



KEMP & COMPANY LTD.

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

5th August, 2025

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

Code No. 506530

Dear Sir / Madam,

Sub: Outcome of Board Meeting held on Tuesday, 5th August, 2025

In continuation to our letter dated 30th July, 2025, we wish to inform you that the Board of Directors at its meeting held today at 04.30 p.m. and concluded at 05.00 p.m. have approved the following:

- i. Un-audited Financial Results for the quarter ended 30th June, 2025 along with statement showing Segment Wise Revenue, Results and Capital Employed; and
- ii. Limited Review Report issued by Statutory Auditors;
- iii. Appointment of Mr. Prateek Diwan (DIN: 11206865) as an Additional Director (Non-Executive, Independent) of the Company;

Brief profile of Mr. Prateek Diwan and other details required inter- alia under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, is enclosed as Annexure A.

- iv. Intimation of 144th Annual General Meeting of the Company.

This is to inform you that the One Hundred and Forty Fourth Annual General Meeting ("AGM") of the Members of the Company will be held on Tuesday, 9th September, 2025 at 03:00 p.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in



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accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Company has fixed Tuesday, 02nd September, 2025 as the "Cut-off Date" for the purpose of determining the Members eligible to vote on the resolutions set out in the Notice of the AGM and to attend the AGM. The remote e-voting period commences on Saturday, 06th September, 2025, at 9:00 a.m. and ends on Monday, 08st September, 2025, at 5:00 p.m.

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

Thanking you,

Yours faithfully,
For **Kemp & Company Limited**

Karan Gudhka
Company Secretary



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Annexure A

Details under Regulation 30 of the Listing Regulations read along with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024:

Name of the Director	Mr. Prateek Diwan
Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise	Appointment as an Additional Director (Non- Executive, Independent) of the Company.
Date of appointment/ reappointment/ cessation (as applicable) & term of appointment/ re-appointment	5 th August, 2025
Term of appointment	Appointed for a first term of five (5) consecutive years from 5 th August, 2025, subject to approval of the Shareholders of the Company, by means of a Special Resolution
Brief Profile (In case of appointment)	Mr. Prateek Diwan has over 17 years of experience in investment banking with deep expertise in Mergers and Amalgamation (“M&A”) advisory and Private Equity across various sectors including metals, cement, steel, and healthcare. He is currently serving as an Executive Director at Arpwood Capital Private Limited since January 2015, where he is part of the leadership team driving strategy, client coverage, and team planning. He has led various M&A transactions aggregating to over US\$ 10 billion, including various landmark deals. His key transactions includes being advisor to US\$ 5.3 billion acquisition of Bhushan Steel by Tata Steel (largest IBC transaction till date), US\$ 1.3 billion sale of Lafarge India to Nirma by LafargeHolcim and many others.



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	Prior to Arpwood, he was associated as Vice President at Kotak Investment Banking from 2007 to 2014, focusing on financial sponsors and private equity transactions. He was also been awarded with Economic Times' Young Leader recognition in 2014.
Disclosure of relationships between directors (in case of appointment of a director).	Mr. Prateek Diwan is not related to any Director of the Company.
Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/CML/2018/ 24, both dated 20 th June, 2018	Mr. Prateek Diwan is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

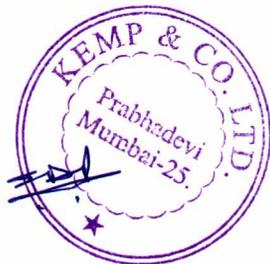
KEMP & COMPANY LTD

Regd. Off: DGP House, 5th Floor, 88-C, Old Prabhadevi Road, Mumbai-400 025
 website - www.kempnco.com Tel No. 022-66539000 Fax No. 022-66539089
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Statement of Unaudited Financial Results for the Quarter Ended 30th June, 2025

(Rs.in lakhs)

Sr No	Particulars	Quarter Ended			Year Ended
		(Unaudited)	Audited (Refer Note No 3)	(Unaudited)	(Audited)
		30-06-2025	31-03-2025	30-06-2024	31-03-2025
1	Income				
	(a) Revenue from Operations	74.63	76.03	71.48	291.04
	(b) Other Income	1.05	0.02	5.13	26.58
	Total Income	75.68	76.05	76.60	317.62
2	Expenses:				
	a) Cost of Materials consumed	-	-	-	-
	b) Purchase of Stock-in-trade	21.99	13.85	18.40	59.16
	c) Changes in Inventory of Stock-in-trade	(7.71)	7.90	0.45	9.99
	d) Employee Benefits Expenses	32.61	24.44	35.09	131.01
	e) Finance Costs	-	-	-	-
	f) Depreciation and Amortisation expense	2.18	2.07	2.20	8.68
	g) Other expenses	59.16	55.90	67.25	232.99
	Total Expenses	108.23	104.16	123.40	441.82
3	Profit / (Loss) before tax and before exceptional items (1-2)	(32.55)	(28.12)	(46.79)	(124.20)
4	Exceptional Items	-	-	-	-
5	Profit / (Loss) before tax (3-4)	(32.55)	(28.12)	(46.79)	(124.20)
6	Tax Expense				
	- Current tax	-	(0.02)	-	(0.02)
	- Deferred tax	(7.85)	9.05	(11.45)	(14.18)
	Total Tax Expenses	(7.85)	9.03	(11.45)	(14.20)
7	Profit / (Loss) for the period (5-6)	(24.70)	(37.14)	(35.34)	(110.00)
8	Other Comprehensive Income				
	A. (i) Items that will not be reclassified to Profit or Loss	4,770.90	(10,899.58)	(1,279.44)	(9,671.74)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	(682.20)	1,910.96	146.29	1,555.96
	B. (i) Items that will be reclassified to Profit or Loss	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-
	Total Other Comprehensive Income, net of income tax	4,088.70	(8,988.61)	(1,133.15)	(8,115.78)
9	Total Comprehensive Income for the period (7+ 8)	4,064.00	(9,025.75)	(1,168.49)	(8,225.78)
10	Paid-up equity share capital (face value of Rs 10/- per share)	108.02	108.02	108.02	108.02
11	Reserve excluding revaluation reserve as at balance sheet date	-	-	-	12,845.88
12	Earning per share (EPS) (of Rs 10/- each) (not annualised)				
	Basic/ Diluted EPS	(2.29)	(3.44)	(3.27)	(10.18)



Segment wise revenue, results and capital employed

	Particulars	Quarter Ended			Year Ended
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
		30-06-2025	31-03-2025	30-06-2024	31-03-2025
1	Segment Revenue (Revenue from Operations)				
	(a) Trading Activity	22.78	20.23	22.68	83.47
	(b) Real Estate	51.85	55.80	48.79	207.57
	Net sales/Income from Operations	74.63	76.03	71.48	291.04
2	Segment Profit Before Tax & Finance Cost				
	(a) Trading Activity	4.06	(6.46)	(0.00)	(5.78)
	(b) Real Estate	7.72	9.36	5.20	26.58
	Total	11.79	2.89	5.19	20.80
	Less : Finance Cost	-	-	-	-
	Add: Other Un-allocable Income net off Unallocable Expenditure	(44.33)	(31.00)	(51.99)	(144.98)
	Total Profit (+)/Loss (-) before Tax	(32.55)	(28.12)	(46.79)	(124.20)
3	Capital Employed				
	(a) Trading Activity	(1.64)	(4.08)	18.61	(4.08)
	(b) Real Estate	253.63	292.57	305.89	292.57
	(c) Other Unallocated Income	16,765.92	12,665.42	19,686.69	12,665.42
	Total Capital Employed	17,017.90	12,953.90	20,011.19	12,953.90

NOTES :

- 1) The financial results of the Company for the quarter ended June 30, 2025 have been reviewed by the Audit Committee of the Board and approved by the Board of Directors at its meeting held on August 5, 2025. The statutory auditors have reviewed unaudited financial results.
- 2) These financial results have been prepared in accordance with the recognition and measurement principles under Ind AS as prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and the other accounting principles generally accepted in India.
- 3) Figures for the quarter ended March 31, 2025 are the balancing figures between the audited figures in respect of the full financial year and published year to date figure upto the third quarter of financial year ended March 31, 2025.
- 4) The Company being part of the Promoter Group of V.I.P. Industries Limited ("VIP") had entered into Share Purchase Agreement and Shareholders Agreement dated 13th July, 2025, for selling upto 33,53,280 equity shares held in VIP. The same was intimated to the Stock Exchange by the Company as a material event. The sale of investments will be accounted on the date of completion of transaction.
- 5) Figures of corresponding previous year/period(s) have been regrouped /reclassified wherever necessary.



On behalf of the Board of Directors
for KEMP & COMPANY LTD.

Shalini D Piramal

Shalini D Piramal
Managing Director
D.I.No - 01365328

Place: Mumbai
Date: 5th August, 2025

M L BHUWANIA AND CO LLP

CHARTERED ACCOUNTANTS

F-11, 3rd floor, Manek Mahal, 90, Veer Nariman Road, Churchgate, Mumbai - 400 020, INDIA.

T : +91 22 3507 4949 E : info@mlbca.in W : www.mlbca.in

INDEPENDENT AUDITOR'S REVIEW REPORT ON THE QUARTERLY UNAUDITED FINANCIAL RESULTS OF THE COMPANY PURSUANT TO THE REGULATION 33 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED

REVIEW REPORT

To

The Board of Directors of
KEMP & COMPANY LIMITED

1. We have reviewed the accompanying Statement of Unaudited Financial Results of **KEMP & COMPANY LIMITED** ("the Company") for the quarter ended June 30, 2025 ("the Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").
2. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("IND AS 34") prescribed under section 133 of the Companies Act, 2013, and other Accounting principles generally accepted in India and in compliance with Regulation 33 of Listing Regulations. Our responsibility is to issue a report on the statements based on our review.
3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ("Ind AS") specified under Section 133 of the Companies Act,



M L BHUWANIA AND CO LLP

CHARTERED ACCOUNTANTS

2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

5. The financial results for the quarter ended on March 31, 2025 are the balancing figures between the audited figures in respect of the year ended on March 31, 2025 and the published year to date figures up to the period December 31, 2024, being the date of the end of the third quarter of the financial year, which were subject to limited review, as required under the Listing Regulations.

For and behalf of
M L BHUWANIA AND CO LLP
Chartered Accountants
FRN: 101484W / W100197

Ashishkumar Bairagra
Partner

Membership No. 109931

UDIN: 25109931BMAIAT7957

Place: Mumbai

Date: 5th August, 2025

F-11, 3rd Floor, Manek Mahal,
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Mumbai - 400 020, India.

