

RESULT OF THE POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, approval of the Shareholders for passing Special Resolutions were sought through postal ballot process vide Notice dated 29th January, 2018 for approval and implementation of Employees Stock Option Plan-2018 (ESOP-2018).

Mr. P. N. Parikh (Membership No. FCS 327) and failing him Mr. Mitesh Dhabliwala (Membership No. FCS 8331) of M/s Parikh & Associates, Company Secretary in whole time practice was appointed as Scrutinizer for conducting the postal ballot process in a fair and transparent manner.

The last date for e-voting and receipt of the postal ballot form duly completed from the Shareholders was upto 5.00 p.m. on Wednesday, 21st March, 2018.

Based on the report submitted by the Scrutinizer, following results are announced:

| Postal Ballot Voting Results Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 | |
|--|--|
| Company Name | Emkay Global Financial Services Limited |
| Date of the Postal Ballot Notice | 29.01.2018 |
| Total number of shareholders as on cut –off Date | 9,548 |
| Voting: | |
| Start Date | Tuesday, 20 th February, 2018 at 9.30 a.m. to |
| End Date | Wednesday, 21 st March, 2018 at 5.00 p.m. |
| No of shareholders present in the meeting either in person or through proxy | Not Applicable |
| Promoters and promoters Group | |
| Public | |
| No of shareholders present in the meeting through Video Conferencing | Not Applicable |
| Promoters and promoters Group | |
| Public | |



Administrative Office: Paragon Centre, C-06, Ground Floor, Pandurang Budhkar Marg, Opp. Century Mills, Worli, Mumbai - 400 013. Tel: +91 22 6629 9299 Fax: +91 22 6629 9199
Registered Office: The Ruby, 7th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400 028. Tel : +91 22 6612 1212 Fax: +91 22 6612 1299 www.emkayglobal.com CIN - L67120MH1995PLC084899

EMKAY GLOBAL FINANCIAL SERVICES LIMITED

| Resolution Required : Special | | | 1.Special Resolution for Approval and Implementation of Employees Stock Option Plan-2018(ESOP-2018) | | | | | |
|--|----------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/Promoter Group is interested in the Agenda /Resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | $[3]=\{[2]/[1]\} * 100$ | [4] | [5] | $[6]=\{[4]/[2]\} * 100$ | $[7]=\{[5]/[2]\} * 100$ |
| Promoter and Promoter Group | E-Voting | 17652500 | 17652500 | 100.0000 | 17652500 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 17652500 | 100.0000 | 17652500 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 24614 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 6856916 | 139350 | 2.0323 | 139131 | 219 | 99.8428 | 0.1572 |
| | Poll | | 274932 | 4.0096 | 274932 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 414282 | 6.0419 | 414063 | 219 | 99.9471 | 0.0529 |
| Total | | 24534030 | 18066782 | 73.6397 | 18066563 | 219 | 99.9988 | 0.0012 |

The above special resolution set out in the Notice of Postal Ballot dated 29th January, 2018 is accordingly passed by the shareholders with the requisite majority.



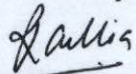
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EMKAY GLOBAL FINANCIAL SERVICES LIMITED

| Resolution Required : (Special) | | 2. Special Resolution for Approval for Extending Benefits of Employees' Stock Option Plan-2018 (ESOP-2018) to the Employees of Present and Future subsidiary Companies. | | | | | | |
|---|----------------|---|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| Promoter and Promoter Group | E-Voting | 17652500 | 17652500 | 100.0000 | 17652500 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 17652500 | 100.0000 | 17652500 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 24614 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 6856916 | 139350 | 2.0323 | 139130 | 220 | 99.8421 | 0.1579 |
| | Poll | | 274907 | 4.0092 | 274907 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 414257 | 6.0415 | 414037 | 220 | 99.9469 | 0.0531 |
| Total | | 24534030 | 18066757 | 73.6396 | 18066537 | 220 | 99.9988 | 0.0012 |

The above special resolution set out in the Notice of Postal Ballot dated 29th January, 2018 is accordingly passed by the shareholders with the requisite majority.

For Emkay Global Financial Services Limited

X 
Prakash Kacholia
Managing Director

Mumbai; 22.03.2018



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EMKAY GLOBAL FINANCIAL SERVICES LIMITED

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

March 22, 2018

To,
EMKAY GLOBAL FINANCIAL SERVICES LIMITED
7th Floor, The Ruby
Senapati Bapat Marg, Dadar (West),
Mumbai-400028

Kind Attn: Mr. B.M.Raul

Sub. : Postal Ballot

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the following Special Resolutions:

- (a) Approval and Implementation of Employees' Stock Option Plan - 2018 (ESOP-2018).
- (b) Approval for extending Benefits of Employees' Stock Option Plan - 2018 (ESOP - 2018) to the Employees of Present and Future Subsidiary Companies.

I now enclose the following:

- a) My report to the Company on the result of the postal ballots received from shareholders in physical and electronic mode.
- b) The register showing the particulars of the physical postal ballots processed by the Registrar and Share Transfer Agent of the Company and the e-votes registered on the Central Depository Services (India) Limited (CDSL) e-voting system in respect of the said resolutions.

I hope you will find the above in order.

Thanking you.



Yours faithfully

Mitesh Dhabliwala
Mitesh Dhabliwala
Parikh & Associates

Encl.: As above.

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
EMKAY GLOBAL FINANCIAL SERVICES LIMITED
7th Floor, The Ruby
Senapati Bapat Marg, Dadar (West),
Mumbai-400028

Report of Scrutinizer

I, Mitesh Dhabliwala, of M/s. Parikh & Associates, Practicing Company Secretaries, having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai 400 053 had been appointed as the Scrutinizer to conduct the postal ballot process in respect of the following Special Resolutions:

(a) Approval and Implementation of Employees' Stock Option Plan - 2018 (ESOP-2018).

(b) Approval for extending Benefits of Employees' Stock Option Plan - 2018 (ESOP - 2018) to the Employees of Present and Future Subsidiary Companies.

The shareholders of the company holding shares as on the "cut-off" date of February 09, 2018 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Tuesday, February 20, 2018 at 09:30 a.m. (IST) and ended on Wednesday, March 21, 2018 at 05:00 p.m. (IST) and the CDSL e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. Votes cast through Physical ballot forms received up to Wednesday, March 21, 2018 at 05:00 p.m. (IST) were also considered.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system and the physical ballot forms received respectively and maintained register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 as amended.

I now submit my Report as under on the result of the voting by postal ballot in physical and electronic mode in respect of the said Resolutions.



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(a) Special Resolution for Approval and Implementation of Employees' Stock Option Plan - 2018 (ESOP-2018).

(i) Voted in favour of the resolution:

| Number of members voted through electronic voting system and through physical ballot form | Number of valid Votes cast (Shares) | % of total number of valid votes cast |
|---|-------------------------------------|---------------------------------------|
| 48 | 1,80,66,563 | 100.00 (Rounded Off) |

(ii) Voted against the resolution:

| Number of members voted through electronic voting system and through physical ballot form | Number of valid Votes cast (Shares) | % of total number of valid votes cast |
|---|-------------------------------------|---------------------------------------|
| 4 | 219 | 0.00 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of invalid votes cast (Shares) |
|---|---|
| 2 | 2 |



(b) Special Resolution for Approval for extending Benefits of Employees' Stock Option Plan-2018 (ESOP- 2018) to the Employees of Present and Future Subsidiary Companies.

(i) Voted in favour of the resolution:

| Number of members voted through electronic voting system and through physical ballot form | Number of valid Votes cast (Shares) | % of total number of valid votes cast |
|---|-------------------------------------|---------------------------------------|
| 46 | 1,80,66,537 | 100.00(Rounded Off) |

(ii) Voted against the resolution:

| Number of members voted through electronic voting system and through physical ballot form | Number of valid Votes cast (Shares) | % of total number of valid votes cast |
|---|-------------------------------------|---------------------------------------|
| 5 | 220 | 0.00 |

(iii) Invalid votes:

| Total number of members whose votes were declared invalid | Total number of invalid votes cast (Shares) |
|---|---|
| 3 | 27 |



Place: Mumbai

Dated: March 22, 2018

Signature:
Name:

Mitesh Dhabliwala

Mitesh Dhabliwala

Scrutinizer

FCS: 8331 CP: 9511