

Date: 04-09-2020

**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 - EQ**

**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 : Declaration of voting results as per Regulation 30 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report.**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Report of the Scrutinizer containing the details of Agenda wise results of both the remote e-voting conducted during the period from August 30, 2020 to September 01, 2020 and e-voting conducted at the AGM pursuant to Section 108 of the Companies Act, 2013.

Kindly take the above on your records.

Thanking you,

**For Geojit Financial Services Limited**

LIJU  
KAITHERATH  
U JOHNSON

Digitally signed by  
LIJU KAITHERATHU  
JOHNSON  
Date: 2020.09.04  
14:52:55 +05'30'

**Liju K Johnson**

**Company Secretary**



04.09.2020

To.

**The Chairman**

**Geojit Financial Services Limited**

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

Twenty Sixth Annual General Meeting ('AGM') of the members of Geojit Financial Services Limited will be held on Wednesday, September 02, 2020 at 4.00 PM through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

I, N Satheesh Kumar, Practicing Company Secretary, at 55/1682, 2<sup>nd</sup> floor Krishna Apartments, MG Road, Ernakulam appointed as Scrutinizer by the Board of Directors of Geojit Financial Services Limited (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 26th Annual General Meeting of the Equity Shareholders of the Company held on Wednesday, September 02, 2020 at 4.00 PM through VC, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 26th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by National Securities Depository Limited (NSDL).
3. In accordance with the Notice of the 26th Annual General Meeting sent to the shareholders and the Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on August 12, 2020, the remote e-voting opened at Sunday, August 30, 2020 (9:00 am) and ends on Tuesday, September 01, 2020 (5:00 pm).



4. The Company has also provided e voting facility for shareholders present at the AGM through VC and who had not cast their vote through remote e-voting.
5. The Equity Shareholders holding shares as on Thursday, August 27, 2020, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 26th Annual General Meeting of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.

We have annexed with this Report, the details of votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM and the analysis of the results of all Resolutions, as contained in the said Notice.

Thanking you

**For Satheesh and Remesh  
Company Secretaries**



**N Satheesh Kumar  
Partner  
CP No. 6607**



### **Annexure-1**

Maximum number of members who participated in e- voting - 146

#### **Item No 1. Adoption of Financial Statements - Ordinary Resolution**

To receive, consider and adopt.

- a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 together with the report of the Board of Directors and Auditors thereon ; and
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the report of Auditors thereon.

<b>Particulars</b>	<b>No. of E votes</b>	<b>No. of votes contained in the E-votes</b>	<b>Percentage</b>
Received	146	15,80,71,934.00	100.00
Assent	143	15,80,71,878.00	100.00
Dissent	3	56.00	Negligible
Total	146	15,80,71,934.00	100.00

#### **Item No 2. - To confirm the payment of Interim Dividend for the financial year ended March 31, 2020 - Ordinary Resolution**

<b>Particulars</b>	<b>No. of E votes</b>	<b>No. of votes contained in the E-votes</b>	<b>Percentage</b>
Received	146	15,80,71,934.00	100.00
Assent	143	15,80,71,878.00	100.00
Dissent	3	56.00	Negligible
Total	146	15,80,71,934.00	100.00

#### **Item No 3 - Appointment of Director - Ordinary Resolution**

To appoint a Director in place of Mr. A Balakrishnan (DIN: 00050016) who retires by rotation and being eligible, offers himself for re-appointment.

<b>Particulars</b>	<b>No. of E votes</b>	<b>No. of votes contained in the E-votes</b>	<b>Percentage</b>
Received	146	15,80,71,934.00	100.00
Assent	140	15,79,69,890.00	99.94
Dissent	6	1,02,044.00	.06
Total	146	15,80,71,934.00	100.00



**Item No 4. - Appointment of Independent Director - Ordinary Resolution**

Appointment of Mr. James Varghese (DIN: 01612976) as an Independent Director of the Company.

Particulars	No. of E votes	No. of votes contained in the E-votes	Percentage
Received	146	15,80,71,934.00	100.00
Assent	140	15,80,71,857.00	100.00
Dissent	6	77.00	Negligible
Total	146	15,80,71,934.00	100.00

**Item No 5. - Appointment of Independent Director - Ordinary Resolution**

Appointment of Mrs. Alice Geevarghese Vaidyan (DIN: 07394437) as an Independent Director of the Company.

Particulars	No. of E votes	No. of votes contained in the E-votes	Percentage
Received	146	15,80,71,934.00	100.00
Assent	141	15,80,71,867.00	100.00
Dissent	5	67.00	Negligible
Total	146	15,80,71,934.00	100.00

**Item No 6. - Re-appointment of Mr. C J George (DIN: 00003132) as the Managing Director of the Company - Special Resolution**

Particulars	No. of E votes	No. of votes contained in the E-votes	Percentage
Received	144	11,47,58,796.00	100.00
Assent	136	11,47,57,718.00	99.99
Dissent	8	1078.00	0.01
Total	144	11,47,58,796.00	100.00





**Item No 7. - To consider granting loan/giving guarantee/providing security in connection with any loan taken by Geojit Credits (P) Ltd, Subsidiary Company - Special Resolution.**

Particulars	No. of E votes	No. of votes contained in the E-votes	Percentage
Received	146	15,80,71,934.00	100.00
Assent	136	15,80,70,953.00	99.99
Dissent	10	981.00	0.01
Total	146	15,80,71,934.00	100.00

**Item No 8. - To consider obtaining loan/guarantee/security in connection with any loan taken, from Geojit Technologies (P) Ltd, Subsidiary Company - Special Resolution**

Particulars	No. of E votes	No. of votes contained in the E-votes	Percentage
Received	146	15,80,71,934.00	100.00
Assent	137	8,13,82,062.00	51.48
Dissent	9	913.00	0.01
Invalid	1	7,66,88,959.00	48.51
Total	146	15,80,71,934.00	100.00

**Note.**

Being an interested party 7,66,88,959 number of votes cast by M/s. Bnp Paribas SA in favour of the resolution was not considered for this resolution in pursuant to the provisions of section 188 of the Companies Act 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015.

All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 26th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

**For Satheesh and Remesh ,Company Secretaries**



**N Satheesh Kumar**  
Partner



UJIN. A01654B0e0660725