

Date: 17th November, 2015

To,
Bombay Stock Exchange Limited
Corporate Services Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
Fax: 022 – 2272 3121

Sub: Result of the Postal Ballot pursuant to Clause 35A of the Listing Agreement
Ref: BSE Code No. 511147

Dear Sir,

Pursuant to the Section 110 and other applicable provisions of the Companies Act, 2013 read with the Companies Management and Administration Rules, 2014 (including any statutory modification re-enactment thereof for time being in force as amended from time to time) and Clause 35B of the Listing Agreement, the Company had vide notice dated 1st October, 2015, sought the approval of its shareholders for the acquisition of 51,10,000 Equity Shares of face value of Rs. 10 each at par aggregating of Rs. 5,11,00,000/- (Rupees Five Crores Eleven Lacs only) held by Smartvalue Ventures Private Limited in the share capital of Goldman Securities Private Limited.

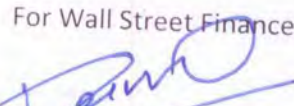
The above mentioned related party transaction with Smartvalue Ventures Private Limited, holding Company has been approved by the shareholders as an ordinary resolution through Postal Ballot with requisite majority.

In compliance with Clause 35A of the Listing Agreement, the summary of the results is enclosed as Annexure-A along with copy of Scrutinizers' Report received from the Scrutinizer, Mr. Dharmesh Zaveri of D. M. Zaveri & Co., Company Secretaries.

The results of postal ballot as mentioned above alongwith scrutinizer's report are also displayed on the website of the Company.

Kindly take this on record as compliance under Clause 31(d) of the Listing Agreement.

For Wall Street Finance Limited


Chaitali Desai
Company Secretary



Annexure - A

Clause 35A - Results of Postal Ballot (Including e-Voting)

Result of voting conducted through postal ballot - Clause 35A of listing agreement										
Approval of related party transaction with Smartvalue Venture Private Limited, the holding Company										
Resolution 1										
Promoter/ Public	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		
		Physical Ballot	E- voting							
Promoter and Promoter Group	72,23,894	-	-	-	-	-	-	-	-	-
Public – Institutional holders	100	-	-	-	-	-	-	-	-	-
Public-Others	43,47,806	1,035	550	0	1,035	550	65	35		
Total	1,15,71,800	1,035	550	0	1,035	550	65	35		



CS Dharmesh Zaveri
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067
Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503

SCRUTINIZER REPORT ON POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson
Wall Street Finance Limited
Spice Tower, CTS-R-10,
Phase-II, Anand Nagar,
New Link Road,
Jogeshwari (West),
Mumbai-400102

Sub: Report on passing of resolutions through Postal Ballot Process

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. ZAVERI & Co., Company Secretaries, Mumbai, was appointed as Scrutinizer in the Board Meeting held on 1st October, 2015 for the purpose of scrutinizing the physical postal ballot papers received by post and e-voting done through platform provided by Central Depository Services (India) Limited in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Section 110 of the Companies Act 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for time being in force as amended from time to time) by the Board of Directors of the Company on the resolutions contained in the Notice dated 1st October, 2015 of the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to e-voting and voting done through postal ballot received on the resolutions contained in the Notice dated 1st October, 2015 of the Company. My responsibility as a scrutinizer for the e-voting and for the postal ballot voting is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited, the



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authorised agency engaged by the Company to provide e-voting facilities and the report generated electronically for voting done by postal ballots.

I submit my report as under;

- 1.1. The Company has completed the dispatch of Notice of Postal Ballot along with the Postal Ballot Forms and self-addressed pre-paid business reply envelopes through courier on 14th October, 2015 to the members of the Company, whose names appeared on the register of Members/ List of beneficiaries and by emails to those members whose email ID are registered either with depositories or with the Company as on 9th October, 2015.
- 1.2. As prescribed in the said Rules, the Company has also published an advertisement on 14th October, 2015 and it carried the required information as specified in the said rules.
- 1.3. As mentioned in the Postal ballot notice all postal ballot forms received upto the closure of working hours i.e. 5.00 p.m. on Saturday, 14th November, 2015 being the last date and time fixed by the Company for receipt of the forms were considered and the e-voting module was disabled by Central Depository Services (India) Limited for voting thereafter.
- 1.4. The particulars of all Postal ballot forms received from the members have been entered into register maintained for the same.
- 1.5. All postal ballot forms received upto close of working hours i.e. 5.00 p.m. on 14th November, 2015 were duly opened in my presence and the same were scrutinized and processed with the computer statement containing the shareholders name, Folio Number/ Client ID No. / DP ID, Postal Ballot No, No of Shares held, No of votes Polled, Assented, dissented and rejected if any, were generated. The shareholding and the signature of shareholders who have exercised their vote through postal ballot were verified with the records maintained by the Registrar & Share Transfer Agent namely Bigshare Services Private Limited.
- 1.6. Envelopes containing postal ballot forms which were returned undelivered were also not opened.
- 1.7. I have not found any defaced/ mutilated postal ballot form.



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1.8. I have also received a complete record of votes cast by electronic mode from Central Depository Services (India) Limited, the agency for providing and supervising electronic platform on 16th November, 2015 which was closed by CDSL on 14th November, 2015 at 5.00 p.m.

1.9. The details containing *inter alia*, list of Equity shareholders, who voted "FOR"/ "AGAINST" each of the resolutions that put to vote, were generated from the physical ballot forms received by post and from report generated from e-voting platform provided by Central Depository Services (India) Limited is as under:

Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes	
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos
Item No 1									
E-voting	550	0	0	0.0000	2	550	100.0000	-	-
Postal Ballot	1035	11	1035	100.0000	0	0	0.0000	-	-
Total	1585	11	1035	65.2997	2	550	34.7003	-	-

The ordinary/special resolutions passed by requisite majority are as under;

Reference to provisions of Companies Act, 2013	Type and description of ordinary/ special resolutions
Ordinary Resolution pursuant to Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014.	Approval of Related Party Transaction with Smartvalue Ventures Private Limited (Holding Company)

1.10. The Register, all other papers and relevant record relating to postal ballot shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes and thereafter the same will be handed over to the Company.



D. M. ZAVERI & Co.

Company Secretaries

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1.11. Smartvalue Ventures Private Limited, promoter of the Company has not voted in the above mentioned resolution at Item No 1 being a related party.

1.12. The above mentioned resolutions are deemed to be passed by requisite majority as on the date of announcement of result.

1.13. You may accordingly declare the results of voting by postal ballot.

For D. M. Zaveri & Co
Practising Company Secretary



Dharmesh Zaveri
(Proprietor)
Membership No.: 5418
C.P. No.: 4363
Place: Mumbai
Date: 17th November, 2015

