



**Essar Securities Limited**  
Essar House,  
11, K. K. Marg,  
Mahalaxmi,  
Mumbai- 400 034  
CIN No.: L65990TN2005PLC071791

T +91 22 6660 1100  
F +91 22 6666 9432  
[www.essar.com](http://www.essar.com)

**Date:** October 1, 2015

To  
**The Manager - CRD**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
25<sup>th</sup> Floor, Dalal Street,  
Mumbai – 400 001

Dear Sir/Madam,

**Ref: Scrip code 533149**

**Sub.: Proceedings of 10<sup>th</sup> Annual General Meeting held on Wednesday, the 30<sup>th</sup> day of September, 2015 at 11.00 A.M. at Essar House, 5<sup>th</sup> Floor, 7, Esplanade, Chennai – 600108.**

Pursuant to the provisions of Clause 31 of the Listing Agreement, we hereby furnish the proceeding of the 10<sup>th</sup> Annual General Meeting of the Company held on Wednesday, the 30<sup>th</sup> day of September, 2015 at 11.00 A.M. at Essar House, 5<sup>th</sup> Floor, 7, Esplanade, Chennai – 600108.

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, the Company provided remote e-voting facility to the members to vote on the matters transacted at the Annual General Meeting (AGM). Further, the Company also provided ballot papers to facilitate the voting at AGM to the members present personally and did not cast their vote earlier through remote e-voting. Cs Manish Baldeva, Proprietor, M Baldeva Associates, Company Secretaries, was appointed as Scrutinizer for the e-voting process and conducting the voting process at the AGM by Ballot Papers.

The result on each resolution was determined considering the aggregate of votes cast by the members on each resolution, both through e-voting as well as through ballot papers on which Scrutinizer issued Consolidated Scrutinizer's Report. The Scrutinizer's Report is enclosed herewith.

The Annual General Meeting was attended by requisite quorum and resolutions with respect to following business were passed with requisite majority at the AGM:

#### **1. APPROVAL OF FINANCIAL STATEMENTS:**

The members received, considered and adopted the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2015 together with Reports of Directors and Auditors' thereon.

#### **2. RE-APPOINTMENT OF MR. NEERAJ GUPTA:**

The members re-appointed Mr. Neeraj Gupta (DIN:00317395) as a Director of the Company, who retired by rotation and being eligible offered himself for re-appointment.

#### **3. RE-APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY:**

The members re-appointed Nisar & Kumar, Chartered Accountants (Registration number 127820W), as Statutory Auditors of the Company, to hold the office from the conclusion of this AGM till the conclusion of the Twelfth (12<sup>th</sup>) AGM to be held in 2017 (subject to ratification of their appointment at the AGM to be held in 2016), and authorized the Board of Directors to fix their remuneration.





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**4. APPOINTMENT OF MS. SUPARNA SINGH AS A DIRECTOR (NON-EXECUTIVE) OF THE COMPANY:**

The members appointed Ms. Suparna Singh (DIN:07142898) as a Director (Non-Executive) of the Company, liable to retire by rotation.

**5. APPROVAL OF AGREEMENTS TO BE ENTERED WITH RELATED PARTIES:**

The members approved the agreements to be entered with related parties for providing services for a period of 3 years.

Please take the same on your records and acknowledge the receipt.

Thanking you,

Yours faithfully,  
For **Essar Securities Limited**

*Asrim*  
Company Secretary

Encl.: As above





**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 read with  
Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
**Essar Securities Limited**  
56, New No.77,  
C. P. Ramaswamy Road,  
Abhiramapuram,  
Chennai 600 018

Dear Sir,

**Sub.: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E- Voting Process and on voting by Ballot Papers at 10<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2015**

1. I, CS Manish Baldeva, Proprietor, M/s. M Baldeva Associates, Company Secretaries, was appointed as Scrutinizer by the Board of Directors of the Essar Securities Limited ('the Company') in its meeting held on 13<sup>th</sup> August, 2015 for the purpose of scrutinizing the remote e-voting process and voting by use of ballot papers at the meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 and 21 of The Companies (Management and Administration) Rules, 2014 for passing of the resolutions as mentioned under item numbers 1 to 5 as set out in the Notice of 10<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of the Company dated 13<sup>th</sup> August, 2015.
2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and ballot papers for voting on the resolutions contained in the said notice of AGM of the members of the Company. My responsibility as Scrutinizer for the remote e-voting process and poll conducted at the AGM is restricted to make the Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the said notice based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility for e-voting and voting conducted through ballot papers at the AGM.
3. The Notice dated 13<sup>th</sup> August, 2015 along with the Statement setting out material facts under Section 102 of the Act was sent to the Shareholders through Courier / Registered Post / Air Mail on 3<sup>rd</sup> September, 2015. The said notice was dispatched on the basis of Register of Members of the Company as on 21<sup>st</sup> August, 2015.





4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having dispatched the notice of meeting and providing e-voting facility in the English newspaper "The Free Press Journal" and Tamil newspaper "Makkal Kurd" published on 5<sup>th</sup> September, 2015.
5. The voting rights of members were considered in proportion to their share in the paid up equity share capital of the Company as on cut-off date i.e. Wednesday, 23<sup>rd</sup> September, 2015.
6. In terms of the aforesaid Notice, voting through electronic means was kept open for 5 (Five) days i.e. from Friday, 25<sup>th</sup> September, 2015 (from 10:00 a.m.) to Tuesday, 29<sup>th</sup> September, 2015 (upto 5:00 p.m.). The members cast their votes electronically on e-voting platform provided by Central Depository Services (India) Limited (CDSL). The Company also provided Ballot Papers for casting vote at the Annual General Meeting held on 30<sup>th</sup> September, 2015 to the shareholders, who did not vote through remote e-voting facility.
7. As required under the said Rules, after the closure of the voting at the Annual General Meeting, the votes cast through ballot papers were counted, thereafter the votes cast under remote e-voting facility provided by CDSL were unblocked on 1<sup>st</sup> October, 2015 in the presence of Ms. Vibha Zaveri and Ms. Reema Solanki, who are not in the employment with the Company.
8. The summary of the voting through e-voting process and ballot papers is as under:

**Resolution No. 1**

Particulars	Ordinary Resolution to receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2015 together with the reports of Directors' and Auditors' thereon.					
	No. of Shareholders voted		Votes cast		Valid votes cast	
	Total	Valid	Total	Valid	In favour	Against
E-voting	8	5	10704212	10704114	10704051	63
Ballot Papers	30	29	244	240	240	-
<b>Total</b>	<b>38</b>	<b>34</b>	<b>10704456</b>	<b>10704354</b>	<b>10704291</b>	<b>63</b>

**Result: May be considered passed with requisite majority.**





**Resolution No. 2**

Voting pattern	No. of Shareholders voted		Votes cast		Valid votes cast	
	Total	Valid	Total	Valid	In favour	Against
	E-voting	8	5	10704212	10704114	10704051
Ballot Papers	30	29	244	240	240	-
<b>Total</b>	<b>38</b>	<b>34</b>	<b>10704456</b>	<b>10704354</b>	<b>10704291</b>	<b>63</b>

**Result: May be considered passed with requisite majority.**

**Resolution No. 3**

Voting pattern	No. of Shareholders voted		Votes cast		Valid votes cast	
	Total	Valid	Total	Valid	In favour	Against
	E-voting	8	5	10704212	10704114	10704051
Ballot Papers	30	29	244	240	240	-
<b>Total</b>	<b>38</b>	<b>34</b>	<b>10704456</b>	<b>10704354</b>	<b>10704291</b>	<b>63</b>

**Result: May be considered passed with requisite majority.**





**Resolution No. 4**

Particulars	Ordinary Resolution for appointment of Ms. Suparna Singh (DIN: 07142898) as a Director of the Company, who shall be liable to retire by rotation.					
	No. of Shareholders voted		Votes cast		Valid votes cast	
	Total	Valid	Total	Valid	In favour	Against
E-voting	8	5	10704212	10704114	10704051	63
Ballot Papers	30	29	244	240	240	-
<b>Total</b>	<b>38</b>	<b>34</b>	<b>10704456</b>	<b>10704354</b>	<b>10704291</b>	<b>63</b>

**Result: May be considered passed with requisite majority.**

**Resolution No. 5**

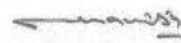
Particulars	Special Resolution for approval of transaction(s) related parties for a period of 3 years w.e.f. 1 <sup>st</sup> April, 2015.					
	No. of Shareholders voted		Votes Cast		Valid votes casted	
	Total	Valid	Total	Valid	In favour	Against
E-voting	6	3	255	157	94	63
Ballot Papers	30	29	244	240	240	-
<b>Total</b>	<b>36</b>	<b>32</b>	<b>499</b>	<b>397</b>	<b>334</b>	<b>63</b>

**Result: May be considered passed with requisite majority.**

The Register, all other papers and relevant records relating to remote e-voting and ballot papers shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.



For M Baldeva Associates  
Company Secretaries

  
CS Manish Baldeva  
Proprietor

M. No. FCS 6180; C.P. No. 11062

Place: Bhayandar  
Date: 1<sup>st</sup> October, 2015