MINUTES OF THE TWENTIETH ANNUAL GENERAL MEETING OF THE MEMBERS OF EMKAY GLOBAL FINANCIAL SERVICES LIMITED HELD ON WEDNESDAY, 13TH AUGUST, 2014 AT 3.00 P.M. AT M. C. GHIA HALL, BHOGILAL HARGOVINDAS BUILDING, 4TH FLOOR, 18/20 K. DUBHASH MARG, MUMBAI – 400001.

Present:

Mr. G. C. Vasudeo	**Chairman**
Mr. S. K. Saboo	**Director**
Mr. R. K. Krishnamurthi	**Director**
Mr. Krishna Kumar Karwa	**Managing Director & CFO**
Mr. Prakash Kacholia	**Managing Director**

Mr. Vaibhav Purohit **Company Secretary & Compliance Officer**

It was informed to the members that Mr. G. P. Gupta, Chairman , has informed that due to his health he will not be able to attend the Annual General Meeting. Accordingly, Members present requested Mr. G. C. Vasudeo to occupy the Chair.

Leave of absence

Leave of absence was granted to Mr. G. P. Gupta.

Members:

Besides the above Directors, 35 Members were present in person and 2 persons were present by their proxies.

In attendance:

Mr. S. C. Mantri, Partner of M/s. B. L. Sarda & Associates, Statutory Auditors of the Company.

Chairman:

Mr G.C Vasudeo,Chairman for the meeting occupied the chair.

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Quorum:

Mr. G. C. Vasudeo welcomed the Members present at the Meeting. He declared that the requisite quorum was present and called the Meeting to order. The Proceedings of the Meeting then commenced.

Mr. G. C. Vasudeo informed that the Company has received three valid proxies /representations for 66,54,648 shares representing 27.23% and that the Proxy Register are placed on the table and are available for inspection by the Members during the continuance of the Meeting.

Mr. G. C. Vasudeo informed that the Register of Directors' Shareholding maintained by the Company pursuant to Section 170 of the Companies Act, 2013 is open for inspection by the Members during the continuance of the Meeting.

Mr. G. C/ Vasudeo introduced the persons seated on the dais to the shareholders of the Company.

The Notice dated 22nd May, 2014 convening the Twentieth Annual General Meeting of the Company was taken as read with the consent of the Members present.

Thereafter, Mr. G.C.Vasudeo requested the Company Secretary to read the Auditors' Report to the Members on the Accounts for the Financial Year ended 31st March, 2014. The Annexure of the Auditors Report was taken as read with the consent of the Members.

Thereafter, Chairman Speech was taken as read with the consent of the Members.

The Chairman informed the Members that in compliance with provisions of section 108 of the companies act, 2013 and rule 20 of the companies



(management and administration) rules, 2014, the company provided to members a facility to exercise their right to vote for the 20th annual general meeting (AGM) by electronic means through the e-voting platform provided by central depository services (india) limited (CDSL).The voting period began on 6th august 2014 at 9.30 am and ended on 8th august 2014 at 6.00 pm. Mr. Mitesh Dhabliwala of parikh & associates,practising company secretary was appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

It was further informed to the members that the company has received the scrutinizer's report of the votes cast in favour or against, if any, addressed to the chairman of the company.

On the basis of the report, the Chairman declared the results of the evoting in respect of all items as mentioned in the notice of 20th annual general meeting. All ordinary and special resolutions have been carried out with the unanimous majority of votes casted by the members by way of e-voting completed on 8th august, 2014 and the details of which are as under-

Item No.	Details of the Agenda	Resolution Required	Mode of Voting	Remarks
1	Adoption of the Audited Accounts for the year ended 31st March, 2014 together with the Report of Directors and Auditors thereon.	Ordinary	E-Voting	Passed unanimously
2	Re-appointment of Mr. S.K. Saboo as a Director of the Company.	Ordinary	E-Voting	Passed unanimously
3	Reappointment of M/s. B. L. Sarda & Associates, Chartered Accountants, Mumbai as the Statutory Auditors of the Company	Ordinary	E-Voting	Passed unanimously

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	for a period of three years from 2014-2015 to 2016-2017			
4	Reappointment of Mr. G. P. Gupta as an Independent Director for a term of five years	Ordinary	E-Voting	Passed unanimously
5	Reappointment of Mr. R. K. Krishnamurthi as an Independent Director for a term of five years.	Ordinary	E-Voting	Passed unanimously
6	Reappointment of Mr. G. C. Vasudeo as an Independent Director for a term of five years.	Ordinary	E-Voting	Passed unanimously
7	Resolution under section 180 (1) (a) of the Companies Act, 2013 for Charge/mortage/hypothecation etc	Special	E-Voting	Passed unanimously
8	Resolution under section 180 (1) (c) of the Companies Act, 2013 for approval of borrowing limits of the Company	Special	E-Voting	Passed unanimously
9	Resolution for Authorization for Issue of Equity shares of the Company and/or other securities in the form of Qualified institutional Placement (QIP)	Special	E-Voting	Passed unanimously

Thereafter,Mr. G.C.Vasudeo invited the questions or comments, if any, from the Members on the Report and Accounts under consideration.

Mr. Krishna Kumar Karwa, Managing Director & CFO of the Company provided necessary clarifications to the queries posed on the audited accounts and its Schedules and other aspects to the satisfaction of the members.

Mr. Aspi Bhesania proposed vote of thanks to the Chair.



TERMINATION OF MEETING

There being no other business, the Chairman then declared the proceedings closed.

Sd/-

CHAIRMAN

Place: Mumbai
Date: 28th August, 2014

CERTIFIED TRUE COPY

For Emkay Global Financial Services Limited

Company Secretary