

November 24, 2017

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 09.10.2017, 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 24.11.2017 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	9th October, 2017
Date of Passing of two Special Resolutions and one ordinary resolution through Postal Ballot and e-voting	22 November, 2017
Date of Announcement of Postal Ballot Result	24 November, 2017
Total Number of shareholders on cut of Date ie; 13 October, 2017	35,013
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



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

Resolution 1. Alteration of Objects Clause in the Memorandum of Association of the Company.															
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			11,99,68,595		81.19	11,99,68,595		0		100.00	0			
	Poll			-		-	-		-		-	-			
	Postal Ballot (if applicable)		14,77,61,421	-		-	-		-		-	-			
	Total			11,99,68,595		81.19	11,99,68,595		0		100.00	0			
Public – Institutions	E-Voting			43,45,301		31.44	26,15,747		17,29,554		60.20	39.80			
	Poll			-		-	-		-		-	-			
	Postal Ballot (if applicable)		1,38,21,788	-		-	-		-		-	-			
	Total			43,45,301		31.44	26,15,747		17,29,554		60.20	39.80			
Public – Non Institutions	E-Voting			13,09,648		1.74	13,08,084		1,564		99.88	0.12			
	Poll			-		-	-		-		-	-			
	Postal Ballot (if applicable)		7,55,87,429	4,64,282		0.61	4,62,362		1,920		99.59	0.41			
	Total			17,73,930		2.35	17,70,446		3,484		99.80	0.20			
Total			23,71,70,638	12,60,87,826		53.16	12,43,54,788		17,33,038		98.63	1.37			

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Resolution 2. Increase in Authorised Capital and thereby amending the Memorandum of Association of the Company										
Resolution required : (Ordinary/Special)										
Whether promoter/promoter group are interested in the Agenda/resolution?										
Ordinary										
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
Promoter and Promoter Group	E-Voting		11,99,68,595	81.19	11,99,68,595	0	100.00	0	-	-
	Poll		-	-	-	-	-	-	-	-
Public – Institutions	Postal Ballot (if applicable)	14,77,61,421	-	-	-	-	-	-	-	-
	Total		11,99,68,595	81.19	11,99,68,595	0	100.00	0	-	-
Public – Non Institutions	E-Voting		43,45,301	31.44	17,25,512	26,19,789	39.71	60.29	-	-
	Poll	1,38,21,788	-	-	-	-	-	-	-	-
Public – Non Institutions	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-
	Total		43,45,301	31.44	17,25,512	26,19,789	39.71	60.29	-	-
Public – Non Institutions	E-Voting		13,09,658	1.74	13,08,319	1,339	99.90	0.10	-	-
	Poll	7,55,87,429	-	-	-	-	-	-	-	-
Total	Postal Ballot (if applicable)		4,64,282	0.61	4,56,246	8,036	98.27	1.73	-	-
	Total		17,73,940	2.35	17,64,565	9,375	99.47	0.53	-	-
Total		23,71,70,638	12,60,87,836	53.16	12,34,58,672	26,29,164	97.91	2.09	-	-



Resolution 3. (a) Approval and implementation of Employee Stock Option Scheme - ESOS 2017 through direct route (for the employees of the Company)

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		11,99,68,595	81.19	11,99,68,595	0	100.00	0	-	-	
	Poll		-	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)	14,77,61,421	-	-	-	-	-	-	-	-	
	Total		11,99,68,595	81.19	11,99,68,595	0	100.00	0	-	-	
Public – Institutions	E-Voting		43,45,301	31.44	16,52,149	26,93,152	38.02	61.98	-	-	
	Poll		-	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)	1,38,21,788	-	-	-	-	-	-	-	-	
	Total		43,45,301	31.44	16,52,149	26,93,152	38.02	61.98	-	-	
Public – Non Institutions	E-Voting		13,09,133	1.73	13,01,974	7,159	99.45	0.55	-	-	
	Poll		-	-	-	-	-	-	-	-	
	Postal Ballot (if applicable)	7,55,87,429	4,64,282	0.61	4,49,936	14,346	96.91	3.09	-	-	
	Total		17,73,415	2.34	17,51,910	21,505	98.79	1.21	-	-	
Total		23,71,70,638	12,60,87,311	53.16	12,33,72,654	27,14,657	97.85	2.15	-	-	


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Resolution 3 (b). Approval and implementation of Employee Stock Option Scheme - ESOS 2017 through direct route (for the employees of subsidiary(ies) of the Company)

Resolution required :		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		11,99,68,595	81.19	11,99,68,595	0	100.00	0	-	-	
	Poll		-	-	-	-	-	-	-	-	
Public – Institutions	Postal Ballot (if applicable)	14,77,61,421	-	-	-	-	-	-	-	-	
	Total		11,99,68,595	81.19	11,99,68,595	0	100.00	0	0	-	
Public – Non Institutions	E-Voting		34,56,462	25.01	16,52,149	18,04,313	47.80	52.20	-	-	
	Poll	1,38,21,788	-	-	-	-	-	-	-	-	
Public – Non Institutions	Postal Ballot (if applicable)		-	-	-	-	-	-	-	-	
	Total		34,56,462	25.01	16,52,149	18,04,313	47.80	52.20	0.61	-	
Public – Non Institutions	E-Voting		13,09,458	1.73	13,01,528	7,930	99.39	0.61	-	-	
	Poll	7,55,87,429	-	-	-	-	-	-	-	-	
Total	Postal Ballot (if applicable)		4,64,282	0.61	4,49,936	14,346	96.91	3.09	-	-	
	Total		17,73,740	2.35	17,51,464	22,276	98.74	1.26	1.46	-	
Total		23,71,70,638	12,51,98,797	52.79	12,33,72,208	18,26,589	98.54	1.46	-	-	

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

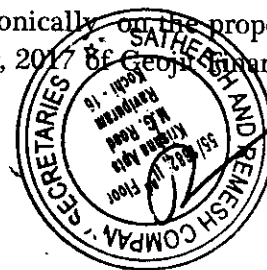
Dear Sirs,

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 Scrutinizing the e-voting and Postal Ballot in a fair and transparent manner in respect of the resolutions stated in the Notice of postal ballot dated 9th October 2017 proposed to be passed by the Equity shareholders of the Company. My responsibility as a scrutinizer is to render consolidated Scrutinizer's report on the total votes cast in favor or against, if any, on the resolutions. I submit my report as under:

1. The e-voting period remained open from Tuesday, October 24, 2017 (9:00 a.m. IST onwards) till Wednesday, November 22, 2017 (up to 5:00 pm IST).

2. The shareholders holding shares either in physical form or in dematerialized form as on the "cut off" date i.e. Friday, October 13, 2017 were entitled to vote electronically on the proposed resolution as set out in the Notice of Postal Ballot dated 09th October, 2017 of Geojit Financial Services Limited.



3. The votes were unblocked on 22nd November 2017 after 5.00 P.M. in the presence of two witnesses, Ms. Aswathy Pradeep , Valayalam Palliyil, Ponkunnam P O, Kottayam- 686506 and Praveen Kumar, Madathil Gopalayam, Cherthala - 688524 who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.

Signatures 
 Name *Aswathy Pradeep* Signatures 
 Name *Praveen Kumar M*

4. The physical postal ballots were received up to 17.00 hours on 22nd November 2017, 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 -Alteration of Objects Clause in the Memorandum of Association of the Company.

(i) Voted in favour of the resolution:

Number of Members voted — 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 — E-Voting and Postal Ballot	% of total number of valid Votes
151	12,38,92,426	127	4,62,362	12,43,54,788	98.63

(ii) Voted against the resolution:

Number of Members voted — 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 — E-Voting and Postal Ballot	% of total number of valid Votes
12	17,31,118	13	1920	17,33,038	1.37

(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 number of votes cast through E-Voting and Postal Ballot	% of total number of valid Votes
-	-	-	-	-	-

Resolution: 2 - Increase in Authorised Capital and thereby amending the Memorandum of Association of the Company

(i) Voted in favour of the resolution:

Number of Members voted — 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 — E-Voting and Postal Ballot	% of total number of valid Votes
148	12,30,02,426	124	456,246	12,34,58,672	97.91

(ii) Voted against the resolution:

Number of Members voted — 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 — E-Voting and Postal Ballot	% of total number of valid Votes
16	26,21,128	16	8,036	26,29,164	2.09

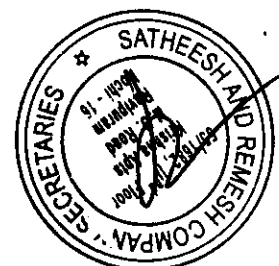
(iii) Invalid Votes:

Number of Members voted — 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 — E-Voting and Postal Ballot	% of total number of valid Votes
-	-	-	-	-	-

Resolution: 3A - Approval and implementation of Employee Stock Option Scheme - ESOS 2017 through direct route. (for the employees of the Company)

(i) Voted in favour of the resolution:

Number of Members voted — 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 — E-Voting and Postal Ballot	% of total number of valid Votes
135	12,29,22,718	119	4,49,936	12,33,72,654	97.85



(ii) Voted against the resolution:

Number of Members voted — 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 — E-Voting and Postal Ballot	% of total number of valid Votes
26	27,00,311	21	14,346	27,14,657	2.15

(iii) Invalid Votes:

Number of Members voted — 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 — E-Voting and Postal Ballot	% of total number of valid Votes
-	-	-	-	-	-

Resolution: 3B - Approval and implementation of Employee Stock Option Scheme - ESOS 2017 through direct route (for the employees of subsidiary(ies) of the Company)

(i) Voted in favour of the resolution:

Number of Members voted — 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 — E-Voting and Postal Ballot	% of total number of valid Votes
135	12,29,22,272	119	4,49,936	12,33,72,208	98.54

(ii) Voted against the resolution:

Number of Members voted — 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 — E-Voting and Postal Ballot	% of total number of valid Votes
21	18,12,243	21	14,346	18,26,589	1.46



(iii) Invalid Votes:

Number of Members voted — 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 — E-Voting and Postal Ballot	% of total number of valid Votes
-	-	-	-	-	-

7. 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



Satheesh Kumar
Partner
CP No.6607



Place: Kochi

Date: 24.11.2017