

Date: 07.01.2020

To,  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza  
Bandra Kurla Complex  
Bandra (East), Mumbai - 400051

To,  
Listing Department  
Bombay Stock Exchange Limited  
P.J.Tower, Dalal Street,  
Mumbai-400 001

Dear Sir,

**Sub: Disclosure regarding the Postal ballot/ Evoting results and Proceedings /Outcome of the Postal Ballot process and pursuant to provision of Section 110 of the Companies Act, 2013 read with Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to the provision of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company had conducted the process of Postal Ballot for seeking approval of the shareholders for passing Special Resolutions for (1) Re-pricing of Stock Options Granted Under Employees Stock Option Plan -2018 and (2) Re-pricing of Stock Options Granted Under Employees Stock Option Plan -2007.

Further, pursuant to Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we are submitting herewith the result of the voting by Postal Ballot (including E-voting). We are also enclosing herewith Scrutinizer's Report dated 6<sup>th</sup> January 2020 for your kind reference.

The said Postal Ballot /E-voting Result will be displayed at the Registered Office of the Company and on the website of the Company - [www.emkayglobal.com](http://www.emkayglobal.com).

The details regarding the proceedings/Outcome and E-voting results of the business transacted through postal ballot process are as under.



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](http://www.emkayglobal.com) CIN - L67120MH1995PLC084899

Sr.No.	Description	Particulars		
A	Date of the Notice of Postal Ballot	Thursday 14 <sup>th</sup> November 2019		
B	Cut -off Date	Friday, 29 <sup>th</sup> November, 2019		
C	Total number of Shareholders on cut-off Date	9229		
D	Number of Shareholders present in the Annual General Meeting either in person or through proxy ---- <b>NOT APPLICABLE</b>			
	Shareholders	Present in person	Present through Proxy	Total
	Promoters and Promoters Group	-	-	-
	Public	-	-	-
E	Number of Shareholders attended the meeting through Video Conferencing No Video Conferencing facility was made available <b>Not Applicable</b>			

The voting period began on Saturday, December 07, 2019 at 9.00 am and ended on Sunday, January 05, 2020 at 5.00 p.m. In this regard, Mr. P. N. Parikh (Membership No. FCS 327) or failing him Mr. Mitesh Dhabliwala (Membership no. FCS 8331) of M/s. Parikh & Associates, Company Secretaries in whole-time practice, was appointed by the Board as Scrutinizer and has submitted his report.

The following is the result of the postal ballot/e-voting:

The following business was transacted through the Postal Ballot process vide Notice dated 14<sup>th</sup> November 2019.

Item No.	Details of the Agenda Item	Nature of Resolution	Mode of Voting	Remarks
1	Approval by Special resolution for Re-pricing of Stock Options Granted Under Employees Stock Option Plan - 2018	Special	E-Voting and Physical Postal Ballot	Passed with requisite majority
2	Approval by Special resolution for Re-pricing of Stock Options Granted Under Employees Stock Option Plan - 2007	Special	E-Voting and Physical Postal Ballot	Passed with requisite majority



**RESOLUTION WISE DETAILS OF VOTING RESULTS ARE AS UNDER:**

Resolution Required : (Special)			1 - Approval by Special Resolution for Re-pricing of Stock Options Granted Under Employees Stock Option Plan - 2018					
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
	Poll	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>	<b>1,83,53,984</b>	<b>100.0000</b>	<b>1,83,53,984</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public Institutions	E-Voting	5,314	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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	62,59,732	42,716	0.6824	42,652	64	99.8502	0.1498
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		353	0.0056	353	0	100.00	0.0000
	<b>Total</b>		<b>43,069</b>	<b>0.68880</b>	<b>43,005</b>	<b>64</b>	<b>99.8514</b>	<b>0.1486</b>
<b>Total</b>		<b>2,46,19,030</b>	<b>1,83,97,053</b>	<b>74.7270</b>	<b>1,83,96,989</b>	<b>64</b>	<b>99.9997</b>	<b>0.0003</b>



Resolution Required : (Special)		2 - Approval by Special Resolution for Re-pricing of Stock Options Granted Under Employees Stock Option Plan - 2007						
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
Promoter and Promoter Group	E-Voting	1,83,53,984	1,83,53,984	100.0000	1,83,53,984	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
	<b>Total</b>		<b>1,83,53,984</b>	<b>100.0000</b>	<b>1,83,53,984</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	5,314	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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	62,59,732	42,716	0.6824	42,652	64	99.8502	0.1498
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		353	0.0056	353	0	100.00	0.0000
	<b>Total</b>		<b>4,3069</b>	<b>0.6880</b>	<b>43,005</b>	<b>64</b>	<b>99.8514</b>	<b>0.1486</b>
<b>Total</b>		<b>24619030</b>	<b>1,83,97053</b>	<b>74.7270</b>	<b>1,83,96,989</b>	<b>64</b>	<b>99.9997</b>	<b>0.0003</b>

The above two special resolutions set out in the Notice of Postal Ballot dated 14<sup>th</sup> November 2019 are accordingly passed by the shareholders with the requisite majority.

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

Encl: As above



**RESULT OF THE POSTAL BALLOT**

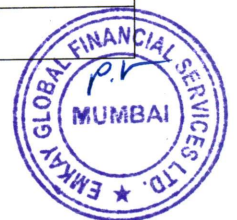
Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, approval of the Shareholders for passing Special Resolutions were sought through postal ballot process vide Notice dated 14th November, 2019 for (1) Re-pricing of Stock Options Granted Under Employees Stock Option Plan – 2018 and 2) Re-pricing of Stock Options Granted Under Employees Stock Option Plan - 2007

Mr. P. N. Parikh (Membership No. FCS 327) or failing him Mr. Mitesh Dhaliwala (Membership No. FCS 8331) of M/s Parikh & Associates, Company Secretaries 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 up to 5.00 p.m. on Sunday, 05<sup>th</sup> January 2020.

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	14/11/2019
Total number of shareholders as on cut-off Date	<b>9229</b>
Voting:	
Start Date	Saturday, December 07, 2019 at 9.00 a.m.
End Date	Sunday, January 05, 2020 at 5.00 p.m
No. of shareholders present in the meeting either in person or through proxy	<b>Not Applicable</b>
Promoters and promoter Group	-----
Public	-----
No. of shareholders present in the meeting through Video Conferencing	<b>Not Applicable</b>
Promoters and promoter Group	-----
Public	-----




Resolution Required : (Special)			1 –Approval by Special Resolution for Re-pricing of Stock Options Granted Under Employees Stock Option Plan - 2018					
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
Promoter and Promoter Group	E-Voting	1,83,53,984	1,83,53,984	100.0000	1,83,53,984	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
	<b>Total</b>		<b>1,83,53,984</b>	<b>100.0000</b>	<b>1,83,53,984</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	5,314	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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	62,59,732	42,716	0.6824	42,652	64	99.8502	0.1498
	Poll		0	0	0	0	0	0.0000
	Postal Ballot		353	0.0056	353	0	100.00	0.0000
	<b>Total</b>		<b>43,069</b>	<b>0.6880</b>	<b>43,005</b>	<b>64</b>	<b>99.8514</b>	<b>0.1486</b>
<b>Total</b>		<b>2,46,19,030</b>	<b>1,83,97,053</b>	<b>74.7270</b>	<b>1,83,96,989</b>	<b>64</b>	<b>99.9997</b>	<b>0.0003</b>



Resolution Required : (Special)		2 – Approval by Special Resolution for Re-pricing of Stock Options Granted Under Employees Stock Option Plan - 2007						
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	1,83,53,984	1,83,53,984	100.0000	1,83,53,984	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
	<b>Total</b>		<b>1,83,53,984</b>	<b>100.0000</b>	<b>1,83,53,984</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	5,314	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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	62,59,732	42,716	0.6824	42,652	64	99.8502	0.1498
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		353	0.0056	353	0	100.00	0.0000
	<b>Total</b>		<b>43,069</b>	<b>0.6880</b>	<b>43,005</b>	<b>64</b>	<b>99.8514</b>	<b>0.1486</b>
<b>Total</b>		<b>2,46,19,030</b>	<b>1,83,97,053</b>	<b>74.7270</b>	<b>1,83,96,989</b>	<b>64</b>	<b>99.9997</b>	<b>0.0003</b>

The above two special resolutions set out in the Notice of Postal Ballot dated 14<sup>th</sup> November 2019 are accordingly passed by the shareholders with the requisite majority.

For Emkay Global Financial Services Limited

X   
**Mr. Prakash Kacholia**  
**Managing Director**



Mumbai  
 07.01.2019



**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

January 06, 2020

To,  
Emkay Global Financial Services Limited  
The Ruby, 7th Floor,  
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) Re-pricing of Stock Options Granted Under Employees Stock Option Plan - 2018
- (b) Re-pricing of Stock Options Granted Under Employees Stock Option Plan - 2007

I now enclose the following:

- a) My report to the Chairman of 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,  
*Mitlesh Dhaliwala*

Mitlesh Dhaliwala  
Parikh & Associates

Encl.: As above.



To,  
The Chairman  
Emkay Global Financial Services Limited  
The Ruby, 7th Floor,  
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, 11<sup>th</sup> 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 by the Board of Directors of the Company to conduct the postal ballot process in respect of the following Special Resolutions:

- (a) Re-pricing of Stock Options Granted Under Employees Stock Option Plan - 2018
- (b) Re-pricing of Stock Options Granted Under Employees Stock Option Plan - 2007

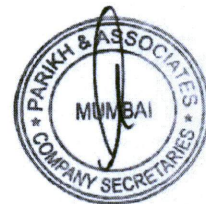
The members of the company holding shares as on the "cut-off" date of Friday, November 29, 2019 were entitled to vote on the resolutions as contained in the Postal Ballot Notice.

The voting period for remote e-voting commenced on Saturday, December 07, 2019 at 09:00 a.m. (IST) and ended on Sunday, January 05, 2020 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 Sunday, January 05, 2020 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.

Contd...2



The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to physical postal ballots and remote e-voting on the resolutions contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the physical postal ballots and remote e-voting is restricted to making a Scrutinizers Report of the votes cast in favour or against the resolutions.

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.

**Resolution No.1 - Special Resolution**

**Re-pricing of Stock Options Granted Under Employees Stock Option Plan – 2018.**

(i) Voted in favour of the resolution:

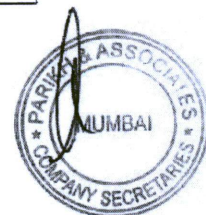
Number of members voted through electronic voting system and through physical ballot form	Number of valid Votes cast (Shares)	% of total number of valid votes cast
47	1,83,96,989	100.00 (Rounded-off)

(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	64	0.00

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
3	66



**Resolution No.2 - Special Resolution****Re-pricing of Stock Options Granted Under Employees Stock Option Plan – 2007.**

(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
47	1,83,96,989	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	64	0.00

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
3	66



Place: Mumbai  
Dated: January 06, 2020

Signature: *Mitesh Dhaliwal*  
Name: Mitesh Dhaliwala  
Scrutinizer  
FCS: 8331 CP: 9511