

Date: 28.08.2020

isting Department SE Limited J. Tower, Dalal Street, Iumbai 400 001 crip Code: 532737

Dear Sir,

Sub: Disclosure regarding the Evoting results and Proceeding /Outcome of the 26th Annual Genaral Meeting held on 28th August, 2020 pursuant to Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that 26th Annual General Meeting (AGM) of the members of the Company was held on 28<sup>TH</sup> August, 2020 at 11.00 a.m through VC/OAVM.

Pursuant to Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details regarding the proceedings/Outcome and E-voting results of the business transacted at the AGM are as under.

Sr.No.	Description		Particulars		
A	Date of AGM	Friday, 28th August 2020			
В	Book Closure Date	22 <sup>nd</sup> August 2 inclusive)	2020 to 28th August 202	0 (both days	
С	Total number of Shareholders on Book Closure Date	8715			
D	Number of Shareholders present	in the Annual C	General Meeting in perso	n	
	Shareholders	Present in person	Present through Proxy/Representative	Total	
	Promoters and Promoters Group	6	1	7	
	Public	58		58	
Е	Number of Shareholders attende	d the meeting t	hrough Video Conferenc	ing:65	





Further, in compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company provided to the members the facility to exercise their right to vote at the 26th Annual General Meeting (AGM) by electronic means. The voting period began on 25th August 2020 at 9.00 am and ended on 27th August 2020 at 5.00 pm. The Company has also provided the facility of voting at the Annual General Meeting through E voting facility to those shareholder who attended the meeting but had not cast their vote through remote e-voting. In this regard, Mr. Mitesh Dhabliwala of Parikh & Associates, Company Secretary in whole-practice, was appointed by the Board as Scrutinizer and has submitted his report.

Accordingly the following is the result of the remote e-voting and e voting at the AGM

The following business was transacted at the 26th Annual General Meeting of the Company.

Item	Details of the Agenda Item	Nature of	Mode of	Remarks
No.		Resolution	Voting	
1	Receive, consider and adopt the audited financial statements including audited consolidated financial statements of the Company for the financial year ended 31st March, 2020 together with the reports of the Board of Directors and Auditors thereon.	Ordinary	Remote E- Voting/E- Voting at the AGM	Passed with requisite majority
2	Appointment a director in place of Mrs. Preeti Kacholia (DIN-03481747), who retires by rotation and being eligible, offers herself for reappointment.	Ordinary	Remote E- Voting/E- Voting at the AGM	Passed with requisite majority
3	Payment of Commission to Non- Executive Directors.	Ordinary	Remote E- Voting/E- Voting at the AGM	Passed with requisite majority
4	Continuation of Directorship of Dr. Satish Ugrankar (DIN - 00043783) as an Independent Director		Remote E- Voting/E- Voting at the AGM	Passed with requisite majority
5	Continuation of Directorship of Mr. R. K. Krishnamurthi (DIN-00464622) as an Independent Director.		Remote E- Voting/E- Voting at the AGM	Passed with requisite majority
6	Continuation of Directorship of Dr. Bharat Kumar Singh (DIN-00274435) as an Independent Director		Remote E- Voting/E- Voting at the AGM	Passed with requisite majority



All the resolutions were approved Passed with requisite majority In case of Poll/Postal ballot/E-voting:

# E-VOTING RESULT DETAILS ARE AS UNDER:

# **RESOLUTION No.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, 2020 together with the reports of the Board of Directors and Auditors thereon.

esolution Required : (	Ordinary)			consider and adopt the lidated financial state arch, 2020 together ween.	monts of the	Company 10	Life illiancia.	,
Vhether promoter/ protersted in the agence Category	omoter group da/resolution Mode of Voting	No. of shares held	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={[4]/[ 2]}*100	% of Votes against on votes polled [7]={[5] /[2]}*10 0
			18353984	100.0000	18353984	0	100.0000	0.0000
	E-Voting		18353984	0.0000	0	0	0.0000	0.0000
Promoter and	Poll Postal Ballot	18353984	0	0.0000	0	0	0.0000	0.0000
Promoter Group			18353984	100.0000	18353984	0	100.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal	27350	0	0.0000	0	0		0.0000
	Total		0	0.0000	0	0		0.000
	E-Voting		365552		365549	3		0.000
	Poll		8	0.0001	8	(	100.00	
Public Non Institutions	Postal	6237696	0	0.0000		_	0.0000	
	Total		365560				99.9992	
Total		24619030	18719544	76.0369	18719541		3 100.0000	0.000



## **RESOLUTION No.2-Ordinary Resolution**

To appoint a director in place of Mrs. Preeti Kacholia (DIN-03481747), who retires by rotation and being eligible, offers herself for re-appointment

Resolution Required :	(Ordinary)		2 - To appoint who retires	nt a director in by rotation an	n place of Mrs d being eligib	. Preeti Ka de, offers h	cholia (DIN-0 erself for re-a	3481747), ppointment
Whether promoter/ pinterested in the agen	nda/resolutio							
Category	Mode of Voting  No. of shares held  [1]	shares	No. of votes polled	votes outstandin	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
	E-Voting		18353984	100.0000	18353984	0	100.0000	0.0000
	Poll	18353984	0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18353984	100.0000	18353984	0	100.0000	0.000
	E-Voting		0	0.0000	0	0	0.0000	0.000
	Poll		0	0.0000	0	0	0.0000	0.000
Public Institutions	Postal Ballot	27350	0	0.0000	0	0	0.0000	0.000
	Total		0	0.0000	0	0	0.0000	0.000
	E-Voting	AL INTERNATION	365552	5.8604	365549	3	99.9992	0.000
	Poll		8	0.0001	8	0	100.0000	0.000
Public Non Institutions	Postal Ballot	6237696	0	0	0	0		0.000
	Total		365560	5.8605	365557	3		0.000
Total		24619030	18719544	76.0369	18719541	3	100.0000	0.000



# RESOLUTION No.3- Special Resolution

# Payment of Commission to Non-Executive Directors

Resolution Required :	(Ordinary)		3 - Paymer	nt of Commission	n to Non-Exec	cutive Direc	ctors	
Whether promoter/ p interested in the agen	da/resolution?							
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 agains t on votes polled
		[1]	[2]	[3]={[2]/[1]}* 100	[4]	[5]	[6]={[4]/[2] }*100	[7]={[5 ]/[2]}* 100
	E-Voting		18353984	100.0000	18353984	0	100.0000	0.0000
Promoter and	Poll	18353984	0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18353984	100.0000	18353984	0	100.0000	0.0000
	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	27350	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		365552	5.8604	365548	4	99.9989	0.0011
Public Non Institutions	Poll		8	0.0001	8	0	100.0000	0.0000
	Postal Ballot	6237696	0	0.0050	0	0	0.0000	0.0000
	Total		365560	5.8605	365556	4	99.9989	0.0011
Total		24619030	18719544	76.0369	18719540	4	100.0000	0.0000



# RESOLUTION No.4-Special Resolution

Continuation of Directorship of Dr. Satish Ugrankar (DIN - 00043783) as an Independent Director

Resolution Req	uired : (Spec		Independent	ion of Directorship of Director	n Di. Sausii	Ogrankar (	(BHV - 00045	705) as an
Whether promo are interested in agenda/resolut	oter/ promo							
Category	Mode of Voting	No. of shares held [1]	No. of votes polled	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={[4]/[2] }*100	% of Vote s agai nst on vote s polle d [7]={[5]/[2]} *100
	E- Voting	18353984	18353984	100.0000	18353984	0	100.0000	0.0000
Promoter and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18353984	100.0000	18353984	0	100.0000	0.0000
	E- Voting		0	0.0000	0	0	0.0000	0.0000
Public	Poll	27350	0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	27330	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E- Voting		365552	5.8604	365549	3	99.9992	0.0008
Public Non Institutions	Poll	6227606	8	0.0001	8	0	100.0000	0.0000
	Postal Ballot	6237696	0	0.0000	0	0	0.0000	0.0000
	Total		365560	5.8605	365557	3	99.9992	0.0008
Total		24619030	18719541	76.0369	18719541	3	100.0000	0.0000

# RESOLUTION No.5-Special Resolution

Continuation of Directorship of Mr. R. K. Krishnamurthi (DIN-00464622) as an Independent Director.

Resolution Re	quired : (S	Special)		tion of Directorship endent Director.				
Whether promot interested in the	The second secon							
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]}*10 0
	E- Voting	18353984	18353984	100.0000	18353984	0	100.0000	0.0000
Promoter and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		18353984	100.0000	18353984	0	100.0000	0.0000
	E- Voting		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Poll Postal Ballot	27350	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E- Voting		365552	5.8604	365549	3	99.9992	0.0008
Public Non Institutions	Poll		8	0.0001	8	0	100.0000	0.0000
	Postal Ballot	6237696	0	0.0000	0	0	0.0000	0.0000
	Total		365560	5.8605	365557	3	99.9992	0.0008
Total		24619030	18719544	76.0369	18719541	3	100.0000	0.0000



#### RESOLUTION No.6-Special Resolution

Continuation of Directorship of Dr. Bharat Kumar Singh (DIN-00274435) as an Independent Director.

Resolution Rec				ion of Directorship of lent Director.	of Dr. Bharat	Kumar Si	ngh (DIN-002	274435) as
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]	% of Votes against on votes polled [7]={[5]/[
				[0] [[-]] [-]]		101	}*100	2]}*100
Promoter	E- Voting		18353984	100.0000	18353984	0	100.0000	0.0000
and	Poll	18353984	0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot	16333364	0	0.0000	0	0	0.0000	0.0000
	Total		18353984	100.0000	18353984	0	100.0000	0.0000
	E- Voting		0	0.0000	0	0	0.0000	0.0000
Public	Poll	27350	0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	2/330	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E- Voting		365552	5.8604	365549	3	99.9992	0.0008
Public Non Institutions	Poll	6227606	8	0.0001	8	0	100.0000	0.0000
	Postal Ballot	6237696	0	0	0	0	0	0
	Total		365560	5.8605	365557	3	99.9992	0.0008
Total		24619030	18719544	76.0369	18719541	3	100.0000	0.0000

Kindly take the above information on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For Emkay Global Financial Services Limited

B. M. Raul

Company Secretary & Compliance Officer

\* Poll- Evoting during the Arm is considered under Poll.



### **RESULT OF THE E-VOTING**

In view of the General Circular dated 8th April 2020, 13th April 2020 and 5th May 2020, issued by the Ministry of Corporate Affairs and Circular dated 12th May 2020 issued by the Securities and Exchange Board of India, the 26th Annual General Meeting of the Company is being conducted through Video Conferencing.

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 26th Annual General Meeting held on 28th August, 2020 at 11.00.a.m. The Company also provided facility of e-voting during the AGM to those share holders who had attended the meeting but did not caste their votes through e-voting. The remote e-voting period began on 25th August 2020 at 9.00 am and ended on 27th August 2020 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 E-voting at the AGM. Based on the report of the Scrutinizer following, is the result of the Remote e-voting and E-voting at the AGM through Vedio Confercing (VC) /Other Audio Visual Means (OAVM):

#### **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, 2020 together with the reports of the Board of Directors and Auditors thereon.

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

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		73	1,87,19,541	100.00 (Rounded off)

(ii) Voted against the resolution:

Number of members voted | Number of valid votes cast | % of total



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by them		number of valid votes cast
3	3	0.00

## (iii) Invalid votes:

		Number of invalid cast by them	votes
	NIL		NIL

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

# **Resolution 2: Ordinary Resolution**

To appoint a director in place of Mrs. Preeti Kacholia (DIN-03481747), who retires by rotation and being eligible, offers herself 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	
73	1,87,19,541	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
3	3	0.00

### (iii) Invalid votes:





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

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

### Resolution 3: Special Resolution

# Approval for Payment of Commission to Non-Executive Directors

## (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	
72	1,87,19,540	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
NIL	NIL

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





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

Approval for Continuation of Directorship of Dr. Satish Ugrankar (DIN - 00043783) 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	
73	1,87,19,541	100.00 (Rounded off)	

## (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of number valid vote	total of es cast
3	3		0.00

### (iii) Invalid votes:

Number whose vot invalid	members declared		votes
	Nil		Nil

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

#### **Resolution 5: Special Resolution**

Approval for Continuation of Directorship of Mr. R. K. Krishnamurthi (DIN-00464622) as an Independent Director.

(i) Voted in favour of the resolution:



Administrative Office: Purigon Comm. C-D., Ground Pool, Pondurang Bushour Mary, Cup. Ben Laterboom, Word, Murines—400 U1.21 Set 12 12-22 Vocal Vacable Park -11 2 2 Oncor Vocal Vacable Park -11 2 2 Oncor Vocal Vacable -1