KEYNOTE

Ref # Key15/Stock-Exch.Let/Sd(85)

29th September, 2015

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

Dear Sir,

Ref. : Scrip Code : KEYCORPSER
Reg.: Clause 31(d)

In compliance with Clause 31(d) of Listing Agreement we are pleased to enclosed herewith copy of the proceedings of 22nd Annual General Meeting (AGM) of the members of the Company held on 29th September 2015 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.

This is for your information.

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

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

Uday S. Patil
Director
DIN- 00003978

PROCEEDINGS OF THE 22ND ANNUAL GENERAL MEETING OF KEYNOTE CORPORATE SERVICES LIMITED HELD ON TUESDAY, 29TH SEPTEMBER, 2015, 10.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 B. Madhuprasad Chairman of the Annual General Meeting welcomed members to the 22nd 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 6 (Six) number of proxies.

- Declared with the permission of members present that the notice convening the Annual General Meeting be taken as read.

- Requested the Statutory Auditors, to read out Auditor's Report for the members.

- Thereafter, the business items as per the Notice of AGM were taken up in the chronological order.

ORDINARY BUSINESS:

RESOLUTION NO. 1

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (INCLUDING AUDITED CONSOLIDATED FINANCIAL STATEMENTS) FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON.

RESOLUTION NO. 2

TO DECLARE DIVIDEND FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015.

Note: [Item No. 3 of the Notice being re-appointment of Shri B. Madhuprasad, the Chairman of the Meeting, requested Shri Vineet Suchanti to take chair as the Chairman for conducting the business at the Item No. 3 of the Notice of Annual General Meeting.]

Keynote Corporate Services Limited
The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400028
Tel.: 91 22 3026 6000 • Fax: 91 22 3026 6088 • Email: info@keynoteindia.net • Website: www.keynoteindia.net
CIN-L67120MH1993PLC072407

RESOLUTION NO. 3

TO APPOINT A DIRECTOR IN PLACE OF SHRI. B. MADHUPRASAD (DIN 00004632), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.

SPECIAL BUSINESS:

[The Chairman Shri Vineet Suchanti requested Shri B. Madhuprasad, to continue as the Chairman and take forward the further proceedings of the Annual General Meeting]

SPECIAL RESOLUTION NO. 4

APPOINTMENT OF M/S NMAH & CO., CHARTERED ACCOUNTS, MUMBAI (FIRM REGISTRATION NO. 135966W)

ORDINARY RESOLUTION NO. 5

APPOINTMENT OF SMT. RINKU SUCHANTI (DIN: 00012903), AS A NON EXECUTIVE DIRECTOR OF THE COMPANY.

SPECIAL RESOLUTION NO. 6

APPOINTMENT OF SHRI SHISHIR DALAL (DIN 00007008) AS AN INDEPENDNET DIRECTOR

SPECIAL RESOLUTION NO. 7

RE- APPOINTMENT OF SHRI UDAY PATIL (DIN: 00003978) AS A WHOLE – TIME DIRECTOR OF THE COMPANY

- 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.
- 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.

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- 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: 29th September 2015

B. Madhuprasad
Chairman
DIN: 00004632

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