

October 20, 2021

BSE Limited
P. J. Towers,
Dalal Street, Fort,
Mumbai - 400001
Security code: 532892

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai – 400051
Symbol: MOTILALOFS

Sub: Voting Results of Resolution stated in Postal Ballot Notice dated September 11, 2021

Dear Sir/Madam,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (as amended from time to time), we wish to inform the Exchange that the Voting Results for the Postal Ballot Notice (“Notice”) dated September 11, 2021, sent to Members of the Company for their approval through electronic mode only, on the following Resolution, has been announced on October 20, 2021 at the Registered Office of the Company:

- Appointment of M/s. Singhi & Co., Chartered Accountants (Firm Registration Number: 302049E), as the Statutory Auditors of the Company to fill casual vacancy caused by resignation of M/s. Walker Chandiok & Co. LLP, Chartered Accountants.

In this regard, please find enclosed following for your reference and records:

1. Voting Results of the Postal Ballot as per the format prescribed in Regulation 44 of the Listing Regulations.
2. Scrutinizer’s Report issued by Mr. Umashankar K. Hegde, Practising Company Secretary.

Based on the Scrutinizer’s Report, the above Resolution has been passed with requisite majority.

Further, the aforesaid Results along with Scrutinizer’s Report would also be made available on website of the Company at www.motilaloswalgroup.com and on the website of Central Depository Services (India) Limited [at www.evotingindia.com](http://www.evotingindia.com).

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Motilal Oswal Financial Services Limited

Kailash Purohit
Company Secretary & Compliance Officer

Encl: as above

DETAILS OF VOTING RESULTS OF THE POSTAL BALLOT

Date of Postal Ballot Notice	September 11, 2021
Start and End date of Voting	From 9:30 a.m. (IST) on Monday, September 20, 2021 to 5:00 p.m. (IST) on Tuesday, October 19, 2021
Date of Passing Resolution	October 19, 2021
Total no. of shareholders on record date (i.e. Friday, September 10, 2021 - cut-off date for voting purpose)	93,028
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
➤ Promoters and Promoter Group	-
➤ Public	-
No. of shareholders attended the meeting through Video Conferencing:	Not Applicable
➤ Promoters and Promoter Group	-
➤ Public	-

The details of voting for resolution is given below:

Motilal Oswal Financial Services Limited

Resolution Required : (Ordinary)			Appointment of M/s. Singhi & Co., Chartered Accountants (Firm Registration Number: 302049E), as the Statutory Auditors of the Company to fill casual vacancy caused by resignation of M/s. Walker Chandio & Co. LLP, Chartered Accountants.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	Remote E-Voting	10,36,05,059	10,24,74,620	98.91	10,24,74,620	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot	Not applicable	-	-	-	-	-	-
	Total		10,24,74,620	98.91	10,24,74,620	-	100.00	-
Public Institutions	Remote E-Voting	1,63,49,404	1,27,93,591	78.25	1,27,93,591	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot	Not applicable	-	-	-	-	-	-
	Total		1,27,93,591	78.25	1,27,93,591	-	100.00	-
Public Non Institutions	Remote E-Voting	2,70,06,061	7,17,835	2.66	7,02,463	15,372	97.86	2.14
	Poll		-	-	-	-	-	-
	Postal Ballot	Not applicable	-	-	-	-	-	-
	Total		7,17,835	2.66	7,02,463	15,372	97.86	2.14
Total		14,69,60,524	11,59,86,046	78.92	11,59,70,674	15,372	99.99	0.01

UMASHANKAR K. HEGDE

PRACTICING COMPANY SECRETARY

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Motilal Oswal Financial Services Limited
CIN: L67190MH2005PLC153397
Motilal Oswal Tower, Rahimtullah Sayani Road,
Opposite Parel ST Depot, Prabhadevi,
Mumbai- 400 025

Dear Sir,

I, Umashankar K Hegde, Practicing Company Secretary (Membership No. - A22133), have been appointed as the Scrutinizer by the Board of Directors of Motilal Oswal Financial Services Limited (the "Company") at its Meeting held on August 13, 2021 for Scrutinizing Postal Ballot process conducted in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (the "MCA") for holding general meetings/conducting Postal Ballot process through Remote e-voting vide General Circular No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020 and No. 10/2021 dated June 23, 2021 (the "MCA Circulars") in a fair and transparent manner in respect of the Ordinary Resolution stated in the Postal Ballot Notice ("Notice") dated September 11, 2021, for "Appointment of M/s. Singhi & Co., Chartered Accountants (Firm Registration Number: 302049E), as the Statutory Auditors of the Company to fill casual vacancy caused by resignation of M/s. Walker Chandiook & Co. LLP, Chartered Accountants".

I, submit my report as under:

- 1) The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder including MCA Circulars issued by the MCA in view of the current extraordinary circumstances due to continuing COVID-19 pandemic requiring social distancing, have advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of Postal Ballot process/Remote e-voting in accordance with the provisions of the Companies Act, 2013 and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue.
- 2) In accordance with the provisions of Section 110 and other applicable provisions of the Companies Act, 2013 read with the Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), the Company has completed dispatch of Notice to the Members of the Company, whose

B-401, JANKI NIWAS, SHREE RAMBLAKDAS NAGRI CHS, TAPOVAN, MALAD(E), MUMBAI 400097
Mobile No: 09226206821/08454826250, website: www.csuhegde.in
email: uhegdeassociates@gmail.com / umashankar@csuhegde.in.


UMASHANKAR K. HEGDE
PRACTICING COMPANY SECRETARY

ACS. NO. - 22133

COR. NO. 11161

name appeared on the Register of Members/ Beneficial Owners maintained by the Depositories as on cut-off date i.e. September 10, 2021 through email on September 16, 2021, to those Members whose email Id were registered with the Company/Depository Participant.

- 3) In accordance with the provisions of the Companies Act, 2013, the Company has published advertisement in newspapers i.e. Financial Express and Navshakti on September 17, 2021.
- 4) In accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), the Company has provided to its Members, the facility to cast their vote by Remote e-voting on resolution set forth in the Notice. The Company has engaged Central Depository Services (India) Limited ("CDSL") as the agency to provide Remote e-voting facility. The Remote e-voting period commenced from 9.30 a.m. (IST) Monday, September 20, 2021 and ended at 5.00 p.m. (IST) on Tuesday, October 19, 2021.
- 5) A Members whose name appeared on the Register of Members/ Beneficial Owners maintained by the Depositories as on cut-off date i.e. Friday, September 10, 2021 were entitled to vote on the resolution stated in the Notice.
- 6) The Remote e-voting module was disabled and blocked by CDSL for voting on Tuesday, October 19, 2021 at 5:00 p.m.
- 7) After the end of Remote e-voting period i.e. 5:00 p.m. (IST) on Tuesday, October 19, 2021, I have unblocked the electronic votes and downloaded the Remote e-voting Report from website of the CDSL (<https://www.evotingindia.com>) in the presence of two witnesses, Ms. Anuradha & Mrs. Savita who are not in the employment of the Company.
- 8) Votes casted by the members through Remote e-voting, were reconciled with the records maintained by the Registrar and Transfer Agent of the Company and authorizations lodged with the Company.
- 9) I, now submit my report as under ;

Ordinary Resolution for Appointment of M/s. Singhi & Co., Chartered Accountants, as Statutory Auditors of the Company :

Details of Remote e-voting

I	Remote e-voting	
1.	Number of members who participated in e voting	322
2.	No. of Invalid voters	-
3.	Number of Valid E-voters	322

SUMMARY OF REMOTE E-VOTING

Particulars	Remote e-voting		
	No. of equity shareholders	No. of shares	% of shares voted
Assented Resolution to	301	115,970,674	99.99
Dissented Resolution to	21	15,732	0.01
Invalid Votes	-	-	-
Total valid votes	322	115,986,046	100.00

No. of Equity Shareholders who cast their vote	No. of shares voted by them	% of total Paid up Equity Share Capital
322	115,986,046	78.92


Based on the aforesaid result, I report that, the Ordinary Resolution as contained in the Postal Ballot Notice dated September 11, 2021, has been passed with requisite majority.

- 10) All the relevant records of voting process given/provided/maintained in electronic mode will be provided to the Company Secretary of the Company for safe keeping.

You may accordingly declare the result of the Remote e-voting.

Thanking You,

Place: Mumbai
Date: October 20,2021


Umashankar K. Hegde
Practicing Company Secretary
Membership No. -A22133
C.P. No.-11161

Countersigned
For Motilal Oswal Financial Services Limited

Raamdeo Agarawal
Non-Executive Chairman
(DIN: 00024533)