



Your success is our success

## **Emkay Global Financial Services Limited**

**CIN No.** L67120MH1995PLC084899

**Registered Office:** The Ruby, 7th Floor, Senapati Bapat Marg, Dadar (West), Mumbai-400028

**Website:** www.emkayglobal.com **T:** 022-66121212 **Fax:** 022-66121299 **Email:** compliance@emkayglobal.com

### **AGM NOTICE**

**Notice** is hereby given that the Twenty Fourth Annual General Meeting of the Members of Emkay Global Financial Services Limited will be held on Tuesday, 14th August, 2018 at 4.00 p.m. Suryodaya Banquets, at M. C. Ghia Hall, Bhogilal Hargovindas Building, 4th Floor, 18/20 K. Dubhash Marg, Mumbai - 400 001 to transact the following business:

#### **Ordinary Business:**

1. To receive, consider and adopt the audited financial statements including audited consolidated financial statements of the Company for the financial year ended 31st March, 2018 together with the reports of the Board of Directors and Auditors thereon.
2. To declare Dividend on equity shares of the Company for the Financial Year ended 31st March, 2018.
3. To appoint a director in place of Mrs. Preeti Kacholia (DIN-03481747), who retires by rotation and being eligible, offers herself for re-appointment.

#### **Special Business:**

4. **To appoint Dr. Bharat Kumar Singh as an Independent Director**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule IV of the Companies Act, 2013, Dr. Bharat Kumar Singh (DIN :00274435), who was appointed as an Additional Director of the Company with effect from 29th January, 2018 under Section 161 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years commencing from 14th August, 2018.

**RESOLVED FURTHER THAT** the Board of Directors and/ or the Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things, as may be required to give effect to this resolution.”

5. **Increase in Authorized Share Capital of the Company and consequent alteration to the capital clause of the Memorandum of Association**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 62,61,13 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and Rules made there under, Authorized Share Capital of the Company be and is hereby increased from ₹ 40,00,00,000 (Rupees Forty

crore Only) divided into 4,00,00,000 (Four Crore) equity shares of ₹ 10/- each to ₹ 50,00,00,000/- (Rupees Fifty Crore Only) divided into 5,00,00,000 (Five Crore) equity shares of ₹ 10/- each by creation of additional 1,00,00,000 (One Crore) equity shares of ₹10/- each (Rupees Ten each) amounting to ₹ 10,00,00,000/- (Rupees Ten Crore Only).

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 13, 61 and other applicable provisions of the Companies Act, 2013, if any, the existing Clause V (a) of the Memorandum of Association of the Company relating to the Authorized Share Capital be altered and substituted by the following new Clause V (a).

**Clause V (a) :** The Authorised Share Capital of the Company is ₹ 50,00,00,000/- (Rupees Fifty Crores Only) divided into 5,00,00,000 (Five Crores only) Equity Shares of ₹ 10/- (Rupees Ten only) with the rights, privileges and conditions attaching thereto as are provided by the regulations of the Company for capital of the Company for the time being, with power to increase and reduce the capital of the Company, and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the regulations of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the Company.

**RESOLVED FURTHER THAT** the Board of Directors and /or the Company Secretary of the Company be and are hereby authorized to take all necessary action for giving effect to the above resolution and file relevant forms with the Registrar of Companies, as required under the provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company including its Committee thereof and / or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things, as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto."

**Registered Office:**

The Ruby, 7th Floor  
Senapati Bapat Marg,  
Dadar (West), Mumbai-400028

Place : Mumbai  
Date : 28.05.2018

By Order of the Board of Directors  
For **Emkay Global Financial Services Limited**

**B. M. Raul**  
Company Secretary & Compliance Officer

## Notes for Members' Attention:

### 1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) OF THE COMPANY MAY APPOINT A PROXY TO ATTEND AND VOTE, IN CASE OF POLL ONLY, INSTEAD OF HIMSELF/ HERSELF.**

A Proxy need not be a member of the Company. The instrument appointing the proxy should be deposited at the Registered Office of the Company not less than forty-eight hours before commencement of the AGM. Proxies submitted on behalf of companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person shall not act as a proxy for more than 50 (fifty) members and holding in aggregate not more than 10% (ten percent) of the total share capital of the Company. However, a single person may act as a proxy for a member holding more than 10% (ten percent) of the total share capital of the Company provided that such person shall not act as a proxy for any other person.

2. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting are requested to send a duly certified copy of Board Resolution authorizing their representatives to attend and vote at the forthcoming 24th Annual General Meeting. Members are requested to hand over the enclosed Attendance Slip, duly signed in accordance with their specimen signature(s) registered with the Company for admission to the meeting Hall where the AGM is proposed to be held. Members who hold shares in electronic form are requested to bring their Client ID and DP ID numbers for identification.
3. Members/Proxies/Representatives should bring the enclosed Attendance Slip, duly filled in, for attending the Meeting. Copies of the Annual Report or Attendance Slips will not be distributed at the Meeting.
4. The Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 ("the Act"), concerning the Special Business in the Notice is annexed hereto and forms part of this Notice.
5. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away in terms of amendment made to Section 139 notified vide Notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed in the Annual General Meeting held on 11th August, 2017.
6. The Register of Directors and Key Managerial Personnel and their Shareholdings, maintained under Section 170 and Register of Contract or Arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 will be open for inspection by the members during the Annual General Meeting.
7. Relevant documents referred to in the accompanying Notice (and the statement pursuant to Section 102(1) of the Companies Act, 2013) are available for inspection at the Registered Office of the Company during business hours on all days except Saturdays, Sundays and Public Holidays upto the date of the AGM.
8. Profile of the Director seeking re-appointment, as required in terms of Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2 issued by the Institute of Company Secretaries of India is annexed to this notice.
9. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 3rd August, 2018 to Tuesday, 14th August, 2018 (both days inclusive).
10. The final dividend, as recommended by the Board, if approved at the AGM, in respect of equity shares held in electronic form will be payable to the beneficial owners of the shares as on 2nd August, 2018 as per the downloads furnished to the Company by Depositories for this purpose. In case of shares held in physical form, dividend will be paid to the shareholders, whose names shall appear on the Register of Members as on 2nd August, 2018.
11. Members holding shares in physical form are requested to notify immediately any change in their address or bank mandates to the Company / Registrar & Share Transfer Agents quoting their Folio Number and Bank Account Details along with self-attested documentary proofs. Members holding shares in the electronic form may update such details with their respective Depository Participants.
12. In case of joint holders attending the meeting, the joint holder with highest, in order of names will be entitled to vote.

13. Members desirous of getting any information about the accounts and operations of the Company are requested to address their queries to the Company Secretary & Compliance Officer at the Registered Office of the Company at least seven days in advance of the meeting so that the information required may be made readily available at the meeting.
14. Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013, the Company has transferred on due dates, the unpaid or unclaimed dividends for the financial year upto 2009-2010 to the Investor Education and Protection Fund (IEPF) established by the Central Government. Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with Companies) Rules, 2012, the Company has uploaded on its website the details of unpaid and unclaimed amounts lying with the Company. Members who have not yet encashed dividend for the financial year 2010-2011 and all subsequent years must claim the same as early as possible failing which it would be transferred to IEPF as per the dates mentioned herein below. In terms of Section 125 of the Companies Act, 2013, no claim shall lie against the Company after the said transfer. It is in the shareholders' interest to claim any unclaimed dividends and for future, opt for Electronic Clearing Services, so that dividends paid by the Company are credited to the investor's bank account on time. The balance amount lying in Unpaid Dividend Account for the financial year 2010-2011 is due for transfer to the IEPF, during the month of September/October, 2018.

The details of dividend due to be transferred to IEPF are given below:

<b>Financial Year</b>	<b>Seven Years expiring on</b>	<b>Transfer to IEPF Account on or before</b>
2010-2011	05.09.2018	05.10.2018
2011-2012	11.09.2019	10.10.2019
2015-2016 (Interim Dividend)	14.04.2023	13.05.2023
2016-2017	14.09.2024	13.10.2024

Note: No Dividend was declared for the Financial Year 2012-2013, 2013-2014 and 2014-2015 hence provisions relating to transfer of unpaid/unclaimed dividend to IEPF are not applicable.

Pursuant to the provisions of section 124(6) of the Companies Act, 2013 read with The Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 notified by the Ministry of Corporate Affairs, New Delhi w.e.f. 7th September, 2016, and further notification dated 28.02.2017 issued by Ministry of Corporate Affairs, amending the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017 which has come into force w.e.f. 28.02.2017, all the shares in respect of which dividend has not been paid or claimed for seven consecutive years or more as provided under subsection (5) of Section 124 are required to be transferred to the special Demat Account opened by IEPF Authority.

All the shareholders who have not claimed their unpaid dividend are requested to claim their unclaimed dividends, otherwise the unclaimed dividend and such shares will be transferred to IEPF account by the respective due dates.

Members are requested to contact M/s. Link Intime India Private Limited, the Registrar & Share Transfer Agent of the Company, for claiming the dividend for the aforesaid years. The details of the unclaimed dividends of the aforesaid years are available on the Company's website at [www.emkayglobal.com](http://www.emkayglobal.com) and also on Website of Ministry of Corporate affairs at [www.mca.gov.in](http://www.mca.gov.in).

15. The Securities Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are requested to submit PAN to their Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar and Transfer Agent.
16. The Ministry of Corporate Affairs has taken a 'Green Initiative in Corporate Governance' by issuing circulars allowing paperless compliances by Companies through electronic mode. The Shareholders can now receive various notices and documents through electronic mode by registering their e-mail addresses with the Company. Shareholders who have not registered their e-mail address with the Company can now register the same by post with M/s. Link Intime India Private Limited or to the Company. Members holding shares in electronic form are requested to register their email addresses with their Depository Participants only. Even after registering for E-communication, the shareholders of the Company are entitled to receive such communication in physical form, upon request.

17. Electronic copy of the Notice of the 24th Annual General Meeting of the Company inter alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 24th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members, who have not registered their email address so far, are requested to register their email IDs for receiving all communications including Annual Report, Notices, etc., from the Company electronically.

Notice of the 24th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members, who have not registered their email address so far, are requested to register their email IDs for receiving all communications including Annual Report, Notices, etc., from the Company electronically.

18. Members may also note that the Notice of the 24th Annual General Meeting and the Annual Report for the financial year 2017-2018 will also be available on the Company's website [www.emkayglobal.com](http://www.emkayglobal.com)
19. The Route map showing directions to reach the venue of the 24th Annual General Meeting is annexed.
20. **Voting through electronic means:**

The Company has provided 'remote e-voting' (e-voting from a place other than venue of the AGM) facility through Central Depository Services (India) Limited (CDSL) as an alternative, for all members of the company to enable them to cast their votes electronically, on the resolutions mentioned in the notice of the 24th Annual General Meeting of the Company (the AGM Notice).

The facility for voting, either through electronic voting system or through ballot / polling paper shall also be made available at the venue of the 24th AGM. The members attending the meeting, who have not cast their vote through remote e-voting shall be able to exercise their voting rights at the meeting. The members who have cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again at the AGM.

The Company has appointed Mr. P.N. Parikh (Membership No. 327) and failing him Mr. Mitesh Dhabliwala ( Membership no. 8331), of M/s Parikh & Associates, Practicing Company Secretaries Mumbai as the Scrutinizer for conducting the remote e-voting and the voting process at the AGM in a fair and transparent manner. E-voting is optional. In terms of requirements of the Companies Act, 2013 and the relevant Rules, the Company has fixed 7th August, 2018 as the 'Cut-off Date'. The remote e-voting / voting rights of the shareholders/ beneficial owners shall be reckoned on the equity shares held by them as on the Cut-off Date i.e.7th August, 2018 only.

**A. The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on 11th August, 2018 at 9.30 a.m. and ends on 13th August, 2018 at 5.00 p.m During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 7th August, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders / Members
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.

- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.</li> </ul>
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
OR Date of Birth (DOB)	<ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for Emkay Global Financial Services Limited on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the changed login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

21. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 7th August, 2018.
22. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 7th August, 2018, may obtain the login ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
23. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
24. 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 as well as voting at the AGM through ballot paper.
25. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
26. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
27. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited.



## **EXPLANATORY STATEMENT**

### **Statement pursuant to Section 102 of the Companies Act, 2013**

#### **Item No. 4**

The Board of Directors of the Company appointed Dr. Bharat Kumar Singh (DIN: 00274435) as an Additional Director of the Company with effect from 29th January, 2018. Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("the Act") and Articles of Association of the Company, Dr. Bharat Kumar Singh holds office as an Additional Director upto the date of this Annual General Meeting. Nomination, Remuneration and Compensation Committee has recommended to the Board of Directors for appointment of Dr. Bharat Kumar as a Director and Independent Director in its meeting held prior to the Board Meeting held on 28.05.2018. The Company has received a notice pursuant to section 160 of the Companies Act, 2013 from a member signifying its intention to propose appointment of Dr. Bharat Kumar Singh as Director of the Company.

The Company has received a declaration of independence from Dr. Bharat Kumar Singh. In the opinion of the Board, Dr. Bharat Kumar Singh fulfills the conditions specified in the Companies Act, 2013 and rules made there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for appointment as an Independent Director of the Company. It is proposed to appoint Dr. Bharat Kumar Singh as an Independent Director of the Company not liable to retire by rotation to hold office for a term of five consecutive years commencing from the date of the Annual General Meeting i.e. 14th August, 2018.

A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Director is available for inspection at the Registered Office/ Administrative Office of the Company during business hours on any working day and is also available on the website of the Company i.e. [www.emkayglobal.com](http://www.emkayglobal.com).

Brief profile of Dr. Bharat Kumar Singh in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is provided at the end of this Notice and in the Corporate Governance Report.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval of the shareholders.

Except Dr. Bharat Kumar Singh being an appointee, none of the other Directors, Key Managerial Personnel of the Company or relatives of Director/Key Managerial Personnel are in any way deemed to be concerned or interested financially or otherwise in the resolution set out at item No.4 of the Notice.

#### **Item No. 5**

The Present Authorized Share Capital of the Company is ₹ 40,00,00,000/- (Rupees Forty Crore Only) consisting of 4,00,00,000 (Four Crore) equity shares of ₹ 10/- each. In view of the growing business and consequent funding requirements, it is proposed to increase the Authorized Share Capital of the Company from ₹ 40,00,00,000 (Rupees Forty Crore Only) to ₹ 50,00,00,000 (Rupees Fifty Crore only) by creation of additional 1,00,00,000 (One Crore) equity Share of ₹ 10/- (Rupees Ten Only) each.

The increase in Authorized Share Capital as aforesaid would require consequential alteration to the exiting Capital Clause V (a) of the Memorandum of Association of the Company in accordance with the provisions of Section 13 of the Companies Act, 2013.

As per the provisions of Section 61 of the Companies act, 2013 read with the other applicable provisions, the Authorized Capital of the Company can be increased after approval of the shareholders.

The Board of Directors recommends the Special Resolution set out at Item No. 5 of the Notice for approval of the shareholders.

None of the Directors, key managerial personnel of the Company or relatives of Directors / Key Managerial personal are, in any way deemed to be concerned or interested financially or otherwise in the resolution set out at Item no. 5 of the Notice except to extent of their share holding in the company.



All relevant documents referred to in the accompanying Notice and this statement setting out material facts, are available for inspection at the Registered Office of the Company on all working days between 11.00 hrs. to 13.00 hrs. up to the date of the Annual General Meeting.

**Registered Office:**

The Ruby, 7th Floor  
Senapati Bapat Marg,  
Dadar (West), Mumbai-400028

Place : Mumbai  
Date : 28.05.2018

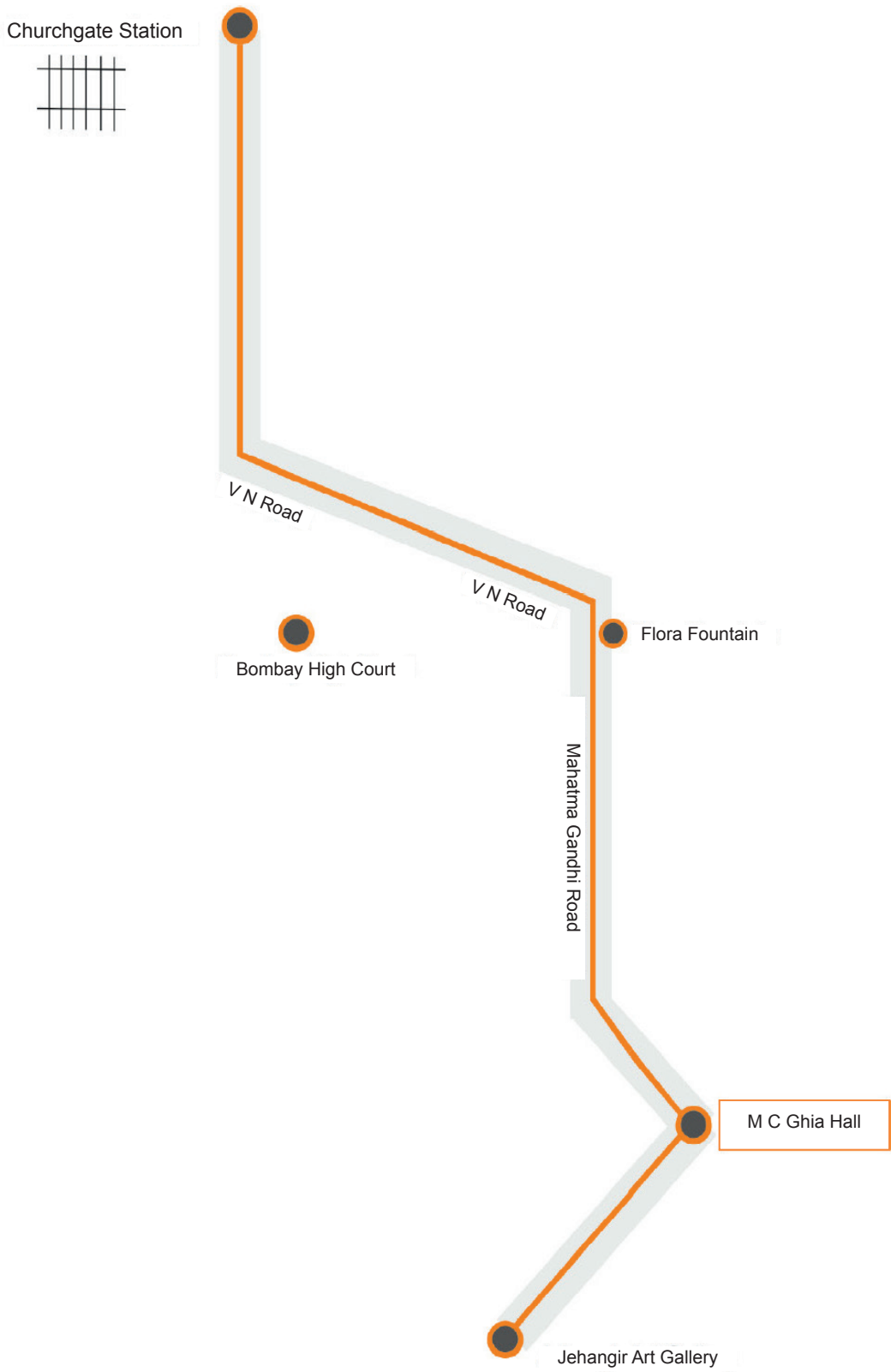
By Order of the Board of Directors  
For **Emkay Global Financial Services Limited**

**B. M. Raul**  
Company Secretary & Compliance Officer

**Profile of the Directors being re-appointed / appointed at the 24th Annual General Meeting in pursuance of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Name of Director	Mrs. Preeti Kacholia	Dr. Bharat Kumar Singh
DIN	03481747	00274435
Date of Birth	15/07/1967	23/07/1946
Age	50 years	71 years
Date of Appointment	30/03/2015	29/01/2018
Experience in Specified Functional Area	Rich and vast experience in the field of Management.	Rich and vast experience in Restructuring, Reorganizing, building relationship with the relevant Institutions.
Percentage of shares held in the Company	7.66 % as on 31.03.2018	-
Qualification	B.Com	B.E (Mech), MBA(IIM-C), Ph.D(Mumbai Univ (JBIMS)
List of other Companies in which associated as Director	Emkay Charitable Foundation	1. Aditya Birla Power Ltd 2. Aadhyathma Management Private Ltd
Chairman / Memberships of the Committee of the Board of other Companies in which associated as a Director	Chairman/Member: NIL	Chairman/Member: NIL

Road Map showing directions to reach the venue - (M C Ghia Hall)



Road Map showing directions to reach the venue - (M C Ghia Hall)

