

**REPORT OF SCRUTINIZER-POSTAL BALLOT**

**TO,**  
**THE BOARD OF DIRECTORS**  
**KEYNOTE CORPORATE SERVICES LIMITED**  
**THE RUBY, 9<sup>TH</sup> FLOOR, SENAPATI BAPAT MARG,**  
**DADAR (WEST), MUMBAI- 400 028**

Dear Sir,

**SUB: SUBMISSION OF FINAL REPORT OF POSTAL BALLOT OF M/S KEYNOTE CORPORATE SERVICES LIMITED**

The Board of Directors of 'KEYNOTE CORPORATE SERVICES LIMITED' ("KCSL" or "the Company"), appointed the undersigned as the Scrutinizer to monitor the process of postal ballot in respect of Resolution as per Postal Ballot notice dated 27<sup>th</sup> February, 2019 proposed for passing by the members by means of postal ballot including E-voting process by the members of KEYNOTE CORPORATE SERVICES LIMITED' (the Company) as prescribed under Section 110 of the Companies Act, 2013 ('the Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and to ensure compliance thereof.

As required under Section 110 of the Act, a Postal Ballot notice along with Explanatory Statement under Section 102 of the Act was sent to the shareholders by Email /Courier along with Postal Ballot forms along with postage prepaid envelope in respect of the following Resolution:

**SPECIAL BUSINESS (AS SPECIAL RESOLUTION):**

**RESOLUTION NO. 1:**

Approval for change of name of the Company from "Keynote Corporate Services Limited" to "Keynote Financial Services Limited" and consequent amendment to Memorandum of Association and Articles of Association and other documents of the Company.

The Shareholders were required to complete the postal ballot form and to return the same duly completed and signed, in the enclosed self-addressed business reply envelope to the Scrutinizer, so as to reach the Scrutinizer not later than 05.00 P.M (IST) on Thursday, April 4, 2019. Accordingly, the postal Ballots received after the closure of business hours on Thursday, April 4, 2019 have not been considered. As required under Rule 22 as mentioned above, a register has been maintained and particulars of name, address, folio no. of shares along with assent and dissent have been recorded time to time.

The following criteria were laid down by the undersigned while scrutinizing the ballot papers:

1. The Company has, on Saturday, 2<sup>nd</sup> March, 2019 completed the dispatch /sending the emails of notice of Postal Ballot along with Explanatory Statement dated 27<sup>th</sup> February 2019. Postal Ballot Form along with postage prepaid business reply envelope to its members whose names appeared on the Register of Members/ List of Beneficiaries as on Cut Off date i.e. Friday, February 22, 2019.

A circular stamp with the text "UMA LODHA & CO. COMPANY SECRETARIES" is visible. Overlaid on the stamp is a handwritten signature in black ink.

2. Particulars of the Postal ballot received including the votes casted through E Voting from/by the members have been entered in the Register maintained separately for the purpose.
3. At around 05.30 P.M on 4<sup>th</sup> April,2019, I have downloaded the E voting Report from the Central Depository Services (India) Limited ("CDSL") site viz [www.evotingindia.com](http://www.evotingindia.com) by using the Scrutinizer's login ID and password.
4. The authority to scrutinize the postal Ballot forms was given to Link Intime India Private Limited. They checked the shareholding and the signature of the shareholders and where there has been doubt the same has been treated as invalid.
5. The importance of filling up of place and date was ignored as this was evident on the covers posted by them under business envelopes attached along with the ballot papers.


A summary of number of Postal Ballot Forms received, shareholding and voting pattern on the basis of valid ballots received is annexed to the report

Based on the scrutiny of the postal ballot forms received, the undersigned submit her report as under.

Resolution No.	Business for transaction	Results
Resolution No.1	Approval for change of name of the Company from "Keynote Corporate Services Limited" to "Keynote Financial Services Limited" and consequent amendment to Memorandum of Association and Articles of Association and other documents of the Company.	Carried with requisite Majority

Mr. Uday Patil, Director of the Company may accordingly declare the results of Postal Ballot based on the above-mentioned report pursuant to Section 110 of the Act and other applicable provisions, if any, of the Act read together with the Companies (Management and Administration) Rules, 2014 and put the same on the website of the Company for the information of the members and record in its minute book.

FOR UMA LODHA & CO.



Uma Lodha  
Practicing Company Secretary  
C.P.: 2593

Date: 5<sup>th</sup> April, 2019  
Place: Mumbai



**KEYNOTE CORPORATE SERVICES LIMITED**

**Postal Ballot Voting Period:** From Wednesday, March 6, 2019 (9:00 a.m. (IST) onwards) till Thursday, April 4, 2019 (upto 5:00 p.m. (IST)).

**The Consolidated Report on the result of the remote e-voting and/ through Postal Ballot in respect of the said Resolution is as under:**

**RESOLUTION NO.1: (SPECIAL RESOLUTION)**

Approval for change of name of the Company from "Keynote Corporate Services Limited" to "Keynote Financial Services Limited" and consequent amendment to Memorandum of Association and Articles of Association and other documents of the Company.

**DETAILS OF POSTAL BALLOT RECEIVED FOR RESOLUTION:**

Sr.No.	Particulars	No. of Postal Ballots forms	No. of Equity Shares	% of total number of Valid votes cast by postal Ballot
1	Total Ballot received	31	2954	----
2	Less: Invalid Postal Ballot	3	404	----
3	Net Total no. of Valid Postal Ballot	28	2550	100%
4	Postal Ballot with Assent Resolution	27	2500	98.04%
5	Postal Ballot with Dissent Resolution	1	50	1.96%

**DETAILS OF E-VOTING**

Sr.No.	Particulars	Number of Members voted through Electronic voting system	No. of Equity Shares	% of total number of Valid votes cast by evoting
1	Total votes received by Electronic Mode	21	4064935	--
2	Less: Total no. of Invalid Votes	0	0	--
3	Total no. of Valid Votes	21	4064935	100%
4	Total no. Votes with Assent	19	4064931	100%
5	Total no. Vote with Dissent	2	4	0.00%

**SUMMARY OF POSTAL BALLOT AND E-VOTING**

Particulars	No. of Equity Shares	% total number of Valid votes cast
Total Valid votes Cast	4067485	100%
Assented to Resolution	4067431	99.99%
Dissented to Resolution	54	0.01%

**Date: 5<sup>th</sup> April, 2019**  
**Place: Mumbai**

**FOR UMA LODHA & CO.**



*(Signature)*  
**Uma Lodha**  
**Practicing Company Secretary**  
**C.P.: 2593**