

## RESULT OF THE E-VOTING

Pursuant to the provisions of Section 108 of the Companies Act 2013 and Regulation 44 of the Securities and Exchange Board of India ( Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 20 of the Companies (Management and Administration) Rules, 2015 the Company had provided remote e-voting facility through Central Depository Services ( India) Limited ( CDSL) to the shareholders to cast their votes in respect of the Ordinary and Special Resolutions as mentioned in the Notice of the 25<sup>th</sup> Annual General Meeting to be held on 12<sup>th</sup> August, 2019 at 12.00 Noon. The Company also provided facility of voting through Ballot papers to those share holders who had attended the meeting but did not cast their votes through e-voting. The remote e-voting period began on 6th August 2019 at 9.00 am and ended on 11th August 2019 at 5.00 pm.

Mr. Mitesh Dhabliwala of M/s Parikh & Associates, Company Secretary in whole-time practice, was appointed as Scrutinizer to scrutinize the votes cast through remote e-voting facility and votes cast through Ballot paper. Based on the report of the Scrutinizer following, is the result of the e-voting and by Ballot paper at the AGM venue:

### Resolution 1: Ordinary Resolution

**To receive, consider and adopt the audited financial statements including audited consolidated financial statements of the Company for the financial year ended 31st March, 2019 together with the reports of the Board of Directors and Auditors thereon.**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
88	1,85,12,873	100.00 (Rounded off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	4	0.00

(iii) **Invalid** votes:



Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2

The above Resolutions have, therefore, been approved by the Shareholders with requisite majority.

### **Resolution 2: Ordinary Resolution**

**To declare Dividend on equity shares of the Company for the Financial Year ended 31st March, 2019.**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
88	1,85,12,873	100.00 (Rounded off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	4	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2

The above Resolutions have, therefore, been approved by the Shareholders with requisite majority.

### **Resolution 3: Special Resolution**

**To appoint a Director in place of Mr. S. K. Saboo (DIN-00373201), aged 76 years, who retires by rotation and being eligible, offers himself for re-appointment.**



(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
86	1,85,12,858	100.00 (Rounded off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	19	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2

The above Resolutions have, therefore, been approved by the Shareholders with requisite majority.

#### **Resolution 4: Special Resolution**

**Re-appointment of Mr. G.C. Vasudeo as an Independent Director for second term of 5 years.**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
88	1,85,12,873	100.00 (Rounded off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	4	0.00





(iii) **Invalid votes:**

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2

The above Resolutions have, therefore, been approved by the Shareholders with requisite majority.

**Resolution 5: Special Resolution**

**Re-appointment of Mr. R.K. Krishnamurthi as an Independent Director for second term of 5 years.**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
88	1,85,12,873	100.00 (Rounded off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	4	0.00

(iii) **Invalid votes:**

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2

**Resolution 6: Special Resolution**

**Re-appointment of Mr. Krishna Kumar Karwa as Managing Director with effect from 1<sup>st</sup> October 2019 and Payment of remuneration to him.**

(i) Voted in **favour** of the resolution:



Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
88	1,85,12,873	100.00 (Rounded off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	4	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2

### **Resolution 7: Special Resolution**

**Special resolution for re-appointment of Mr. Prakash Kacholia as Managing Director with effect from 1<sup>st</sup> October 2019 and Payment of remuneration to him.**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
88	1,85,12,873	100.00 (Rounded off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	4	0.00

(iii) **Invalid** votes:



Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2

### **Resolution 8: Special Resolution**

**Special resolution for Grant of stock options to Mr. Yatin Kumar Singh, Head of Investment Banking in excess of 1% of issued equity capital of the Company under Employee Stock Option Plan 2018 (ESOP 2018)**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
86	1,85,12,858	100.00 (Rounded off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	19	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2





## Resolution 9: Special Resolution

**Special resolution for Grant of stock options to Mr. Sunil Tirumalai, Head of Research & Strategist in excess of 1% of issued equity capital of the Company under Employee Stock Option Plan 2007 (ESOP 2007)**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
86	1,85,12,858	100.00 (Rounded off)


(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	19	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2

The above Resolutions have, therefore, been approved by the Shareholders with requisite majority.



S.K. Saboo  
Chairman

Place: Mumbai  
Date: 14.08.2019



**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  
The Ruby, 7<sup>th</sup> Floor, Senapati Bapat Marg,  
Dadar (West),  
Mumbai - 400028

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through ballot paper at the 25<sup>th</sup> Annual General Meeting of Emkay Global Financial Services Limited held at M.C. Ghia Hall, Bhogilal Hargovindas Building, 4<sup>th</sup> Floor, 18/20 K. Dubhash Marg, Mumbai - 400001 on Monday, August 12, 2019 at 12 noon.**

I, Mitesh Dhabliwala, of Parikh & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Emkay Global Financial Services Limited, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 25<sup>th</sup> Annual General Meeting (AGM) of Emkay Global Financial Services Limited held on Monday, August 12, 2019 at 12.00 noon.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on August 12, 2019.

The Notice dated July 10, 2019 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.





The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company.

The Company had also provided voting through ballot paper to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of August 05, 2019 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on August 09, 2019 at 9.00 a.m. and ended on August 11, 2019 at 5.00 p.m. and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done through ballot paper at the meeting was generated in my presence and the same was diligently scrutinized.

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. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through ballot paper at the meeting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through ballot paper at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through ballot paper at the AGM in respect of the said Resolutions.



**Resolution 1: Ordinary Resolution**

To receive, consider and adopt the audited financial statements including audited consolidated financial statements of the Company for the financial year ended 31st March, 2019 together with the reports of the Board of Directors and Auditors thereon.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
88	1,85,12,873	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	4	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2





**Resolution 2: Ordinary Resolution**

**To declare Dividend on equity shares of the Company for the Financial Year ended 31st March, 2019.**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
88	1,85,12,873	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	4	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2





**Resolution 3: Special Resolution**

To appoint a Director in place of Mr. S. K. Saboo (DIN 00373201), aged 76 years, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
86	1,85,12,858	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	19	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2



**Resolution 4: Special Resolution****Re-appointment of Mr. G.C. Vasudeo (DIN-00021772), as an Independent Director.**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
88	1,85,12,873	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	4	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2



**Resolution 5: Special Resolution**

**Re-appointment of Mr. R.K. Krishnamurthi (DIN-00464622), as an Independent Director.**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
88	1,85,12,873	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	4	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2





**Resolution 6: Special Resolution**

**Re-appointment of Mr. Krishna Kumar Karwa (DIN-00181055), as Managing Director with effect from October 1, 2019 and Payment of remuneration to him.**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
88	1,85,12,873	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	4	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2



**Resolution 7: Special Resolution**

**Re-appointment of Mr. Prakash Kacholia(DIN-00002626), as Managing Director with effect from October 1, 2019 and Payment of remuneration to him.**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
88	1,85,12,873	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	4	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2



**Resolution 8: Special Resolution**

**Grant of stock options to Mr. Yatin Kumar Singh, Head of Investment Banking in excess of 1% of issued Equity capital under Employee Stock Option Plan-2018 (ESOP-2018).**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
86	1,85,12,858	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	19	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
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**Resolution 9: Special Resolution**

**Grant of stock options to Mr. Sunil Tirumalai, Head of Research & Strategist in excess of 1% of issued Equity capital under Employee Stock Option Plan-2007 (ESOP-2007).**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
86	1,85,12,858	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	19	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
2	2

Thanking you,  
Yours faithfully,



Mitesh Dhabliwala  
Parikh & Associates  
Practising Company Secretaries  
FCS: 8331 CP No.: 9511  
111,11th Floor, Sai Dwar CHS Ltd.,  
Sab TV Lane, Opp. Laxmi Indl. Estate,  
Off Link Road, Above Shabari Restaurant,  
Andheri (West), Mumbai - 400053

Place: Mumbai  
Dated: August 12, 2019