



MOTILAL OSWAL
Financial Services

Motilal Oswal Financial Services Limited
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

May 24, 2018

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400051
Symbol: MOTILALOF5

Sub: Clarification MOTILALOF5

Dear Sir/Madam,

This is with reference to your email dated May 23, 2018 on the captioned subject.

In this regard, we wish to inform the Exchange that the intimation sent on May 21, 2018 (enclosed herewith) was regarding approval accorded by the Board of Directors ("Board") of the Company at its meeting held on May 21, 2018 for passing enabling yearly resolution as per the requirements of Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (as amended from time to time) for issuance of Non-Convertible Debentures ("NCD"), in one or more series/tranches, on private placement basis, subject to approval of Members of the Company at the ensuing Annual General Meeting ("AGM").

Further, the extract of relevant provisions of Rule 14 is given below for ready reference:

"A company shall not make a private placement of its securities unless -

The proposed offer of securities or invitation to subscribe securities has been previously approved by the shareholders of the company, by a Special Resolution, for each of the Offers or Invitations:

Provided that in the explanatory statement annexed to the notice for the general meeting the basis or justification for the price (including premium, if any) at which the offer or invitation is being made shall be disclosed.

Provided further that in case of offer or invitation for non-convertible debentures, it shall be sufficient if the company passes a previous special resolution only once in a year for all the offers or invitation for such debentures during the year."



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Accordingly, we wish to inform the Exchange that the Board of the Company has granted in principle approval for issuance of NCD not exceeding Rs. 2000 Crores, on private placement basis, in one or more tranches, subject to approval of the Members of the Company. The said debentures may be listed on National Stock Exchange of India Limited and/or BSE Limited.

Kindly note that the Board has provided approval for passing enabling resolution and not actual issuance of NCD and so, detailed information pertaining to issuance will be provided as and when the Company comes out with the actual issuance of NCD.

We hope the above suffice your requirements.

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



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May 21, 2018

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: Outcome of the Board Meeting

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we hereby inform the Exchange that the Board of Directors ("Board") of the Company at its meeting held on May 21, 2018 has, inter alia, considered and approved the following matters:

- 1) Audited Financial Results (Consolidated and Standalone) for the quarter and financial year ended March 31, 2018.
- 2) Recommendation of final dividend on the Equity Shares of the Company for the financial year 2017-18 at the rate of Rs. 4.5 per Equity Share of the face value of Re. 1 each, out of the profits. The dividend, if approved by the members of the Company at the ensuing Annual General Meeting ("AGM"), will be credited/dispatched within 30 days from the date of AGM.
- 3) Proposal for issuance of Non-Convertible Debentures, in one or more series/tranches, on private placement basis, subject to approval of Members of the Company at the ensuing AGM (enabling yearly resolution as per the requirement of the Companies Act, 2013).

The Board Meeting commenced at 05.30 p.m. and concluded at 7.15 p.m.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For Motilal Oswal Financial Services Limited


Kailash Purohit
Company Secretary & Compliance officer