

**PARIKH & ASSOCIATES**  
**COMPANY SECRETARIES**

Office

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To,  
The Chairman  
Emkay Global Financial Services Limited  
The Ruby, 7th Floor, Senapati Bapat Marg, Dadar (West),  
Mumbai - 400028

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and remote e-voting during the AGM for the 26<sup>th</sup> Annual General Meeting of Emkay Global Financial Services Limited held on Friday, August 28, 2020 at 11.00 a.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').**

I, Mitesh Dhaliwala, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Emkay Global Financial Services Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 26<sup>th</sup> Annual General Meeting ("AGM") of Emkay Global Financial Services Limited on Friday, August 28, 2020 at 11.00 a.m.(IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated June 17, 2020, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ('CDSL') for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Tuesday, August 25, 2020 (9:00 a.m. IST) and ended on Thursday, August 27, 2020 (5:00 p.m. IST) and the CDSL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Friday, August 21, 2020 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

**Resolution 1: Ordinary Resolution**

**To receive, consider and adopt the audited financial statements including audited consolidated financial statements of the Company for the financial year ended 31st March, 2020 together with the reports of the Board of Directors and Auditors thereon.**

(i) Voted **in favour** of the resolution:

| Number of members<br>voted | Number of valid votes<br>cast by them | % of total number of<br>valid votes cast |
|----------------------------|---------------------------------------|--|
| 73                         | 1,87,19,541                           | 100.00(Rounded-off)                      |

(ii) Voted **against** the resolution:

| Number of members<br>voted | Number of valid votes<br>cast by them | % of total number of<br>valid votes cast |
|----------------------------|---------------------------------------|--|
| 3                          | 3                                     | 0.00                                     |

(iii) **Invalid** votes:

| Number of members<br>whose votes were<br>declared invalid | Number of invalid votes<br>cast by them |
|---|---|
| NIL   | NIL                                     |

**Resolution 2: Ordinary Resolution**

**To appoint a director in place of Mrs. Preeti Kacholia (DIN-03481747), who retires by rotation and being eligible, offers herself for re-appointment.**

(i) Voted **in favour** of the resolution:

| Number of members<br>voted | Number of valid votes<br>cast by them | % of total number of<br>valid votes cast |
|----------------------------|---------------------------------------|--|
| 73                         | 1,87,19,541                           | 100.00(Rounded-off)                      |

(ii) Voted **against** the resolution:

| Number of members<br>voted | Number of valid votes<br>cast by them | % of total number of<br>valid votes cast |
|----------------------------|---------------------------------------|--|
| 3                          | 3                                     | 0.00                                     |

(iii) **Invalid** votes:

| Number of members<br>whose votes were<br>declared invalid | Number of invalid votes<br>cast by them |
|---|---|
| NIL   | NIL                                     |

**Resolution 3: Ordinary Resolution****Payment of Commission to Non-Executive Directors**(i) Voted **in favour** of the resolution:

| Number of members<br>voted | Number of valid votes<br>cast by them | % of total number of<br>valid votes cast |
|----------------------------|---------------------------------------|--|
| 72                         | 1,87,19,540                           | 100.00(Rounded-off)                      |

(ii) Voted **against** the resolution:

| Number of members<br>voted | Number of valid votes<br>cast by them | % of total number of<br>valid votes cast |
|----------------------------|---------------------------------------|--|
| 4                          | 4                                     | 0.00                                     |

(iii) **Invalid** votes:

| Number of members<br>whose votes were<br>declared invalid | Number of invalid votes<br>cast by them |
|---|---|
| NIL   | NIL                                     |

**Resolution 4: Special Resolution****Continuation of Directorship of Dr. Satish Ugrankar (DIN - 00043783) as an Independent Director**(i) Voted **in favour** of the resolution:

| Number of members<br>voted | Number of valid votes<br>cast by them | % of total number of<br>valid votes cast |
|----------------------------|---------------------------------------|--|
| 73                         | 1,87,19,541                           | 100.00(Rounded-off)                      |

(ii) Voted **against** the resolution:

| Number of members<br>voted | Number of valid votes<br>cast by them | % of total number of<br>valid votes cast |
|----------------------------|---------------------------------------|--|
| 3                          | 3                                     | 0.00                                     |

(iii) **Invalid** votes:

| Number of members<br>whose votes were<br>declared invalid | Number of invalid votes<br>cast by them |
|---|---|
| NIL   | NIL                                     |

**Resolution 5: Special Resolution**

**Continuation of Directorship of Mr. R. K. Krishnamurthi (DIN-00464622) as an Independent Director.**

(i) Voted **in favour** of the resolution:

| Number of members<br>voted | Number of valid votes<br>cast by them | % of total number of<br>valid votes cast |
|----------------------------|---------------------------------------|--|
| 73                         | 1,87,19,541                           | 100.00(Rounded-off)                      |

(ii) Voted **against** the resolution:

| Number of members<br>voted | Number of valid votes<br>cast by them | % of total number of<br>valid votes cast |
|----------------------------|---------------------------------------|--|
| 3                          | 3                                     | 0.00                                     |

(iii) **Invalid** votes:

| Number of members<br>whose votes were<br>declared invalid | Number of invalid votes<br>cast by them |
|---|---|
| NIL   | NIL                                     |

**Resolution 6: Special Resolution**

**Continuation of Directorship of Dr. Bharat Kumar Singh (DIN-00274435) as an Independent Director.**

(i) Voted **in favour** of the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 73                      | 1,87,19,541                        | 100.00(Rounded-off)                   |

(ii) Voted **against** the resolution:

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-------------------------|------------------------------------|---------------------------------------|
| 3                       | 3                                  | 0.00                                  |

(iii) **Invalid** votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL   | NIL                                  |

Thanking you,  
Yours faithfully,

Mitesh Dhabliwala  
**Parikh & Associates**  
**Practising Company Secretaries**  
FCS: 8331 CP No.: 9511  
111,11th Floor, Sai Dwar CHS Ltd  
Sab TV Lane, Opp. Laxmi Indl. Estate,  
Off Link Road, Above Shabari Restaurant,  
Andheri West, Mumbai – 400053

Place: Mumbai  
Dated: August 28, 2020