



GEOJIT BNP PARIBAS

Ref : GBNPP/SEC/LKJ/2015-16/NSE & BSE/067

Date: 22nd January, 2016

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited,
'Exchange Plaza', C-1, Block – G,
Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051
Fax No. 022-26598237/38
Scrip Code : GEOJITBNPP - EQ

To,
The Manager,
Listing Department,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.
Fax No.022 22722037/39/41/61
Scrip Code : 532285

Dear Sir/Madam,

Sub: Outcome of Board Meeting held on 22nd January, 2016 .

We are pleased to inform you that the Board of Directors at its meeting held on January 22, 2016 have taken the following decisions:

1. Approved a Restated Shareholders' Agreement with BNP Paribas S.A, its affiliate, namely BNP Paribas India Holding Private Limited (collectively, "BNPP") and the initial promoters of the Company, namely, Mr. C.J. George and Mrs. Shiny George which would replace the existing shareholders agreement dated March 13, 2007 on the date BNPP acquires control of Sharekhan Limited ("Effective Date"). Pursuant to the Restated Shareholders Agreement, while BNP Paribas continue to retain its present shareholding in the Company, in brief, rights of BNPP to nominate directors on the Board of the Company, affirmative voting / consent rights of BNPP at the Board level and shareholders level and information rights of BNPP would terminate on the Effective Date. Also, the Company will enter into an agreement for phasing out use of BNPP's brands, name and associated intellectual property from the business of the Company within 6 months from the Effective Date. The restated SHA will lapse and the original SHA will remain in force if the acquisition of Sharekhan is not completed by June 30, 2016.
2. Allotted 6,70,809 equity shares of the face value of Re.1 each to employees of the Company and subsidiaries upon exercise of stock options under Employees Stock Option Plan 2010 and ESOP 2007 for Key Employees.

Thanking you,

For Geojit BNP Paribas Financial Services Limited

Liju K Johnson
Company Secretary

