

Motilal Oswal Financial Services Ltd.

Regd. Office: Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST Depot, Prabhadevi, Mumbai - 400025. Board: +91 22 3980 4200 Fax: +91 22 3312 4997 CIN: L67190MH2005PLC153397

23rd August, 2014

The Secretary, BSE Limited, P. J. Towers, Dalal Street, Fort, Mumbai-400 001.

Dear Sir,

Sub: <u>Disclosure of Voting Results of the 9th Annual General Meeting of the Company held on 22nd August, 2014 as per the requirement of the Clause 35A of the Listing Agreement</u>

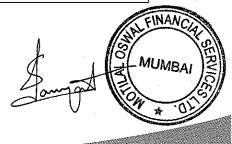
Ref: Stock Code: 532892

Pursuant to Clause 35A of Listing Agreement, please find herewith details of the combined voting results (i.e. result of e-voting alongwith the poll conducted) of Annual General Meeting(AGM) of the Company held on 22nd August, 2014 at 4.00 p.m. at Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST Depot, Prabhadevi, Mumbai - 400 025. All the items of business contained in the Notice of AGM were transacted and approved by the Shareholders with requisite majority.

Details of Voting Results

Date of Annual General Meeting	22nd August, 2014
Total number of shareholders on record date	11,090.
No. of shareholders present in the meeting either in person	66
or through proxy	

Promoters and Promoter Group:	3
Public:	63
No. of Shareholders attended the meeting through Video	Not Arranged
Conferencing	
Promoters and Promoter Group:	1
Public:	





Motilal Oswal Financial Services Ltd.
Regd. Office: Motilal Oswal Tower, Rahimtullah Sayani Road,
Opposite Parel ST Depot, Prabhadevi, Mumbai - 400025.
Board: +91 22 3980 4200 Fax: +91 22 3312 4997
CIN: L67190MH2005PLC153397

Agenda-Wise

Item No.	Details of the Agenda:		
	Details of the Agenda:	Resolution required:	Mode of voting: (Show of hands
		(Ordinary	/Poll/Postal
		/Special)	ballot/E-voting)
1.	Adoption of Annual Financial Statements as at 31st March, 2014 including Balance Sheet and the Statement of Profit & Loss for the year ended on that date together with the Reports of the Directors and Auditors thereon.	Resolution	E-Voting and Poll
2.	Declaration of Final Dividend of Re. 1 per	 	
	equity share and confirmation of Interim Dividend of Re. 1 per equity share for the year ended 31st March, 2014.	Recolution	E-Voting and Poll
3.	Re-appointment of Mr. Navin Agarwal, Non Executive Director who retires by rotation and, being eligible, offers himself for reappointment.	Ordinary Resolution	E-Voting and Poll
4.	Appointment of M/s. Haribhakti & Co. as Statutory Auditors of the Company for the period of 3 years.	Ordinary Resolution	E-Voting and Poll
5.	Appointment of Mr. Balkumar Agarwal as an Independent Director for period of 1 year.	Ordinary Resolution	E-Voting and Poll
6.	Appointment of Mr. Vivek Paranjpe as an Independent Director for period of 3 years.	Ordinary Resolution	E-Voting and Poll
7.	Appointment of Mr. Praveen Tripathi as an Independent Director for period of 3 years.	Ordinary Resolution	E-Voting and Poll
	Appointment of Ms. Sharda Agarwal as an Independent Woman Director for period of 3 years.	Ordinary Resolution	E-Voting and Poll



Motilal Oswal Financial Services Ltd.
Regd. Office: Motilal Oswal Tower, Rahimtullah Sayani Road,
Opposite Parel ST Depot, Prabhadevi, Mumbai - 400025.
Board: +91 22 3980 4200 Fax: +91 22 3312 4997
CIN: L67190MH2005PLC153397

9.	Re-appointment of Mr. Raamdeo Agarawal, Joint Managing Director for the period of 5 years and fixing his remuneration.	Ordinary Resolution	E-Voting and Poll
10.	To offer or invite subscription to the Secured/Unsecured Redeemable Non Convertible Debentures (NCD's) on private placement basis upto Rs. 1000 crores.	_ *	E-Voting and Poll
11.	To issue stock options to the employees of the Company under 'Motilal Oswal Financial Services Limited - Employees' Stock Option Scheme - VII' ("ESOS - VII").	Special Resolution	E-Voting and Poll
12.	To issue stock options to the employees of the present and future subsidiaries of the Company under 'Motilal Oswal Financial Services Limited - Employees' Stock Option Scheme - VII' ("ESOS - VII").	Special Resolution	E-Voting and Poll
13.	Substituting New Articles of Association in place of existing Articles of Association of the Company.	Special Resolution	E-Voting and Poll

The Voting details are annexed herewith in the prescribed format.

This may also be considered as the compliance of Clause 31(d) of the listing Agreement.

Thanking you,

Yours faithfully,

For Motilal Oswal Financial Services Limited

Samrat Sanyal

Company Secretary & Compliance Officer

Encl: As above

MOTILAL OSWAL FINANCIAL SERVICES LIMITED

Resolution No. 1-Adoption of Annual Financial Statements as at 31st March, 2014 including Balance Sheet and the Statement of Profit & Loss for the year ended on that date together with the Reports of the Directors and Auditors thereon.

0.00	100.00	0	120508864	86.96	120508864	138574925	Result (A+B)
0.00	100.00	0	29751	0.02	29751	138574925	Total (B)
0.00	100.00	0	280	0.00	280	18493458	Public-Others
0.00	100.00	0	29471	0.17	29471	17671331	Public Institutional Holders
0.00	0.00	0	0	0.00	0	102410136	Promoter and Promoter Group
			(Poll)	Mode of Voting: (Poll)			
0.00	100.00	0	120479113	86.94	120479113	138574925	Total (A)
0.00	100.00	0	8619196	. 46.61	8619196	18493458	Public-Others
0.00	100.00	0	10183547	57.63	10183547	17671331	Public Institutional Holders
0.00	100.00	0	101676370	99.28	101676370	102410136	Promoter and Promoter Group
			-voting)	Mode of Voting: (E-voting)			
% of Votes Against on Votes polled (7)=[(5)/(2)]*100	favour on Votes polled (6)=[(4)/(2)]*100	No of Votes Against (5)	No of Votes - in Favour (4)	% or votes polied on Outstanding shares (3)=[(2)/(1)]*100	No of Votes Polled (2)	No of Shares held (1)	Promoter /Public
	% of Votes in		-	ov at Manager and the			
			Auditors thereon.	Reports of the Directors and Auditors diereon.			



MOTILAL OSWAL FINANCIAL SERVICES LIMITED

Resolution No. 2-Declaration of Final Dividend of Re. 1 per equity share and confirmation of Interim Dividend of Re. 1 per equity share for the year ended 31st March, 2014.

0.00	100.00	0	120508864	86.96	120508864	138574925	Result (A+B)
0.00	100.00	0	29751	0.02	29751	138574925	Total (B)
	100.00	0	280	0.00	280	18493458	Public-Others
	100.00	0	29471	0.17	29471	17671331	Public Institutional Holders
	0.00	. 0	0	0.00	0	102410136	Promoter and Promoter Group
			ting: (Poll)	Mode of Voting: (Poll)			
							-
0.00	100.00	0	120479113	86.94	120479113	138574925	Total (A)
	100.00	0	8619196	46.61	8619196	18493458	Public-Others
	100.00	0	10183547	57.63	10183547	17671331	Public Institutional Holders
	100.00	0	101676370	99.28	101676370	102410136	Promoter and Promoter Group
		٠.	g: (E-voting)	Mode of Voting: (E-voting)		-	
polled (7)=[(5)/(2)]*100	on Votes polled (6)=[(4)/(2)]*100	Against (5)	Favour (4)	Outstanding shares (3)=[(2)/(1)]*100	Polled (2)	held (1)	Promoter / Public
% of Votes Against on Votes	% of Votes in favour	No of Votes	No of Votos - in	% of Votes polled on	NI of Votor		



MOTILAL OSWAL FINANCIAL SERVICES LIMITED

Resolution No. 3- Re-appointment of Mr. Navin Agarwal, Non Executive Director who retires by rotation and, being eligible, offers himself for re-appointment.

0.00	100.00	0	112704854	81.33	112704854	138574925	Result (A+B)
0.00	T00.00		29/51	0.02	29751	138574925	Total (B)
	100.00		200	0.00	700	OCHCCHOT	Public-Others
0.00	100 00	O	USC	0.00	700	10400450	
0.00	100.00	0	29471	0.17	29471	17671331	Public Institutional Holders
UUU	0.00	0	0	0.00	0	102410136	Group
							Promoter and Promoter
			Mode of Voting: (Poll)	Mode of V			
0.00	100.00	0	112675103	81.31	112675103	138574925	Total (A)
	100.00	0	815186	4.41	815186	18493458	Public-Others
	100.00	0	10183547	57.63	10183547	17671331	Public Institutional Holders
0.00	100.00	0	101676370	99.28	101676370	102410136	Group
							Promoter and Promoter
		-	ng: (E-voting)	Mode of Voting: (E-voting)			
polled (7)=[(5)/(2)]*100	on Votes polled (6)=[(4)/(2)]*100	Against (5)	Favour (4)	Outstanding shares (3)=[(2)/(1)]*100	Polled (2)	held (1)	Promoter /Public
% of Votes Against on Votes	5	No of Votes	No of Votes , in	% of Votes polled on	No of Votes	No of Charge	



Resolution No. 4-Appointment of M/s. Haribhakti & Co. as Statutory Auditors of the Company for the period of 3 years.

0.00	100.00	o	120508864	86.96	120508864	138574925	Result (A+B)
0.00	100.00	0	29751	0.02	29751	138574925	Total (B)
0.00	100.00	0		0.00	280	18493458	Public-Others
0.00	100.00	0	29471	0.17	29471	17671331	Public Institutional Holders
#DIV/0!	#DIV/0!	0	0	0.00	0	102410136	Promoter and Promoter Group
			Mode of Voting: (Poll)	Mode of V			
0.00	100.00	0	120479113	86.94	120479113	138574925	Total (A)
0.00	100.00	0	8619196	46.61	8619196	18493458	Public-Others
0.00	100.00	0	10183547	57.63	10183547	17671331	Public Institutional Holders
0.00	100.00	0	101676370	99.28	101676370	102410136	Promoter and Promoter Group
			Mode of Voting: (E-voting)	Mode of Vot			
% of Votes Against on Votes polled (7)=[(5)/(2)]*100	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	No of Votes Against (5)	No of Votes - in Favour (4)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes Polled (2)	No of Shares held (1)	Promoter / Public



Resolution No. 5-Appointment of Mr. Balkumar Agarwal as an Independent Director for period of 1 year.

0.00	100.00	0	120508864	86.96	120508864	138574925	Result (A+B)
0.00	100.00	0	29751	0.02	29751	138574925	Total (B)
0.00	100.00	0	280	0.00	280	18493458	Public-Others
0.00	100.00	0	29471	0.17	29471	17671331	Public Institutional Holders
0.00	0.00	0	0	0.00	0	102410136	Promoter and Promoter Group
			ng: (Poll)	Mode of Voting: (Poll)			
					-		
0.00	100.00	0	120479113	86.94	120479113	138574925	Total (A)
0.00	100.00	0	8619196	46.61	8619196	18493458	Public-Others
0.00	100.00	0	10183547	57.63	10183547	17671331	Public Institutional Holders
0.00	100.00	0	101676370	99.28	101676370	102410136	Promoter and Promoter Group
			: (E-voting)	Mode of Voting: (E-voting)			
			n-5	Resolution - 5			
polled (7)=[(5)/(2)]*100	on Votes polled (6)={{4}/{2}]*100	; =. '	Favour (4)	Outstanding shares (3)=[(2)/(1)]*100	Polled (2)	held (1)	Promoter /Public
% of Votes Against on Votes	٩	No of Votes	No of Votes - in	% of Votes polled on	No of Votes	Plo of charge	



Resolution No. 6-Appointment of Mr. Vivek Paranipe as an Independent Director for period of 3 years.

0.03	99.97	31606	120477258	86.96	120508864	138574925	Result (A+B)
						-	
99.06	0.94	29471	280	0.02	29751	138574925	Total (B)
0.00	100.00	0	280	0.00	280	18493458	Public-Others
100.00	0.00	29471	0	0.17	29471	17671331	Public Institutional Holders
0.00	0.00	0	0	0.00	0	102410136	Promoter and Promoter Group
			ng: (Poll)	Mode of Voting: (Poll)			
0.00	100.00	2135	120476978	86.94	120479113	138574925	Total (A)
0.00	100.00	0	8619196	46.61	8619196	18493458	Public-Others
0.02	99.98	2135	10181412	57.63	10183547	17671331	Public Institutional Holders
0.00	100.00	0	101676370	99.28	101676370	102410136	Promoter and Promoter Group
			: (E-voting)	Mode of Voting: (E-voting)			
			n-6	Resolution - 6			
polled (7)=[(5)/(2)]*100	on Votes polled (6)=[(4)/(2)]*100	Against (5)	Favour (4)	Outstanding shares (3)=[(2)/(1)]*100	Polled (2)	No of Shares held (1)	Promoter /Public
Workland Amington Water	% of Votes in favour			% of Votes polled on		•	



Resolution No. 7-Appointment of Mr. Praveen Tripathi as an Independent Director for period of 3 years.

0.00	100.00	0	120508864	86.96	120508864	138574925	Result (A+B)
0.00	100.00	0	29751	0.02	29751	138574925	Total (8)
0.00	100.00	0	280	0.00	280	18493458	Public-Others
0.00	100.00	0	29471	0.17	29471	17671331	Public Institutional Holders
0.00	0.00	0	0	0.00	0	102410136	Promoter and Promoter Group
			ng: (Poll)	Mode of Voting: (Poll)			
	-						
0.00	100.00	0	120479113	86.94	120479113	138574925	Total (A)
0.00	100.00	0	8619196	46.61	8619196	18493458	Public-Others
0.00	100.00	0	10183547	57.63	10183547	17671331	Public Institutional Holders
0.00	100.00	. 0	101676370	99.28	101676370	102410136	Promoter and Promoter Group
			: (E-voting)	Mode of Voting: (E-voting)			
polled (7)=[(5)/(2)]*100	on Votes polled (6)=[(4)/(2)]*100	Against (5)	Favour (4)	Outstanding shares (3)=[(2)/(1)]*100	No of Votes Palled (2)	No of Shares held (1)	Promoter /Public
Work Veter Assists on Veter	% of Votes in favour	No of Votos	Mar & Washing Str	% of Votes polled on	:	2	
				a management of the first of the first	as an inacpoint	and the second suppose	INCOMINGION OF APPROXIMENTAL OF THE PROPERTY O



Resolution No. 8-Appointment of Ms. Sharda Agarwal as an Independent Woman Director for period of 3 years.

0.00	100.00	0	120508864	86.96	120508864	138574925	Result (A+B)
0.00	100.00	0	29751	0.02	29751	138574925	Total (B)
0.00	100.00	0	280	0.00	280	18493458	Public-Others
0.00	100.00	0	29471	0.17	29471	17671331	Public Institutional Holders
0.00	0.00	0	0	. 0.00	0	102410136	Promoter and Promoter Group
			ng: (Poll)	Mode of Voting: (Poll)			
0.00	100.00	0	120479113	86.94	120479113	138574925	Total (A)
0,00	100.00	0	8619196	46.61	8619196	18493458	Public-Others
0.00	100.00	0	10183547	57.63	10183547	17671331	Public Institutional Holders
0.00	100.00	0	101676370	99.28	101676370	102410136	Promoter and Promoter Group
			; (E-voting)	Mode of Voting: (E-voting)			
% of Votes Against on Votes polled (7)=[(5)/(2)]*100	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	No of Votes Against (5)	No of Votes - in Favour (4)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes Polled (2)	No of Shares held (1)	Promoter /Public



Resolution No. 9-Re-appointment of Mr. Raamdeo Agarawal, Joint Managing Director for the period of 5 years and fixing his remuneration.

0.00	100.00	0	107735364	77.75	107735364	138574925	Result (A+B)
0.00	100.00	0	29751	0.02	29751	138574925	Total (B)
0.00	100.00	0	280	0.00	280	18493458	Public-Others
0.00	100.00	0	29471	0.17	29471	17671331	Public Institutional Holders
0.00	0.00	0	0	0.00	0	102410136	Promoter and Promoter Group
				Mode of Voting: (Poll)			
					-		
0.00	100.00	0	107705613	77.72	107705613	138574925	Total (A)
0.00	100.00	0	8619196	46.61	8619196	18493458	Public-Others
0.00	100.00	0	10183547	57.63	10183547	17671331	Public Institutional Holders
0.00	100.00	0	88902870	86.81	88902870	102410136	Promoter and Promoter Group
			g)	Mode of Voting: (E-voting)	Мо		
Against on Votes polled (7)=[(5)/(2)]*10	% of Votes in Against on favour on Votes votes polled polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*10	No of Votes Against (5)	No of Votes - in Favour (4)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes Polled (2)	No of Shares held (1)	Promoter /Public



Resolution No. 10-To offer or invite subscription to the Secured/Unsecured Redeemable Non Convertible Debentures (NCD's) on private placement basis upto Rs. 1000 crores.

0.00	100.00	0	120508864	86.96	120508864	138574925	Result (A+B)
0.00	100.00	0	29751	0.02	29751	138574925	Total (B)
0.00	100.00	C	280	0.00	280	18493458	Public-Others
0.00	100.00	0	29471	0.17	29471	17671331	Public Institutional Holders
0.00	0.00	0	0	0.00	0	102410136	Promoter and Promoter Group
				Mode of Voting: (Poll)			
0.00	100.00	0	120479113	86.94	120479113	138574925	Total (A)
0.00	100.00	0	8619196	46.61	8619196	18493458	Public-Others
0.00	100.00		10183547	57.63	10183547	17671331	Public Institutional Holders
0.00	100.00	0	101676370	99.28	101676370	102410136	Promoter and Promoter Group
				Mode of Voting: (E-voting)			
% of Votes Against on Votes poiled [7]=[(5)/(2)]*100	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	No of Votes Against (5)	No of Votes - in Favour (4)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Shares held No of Votes Polled (1) (2)	No of Shares held (1)	Promoter /Public



Resolution No. 11-To issue stock options to the employees of the Company under 'Motilal Oswal Financial Services Limited - Employees' Stock Option Scheme - VII' ("ESOS - VII").

0.03	99.97	31606	120477258	86.96	120508864	138574925	Result (A+B)
99.06	0.94	29471	280	0.02	29751	138574925	Total (B)
0.00	100.00	0	280	0.00	280	18493458	Public-Others
100.00	0.00	29471	0	0.17	29471	17671331	Public Institutional Holders
0.00	0.00	0	0	0.00	0	102410136	Promoter and Promoter Group
				Mode of Voting: (Poll)			
0.00	100.00	2135	120476978	86.94	120479113	138574925	Total (A)
0.00	100.00	0	8619196	46.61	8619196	18493458	Public-Others
0.02	99.98	2135	10181412	57.63	10183547	17671331	Public Institutional Holders
0.00	100.00	0	101676370	99.28	101676370	102410136	Promoter and Promoter Group
			2)	Mode of Voting: (E-voting)	Mo		enemental de la companya de la comp
% of Votes Against on Votes polled (7)=[(5)/(2)]*10	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	No of Votes Against (5)	No of Votes - in Favour (4)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes Polled (2)	No of Shares held (1)	Promoter /Public



Resolution No. 12-To issue stock options to the employees of the present and future subsidiaries of the Company under 'Motilal Oswal Financial Services Limited Employees' Stock Option Scheme - VII' ("ESOS - VII").

0.03	99.97	31606	120477258	86.96	120508864	138574925	Result (A+B)
99.06	0.94	29471	280	0.02	29751	138574925	Total (B)
0.00	100.00	0	280	0.00	280	18493458	Public-Others
100.00	0.00	29471	0	0.17	29471	17671331	Public Institutional Holders
0.00	0.00	0	0	0.00	0	102410136	Promoter and Promoter Group
				Mode of Voting: (Poll)	Mode		· · · · · · · · · · · · · · · · · · ·
0.00	100.00	2135	120476978	86.94	120479113	138574925	Total (A)
0.00	100.00	0	8619196	46.61	8619196	18493458	Public-Others
0.02	99.98	2135	10181412	57.63	10183547	17671331	Public Institutional Holders
0.00	100.00	0	101676370	99.28	101676370	102410136	Promoter and Promoter Group
				Mode of Voting: (E-voting)	Mode of		
% of Votes Against on Votes polled (7)=[(5)/(2)]*10	% of Votes in favour on Votes polled polled (6)=[(4)/(2)]*100	No of Votes Against (5)	No of Votes - in Favour (4)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes Polled (2)	No of Shares held (1)	Promoter /Public



Resolution No. 13-Substituting New Articles of Association in place of existing Articles of Association of the Company.

0.00	100.00	0	95624888	69.01	95624888	138574925	Result (A+B)
0.00	100.00	0	29751	0.02	29751	138574925	Total (B)
0.00	100.00	0	280	0.00	280	18493458	Public-Others
0.00	100.00	0	29471	0.17	29471	17671331	Public Institutional Holders
0.00	0.00	0	0	0.00	0	102410136	Promoter and Promoter Group
				Mode of Voting: (Poll)			
						-	
0.00	100.00	0	95595137	68.98	95595137	138574925	Total (A)
0.00	100.00	0	8619196	46.61	8619196	18493458	Public-Others
0.00	100.00	0	10183547	57.63	10183547	17671331	Public Institutional Holders
0.00	100.00	0	76792394	74.99	76792394	102410136	Promoter and Promoter Group
			ting)	Mode of Voting: (E-voting)			
% of Votes Against on Votes polled (7)=[(5)/(2)]*100	% of Votes in favour on Votes on Votes on Votes polled (6)=[(4)/(2)]*100 % of Votes Against on Votes polled (7)=[(5)/(2)]*100	No of Votes Against (5)	No of Votes - in Favour (4)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Shares held No of Votes Polled (1) (2)	No of Shares held (1)	Promoter /Public

