

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

National Stock Exchange of India Ltd.

Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E),
Mumbai - 400 051.

Dear Sir,

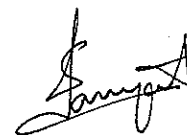
Sub: Disclosure of Voting Results of the 9th Annual General Meeting of the Company held on 22nd August, 2014 as per the requirement of the Clause 35A of the Listing Agreement

Ref: Stock Code : MOTILALOF5

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	22 nd August, 2014
Total number of shareholders on record date	11,090
No. of shareholders present in the meeting either in person or through proxy	66
Promoters and Promoter Group:	3
Public:	63
No. of Shareholders attended the meeting through Video Conferencing	Not Arranged
Promoters and Promoter Group:	
Public:	




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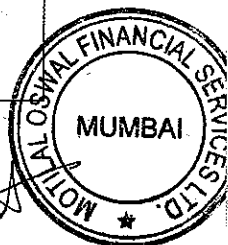
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Agenda-Wise

Item No.	Details of the Agenda:	Resolution required: (Ordinary /Special)	Mode of voting: (Show of hands /Poll/Postal 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.	Ordinary 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.	Ordinary Resolution	E-Voting and Poll
3.	Re-appointment of Mr. Navin Agarwal, Non Executive Director who retires by rotation and, being eligible, offers himself for re-appointment.	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
8.	Appointment of Ms. Sharda Agarwal as an Independent Woman Director for period of 3 years.	Ordinary Resolution	E-Voting and Poll

[Signature]



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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.	Special Resolution	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

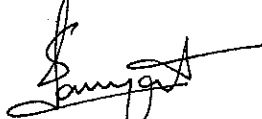
The Voting details are annexed herewith in the prescribed format.

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



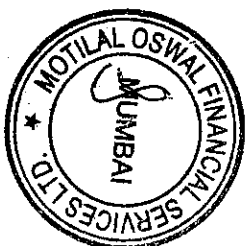
Encl: As above

Resolution - 1

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.

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



Resolution - 2

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.

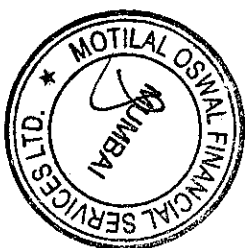
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in Favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Mode of Voting: (E-voting)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



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.

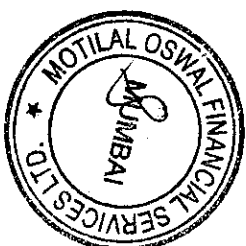
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - In Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Mode of Voting: (E-voting)							
Promoter and Promoter Group	102410136	101676370	99.28	101676370	0	100.00	0.00
Public Institutional Holders	17671331	10183547	57.63	10183547	0	100.00	0.00
Public-Others	18493458	815186	4.41	815186	0	100.00	0.00
Total (A)	138574925	112675103	81.31	112675103	0	100.00	0.00
Mode of Voting: (Poll)							
Promoter and Promoter Group	102410136	0	0.00	0	0	0.00	0.00
Public Institutional Holders	17671331	29471	0.17	29471	0	100.00	0.00
Public-Others	18493458	280	0.00	280	0	100.00	0.00
Total (B)	138574925	29751	0.02	29751	0	100.00	0.00
Result (A+B)	138574925	112704854	81.33	112704854	0	100.00	0.00



MOTILAL OSWAL FINANCIAL SERVICES LIMITED

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

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

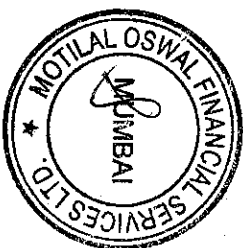


Resolution - 5

MOTILAL OSWAL FINANCIAL SERVICES LIMITED

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

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

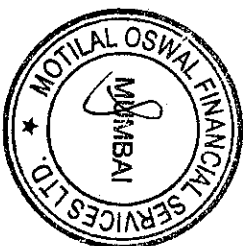


Resolution - 6

MOTILAL OSWAL FINANCIAL SERVICES LIMITED

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

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



Resolution - 7

MOTILAL OSWAL FINANCIAL SERVICES LIMITED

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

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



MOTILAL OSWAL FINANCIAL SERVICES LIMITED

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

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



Resolution - 9

MOTILAL OSWAL FINANCIAL SERVICES LIMITED

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

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



Resolution -10

MOTILAL OSWAL FINANCIAL SERVICES LIMITED

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.

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



Resolution-11

MOTILAL OSWAL FINANCIAL SERVICES LIMITED

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").

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



Resolution - 12

MOTILAL OSWAL FINANCIAL SERVICES LIMITED

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').

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



Resolution-13

MOTILAL OSWAL FINANCIAL SERVICES LIMITED

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

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

