I (a) Outstanding Convertible securities/warrants issued to the Promoters/Public Name of the Company: Motilal Oswal Financial Services Limited

Scrip Code: BSE: 532892 NSE: MOTILALOFS

Quarter ended : 30.06.2015

| Partly Paid-up shares   | No. of Partly<br>Paid-up shares | As a % of total no. of partly paid-up shares              | As a % of total no. of shares of the Company  |
|---|---------------------------------|---|---|
| Held by promoter /<br>promoter group  |                                 |   |   |
| Held by public  | NIL                             | NIL   | NIL   |
| Total .   | NIL                             | NIL .   | NIL   |
| Outstanding convertible securities  | No. of outstanding securities   | As a % of total no. of outstanding convertible securities | As a % of total no. of shares of the Company, assuming full                                 |
|   |                                 |   | conversion of the convertible securities  |
| Held by promoter /<br>promoter group  |                                 |   |   |
| Held by public  | NIL                             | NIL   | NIL   |
| Total   | NIL                             | NIL   | NIL   |
| Warrants  | No.of warrants                  | As a % of total no. of warrants                           | As a % of total no. of<br>shares of the Company,<br>assuming full<br>conversion of warrants |
| Held by promoter /<br>promoter group  |                                 |   |   |
| Held by public  | NIL                             | NIL   | NIL   |
| Total   | NIL                             | NIL   | NIL   |
| Total paid-up capital of<br>the company, assuming<br>full conversion of<br>warrants and<br>convertible securities |                                 | 141,396,475   |   |



M

## MOTITAL OSWAL FINANCIAL SERVICES LIMITED. SHAREHOLDING PATTERN'AS ON 30TH JUNE, 2015 AS PER CLAUSE 35 OF THE LISTING AGREEMENT

(B (a) STATEMENT SHOWING SHAREHOLDING PATTERN NAME OF THE COMPANY: MOTHAL OSWAL FINANCIAL SERVICES LIMITED Scrip Code NSE: MOTILALOFS CATEGORY: EQUITY SHARES QUARTER ENDED: 30/06/2015 TOTAL SHAREHOLDING AS A PERCENTAGE OF TOTAL SHARES PLEDGED OR OTHERWISE NUMBER OF NUMBER OF SHARES ENCUMBERED CATEG SHARES HELD IN ASA ORY NUMBER OF TOTAL NUMBER DEMATERIALIZED PERCENTAGE CATEGORY OF SHAREHOLDER AS A ASA SHAREHOLDER OF SHARES FORM PERCENTAGE PERCENTAGE NUMBER OF (IX)=(VIII)/(IV) \*100 E OF (A+B) OF (A+B+C) SHARES **(I)** (III) (IV) (V) (VI) (VII) (VIII) PROMOTER AND PROMOTER GROUP (1) INDIAN Individuals / Hindu Undivided 16 25,594,536 25,594,536 18.10% 18.10% Family Central Government/State Government(s) Bodies Corporate Financial Institutions / Banks (c) (d) 76,793,394 76,793,394 54,31% 54.31% Any Others Sub-Total (A) (1): ---18 102,387,930 102,387,930 72.419 72.41% (2). FOREIGN Individuals (NRIs/Foreign Individuals) Bodies Corpora Institutions (d) Qualified Foreign Investors Any Others Sub-Total (A)(2): **Total Share Holding of Promoter** and Promoter Group 102,387,930 18 102.387.930 0,72 72,419 (A)=(A)(1)+(A)(2) PUBLIC SHAREHOLDING (B) INSTITUTIONS Mutual Funds /UII 13 3,133,528 3,133,528 2,22% 2.22% Financial Institutions / Banks (b) 4,736 236 4.98310810 Central Government / State Government(s) (d) Venture Capital Funds (e) Insurance Companies Foreign Institutional Investors 38 17,590,636 17,590,636 12.44% 12,44% Foreign Venture Capital Investors (g) Qualified Foreign Investors Any Others Sub-Total (B)(1): 53 14,66% 20,728,900 20,728,900 14,66% 236 NON-INSTITUTIONS (2) (a) **Bodies Corporate** 207 818,537 818,537 0.58% 0.58% 48,988 5.98% **(b)** Individuals (i) Individual shareholders holding nominal share capital up to Rs.1 lakh 9,962 4,670,975 4,618,965 3.309 3.30% 158,926 3,40% (ii) Individual shareholders holding nominal share capital in excess of 15 4,318,686 3,266,486 3.05% 3.05% 150,000 3,479 Rs.1 lakh Qualified Foreign Investor (Foreign Portfolio Investor) 2 52,804 52,804 0,049 0.04% 0.009 0.00% Any Others (d) Clearing Members 64 88,822 88,822 0.06% 0.06% 3,868 4.35% Non Resident Indians - (On 81 492,282 492,282 0.35% 0.35% repatriation basis) Non Resident Indians - (On Non-33 33,529 33,529 0.02% 0.02% repatriation basis) Directors/Relatives 7,804,010 7,804,010 5,52% 5.529 Sub-Total (B)(2): 10.365 12.93% 18,279,645 17,175,435 12.93% 361,782 Total Public Share Holding (B)=(B)(1)+(B)(2): 10,418 39,008,545 37,904,335 27.59% 27,59% 362,018 0.93% Total (A)+(B) : 10,436 141,396,475 140,292,265 362,018 Shares held by custodians, against which Depository Receipts have been issued CRAND-TOTAL (A)±(B)+(C): 10.436 141,396,475 140,292,265

The holding of Mr. Satish Agarwal i.e. 80,000 shares was inadvertently through error included in Public Shareholding instead of Promoter and Promoter Group in Shareholding for quarter ended 30th September, 2014, 31st December, 2014 and 31st March, 2015.

M

|                  | (I) (b) STATEMENT SHOWIN  |                          | EDING (O)EPE<br>MOJPROMOJE                 |                       |                            | ING TO                                    | THE                 | CATI                                    | GOR                               | ("PRC   | MOTER                                       |
|------------------|---|--------------------------|--|-----------------------|----------------------------|---|---------------------|---|-----------------------------------|---|---|
| S.<br><b>N</b> o | NAME OF THE<br>SHAREHOLDER  |                          |  | SHARES<br>OTH<br>ENCU | PLEDGED OR 1               |   | Details of warrants |   | Details of convertible securities |   | Total<br>shares<br>(including<br>underlying |
|                  |   | NUMBER                   | AS A % OF<br>GRAND<br>TOTAL<br>(A)+(B)+(C) | NUMBER                | AS A<br>PERC<br>ENTA<br>GE | % OF<br>GRAN<br>D<br>TOTA                 | warr<br>ants        | As a % total num ber                    | Num ber of conve rtible           | er of   | shares assuming full conversion of warrants |
|                  |   |                          |  |                       |                            | L<br>(A)+(B<br>)+(C)<br>OF<br>SUB<br>CLAU | held                | of<br>warr<br>ants<br>of<br>the<br>same | secur<br>ities<br>held            | conve<br>rtible<br>securi<br>ties of<br>the<br>same | and<br>convertible                          |
| (I)              | (II)  | (III)                    | (IV)                                       | (V)                   | (VI)=                      | SE (I) (a) (VII)                          | (VIII               | class                                   | (X)                               | class<br>(XI)                                       | share<br>capital<br>(XII)                   |
|                  | <b>,</b>  |                          |  |                       | (V)/(II<br>I)*100          |   |                     |   | ( )                               |   | (,  |
|                  | Passionate Investment<br>Management Private Limited                         | 76,792,394               | 54.31                                      |                       | _                          | -   | -                   |   | -                                 |   |   |
|                  | Mr. Motilal Oswal<br>Mr. Raamdeo Agarawal                                   | 12,110,476<br>11,828,100 | 8.56<br>8.37                               |                       | -                          | _   | -                   |   | -                                 | -   | _   |
| 4                | Raamdeo Agrawal HUF<br>Mrs. Suneeta Raamdeo                                 | 650,000<br>295,400       | 0.46                                       |                       | -                          | -   | -                   | -                                       | -                                 | -   | _   |
| 6                | Agrawal<br>Mrs. Vimla Motilal Oswal   | 125,240                  | 0.09                                       | -                     | -                          | -   | -                   | -                                       | -                                 | - <u>-</u>  | -   |
| -7               | Dr. Karoon Ramgopal<br>Agarawal   | 100,000                  | 0.07                                       |                       |                            | -   | _                   | _                                       | _                                 | _   | _   |
|                  | Mr. Vinay R. Agrawal<br>Mr. Sukhdeo Ramgopal<br>Agarawal                    | 100,000<br>80,200        | 0.07                                       | 1                     | -                          |   | -                   | -                                       | -                                 | -   | -   |
|                  | Mr. Satish Agarwal  | 80,000                   | 0.06                                       |                       | 1                          |   |                     |   |                                   |   |   |
|                  | Mr. Rajendra G. Oswal<br>Mr. Govinddeo R. Agarawal                          | 65,000<br>60,000         | 0.05                                       |                       |                            | <u> </u>                                  | -                   | -                                       | -                                 | -   | -   |
| 13               | Mrs. Suman Agrawal<br>Mrs. Anita Anandmurthy<br>Agrawal                     | 50,000<br>30,000         | 0.04                                       | -                     | -                          | -   | -                   | -                                       | -                                 | -   | -   |
|                  | Mrs. Vimladevi Salecha Mr. Motilal Gopilal Oswal (Holding on behalf of VISU | 19,000<br>1,000          | 0.00                                       | 1                     | -                          | -   | -                   | -                                       | -                                 | -   |   |
| 17               | Associates)   | 1,000                    | 0.00                                       | -                     | -                          |   | -                   | -                                       | -                                 |   |   |
|                  | Motilal Oswal HUF TOTAL   | 120<br>102,387,930       | 0.00<br>72.41                              | ) <i>-</i>            | -                          | -   | -                   | -                                       | -                                 | -   | -   |





| (1) | (i) (C) (i) (Statement showing Shareholding of persons belonging to the category "Public" and holding more     |            |                    |            |          |                |               | ding more          |
|-----|--|------------|--------------------|------------|----------|----------------|---------------|--------------------|
|     | than 1% of the total number of shares  |            |                    |            |          |                |               |                    |
| Sr  | Name of the shareholder  | Number of  | Shares as a        | Details of |          | Details of     |               | Total              |
| No. |  | shares     | percentage of      | Numb       | As a %   | Number of      | %             | shares             |
|     |  |            | total number       | er of      | total    | convertible    | w.r.t         | (including         |
|     |  |            | of shares {i.e.,   | warra      |          | securities     | total         | underlying         |
|     |  |            | <b>Grand Total</b> | nts        | of       | held           | numb          | shares             |
|     |  |            | (A)+(B)+(C)        | held       | warrants |                | er of         | assuming           |
|     |  |            | indicated in       |            | of       |                | conver        | full               |
|     | tan baran da kacamatan kacamatan kacamatan da kacamatan da kacamatan da kacamatan da kacamatan da kacamatan da |            | Statement at       | S          | the same |                | tible         | conversion         |
| - 1 |  |            | para (I)(a)        |            | class    |                | securit       | of                 |
|     |  |            | above}             |            |          |                | ies of<br>the | warrants           |
|     |  | • , i      |                    |            |          |                |               | and<br>convertible |
|     |  |            |                    |            |          |                | same          | securities)        |
|     |  |            |                    |            |          |                | Class         | as a % of          |
| •   |  |            |                    | 1          | 1        |                | 1             | diluted            |
|     |  | •          |                    |            |          |                |               | share              |
|     |  |            |                    |            |          |                |               | capital            |
| 1   | Mr. Navin Agarwal  | 7804010    | 5.52               | -          | - ·      | -              | -             | -                  |
| 2   | Franklin Templeton   | 4711396    | 3.33               |            |          |                |               |                    |
|     | Investment Funds   |            |                    | -          | -        |                | . <b>-</b>    |                    |
| 3   | JP Morgan Indian   | 2632674    | 1.86               | j          |          |                |               |                    |
|     | Investment Company   |            |                    |            | 1000     |                |               |                    |
|     | (Mauritius) Limited  |            |                    |            |          | 1. <u>-</u> 1. | <u> </u>      |                    |
| 4   | Armor Qualified, LP  | 1829215    | 1.29               | -          | -        | _              | -             | -                  |
| 5   | Armor Capital Partners, LP   | 1596381    | 1.13               | 3 -        |          | -              | -             |                    |
| 6   | ICICI Prudential Value Fund  | 1508686    | 1.07               | 7          |          |                |               | _·                 |
|     | Series 1   |            |                    | -          | _        | -              | -             |                    |
|     | TOTAL  | 20,082,362 | 14.20              | ) -        |          | -              | -             | -                  |

| Sr  | (C) (ii) (Statement showing S<br>Name of the shareholder | than 5% of th<br>Number of | ie total number<br>Shares as a   | of sha<br>Det | res<br>ails of                                    | Details | of  | Total |
|-----|--|----------------------------|--|---------------|---|---------|---|-------|
| No. |  | shares                     | percentage of<br>total number<br>of shares {i.e.,<br>Grand Total<br>(A)+(B)+(C)<br>indicated in<br>Statement at<br>para (I)(a)<br>above} | Numb<br>er of | As a % total number of warrants of the same class |         | w.r.t total numb er of conver tible securit ies of the same class | of    |
| 1   | Mr. Navin Agarwal  | 7,804,010                  | 5.52   | -             | -   | -       | -   | -     |
|     | TOTAL  | 7,804,010                  | 5.52   |               | _   |         | 200   | OSWA  |

MA

| Sr<br>No. | (I)(d) Statement Name of the shareholder | Category of<br>shareholders<br>(Promoters/<br>Public) | of locked-in<br>Number of<br>locked-in<br>shares |    |
|-----------|--|---|--|----|
|           |  | NA  | NA   | NA |
| 4         | TOTAL                                    |   | -  | NA |

¥

À.

|     |                                     | g details of Depository Re |                                 |  |  |
|-----|-------------------------------------|----------------------------|---------------------------------|--|--|
| Sr  | Type of outstanding DR (ADRs, GDRs, | Number of outstanding      | Shares underlying outstanding   |  |  |
| No. | SDRS, etc.)                         | DRs                        | DRs as a percentage of total    |  |  |
|     |                                     |                            | number of shares [I.e., Grand   |  |  |
|     |                                     |                            | Total (A)+(B)+(C) indicated in  |  |  |
|     |                                     |                            | Statement at para (I)(a) above} |  |  |
|     |                                     |                            |                                 |  |  |
| 1   | Global Depository Receipts (GDRs)   | N.A.                       | N.A.                            |  |  |
|     |                                     |                            |                                 |  |  |
|     | TOTAL                               | N.A.                       | N.A.                            |  |  |

| (II)(b) Statement showing Holding of Depository Receipts (DRs), where underlying shares are in excess of 1% of the total number of shares |                       |   |   |  |  |  |
|---|-----------------------|---|---|--|--|--|
| Sr<br>No.   | Name of the DR Holder | Type of outstanding DR<br>(ADRs, GDRs, SDRs,<br>etc.) | Shares underlying outstanding DRs as a percentage of total number of shares {I.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above} |  |  |  |
| 1   |                       | N.A.  | N.A   |  |  |  |
|   | TOTAL                 | N.A.  | N.A   |  |  |  |



MA