

11<sup>th</sup> March, 2016

**Bombay Stock Exchange Limited**

**Fax. No: 22722037/3121/2041/2061**

Listing Department  
P. J. Towers, Dalal Street  
Mumbai-400001

Dear Sir,

**Sub: Declaration of Result of the Postal Ballot under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

The Board of Directors in its meeting held on 29<sup>th</sup> January, 2016, had sought the approval of the shareholders of the Company through Postal Ballot Process in terms of the provision of Section 110 of the Companies Act, 2013 read with Rules 22 of the Companies (Management and Administration) Rules, 2014 by way of Special Resolutions for getting their approval for (1) Alteration/insertion in the Main Object clause of the Memorandum of Association of the Company (2) Amendment/ modification of ESOP Scheme-2010 (Through Trust Route) and (3) Amendment /modification of ESOP Scheme-2007 as per details set out in the Postal Ballot Notice dated 29<sup>th</sup> January, 2016 along with explanatory Statement attached thereto.

Mr. P. N. Parikh of M/s. Parikh & Associates, Company Secretary in whole time practice (FCS No. 327. C. P. No. 1228) was appointed as the Scrutinizer for conducting the Postal Ballot Process and has submitted his report dated 10<sup>th</sup> March, 2016. A copy of his report dated 10<sup>th</sup> March, 2016 is enclosed.



In terms of Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, we hereby enclose the details of the special resolutions passed by the shareholders through Postal Ballot process in the format as prescribed by SEBI for your record.

We hereby inform you that the said Special Resolutions have been approved with requisite majority.

Kindly take the same on records.

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 29<sup>th</sup> January, 2016 for (1) Alteration/insertion in the Main Object clause of the Memorandum of Association of the Company (2) Amendment/ modification of ESOP Scheme-2010 (Through Trust Route) and (3) Amendment /modification of ESOP Scheme-2007.

Mr. P. N. Parikh of M/s. Parikh & Associates, Company Secretary in whole time practice (FCS No. 327. C. P. No. 1228) 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 upto 5.00 p.m. on Wednesday, 9<sup>th</sup> March, 2016.



Based on the report submitted by the Scrutinizer, following results are announced:

Resolution Required : Special			I.Special Resolution for alteration of Object Clause by inserting New Clause III (6) (A) in the main object of the Company					
Whether promoter/Promoter Group is 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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	17897500	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		17897500	100.0000	17897500	0	100.0000	0.0000
	<b>Total</b>		<b>17897500</b>	<b>100.0000</b>	<b>17897500</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	314530	314530	100.0000	314530	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>314530</b>	<b>100.0000</b>	<b>314530</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	6225720	3	0.0000	2	1	66.6667	33.3333
	Postal Ballot		1120131	17.9920	1120081	50	99.9955	0.0045
	<b>Total</b>		<b>1120134</b>	<b>17.9920</b>	<b>1120083</b>	<b>51</b>	<b>99.9954</b>	<b>0.0046</b>
<b>Total</b>		<b>24437750</b>	<b>19332164</b>	<b>79.1078</b>	<b>19332113</b>	<b>51</b>	<b>99.9997</b>	<b>0.0003</b>

The above special resolution set out in the Notice of Postal Ballot dated 29<sup>th</sup> January, 2016 require the vote cast in favour of Resolution to exceed the votes cast against the Resolution in order to pass the resolution.

Accordingly, the Resolution mentioned in the aforesaid Notice was passed by the shareholders by the requisite majority.



Resolution Required : (Special)		2. Special Resolution for amendment / modification of ESOP Scheme-2010 (Through Trust Route)						
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	17897500	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		17897500	100.0000	17897500	0	100.0000	0.0000
	<b>Total</b>		<b>17897500</b>	<b>100.0000</b>	<b>17897500</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	314530	314530	100.0000	314530	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>314530</b>	<b>100.0000</b>	<b>314530</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	6225720	3	0.0000	2	1	66.6667	33.3333
	Postal Ballot		1120131	17.9920	1120031	100	99.9911	0.0089
	<b>Total</b>		<b>1120134</b>	<b>17.9920</b>	<b>1120033</b>	<b>101</b>	<b>99.9910</b>	<b>0.0090</b>
<b>Total</b>		<b>24437750</b>	<b>19332164</b>	<b>79.1078</b>	<b>19332063</b>	<b>101</b>	<b>99.9995</b>	<b>0.0005</b>

The above special resolution set out in the Notice of Postal Ballot dated 29<sup>th</sup> January, 2016 require the vote cast in favour of Resolution to exceed the votes cast against the Resolution in order to pass the resolution.

Accordingly, the Resolution mentioned in the aforesaid Notice was passed by the shareholders by the requisite majority.



Administrative Office: Paragon Centre, C-06, Ground Floor, Pandurang Buchar Marg, Opp. Century Mills, Worli, Mumbai - 400 013. Tel: +91 22 6629 9299 Fax: +91 22 6629 9199

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

Resolution Required : (Special)		3. Special Resolution for amendment / modification of ESOP Scheme-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	17897500	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		17897500	100.0000	17897500	0	100.0000	0.0000
	<b>Total</b>		<b>17897500</b>	<b>100.0000</b>	<b>17897500</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	314530	314530	100.0000	314530	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>314530</b>	<b>100.0000</b>	<b>314530</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	6225720	3	0.0000	2	1	66.6667	33.3333
	Postal Ballot		1120130	17.9920	1120030	100	99.9911	0.0089
	<b>Total</b>		<b>1120133</b>	<b>17.9920</b>	<b>1120032</b>	<b>101</b>	<b>99.9910</b>	<b>0.0090</b>
<b>Total</b>		<b>24437750</b>	<b>19332163</b>	<b>79.1078</b>	<b>19332062</b>	<b>101</b>	<b>99.9995</b>	<b>0.0005</b>

The above special resolution set out in the Notice of Postal Ballot dated 29<sup>th</sup> January, 2016 require the vote cast in favour of Resolution to exceed the votes cast against the Resolution in order to pass the resolution.

Accordingly, the Resolution mentioned in the aforesaid Notice was passed by the shareholders by the requisite majority.

For Emkay Global Financial Services Limited

*Prakash Kacholia*

Prakash Kacholia  
Managing Director  
Mumbai; 11<sup>th</sup> March, 2016



**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

March 10, 2016

To,  
**EMKAY GLOBAL FINANCIAL SERVICES LIMITED**  
The Ruby, 7th Floor, Dr. D N Road,  
Senapati Bapat Marg, Dadar (West),  
Mumbai - 400028

Kind Attn: Mr. Bhalchandra 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) Special Resolution for alteration of Object clause by inserting New Clause III (A) (6) in the Main Objects of the Company.
- (b) Special Resolution for amendment / modification of ESOP Scheme-2010 (Through Trust Route).
- (c) Special Resolution for amendment / modification of ESOP Scheme-2007.

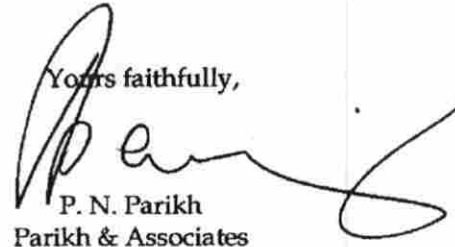
I now enclose the following:

- 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) Ltd. ("CDSL") e-voting system in respect of the said resolutions.

I hope you will find the above in order.

Thanking you.



Yours faithfully,  
  
P. N. Parikh  
Parikh & Associates

Encl.: As above.

**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, 7th Floor, Dr. D N Road,  
Senapati Bapat Marg, Dadar (West),  
Mumbai - 400028

**Report of Scrutinizer**

I, P. N. Parikh, Company Secretary in whole time practice, having my office at 111, 11<sup>th</sup> Floor, SaiDwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai 400053 had been appointed as the Scrutinizer to conduct the postal ballot process in respect of the following Special Resolutions:

- (a) Special Resolution for alteration of Object clause by inserting New Clause III (A) (6) in the Main Objects of the Company.
- (b) Special Resolution for amendment / modification of ESOP Scheme-2010 (Through Trust Route).
- (c) Special Resolution for amendment / modification of ESOP Scheme-2007.

I have scrutinized the ballot forms and e-voting and votes tendered therein and maintained registerin which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 as amended.

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.



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**(a) Special Resolution for alteration of Object clause by inserting New Clause III (A) (6) in the Main Objects of the Company.**

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast(Shares)	% of total number of valid votes cast
50	1,93,32,113	100.00 (Rounded off)

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast(Shares)	% of total number of valid votes cast
2	51	0.00

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast(Shares)
4	1,172



**(b) Special Resolution for amendment / modification of ESOP Scheme-2010 (Through Trust Route).**

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast(Shares)	% of total number of valid votes cast
49	1,93,32,063	100.00 (Rounded off)

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast(Shares)	% of total number of valid votes cast
3	101	0.00

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast(Shares)
4	1,172



**(c) Special Resolution for amendment / modification of ESOP Scheme-2007**

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast(Shares)	% of total number of valid votes cast
49	1,93,32,062	100.00(Rounded off)

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast(Shares)	% of total number of valid votes cast
3	101	0.00

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast(Shares)
4	1,172



For Parikh &amp; Associates

Signature:

Name:

P. N. Parikh  
Scrutinizer

FCS: 327 CP: 1228

Place: Mumbai

Dated: March 10, 2016