

EMKAY GLOBAL FINANCIAL SERVICES LIMITED

ANNEXURE "II"

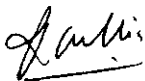
FORMAT FOR FURNISHING THE DETAILS OF EMPLOYEE BENEFIT SCHEMES INVOLVING DEALINGS IN SECONDARY MARKET, NOT COVERED UNDER SEBI (ESOS AND ESPS GUIDELINES 1999)

1	Name of the Issuer	Emkay Global Financial Services Limited
2	Name of the Scheme	Employees Stock Option Plan-2010 (ESOP Scheme -2010 (Through Trust Route)
3	Date of Implementation	30.08.2010 (Approved by Shareholders)
4	Mode of Implementation (trust/Direct)	Through Trust Route
5	Brief Particulars about the Scheme (Modus Operandi)	<p>The Company has framed an Employee Stock Option Plan (ESOP) titled "ESOP 2010". The purpose of this plan is to provide the employees with an additional incentive in the form of Options to receive the equity shares of the Company at a future date.</p> <p>The Company decided to grant options to employees based on their performance, seniority, commitment in executing his/her duty, etc. The Company has set up a private trust namely Emkay Employees Welfare Trust (the "Trust") and the said trust has purchased the shares of the Company from the secondary market and is holding these shares for the benefit of the employees. Further, in accordance with the directions and the recommendations of the Remuneration/ Compensation Committee of the Company, the Trust shall grant Options to the employees in respect of the equity shares so purchased by it. On the exercise of the Options by the eligible employees, the Trust shall transfer to the employees the equity shares in the Company.</p>
	Details of Trust	Company has established a Trust namely "Emkay Employees Welfare Trust" on 31.08.2010.
	Trustees	Following are the Trustees of the Trust:
		1. Mr. G. P. Gupta
		2. Mr. R. K. Krishnamurthi
		3. Mr. G. C. Vasudeo
	Trustees Relationship with the Promoters or Directors of the Company	There is no relationship with the Promoters and Directors of the Company. However all the trustees are Non Executive Independent Directors of the Company.
6	Whether Promoters/Persons belonging to the Promoters Group/Directors, are also beneficiaries in the scheme. If so, the details thereof and their entitlements.	Promoters /Persons belonging to the Promoters Group are not beneficiaries in the scheme. Only Permanent Employees and Non Executive Independent Directors of the Company are beneficiaries in the Scheme. Till date, Company /Trust has not granted any options to the Non Executive Independent Directors of the Company.
7	No. of Shares held by Trust/any other agency managing the scheme as on the date of the circular	As on the date of the circular, Trust is holding 7,54,648 equity shares of the Company.



8	How the Trust /Agency is proposing to deal with the existing holding (whether to be transferred to the employees, or to be sold in the market for transferring the benefits to the employees, if so, details regarding the proposed date of such transfer or sale shall be given) Such date shall not be later than June 30, 2013.	Out of total 7,54,648 equity shares of the Company purchased by the Emkay Employees Welfare Trust (Trust) from the secondary market, 5,67,500 Options have already been granted to the employees and hence to that extent, the trust has transferred the existing holding to these employees by way of option rights. The vesting schedule of these options is as per Annexure "A" attached herewith. For Balance 1,87,148 equity shares of the Company, held by Trust, the Company/Trust through Remuneration/Compensation Committee proposes to grant options before 30th June, 2013 and the intimation for the same will be sent to the Stock Exchanges. In case the Company/Trust is unable to grant the options, the balance 1,87,148 equity shares of the Company will be sold off in the secondary market.
9	Details of person who are entitled to shares or benefits out of the shares, which form part of more than 1 percent of the paid up share capital, as on the date of the circular in the following format	NIL, however two employees as per Annexure "B" attached have been granted options under other ESOP schemes of the Company (including this scheme) which is more than 1% of the paid up capital of the Company.
10	Details of secondary market purchases /sales by the Company/Trust/any other agency managing the scheme if any, since April 1, 2012 in the following format	NIL

For Emkay Global Financial Services Limited



Prakash Kacholia
Managing Director



Annexure "A"

Vesting period of Options Granted under ESOP through Trust Route

No. of Options	Date of Vesting	Percentage
5,55,000	01.10.2013	30
	01.10.2014	30
	01.10.2015	40
12,500	30.01.2014	30
	30.04.2015	30
	30.04.2016	40
5,67,500		



Annexure "B"

Details of Options Granted

Name of the Employees	Whether falling under Promoter/promoter group/directors	Scheme wise Number of entitled shares		Total No. of Options	% of such entitlement over the paid up share capital	No. of shares transferred/allotted to them/benefits of which is passed on to them out of (3)
		2007	2010 (through Trust Route)			
Anish Damania	Nil	240000	240000	480000	1.96	Nil
Sandeep Singal	Nil	240000	240000	480000	1.96	Nil

