

Date: 3rd October, 2017

BSE Limited

Corporate Services Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

BSE Scrip Code: 511147

Company: Wall Street Finance Limited

Sub: Result of the Postal Ballot

Dear Sir(s),

This is in continuation of earlier letter dated 1st September, 2017 wherein approval of shareholders through postal ballot was sought pursuant to 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 Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The following businesses were approved by the Shareholders as special resolutions through postal ballot with requisite majority:

1. Sale of entire stake of Goldman Securities Private Limited

Sale of entire stake of Goldman Securities Private Limited consisting of 51,10,000 Equity Shares of face value of Rs. 10 each at par aggregating to Rs. 5,11,00,000/- (Rupees Five Crores Eleven Lakhs only) to Ebix Software India Private Limited.

2. Slump Sale of Money Transfer Service Scheme ("MTSS") Business

Authority to Board of Directors for Transfer / sale of Money Transfer Services Scheme (MTSS) business to Goldman Securities Private Limited (GSPL), post acquisition of entire stake of GSPL by EBIX Software India Private Limited ('EBIX'), as a going concern, together with assets and liabilities pertaining to the said business as identified and more particularly described in the Business Transfer Agreement (BTA) as executed, on a slump sale basis as defined under Section 2(42C) of the Indian Income Tax Act, 1961, for a consideration of Rs. 42.22 Crores (Rupees Forty Two Crores and Twenty Two Lakhs Only).



We are enclosing the voting results in the format as prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure-1 and copy of Scrutinizers' Report received from the Scrutinizer, Mr. Dharmesh Zaveri of D. M. Zaveri & Co., Company Secretaries as Annexure-2.

The Chairman has authorized the Chief Financial Officer to declare voting results and place the same on the website of the Company.

This is for your information and record.

Thanking You,

Yours Faithfully,
For Wall Street Finance Limited



Dipesh Dharod
Chief Financial Officer



Encl: As above

Wall Street Finance Limited

Date of declaration of results: 03/10/2017.

Date of the AGM/EGM	NA
Total Number of Shareholders on record date i.e. 25th August, 2017	6384
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoter and Promoter Group:	NA
Public:	NA
No. of shareholders attended the the meeting through Video Conferencing:	NA
Promoter and Promoter Group:	NA
Public:	NA

Resolution 1: Sale of Entire Stake of Goldman Securities Private Limited										
Resolution required:Ordinary/Special										
Whether promoter/promoter group are interested in the agenda/resolution?										
Category	Mode of Voting	Total no. of shares held (1)	Special		No. of Valid 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							
Promoter and Promoter Group	E-Voting				-	-	-	-	-	-
	Poll/Postal ballot	72,23,894			72,23,894	100	72,23,894	-	100	-
	Total				72,23,894	100.0000	72,23,894	-	100.0000	-
Public – Institutional holders	E-Voting				-	-	-	-	-	-
	Poll/Postal ballot	100			-	-	-	-	-	-
	Total				-	-	-	-	-	-
Public-Non Institutional	E-Voting				9,98,614	22.9682	9,98,613	1	99.9999	0.0001
	Poll/Postal ballot	43,47,806			750	0.0173	750	-	100.0000	-
	Total				9,99,364	22.9855	9,99,363	1	99.9999	0.0001
Total	E-voting				9,98,614	8.6297	9,98,613	1	99.9999	0.0001
	Poll/Postal ballot				72,24,644	62.4332	72,24,644	-	100.0000	-
	Total				82,23,258	71.0629	82,23,257	1	100.0000	0.0000

Resolution 2: Slump Sale of Money Transfer Service Schemes (MTSS) Business										
Resolution required:Ordinary/Special										
Whether promoter/promoter group are interested in the agenda/resolution?										
Category	Mode of Voting	Total no. of shares held (1)	Special		No. of Valid 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							
Promoter and Promoter Group	E-Voting				-	-	-	-	-	-
	Poll/Postal ballot	72,23,894			72,23,894	100	72,23,894	-	100	-
	Total				72,23,894	100.0000	72,23,894	-	100.0000	-
Public – Institutional holders	E-Voting				-	-	-	-	-	-
	Poll/Postal ballot	100			-	-	-	-	-	-
	Total				-	-	-	-	-	-
Public-Non Institutional	E-Voting				9,98,614	22.9682	9,98,613	1	99.9999	0.0001
	Poll/Postal ballot	43,47,806			750	0.0173	750	-	100.0000	-
	Total				9,99,364	22.9855	9,99,363	1	99.9999	0.0001
Total	E-voting				9,98,614	8.6297	9,98,613	1	99.9999	0.0001
	Poll/Postal ballot				72,24,644	62.4332	72,24,644	-	100.0000	-
	Total				82,23,258	71.0629	82,23,257	1	100.0000	0.0000

D. M. ZAVERI & Co.

Company Secretaries**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 **Website:** www.dmzaveri.com

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 Chairman,
Wall Street Finance Limited
201A, Chintamani Avenue,
Off Western Express Highway,
Opp. Virwani Industrial Estate,
Goregaon(East), Mumbai – 400063.

Sub: Report on passing of resolution 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 Thursday, 17th August, 2017 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 ('CDSL') 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 resolution contained in the Postal Ballot Notice dated 17th August, 2017 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 resolution contained in the Notice dated 17th August, 2017 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 resolution as stated below, based on the report generated from the e-voting system provided by CDSL, the authorised agency engaged by the Company to provide e-voting facilities and the report generated electronically for voting done by postal ballots.



D. M. ZAVERI & Co.

Company Secretaries

CS Dharmesh Zaveri
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I submit my report as under;

- 1.1. The Company has completed the dispatch/ e-mailing of Notice of Postal Ballot along with the Postal Ballot Forms and self-addressed pre-paid business reply envelopes through courier on 1st September, 2017 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 Friday, 25th August, 2017
- 1.2. As prescribed in the said Rules, the Company has also published an advertisement on 2nd September, 2017 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 Sunday, 1st October, 2017 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 **CDSL** 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 Sunday, 1st October, 2017 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 Central Depositories Services (India) Limited (CDSL).
- 1.6. Envelopes containing postal ballot forms which were returned undelivered were also not opened.
- 1.7. I have not found any ballot forms which were invalid.
- 1.8. I have also received a complete record of votes cast by electronic mode from CDSL, the agency for providing and supervising electronic platform on Sunday, 1st October, 2017 at 8.30 P.M. and which was closed by CDSL on Sunday, 1st October, 2017 at 5.00 p.m.



D. M. ZAVERI & Co.

Company Secretaries

DS Dharmesh Zaveri
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1.9. As mentioned in the explanatory statement to Postal Ballot Notice, Promoters of the Company and/ or Key managerial personnel of the Company or their relatives have no direct or indirect personal interest (except as the shareholders of Wall Street Finance Limited) in the resolution.

1.10. The details containing *inter alia*, list of Equity shareholders, who voted "FOR"/ "AGAINST" of the resolution that was 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 : Sale of Entire Stake of Goldman Securities Private Limited (Special Resolution)									
E-voting	998614	13	998614	99.99	1	1	0.0001	0	0
Postal Ballot	7224644	3	7224644	100	0	0	0.00	0	0
Total	8223258	16	8223258	100	1	1	0.00	0	0
Item No 2 : Slump Sale of Money Transfer Service Scheme ('MTSS") Business.(Special Resolution)									
E-voting	998614	13	998614	99.99	1	1	0.0001	0	0
Postal Ballot	7224644	3	7224644	100	0	0	0.00	0	0
Total	8223258	16	8223258	100	1	1	0.00	0	0

The special resolution passed by requisite majority is as under;

Reference to provisions of Companies Act, 2013	Type and description of special resolution
Special Resolution pursuant to Section 180(1)(a), and other applicable provisions of Companies Act, 2013.	Sale of Entire Stake of Goldman Securities Private Limited. Slump Sale of Money Transfer Service Scheme ("MTSS") Business.



D. M. ZAVERI & Co.

Company Secretaries

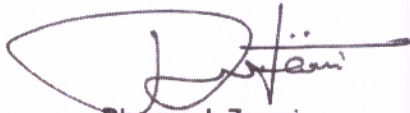
DS Dharmesh Zaveri
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- 1.11. The Register, all other papers and relevant record relating to postal ballot shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes and thereafter the same will be handed over to the Company.
- 1.12. The above mentioned special resolution is deemed to be passed by requisite majority as on the last date of receipt of postal ballot/ closing of e-voting i.e. 1st October, 2017.
- 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: 2nd October, 2017.

