

Ref No.: EW/Sec/2015/117

July 23, 2015

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051.

Dear Sir,

Ref.:- Symbol - EDELWEISS

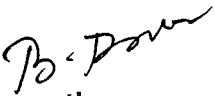
**Sub: Compliance with Clause 35A of the Listing Agreement-
AGM Voting Results- Declaration of Results of E-voting and Poll**

Pursuant to the provisions of Clause 35A of the Listing Agreement, we are enclosing the voting results of the 20th Annual General Meeting (AGM) of the Company held on Tuesday, July 21, 2015.

Kindly take the same on record.

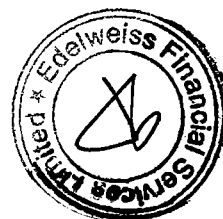
Thanking you,

Yours faithfully,
Edelweiss Financial Services Limited


 **B. Renganathan**
EVP & Company Secretary

Encl. as above

Date of the Annual General Meeting	July 21, 2015
Total Number of shareholders on Record Date (i.e. July 15, 2015, being the Cut Off Date for voting purpose)	125,728
No. of shareholders present in the meeting either in person or through proxy <ul style="list-style-type: none"> • Promoters and Promoter Group • Public 	7 110
No. of shareholders present in the meeting through videoconferencing Promoters and Promoter Group Public <ul style="list-style-type: none"> • Promoters and Promoter Group • Public 	Not arranged



EDELWEISS FINANCIAL SERVICES LIMITED

To consider and adopt

a) the Audited Financial Statement of the Company for the financial year ended March 31, 2015, together with the reports of the Board and the Auditors thereon, and

b) the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2015 together with the Report of the Auditors thereon

Resolution No. 1 (Ordinary Resolution):

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
Promoter and Promoter Group	298,715,690	296,639,490	99.3050%	296,639,490	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.7509%	47,903,115	-	100.0000%	0.0000%
Public-Others (Note 1)	295,899,611	40,249,863	13.6025%	40,249,163	700	99.9983%	0.0017%
Total	805,170,331	384,792,468	47.7902%	384,791,768	700	99.9998%	0.0002%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 2 (Ordinary Resolution) : To declare dividend on Equity Shares

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
Promoter and Promoter Group	298,715,690	296,639,490	99.3050%	296,639,490	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.7509%	47,903,115	-	100.0000%	0.0000%
Public-Others	295,899,611	40,250,503	13.6028%	40,249,803	700	99.9983%	0.0017%
Total	805,170,331	384,793,108	47.7903%	384,792,408	700	99.9998%	0.0002%

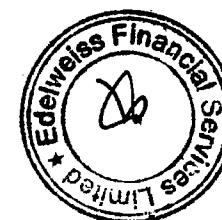


EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 3 (Ordinary Resolution):

To appoint a director in place of Mr. Rashesh Shah (DIN 00008322) 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
Promoter and Promoter Group	298,715,690	121,976,560	40.8337%	121,976,560	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.7509%	47,903,115	-	100.0000%	0.0000%
Public-Others	295,899,611	40,249,813	13.6025%	40,245,234	4,579	99.9886%	0.0114%
Total	805,170,331	210,129,488	26.0975%	210,124,909	4,579	99.9978%	0.0022%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 4 (Ordinary Resolution): Ratification of appointment of the Auditors and to fix their 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
Promoter and Promoter Group	298,715,690	296,639,490	99.3050%	296,639,490	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,630,034	22.6212%	47,508,960	121,074	99.7458%	0.2542%
Public-Others	295,899,611	40,249,153	13.6023%	40,246,683	2,470	99.9939%	0.0061%
Total	805,170,331	384,518,677	47.7562%	384,395,133	123,544	99.9679%	0.0321%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 5 (Ordinary Resolution): Appointment of Ms. Vidya Shah as Non-Executive, Non Independent Director

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
Promoter and Promoter Group	298,715,690	121,976,560	40.83%	121,976,560	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.75%	47,903,115	-	100.0000%	0.0000%
Public-Others	295,899,611	40,249,392	13.60%	40,245,620	3,772	99.9906%	0.0094%
Total	805,170,331	210,129,067	26.10%	210,125,295	3,772	99.9982%	0.0018%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 6 (Ordinary Resolution): Appointment of Mr. Biswamohan Mahapatra as an Independent Director

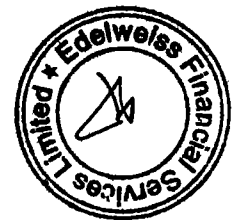
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	298,715,690	296,639,490	99.3050%	296,639,490	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.7509%	47,903,115	-	100.0000%	0.0000%
Public-Others	295,899,611	40,247,983	13.6019%	40,242,123	5,860	99.9854%	0.0146%
Total	805,170,331	384,790,588	47.7900%	384,784,728	5,860	99.9985%	0.0015%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 7 (Special Resolution): **Issue of Non – convertible Debentures on a Private Placement basis**

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
Promoter and Promoter Group	298,715,690	296,639,490	99.3050%	296,639,490	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.7509%	47,629,291	273,824	99.4284%	0.5716%
Public-Others	295,899,611	40,249,813	13.6025%	40,238,204	11,609	99.9712%	0.0288%
Total	805,170,331	384,792,418	47.7902%	384,506,985	285,433	99.9258%	0.0742%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 8 (Special Resolution): **Variation in the terms of appointment of Mr. Rashesh Shah**

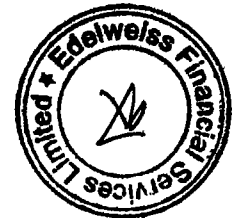
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	298,715,690	121,976,560	40.8337%	121,976,560	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.7509%	47,903,115	-	100.0000%	0.0000%
Public-Others	295,899,611	40,249,713	13.6025%	40,240,690	9,023	99.9776%	0.0224%
Total	805,170,331	210,129,388	26.0975%	210,120,365	9,023	99.9957%	0.0043%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 9 (Special Resolution): **Variation in the terms of appointment of Mr. Venkat Ramaswamy**

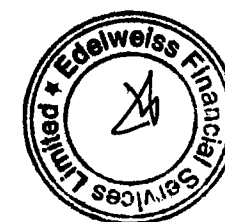
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	298,715,690	216,612,930	72.51%	216,612,930	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.75%	47,903,115	-	100.0000%	0.0000%
Public-Others	295,899,611	40,248,213	13.60%	40,238,982	9,231	99.9771%	0.0229%
Total	805,170,331	304,764,258	37.85%	304,755,027	9,231	99.9970%	0.0030%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 10 (Special Resolution): **Variation in the terms of appointment of Mr. Himanshu Kaji**

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
Promoter and Promoter Group	298,715,690	296,639,490	99.3050%	296,639,490	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.7509%	47,903,115	-	100.0000%	0.0000%
Public-Others	295,899,611	39,671,673	13.4071%	39,662,610	9,063.00	99.9772%	0.0228%
Total	805,170,331	384,214,278	47.7184%	384,205,215	9,063.00	99.9976%	0.0024%



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Resolution No. 11 (Special Resolution): **Variation in the terms of appointment of Mr. Rujan Panjwani**

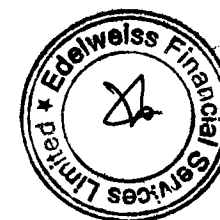
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	298,715,690	296,639,490	99.30%	296,639,490	-	100.0000%	0.00000%
Public Institutional Holders	210,555,030	47,903,115	22.75%	47,903,115	-	100.0000%	0.00000%
Public-Others	295,899,611	27,800,633	9.40%	27,791,280	9,353.00	99.9664%	0.03364%
Total	805,170,331	372,343,238	46.24%	372,333,885	9,353.00	99.9975%	0.00251%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 12 (Special Resolution): Related Party Transactions

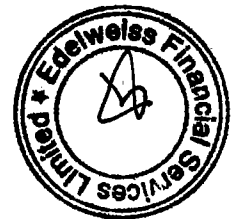
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	298,715,690	296,639,490	99.30%	296,639,490	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.75%	46,446,826	1,456,289	96.9599%	3.0401%
Public-Others	295,899,611	40,247,832	13.60%	39,808,913	438,919	98.9095%	1.0905%
Total	805,170,331	384,790,437	47.79%	382,895,229	1,895,208	99.5075%	0.4925%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 13 (Special Resolution): **Holding of office or place of profit by Ms. Vidya Shah**

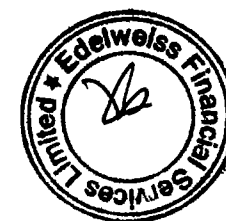
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	298,715,690	121,976,560	40.8337%	121,976,560	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.7509%	39,899,358	8,003,757	83.2918%	16.7082%
Public-Others	295,899,611	40,249,713	13.6025%	39,396,084	853,629	97.8792%	2.1208%
Total	805,170,331	210,129,388	26.0975%	201,272,002	8,857,386	95.7848%	4.2152%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 14 (Special Resolution): **Amendment to the Edelweiss Employees Stock Incentive Plan 2007**

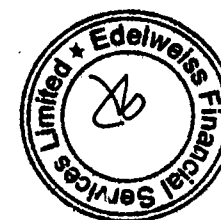
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	298,715,690	296,639,490	99.3050%	296,639,490	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.7509%	19,618,278	28,284,837	40.9541%	59.0459%
Public-Others	295,899,611	40,247,633	13.6018%	39,396,740	850,893	97.8859%	2.1141%
Total	805,170,331	384,790,238	47.7899%	355,654,508	29,135,730	92.4282%	7.5718%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 15 (Special Resolution): **Amendment to the Edelweiss Employees Stock Incentive Plan 2009**

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
Promoter and Promoter Group	298,715,690	296,639,490	99.3050%	296,639,490	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.7509%	19,618,278	28,284,837	40.9541%	59.0459%
Public-Others	295,899,611	40,247,133	13.6016%	39,397,771	849,362	97.8896%	2.1104%
Total	805,170,331	384,789,738	47.7899%	355,655,539	29,134,199	92.4285%	7.5715%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 16 (Special Resolution): Amendment to the Edelweiss Employees Stock Incentive Plan 2010

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
Promoter and Promoter Group	298,715,690	296,639,490	99.3050%	296,639,490	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.7509%	19,618,278	28,284,837	40.9541%	59.0459%
Public-Others	295,899,611	40,249,412	13.6024%	39,397,150	852,262	97.8825%	2.1175%
Total	805,170,331	384,792,017	47.7901%	355,654,918	29,137,099	92.4278%	7.5722%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 17 (Special Resolution): **Amendment to the Edelweiss Employees Stock Incentive Plan 2011**

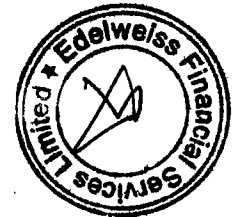
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - In Favour (4)	No of Votes Against (5)	% of Votes In favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	298,715,690	296,639,490	99.3050%	296,639,490	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,903,115	22.7509%	19,618,278	28,284,837	40.9541%	59.0459%
Public-Others	295,899,611	40,246,905	13.6015%	39,394,723	852,182	97.8826%	2.1174%
Total	805,170,331	384,789,510	47.7898%	355,652,491	29,137,019	92.4278%	7.5722%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 18 (Special Resolution): Variation in the terms of Edelweiss Employees' Welfare Trust

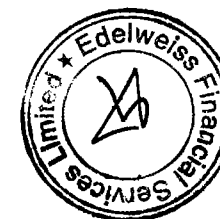
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	298,715,690	296,639,490	99.3050%	296,639,490	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	27,622,035	13.1187%	19,618,278	8,003,757	71.0240%	28.9760%
Public-Others	295,899,611	40,248,425	13.6021%	39,392,772	855,653	97.8741%	2.1259%
Total	805,170,331	364,509,950	45.2712%	355,650,540	8,859,410	97.5695%	2.4305%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 19 (Special Resolution): **Variation in the terms of Edelweiss Employees' Incentives and Welfare Trust**

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
Promoter and Promoter Group	298,715,690	296,639,490	99.3050%	296,639,490	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	27,622,035	13.1187%	19,618,278	8,003,757	71.0240%	28.9760%
Public-Others	295,899,611	40,247,595	13.6018%	39,393,632	853,963	97.8782%	2.1218%
Total	805,170,331	364,509,120	45.2711%	355,651,400	8,857,720	97.5700%	2.4300%



EDELWEISS FINANCIAL SERVICES LIMITED

Resolution No. 20 (Special Resolution): Grant of Stock Options to Employees of the Associate Companies

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
Promoter and Promoter Group	298,715,690	296,639,490	99.3050%	296,639,490	-	100.0000%	0.0000%
Public Institutional Holders	210,555,030	47,630,034	22.6212%	19,224,123	28,405,911	40.3613%	59.6387%
Public-Others	295,899,611	40,249,653	13.6025%	39,386,144	863,509	97.8546%	2.1454%
Total	805,170,331	384,519,177	47.7563%	355,249,757	29,269,420	92.3880%	7.6120%

