed the members that Register of Directors and Directors’ Shareholding, Proxy Register and other required documents are open for inspection by the members.

The Auditors’ Report had no qualifications, observations or comments on the financial statements, therefore, with the permission of members, the Auditors’ Report was taken as read along with the Notice of Annual General Meeting.

The Chairman delivered his speech and then informed that the Company had provided to the Members the facility to cast their vote electronically from Friday, 27th September, 2019 (9:00 a.m.) to Sunday, 29th September, 2019 (5:00 p.m.) on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes through physical ballot at the end of the meeting. It was further informed that there would be no voting by show of hands.

The following items of business, as per the Notice of AGM dated 13th August, 2019, were transacted at the meeting:

1. Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and the Auditors thereon
2. Declaration of dividend on equity shares for the financial year 2018-19
3. Re-appointment of Mr. M.K. Arora (DIN-00031777) as a Director to retire by rotation and being eligible, seeks re-appointment
4. Continuation of Directorship of Mr. M.K. Arora (DIN-00031777) as a Non-Executive Director of the Company





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Clarifications were provided to the queries raised by the members. The Board of Directors had appointed M/s. Ragini Chokshi & Co., Practicing Company Secretary as the Scrutinizer to scrutinize the e- voting and Ballot voting process in a fair and transparent manner.

The Chairman of the meeting informed the members that the results of e-voting and Ballot voting alongwith Consolidated Scrutinizer Report shall be disseminated to the stock exchange and also be uploaded on the website of the Company (www.kempnco.com) and CDSL (www.evotingindia.com), the agency providing e-voting facility.

The Ballot process commenced thereafter and was concluded in due course.

After the members cast their votes, the meeting concluded at 11:40 a.m.

This is for your information and records.

