

Date: 14th August 2019

To,	To,
Listing Department	Listing Department
National Stock Exchange of India Limited	BSE Limited
Exchange Plaza	P. J. Tower, Dalal Street,
Bandra Kurla Complex	Mumbai 400 001
Bandra (East), Mumbai-400 05	
Scrip Code:EMKAY	Scrip Code : <b>532737</b>

Dear Sir,

Sub: Disclosure regarding the Evoting results and Proceeding /Outcome of the 25<sup>th</sup> Annual Genaral Meeting held on 12<sup>th</sup> August, 2019 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 25th Annual General Meeting (AGM) of the members of the Company was held on 12<sup>th</sup> day of August, 2019 at 12.00 Noon. at M. C. Ghia Hall, Bhogilal Hargovindas Building, 4th floor, 18/20 K.Dubhash Marg, Mumbai-400001.

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	1 41						
A	Date of AGM	Monday, 12 <sup>th</sup> A								
В	Book Closure Date	6 <sup>th</sup> August, 20 inclusive)	19 to 12 <sup>th</sup> August, 20	19 (both days						
С	Total number of Shareholders on Book Closure Date									
D	Number of Shareholders present in the proxy	Number of Shareholders present in the Annual General Meeting either in person or through proxy								
	Shareholders	Present in person	Present through Proxy/Representative	Total						
	Promoters and Promoter Group	4	2	6						
	Public	75	0	75						
Е	Number of Shareholders attended the no Video Conferencing facility was m	meeting through Vade available	Video Conferencing NIL	i i						

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 25<sup>th</sup> Annual General Meeting (AGM) by electronic means The voting period began on 9th August 2019 at 9.00 am and ended on 11th August 2019 at 5.00 pm. The Company has also provided the facility of voting at the Annual General Meeting through ballot papers to those shareholder who attended the meeting but not cast their vote through e-voting. In this regard, Mr. Mitesh Dhabliwala of Parikh & Associates, Company Secretary in whole-time practice, was appointed by the Board as Scrutinizer and has submitted his report.

Accordingly the following is the result of the e-voting and voting through ballot papers at the AGM venue:

The following business was transacted at the 25th Annual General Meeting of the Company.



x: +91 22 6629 9105

Item No.	Details of the Agenda Item	Nature of Resolution	Mode of Voting	Remarks
1	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.	Ordinary	E-Voting/Ballot Voting	Passed with requisite majority
2	Declaration of Dividend on equity shares of the Company for the Financial Year ended 31st March, 2019	Ordinary	E-Voting/Ballot Voting	Passed with requisite majority
3	Appointment of director in place of Mr. S. K. Saboo (DIN-00373201), aged 76 years, who retires by rotation and being eligible, offers himself for reappointment	Special	E-Voting/Ballot Voting	Passed with requisite majority
4	Re-appointment of Mr. G. C. Vasudeo as an Independent Director.	Special	E-Voting/Ballot Voting	Passed with requisite majority
5	Re-appointment of Mr. R.K. Krishnamurthi as an Independent Director.	Special	E-Voting/Ballot Voting	Passed with requisite majority
6	Re-appointment of Mr. Krishna Kumar Karwa as Managing Director with effect from October 1, 2019 and Payment of remuneration to him.	Special	E-Voting/Ballot Voting	Passed with requisite majority
7	Re-appointment of Mr. Prakash Kachilia as Managing Director with effect from October 1, 2019 and Payment of remuneration to him.		E-Voting/Ballot Voting	Passed with requisite majority
8	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).	Special	E-Voting/Ballot Voting	Passed with requisite majority
9	Grant of stock options to Mr. Sunil Tirumalai, Head of Research in excess of 1% of issued equity capital under Employee Stock Option Plan - 2007 (ESOP-2007).	Special	E-Voting/Ballot Voting	Passed with requisite majority

All the resolutions were approved 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 31<sup>st</sup> March, 2019 together with the reports of the Board of Directors and Auditors thereon.

Resolution Require	d : (Ordina)	ry)	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, 2019 together with the reports of the Board of Directors and Auditors thereon.								
Whether promoter/ p interested in the agen											
Category	0		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]}*10 0	[4]	[5]	[6]={[4]/[ 2]}*100	[7]={[5]/[2 ]}*100			
	E-Voting		18353984	100.0000	18353984	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
Promoter and Promoter Group	Postal Ballot	18353984	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	794	0	0.0000	0	0	0.0000	0.000			
	Total		0	0.0000	0	0	0.0000	0.000			
	E-Voting		158582	2.5315	158578	4	99.9975	0.002			
- 111 N	Poll		311	0.0050	311	0	100.0000	0.000			
Public Non Institutions	Postal Ballot	6264252	0	0.0000	0	0	0.0000	0.000			
	Total		158893	2.5365	158889	4	99.9975	0.002			
Total		24619030	18512877	75.1974	18512873	4	100.0000	0.000			



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

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

Resolution Require	ed : (Ordina	ıry)	2 - To declare Dividend on equity shares of the Company for the Financial Year ended 31st March, 2019.									
Whether promoter/ interested in the age												
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandin g 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				
	E-Voting		18353984	100.0000	18353984	0	100.0000	0.0000				
	Poll		0	0.0000	0	0	0.0000	0.0000				
Promoter and Promoter Group	Postal Ballot	18353984	0	0.0000	0	0	0.0000	0.000				
	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	794	0	0.0000	0	0	0.0000	0.000				
	Total		0	0.0000	0	0	0.0000	0.000				
	E-Voting		158582	2.5315	158578	4	99.9975	0.002:				
	Poll		311	0.0050	311	0	100.0000	0.000				
Public Non Institutions	Postal Ballot	6264252	0	0.0000	0	0	0.0000	0.000				
	Total		158893	2.5365	158889	4	99.9975	0.002				
Total		24619030	18512877	75.1974	18512873	4	100.0000	0.000				



### **RESOLUTION No.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.

Resolution Require	d : (Special)		76 years, w	oint a Director in who retires by rot ent by passing a S	tation and bein	ng eligible, o	(DIN-0037320 offers himself	)1), aged for re-
Whether promoter/ p interested in the agen								
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	100.0000	18353984	0	100.0000	0.000
1	Poll		0	0.0000	0	0	0.0000	0.000
Promoter and Promoter Group	Postal Ballot	18353984	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	794	0	0.0000	0	0	0.0000	0.000
	Total		0	0.0000	0	0	0.0000	0.000
	E-Voting		158582	2.5315	158563	19	99.9880	0.012
D. I.U., Man	Poll		311	0.0050	311	0	100.0000	0.000
Public Non institutions	Postal Ballot	6264252	0	0.0000	0 158874	0	0.0000 <b>99.9880</b>	0.000
	Total	24(10020	158893	2.5365	18512858	19	99,9999	0.012
Total		24619030	18512877	75.1974	18512858	19	99.999	0.000



## **RESOLUTION No.4-Special Resolution**

Re-appointment of Mr. G. C. Vasudeo as an Independent Director.

Resolution F	Required :	(Special)		resolution for re-appo r second term of 5 yea		r. G.C. Va	sudeo as an In	dependent
Whether propare interested agenda/resolu	d in the	moter group						
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 [6]={[4]/[2]	% of Votes agains t on votes polled [7]={[5]/[2]}*
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]   }*100	100
	E- Voting		18353984	100.0000	18353984	0	100.0000	0.0000
Promoter and	Poll	100,500,04	0	0.0000	0	0	0.0000	0.000
Promoter Group	Postal Ballot	18353984	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
Public	Poll	704	0	0.0000	0	0	0.0000	0.000
Institutions	Postal Ballot	794	0	0.0000	0	0	0.0000	0.000
	Total		0	0.0000	0	0	0.0000	0.000
	E- Voting		158582	2.5315	158578	4	99.9975	0.002
Public Non	Poll		311	0.0050	311	0	100.0000	0.000
Institutions	Postal Ballot	6264252	0	0.0000	0	0	0.0000	0.000
	Total		158893	2.5365	158889	4	99.9975	0.002
Total		24619030	18512877	75.1974	18512873	4	100.0000	0.000



## **RESOLUTION No.5- Special Resolution**

Re-appointment of Mr. R.K. Krishnamurthi as an Independent Director.

Resolution R	tequired : (	(Special)		esolution for re-appoi t Director for second			shnamurthi as	s an
Whether pror are interested agenda/resolu	in the	oter group						
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
Duamatan	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	704	0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	794	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E- Voting		158582	2.5315	158578	4	99.9975	0.0025
Public Non Institutions	Poll	6264252	311	0.0050	311	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		158893	2.5365	158889	4	99.9975	0.0025
Total		24619030	18512877	75.1974	18512873	4	100.0000	0.0000



## **RESOLUTION No.6- Special Resolution**

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

Resolution I	Required :	(Special)		intment of Mr. Krish October 1, 2019 and				tor with
Whether propare interested agenda/resolu	l in the	oter group						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes – Against	% of Votes in favour on votes polled [6]={[4]/[2]	% of Votes against on votes polled [7]={[5]/[2]
	_						<b>}*100</b>	}*100
Promoter and Promoter Group	E- Voting	18353984	18353984	100.0000	18353984	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		18353984	100.0000	18353984	0	100.0000	0.0000
	E- Voting		0	0.0000	0	0	0.0000	0.0000
Public	Poll	794	0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	794	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E- Voting		158582	2.5315	158578	4	99.9975	0.0025
Public Non Institutions	Poll	6264252	311	0.0050	311	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		158893	2.5365	158889	4	99.9975	0.0025
Total		24619030	18512877	75.1974	18512873	4	100.0000	0.0000



### **RESOLUTION No.7- Special Resolution**

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

Resolution Requ	ired : (Spec	ial)					as Managing D emuneration to	
Whether promote interested in the a								
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstandi ng shares [3]={[2]/[ 1]}*100	No. of Votes – in favour [4]	No. of Votes - Again st [5]	% of Votes in favour on votes polled [6]={[4]/[2]} *100	% of Votes against on votes polled [7]={[5]/[2]}*10
	E-Voting		18353984	100.0000	18353984	0	100.0000	0.0000
Dunmatan and	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	0.0000
	E-Voting		0	0.0000	0	0	0.0000	0.0000
Dublia	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	794	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		158582	2.5315	158578	4	99.9975	0.0025
Public Non	Poll		311	0.0050	311	0	100.0000	0.0000
Public Non Institutions	Postal Ballot	6264252	0	0.0000	0	0	0.0000	0.0000
	Total		158893	2.5365	158889	4	99.9975	0.0025
Total		24619030	18512877	75.1974	18512873	4	100.0000	0.0000



### **RESOLUTION No.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).

Resolution Requ	ired : (Speci	ial)	Head of Inv	estment Ban		ss of 1%	6 of issued cap	tin Kumar Singh, ital of the Company
Whether promotes interested in the ag								
Category	Mode of Voting	No. of shares held	No. of votes polled [2]	% of Votes Polled on outstandi ng shares [3]={[2]/[ 1]}*100	No. of Votes – in favour [4]	No. of Vote s - Agai nst [5]	% of Votes in favour on votes polled [6]={[4]/[2] }*100	% of Votes against on votes polled [7]={[5]/[2]}*100
	E-Voting		18353984	100.0000	18353984	0	100.0000	0.0000
D	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	0.0000
	E-Voting		0	0.0000	0	0	0.0000	0.0000
Public	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal Ballot	794	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		158582	2.5315	158563	19	99.9880	0.0120
Public Non	Poll		311	0.0050	311	0	100.0000	0.0000
Institutions	Postal Ballot Total	6264252	0 158893	0.0000 <b>2.5365</b>	0 158874	0 <b>19</b>	0.0000 <b>99.9880</b>	0.0000 <b>0.0120</b>
Total	2000	24619030	18512877	75.1974	18512858	19	99.9999	0.0001



### **RESOLUTION No.9- Special Resolution**

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

Resolution Requi	ired : (Special)		9 - Special resolution for Grant of stock options to Mr. Sunil Tirumalai, Head of Research & Strategist in excess of 1% of issued capital of the Company under Employee Stock Option Plan (ESOP- 2007)								
Whether promoter in the agenda/resol	·/ promoter group a lution?	are interested									
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 - Agains t	% 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	19252094	0	0.0000	0	0	0.0000	0.0000			
Promoter Group	Postal Ballot	18353984	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	794	0	0.0000	0	0	0.0000	0.0000			
Institutions	Postal Ballot	7,54	0	0.0000	0	0	0.0000	0.0000			
	Total		0	0.0000	0	0	0.0000	0.0000			
	E-Voting		158582	2.5315	158563	19	99.9880	0.0120			
Public Non	Poll	6264252	311	0.0050	311	0	100.0000	0.0000			
Institutions	Postal Ballot	0204232	0	0.0000	0	0	0.0000	0.0000			
	Total		158893	2.5365	158874	19	99.9880	0.0120			
Total		24619030	18512877	75.1974	18512858	19	99.9999	0.0001			

All the resolutions for item no. 1 to 9 were passed with requisite majority.

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

Limited

For Emkay Global Financial Services

B. M. Raul

Company Secretary & Compliance Officer

Encl: As above



#### **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 25th Annual General Meeting to be held on 12th 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 caste 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 voted	of		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





	members re declared		votes
	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:

	members re declared		votes
	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 reappointment.





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

Number of members voted	Number of valid votes cast	% of total
•	by them	number of valid
		votes cast
86	1,85,12,858	100.00
1		(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	Number	of	invalid	votes
whose vot	es we	re declared	cast by th	em		
invalid						
		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	% of	total
	by them	number	of
		valid vote	es cast
88	1,85,12,873		100.00
a a		(Round	ed off)

## (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast	%	of	total
	by them	nun	nber	of
1	,	vali	d vote	es cast
4	4			0.00



Administrative Office: Paragon Centre, C-06, Ground Floor, Pandurang Budhkar Marg, Opp. Birla Centurion, Worli, Mumbai - 400 013. Tel: +91 22 6629 9299 Fax: +91 22 6629 9105

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



### (iii) Invalid votes:

Number	of	members	Number	of	invalid	votes
whose vot	es we	re declared	cast by th	em		
invalid						
				11		
		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
	by them	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:

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

### **Resolution 6: Special Resolution**

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

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



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		100
Number of members voted	Number of valid votes cast	% of total
	by them	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
*	by them	votes cast
4	4	0.00

### (iii) Invalid votes:

Number	of	members	Number	of	invalid	votes
whose votes were declared			cast by th	iem		
invalid						
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	% of total
		by them	number of valid
			votes cast
Ì	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 number of votes cast	total valid
4	4		0.00

### (iii) Invalid votes:



Administrative Office: Paragon Centre, C-06, Ground Floor, Pandurang Budhkar Marg, Opp. Birla Centurion, Worli, Mumbai - 400 013. Tel: +91 22 6629 9299 Fax: +91 22 6629 9105 Registered Office: The Ruby, 7th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400 028. Tel: +91 22 6612 1219 www.emkayglobal.com CIN - L67120MH1995PLC084899



Number	of	me	mbers	Number	of	invalid	votes
whose	vot	es	were	cast by th	em		
declared	inva	lid					
			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	number of valid
1	-	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



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### **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	men	nbers	Number	of	invalid	votes
			were	cast by th	em		
declared	inva	lid					
			_ 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 25th Annual General Meeting of Emkay Global Financial Services Limited held at M.C. Ghia Hall, Bhogilal Hargovindas Building, 4thFloor, 18/20 K. Dubhash Marg, Mumbai - 400001 on Monday, August 12, 2019at 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 proposedat the 25th Annual General Meeting (AGM) of Emkay Global Financial Services Limited held on Monday, August 12, 2019at 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 datedJuly10, 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 paperto 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 paperat 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 paperat 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 forthe 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 voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
	1.31	88	1,85,12,873	100.00 (Rounded Off)

### (ii) Voted against the resolution:

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

Number whose vot invalid	of es we	members re declared	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 voted	of	members	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 voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		4	4	0.00

	members re declared	The same of the collection		votes
	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, offershimself for re-appointment.

## (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
		86	1,85,12,858	100.00 (Rounded Off)

## (ii) Voted against the resolution:

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

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

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

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

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

	members re declared		votes
	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 capitalunder Employee Stock Option Plan-2018 (ESOP-2018).

## (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	
		86	1,85,12,858	100.00 (Rounded Off)	

# (ii) Voted against the resolution:

Number voted	of	members	Number of valid votes cast by them	es cast % of total number of valid votes cast		
70000		6	19	0.00		

Number whose vot invalid	members re declared	Number of invalid votes cast by them				
		2	- 12			2



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

ASSO

MUMBAI

### (iii) Invalid votes:

Number whose vot invalid	of es we	members re declared	Number cast by th	of nem	invalid	votes
		2				2

Thanking you, Yours faithfully,

Adhablical

Mitesh Dhabliwala

Parikh & Associates

**Practising Company Secretaries** 

FCS: 8331 CP No.: 9511

111,11th Floor, Sai Dwar CHS Ltd.,

Sab TV Lane, Opp. LaxmiIndl. Estate,

Off Link Road, Above Shabari Restaurant,

Andheri (West), Mumbai - 400053

Place: Mumbai

Dated: August 12, 2019