

12th July, 2019

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited,
'Exchange Plaza', C-1, Block – G,
Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051
Ph. No. 022-26598100
Scrip Code : GEOJITFSL

To,
The Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.
Ph. No.022 22721233
Scrip Code : 532285

Dear Sir/Madam,

Sub: Intimation of Voting Results of Postal Ballot and Scrutinizer's Report.

We furnish the details regarding the voting results of the Postal Ballot in respect of the resolutions set out in the Postal Ballot notice dated 30.05.2019, in the format prescribed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

We also wish to inform you that the said resolutions have been approved with requisite majority.

Further, please find enclosed scrutinizer's report dated 11.07.2019 by Mr. N. Satheesh Kumar, Partner, Satheesh & Remesh, Practicing Company Secretaries.

Thanking you,
For **Geojit Financial Services Limited**



Liju K Johnson
Company Secretary



VOTING RESULTS OF POSTAL BALLOT OF GEOJIT FINANCIAL SERVICES LIMITED

Date of Postal Ballot Notice	30 th May, 2019
Date of Passing of two Special Resolutions through Postal Ballot and e-voting	10 th July, 2019
Date of Announcement of Postal Ballot Result	12 th July, 2019
Total Number of shareholders as on cut-off date i.e; 31st May, 2019	38669
No. of shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group : Public :	Not Applicable
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group : Public :	Not Applicable



Given below is the resolution wise combined result of Postal ballot and e-voting

Resolution 1 - Re-appointment of Mr. R Bupathy (DIN: 00022911) as an Independent Director for a second term of consecutive five years.										
Resolution required : (Ordinary/Special)					Special					
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 (3)=[(2)/(1)]* 100	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes against on votes polled (7)=[(5)/(2)]* 100	No. of invalid votes	% of invalid votes on votes polled (9)=[(8)/(2)]* 100
		(1)	(2)		(4)	(5)			(8)	
Promoter and Promoter Group	E-Voting	14,78,08,345	4,90,63,236	33.19	4,90,63,236	0	100.00	0.00	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		4,90,63,236	33.19	4,90,63,236	0	100.00	0.00	-	-
Public – Institutions	E-Voting	1,23,17,312	51,55,138	41.85	4,76,556	46,78,582	9.24	90.76	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		51,55,138	41.85	4,76,556	46,78,582	9.24	90.76	-	-
Public – Non Institutions	E-Voting	7,81,72,903	1,04,38,151	13.35	1,04,32,420	5,731	99.95	0.05	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		100	0.00	100	0	100.00	0.00	-	-
	Total		1,04,38,251	13.35	1,04,32,520	5,731	99.95	0.05	-	-
Total		23,82,98,560	6,46,56,625	27.13	5,99,72,312	46,84,313	92.76	7.24	-	-

*The split up of total Public - Institutions and Non-Institutions are provided as on 30.06.2019



Resolution 2 - Re-appointment of Mr. Mahesh Madanlal Vyas (DIN: 00338749) as an Independent Director for a second term of consecutive five years.										
Resolution required : (Ordinary/Special)					Special					
Whether promoter/promoter group are interested in the Agenda/resolution?					No					
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)]* 100	% of votes against on votes polled (7)=[(5)/(2)]* 100	No. of invalid votes (8)	% of invalid votes on votes polled (9)=[(8)/(2)]* 100
Promoter and Promoter Group	E-Voting	14,78,08,345	4,90,63,236	33.19	4,90,63,236	0	100.00	0.00	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		4,90,63,236	33.19	4,90,63,236	0	100.00	0.00	-	-
Public – Institutions	E-Voting	1,23,17,312	51,55,138	41.85	4,76,556	46,78,582	9.24	90.76	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		51,55,138	41.85	4,76,556	46,78,582	9.24	90.76	-	-
Public – Non Institutions	E-Voting	7,81,72,903	1,04,38,116	13.35	1,04,32,386	5,730	99.95	0.05	-	-
	Poll		-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)		100	0.00	100	0	100.00	0.00	-	-
	Total		1,04,38,216	13.35	1,04,32,486	5730	99.95	0.05	-	-
Total		23,82,98,560	6,46,56,590	27.13	5,99,72,278	46,84,312	92.76	7.24	-	-

*The split up of total Public - Institutions and Non-Institutions are provided as on 30.06.2019

For Geojit Financial Services Ltd.


Liju K. Johnson
Company Secretary



SCRUTINIZER'S REPORT

(Pursuant to section 110 of the Companies Act, 2013 and Rule 22 of Companies (Management and Administration) Rules 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules 2015 to the extent applicable.)

To,

The Board of Directors

GEOJIT FINANCIAL SERVICES LIMITED

11th Floor, 34/659-P Civil Line Road, Padivattom Kochi KL 682024 IN

Dear Sirs,

Sub. Scrutinizer's Report on Postal Ballot and E-voting conducted in pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") and Rule 22 of Companies (Management and Administration) Rules 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by of the Companies (Management and Administration) Amendment Rules, 2015 to the extend applicable.

I, Satheesh Kumar N, Partner, Satheesh and Remesh Practicing Company Secretaries, Ernakulam was appointed as a Scrutinizer of **Geojit Financial Services Limited** ("the Company") pursuant to section 110 of the Companies Act, 2013 and Rule 22 of Companies (Management and Administration) Rules 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 to the extent applicable, for the purpose of Scrutinizing the E-voting and Postal Ballot in a fair and transparent manner and ascertaining the requisite majority on E-voting and Postal Ballot as per the provision of Companies Act, 2013 on the below mentioned resolution(s). We submit our report as under:

1. The E-voting period remained open from Tuesday, 11th June, 2019 (9:00 A.M) to Wednesday, 10th July, 2019 (5:00 P.M.)
2. The shareholders holding shares either in physical form or in dematerialized form as on the "cut off" date i.e. Friday, 31st May, 2019 were entitled to vote electronically on the proposed resolution as set out in the Notice of Postal Ballot dated 30th May, 2019 of **Geojit Financial Services Limited**.



3. The votes were unblocked on Wednesday, 10th July, 2019 after 5.30 P.M. in the presence of two witnesses, Ms. Haritha Babu, Neelambari House, Kavil P.O, Naduvannur, Calicut- 673614 and Ms. Jithya Shaji, Paraplackal House, Poovathodu P.O, Bharananganam- 686578 who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.

Signature

Haritha Babu

Signature

Jithya

Name Haritha Babu

Name Jithya Shaji

4. The physical postal ballots were received up to 17.00 hours on 10th July, 2019 through self-addressed business reply envelopes.

5. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of www.evoting.nsdl.com.

6. The results of the Postal Ballot and e-voting are as under:

RESOLUTION: 1 - APPROVAL FOR RE-APPOINTMENT OF MR. R BUPATHY (DIN: 00022911) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF CONSECUTIVE FIVE YEARS.

(i) Voted in favour of the resolution:

Number of Members voted through E- Voting	Number of votes cast (shares)- E -voting	Number of Members voted – Postal Ballot	Number of votes cast (shares)- Postal Ballot	Total number of votes cast through E- Voting and Postal Ballot	% of total number of valid Votes
120	5,99,72,212.00	1	100	5,99,72,312.00	92.76

(ii) Voted against the resolution:

Number of Members voted through E- Voting	Number of votes cast (shares)- E -voting	Number of Members voted – Postal Ballot	Number of votes cast (shares)- Postal Ballot	Total number of votes cast through E- Voting and Postal Ballot	% of total number of valid Votes
23	46,84,313.00	-	-	46,84,313.00	7.24



(iii) Invalid Votes:

Number of Members voted through E- Voting	Number of votes cast (shares)- E - voting	Number of Members voted – Postal Ballot	Number of votes cast (shares)- Postal Ballot	total number of votes cast through E- Voting and Postal Ballot	% of total number of valid Votes
-	-	-	-	-	-

RESOLUTION: 2 - APPROVAL FOR RE-APPOINTMENT OF MR. MAHESH MADANLAL VYAS (DIN: 00338749) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF CONSECUTIVE FIVE YEARS.

(i) Voted in favour of the resolution:

Number of Members voted through E- Voting	Number of votes cast (shares)- E - voting	Number of Members voted – Postal Ballot	Number of votes cast (shares)- Postal Ballot	Total number of votes cast through E- Voting and Postal Ballot	% of total number of valid Votes
120	5,99,72,178.00	1	100	5,99,72,278.00	92.76

(ii) Voted against the resolution:

Number of Members voted through E- Voting	Number of votes cast (shares)- E - voting	Number of Members voted – Postal Ballot	Number of votes cast (shares)- Postal Ballot	Total number of votes cast through E- Voting and Postal Ballot	% of total number of valid Votes
22	46,84,312.00	-	-	46,84,312.00	7.24

(iii) Invalid Votes:

Number of Members voted through E- Voting	Number of votes cast (shares)- E - voting	Number of Members voted – Postal Ballot	Number of votes cast (shares)- Postal Ballot	total number of votes cast through E- Voting and Postal Ballot	% of total number of valid Votes
-	-	-	-	-	-



2. The details containing the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution along with the postal ballot and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You,

Yours faithfully

For Satheesh and Remesh, Company Secretaries



N. Satheesh Kumar
Partner
CP No.6607

Place: Kochi
Date: 11.07.2019.

